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Florida Department of State
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LIMITED LIABILITY AMENDMENT

TECNICARD SERVICES LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
TECNICARD SERVICES LLC**

TECNICARD SERVICES LLC, a Florida limited liability company (the "Company"), hereby sets forth, pursuant to and in accordance with Section 608.411 of the Florida Limited Liability Company Act for the purpose of filing its Amended and Restated Articles of Organization with the Department of State of the State of Florida (the "Department"), that:

1. The name of the Company is TECNICARD SERVICES LLC.
2. The Company's Articles of Organization were filed with the Department on May 30, 2003.
3. The Company's Articles of Organization are hereby amended for the purpose of changing the manager and are restated, as amended, in their entirety as follows:

ARTICLE I - NAME

The name of the limited liability company is TecniCard Services LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 3191 Coral Way, Suite 800, Miami, Florida 33145.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual.

ARTICLE IV - PURPOSES

The Company is organized for the purpose of transacting all lawful activities and businesses.

**ARTICLE V
REGISTERED AGENT; REGISTERED ADDRESS**

The name of the initial registered agent of the Company is the law firm of Hunton

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& Williams c/o Maria Currier. The Florida street address of the initial registered agent of the Company is 1111 Brickell Avenue, Mellon Financial Center, Suite 2500, Miami, Florida 33131.

**ARTICLE VI
MANAGEMENT**

The Company shall be manager-managed by Oscar E. Galvez, a U.S. citizen.

**ARTICLE VII
MISCELLANEOUS**

The existence of the Company shall commence on the date of filing these Articles of Organization with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole member of TechniCard Services LLC has executed these Amended and Restated Articles of Organization as of September 15, 2003.

**TechiCard, Inc., a Florida corporation
and the Sole Member of TechniCard
Services LLC**


Maria Currier, as Authorized
Representative of the Sole Member

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