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From: Account Name : CUEVAS & ORTIZ, P.A.
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LIMITED LIABILITY AMENDMENT
SMART CAPITAL I, L.L.C.

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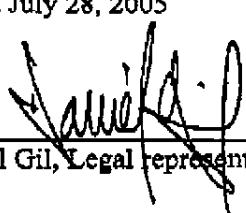
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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SMART CAPITAL I, LLC
(A Florida Limited Liability Company)

- FIRST: The date of filing of the articles of organization was January 20th, 2004.
- SECOND: The following amendments to the articles of organization were adopted by the limited liability company:
- A) Article IV shall hereby be amended to state that the Management of this limited liability company is reserved to its members, whose names and addresses are as follows:
- SMART CAPITAL HOLDINGS, LTD, A British Virgin Islands company;
through its legal representative Daniel Gil.
- B) Article VI shall hereby be amended to state that the capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by its member in the following amounts:

SMART CAPITAL HOLDINGS, LTD \$1,000.00 (100%)

Dated July 28, 2005


Daniel Gil, Legal representative of Smart Capital Holdings, LTD

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