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CIMCORP USA, LLC

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# AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

#### CIMCORP USA LLC (A Florida Limited Liability Company)

On August 01, 2011 (the "<u>Effective Date</u>"), the following Amended and Restated Articles of Organization were duly adopted by the unanimous written consent of all of the members of Cimcorp USA, LLC, a Florida limited liability company (the "<u>Company</u>") pursuant to Pursuant to Section 608, Florida Statutes (the "<u>Act</u>").

FIRST: The name of the Florida limited liability company is Cimcorp USA LLC (the "Company"). The Company is to have perpetual existence.

SECOND: The Articles of Organization for the Company were filed on October 15, 2004 and assigned Florida document number L04000074856. The first amendment to the Company's Articles of Organization was filed on June 30, 2008. This filling is an Amended and Restated Articles of Organization of the Company, filed pursuant to Section 608.411(4), Florida Statutes, and is effective as of August 01, 2011.

THIRD: The principal office address of the Company shall be:

8215 N.W. 64<sup>th</sup> Street, Unit 5 Miami, FL 33166-2767

FOURTH: the registered office address and agent for the Company is:

NRAI Services, Inc. 515 East Park Avenue Tallahassee, FL 32301

FIFTH: The Company shall be manager managed and the sole manager shall be:

Midas Medici Group Holdings, Inc. 445 Park Avenue, 20<sup>th</sup> Floor New York, New York 10022

SIXTH: The sole member of the Florida limited liability company is:

Cimcorp Comercio International e Informatica SA, a Brazilian sociedade anonima

IN WITNESS WHEREOF, the undersigned Manager has executed this Amended and Restated Articles of Organization as of the 1<sup>st</sup> day of August, 2011.

Midas Medici Group Holdings, Inc.,

Its Manager

Print Name:

Title:

MIC 2 PA U. P.S

#### STATEMENT OF REGISTERED AGENT AND REGISTERED OFFICE

### FLORIDA LIMITED LIABILITY COMPANY:

Cimcorp USA LLC

## REGISTERED AGENT/OFFICE:

NRAI Services, Inc. 515 East Park Avenue Tallahassee, FL 32301

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Signature of New Registered Agent: