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L. SELLERS
DEC 11 2008
EXAMINER

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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E-VOTE INTERNATIONAL, LLC

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**AMENDMENT TO ARTICLES OF ORGANIZATION
OF
E-VOTE INTERNATIONAL, LLC**

We, the undersigned, hereby for the purpose of amending the Articles of Organization of the Limited Liability Company organized under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Limited Liability Company for profit, registered on January 3, 2006 under number L06-000000-381 with the Secretary of State, amend the original Article numbered V as follows. All other Articles of Organization remain unaltered and in force.

ARTICLE V - Members

The Members of the Company shall be:

PROBANK PARTICIPAÇÕES S.A...... 99.99%
Address: Av. Barão Homem de Melo, 4386 - Sl. 304
Estoril
Belo Horizonte, MG, Brazil 30450-250

Paulo César Martins Junior..... 0.01%
Address: Rua do Ouro, 1005 Apto. 201
Serra
Belo Horizonte, MG, Brazil 30210-590

Amendment adopted this November, 10th 2007. The amendment was approved by a majority of the Board of Directors and by a majority of the Members and Subscribers. The number of votes cast for the amendment was sufficient for approval. The undersigned officer has executed this Amendment to the Articles of Organization this 10th day of November, 2007.

MEMBERS:

PROBANK PARTICIPAÇÕES S.A.
by: 

MANAGER:


Paulo César Martins Junior

SECRETARY OF STATE
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**MINUTES OF AN EXTRAORDINARY MEETING
OF THE BOARD OF DIRECTORS
of
E-VOTE INTERNATIONAL, LLC**

MINUTES of a special meeting of the Board of Directors of E-VOTE INTERNATIONAL, LLC, a Florida Professional Association, held on November 10, 2008.

Paulo Cezar Martins Junior, General Manager of the corporation acted as Chairman and Secretary of the meeting and acknowledged presence of a quorum. Mr. Martins proposed to the Board of Directors that the following consideration be made:

- a) The acceptance of the sale and transfer of 0.01% of the membership shares currently held by Peôna Guimarães Machado Martins to Paulo César Martins Junior;

Upon due consideration, the members of the Board of Members of the corporation **RESOLVED** it would be in the best interest of the company to accept the abovementioned changes, effective immediately.

WHEREUPON, on motion duly made, it was **RESOLVED** that the abovementioned Minutes of Extraordinary Meeting be adopted. The Chairman ordered the Secretary to register the changes in the corporate book and amend the Articles of Organization with the State of Florida.

IN WITNESS WHEREOF, I have signed this Minutes of Extraordinary Meeting as of November, 10th, 2008.

MEMBERS:

PROBANE PARTICIPAÇÕES S.A.

By: 

MANAGER/CHAIRMAN

Paulo César Martins Junior

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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WAIVER

Of Notice of Extraordinary Meeting of Board of Directors

The undersigned Directors of the E-Vote International, LLC constituting the majority of the Directors of the corporation, hereby waive notice of the foregoing meeting held on November 10th, 2008 and ratify and confirm the minutes thereof as set forth above and the actions taken pursuant thereto.

Dated: November 8th, 2008

MEMBERS:

PROBANK PARTICIPAÇÕES S.A.

By: 

MANAGER/CHAIRMAN

Paulo César Martins Junior 

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