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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. TELEMICRO INTERNATIONAL  
(Corporation Name) (Document #)
2. HOLDINGS, LLC  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

**Examiner's Initials**

**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF ARTICLES OF ORGANIZATION  
TELEMICRO INTERNATIONAL HOLDINGS, LLC**

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Pursuant to the provisions of Sections 608.411 and 608.407, Florida Statutes, Miami City Magazine, a Florida for profit corporation (the "Corporation"), restates and amends its Articles of Incorporation as provided below.

The Corporation was formed pursuant to Articles of Organization filed on September 27, 2007 with the Florida Department of State by Rafael A. Perez as the authorized representative and issued Document Number L07000098778.

The Articles of Organization of the Corporation are hereby amended and restated as follows:

**"AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
TELEMICRO INTERNATIONAL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be TELEMICRO INTERNATIONAL HOLDINGS, LLC ("Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company in Florida shall be:

4242 SW 73 Avenue  
Miami, Florida 33155

**ARTICLE III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is

Rafael A. Perez  
201 Alhambra Circle, Suite 702  
Coral Gables, Florida 33134

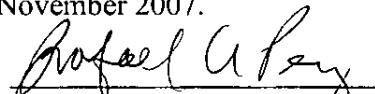
**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members in accordance with an operating agreement adopted by the members.

**ARTICLE VI - MANAGEMENT**

The Company shall be managed by a manager in accordance with an operating agreement adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The initial manager of the Company shall be Herminio Felix Fernandez."

IN WITNESS WHEREOF, the undersigned authorized agent has executed these Amended and Restated Articles of Organization as of the 28<sup>th</sup> day of November 2007.

  
\_\_\_\_\_  
Rafael A. Perez, Authorized  
Representative