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December 1, 1999

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-12/03/99-01100-009  
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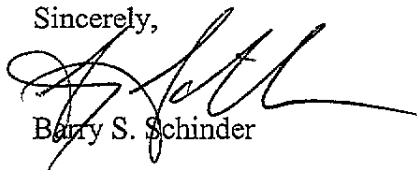
Re: Cash Systems International LLC

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Organization for the above-captioned limited liability company. Also enclosed is a check in the amount of \$155.00 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Organization. *(in the enclosed prepaid FedEx envelope)*

If you have any questions, please do not hesitate to call me.

Sincerely,

  
Barry S. Schinder

BSS:sy  
Enclosures

FILED  
99 DEC -3 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-1-99

**ARTICLES OF ORGANIZATION**  
**OF**  
**CASH SYSTEMS INTERNATIONAL LLC**

**ARTICLE I**

**NAME OF COMPANY**

The name of this limited liability company shall be: CASH SYSTEMS INTERNATIONAL LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The mailing and street address of the Company's principal office is:

9121 SW 102nd Street  
Miami, Florida 33176

**ARTICLE III**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Company's initial Registered Agent and Registered Office in the State of Florida shall be:

L.M. PLOUCHA  
c/o Atkinson, Diner, Stone,  
Mankuta & Ploucha, P.A.  
1946 Tyler Street  
Hollywood, Florida 33020

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ARTICLE IV

MANAGEMENT OF THE COMPANY

The Company is to be a manager-managed company. The name and address of the managing member is:

Thomas J. Hayes  
9121 SW 102nd Street  
Miami, Florida 33176

THE UNDERSIGNED, a member of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated: December 02, 1999

  
THOMAS J. HAYES

The undersigned hereby accepts the foregoing designation as initial Registered Agent, is familiar with, accepts and agrees to comply with the provisions of law applicable to said designation.

  
L.M. PLOUCHA

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99 DEC -3 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA