

M08 000001967

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

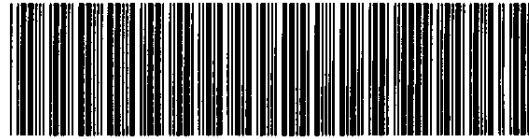
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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08/23/11--01005--017 \*\*25.00

T. CLINE

SEP - 6 2011

EXAMINER

M08-1967

2011 SEP - 2 PM 2: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 24, 2011

SHAABANI MUNRO  
CGI MERCHANT GROUP, LLC  
8400 NW 36TH ST, SUITE 220  
MIAMI, FL 33166

SUBJECT: CGI CAPITAL HOLDINGS LLC  
Ref. Number: M08000001967

We have received your document for CGI CAPITAL HOLDINGS LLC and your check(s) totaling \$25.00. However, the document has not been filed and is being retained in this office for the following:

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline  
Regulatory Specialist II

Letter Number: 711A00019800

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** CGI Capital Holdings, LLC  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Shaabani Munro  
Name of Person

CGI Merchant Group, LLC  
Firm/Company

8400 NW 36th St, STE 220  
Address

Miami, FL 33166  
City/State and Zip Code

smunro@cgimb.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shaabani Munro at ( 786 ) 581-4800  
Name of Person Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Enclosed is a check for the following amount:**

- \$25 Filing Fee       \$30 Filing Fee & Certificate of Status       \$55 Filing Fee & Certified Copy       \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: CGI Capital Holdings, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 4/24/2008

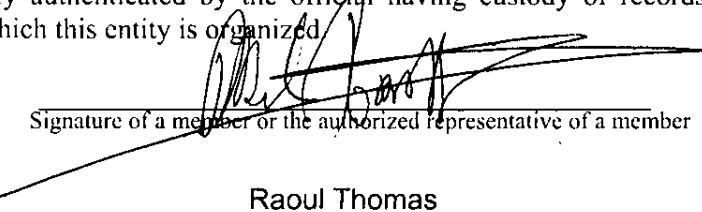
**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 08/01/2011
5. New name of the limited liability company: CGI Merchant Group, LLC  
(must end with "Limited Liability Company," "L.L.C." or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:  
\_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
\_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:  
\_\_\_\_\_

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
Signature of a member or the authorized representative of a member

Raoul Thomas

Typed or printed name of signee

**Filing Fee: \$25.00**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
2011 SEP -2 PM 2:50

**FILED**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:00 AM 08/01/2011  
FILED 08:00 AM 08/01/2011  
SRV 110881077 - 4241246 FILE

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: CGI Capital Holdings, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Change name to CGI Merchant Group, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 29<sup>th</sup> day of July, A.D. 2011.

By: [Signature]  
Authorized Person(s)

Name: Barry Thomas  
Print or Type

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TALLAHASSEE, FLORIDA  
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