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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 OCT -6 AM 9:36

Amend
10 @ 10/7/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: INGENICARD US, INC.

DOCUMENT NUMBER: P03000001999

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CLAUDIA REINALDO

Name of Contact Person

INGENICARD US, INC.

Firm/ Company

1000 BRICKELL AVENUE, SUITE 410

Address

MIAMI, FL 33131

City/ State and Zip Code

JESTEFANO@SMXUSA.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CLAUDIA REINALDO

Name of Contact Person

at (305)

403-7037

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

INGENICARD US, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P03000001999

(Document Number of Corporation (if known))

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Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

1000 Brickell Avenue, Ste 410
Miami, FL 31131

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

1000 Brickell Avenue, Ste 410
Miami, FL 33131

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:


Name of New Registered Agent: Claudia Reinaldo

New Registered Office Address: 1000 Brickell Avenue, Ste 410
(Florida street address)

Miami, Florida 33131
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>P</u>	<u>ESTEFANO, JOSE</u>	<u>1000 BRICKELL AVE, STE 410</u> <u>MIAMI, FL 33131</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>CEO/D</u>	<u>VALMANA, JUAN</u>	<u>SEE ABOVE</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>CTO/C</u>	<u>HODGES, STEVE</u>	<u>8454 CRESTVIEW ROAD</u> <u>SANGER, TX 76266</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

**Articles of Amendment
to
Articles of Incorporation
of
Ingenicard US, Inc.**

Document No. P03000001999

**Addition/Removal of Officers and Directors of
Ingenicard US, Inc.**

TITLE	NAME	ADDRESS	ADD/REMOVE
D	NUNEZ, ROLANDO	7760 WEST 20TH AVE STE 6 HIALEAH, FL 33016	ADD
D	KEELER, BYRON	9910 NW 21ST STREET DORAL, FL 33172	REMOVE
S	OTAMENDI, ELAIZA	14100 PALMETTO FRONTAGE RD SUITE 300 MIAMI LAKES, FL 33016	REMOVE
D/CEO	MERINO, ALBERTO	330 84TH STREET APT. 1 MIAMI BEACH, FL 33141	REMOVE
D	CICENIA, MIGUEL J.	747 CRANDON BLVD. APT. 410 KEY BISCAYNE, FL 33149	REMOVE

The date of each amendment(s) adoption: SEPTEMBER 12, 2011
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated OCTOBER 3, 2011

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JOSE ESTEFANO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)