

PO7000121125

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

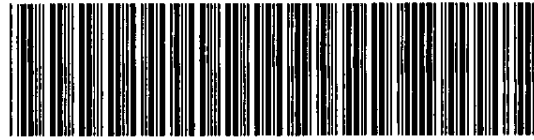
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2017 MAR -3 P 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 08 2016
T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DFC Services Corp.

DOCUMENT NUMBER: N/A

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

Please return all correspondence concerning this matter to the following:

Daniel Torres
Name of Contact Person
Dufry America, Inc.
Firm/ Company
10300 N.W. 19th Street, Suite 109
Address
Miami, Florida 33172
City/ State and Zip Code

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

For further information concerning this matter, please call:

Daniel Torres at (305) 777-7056
Name of Contact Person Area Code & Daytime Telephone Number

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

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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

FILED

Articles of Amendment
to
Articles of Incorporation
of

2017 MAR -3 P 4: 28

DFC Services Corp.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

(Document Number of Corporation (if known))

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:

N/A

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**)*

N/A

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

N/A

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 N/A _____

(Florida street address)

New Registered Office Address: N/A _____, Florida N/A _____
(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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change PT John Doe

Remove V Mike Jones

Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change	_____	N/A	N/A
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

February 17, 2017

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: Upon the filing of these Articles of Amendment

(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

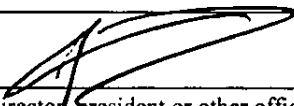
Adoption of Amendment(s) (CHECK ONE)

- 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 February 17, 2017 _____

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)

Juan Antonio Nieto

(Typed or printed name of person signing)

President

(Title of person signing)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DFC SERVICES CORP.**

I

The name of the Corporation is DFC Services Corp. (the "Corporation"), filed on November 6, 2007, under Charter #P07000121125.

II

The following amendment to the Articles of Incorporation was approved by the sole shareholder of the Corporation. The number of votes cast for the amendment by the shareholder was sufficient for approval.

III

Article II of the Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced by a new Article II as follows:

ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act"), including, but not limited to, freight forwarding and customs broker activities.


IV

Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

V

The effective date for this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation as of the 17th day of February, 2017.


Juan Antonio Nieto, President

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DFC SERVICES CORP.**

I

The name of the Corporation is DFC Services Corp. (the "Corporation"), filed on November 6, 2007, under Charter #P07000121125.

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III

Article II of the Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced by a new Article II as follows:

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The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act"), including, but not limited to, freight forwarding and customs broker activities.

IV

Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

V

The effective date for this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation as of the 17th day of February, 2017.



Juan Antonio Nieto, President

**WRITTEN CONSENT IN LIEU OF MEETING OF
THE SOLE SHAREHOLDER OF
DFC SERVICES CORP.**

Pursuant to Section 607.0704 of the Florida Business Corporation Act, the undersigned, being the sole shareholder of DFC Services Corp., a Florida corporation (the "Corporation"), does hereby waive its right to notice and gives its consent to taking of the following actions:

RESOLVED, to amend the Articles of Incorporation of the Corporation by changing the Article thereof numbered "**ARTICLE II**" so that, as amended, said Article shall be and read as follows:

ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act"), including, but not limited to, freight forwarding and customs broker activities.

This Written Consent may be executed in several counterpart signature pages, and all so executed shall constitute one Written Consent, notwithstanding that all of the undersigned are not signatories to the original or the same counterpart or counterpart signature page. A facsimile of a signature to this Written Consent shall be deemed and treated for all purposes of execution to be as valid as an original signature thereto.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent in Lieu of Meeting in order to give their consent thereto effective as of the 17th day of February, 2017.

**SHAREHOLDER:
DUTY FREE CARIBBEAN LIMITED-BARBADOS**



PETER ALLAN



JAMES LAVELLE

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
DFC SERVICES CORP.**

Pursuant to Section 607.0821 of the Florida Business Corporation Act, the undersigned, constituting all of the members of the Board of Directors of DFC Services Corp., a Florida corporation (the "Corporation"), do hereby waive all right to notice and give their consent to the taking of the following actions;


RESOLVED, that Mario Torres be appointed an Officer of the Corporation, to serve subject to the provisions of the By-laws of the Corporation, until the next annual meeting of the Directors, or until any such person's successor is elected and shall be duly qualified, or until his resignation.

This Written Consent may be executed in several counterpart signature pages, and all so executed shall constitute one Written Consent, notwithstanding that all of the undersigned are not signatories to the original or the same counterpart or counterpart signature page. A facsimile or electronic copy (PDF) of a signature to this Written Consent shall be deemed and treated for all purposes of execution to be as valid as an original signature thereto.

IN WITNESS WHEREOF, the undersigned have executed this Consent in Lieu of Annual Meeting in order to give their consent thereto effective as of the 17th day of February, 2017.



JUAN ANTONIO NIETO



LUIS OTAOLA

JAMES LAVELLE

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
DFC SERVICES CORP.**

Pursuant to Section 607.0821 of the Florida Business Corporation Act, the undersigned, constituting all of the members of the Board of Directors of DFC Services Corp., a Florida corporation (the "Corporation"), do hereby waive all right to notice and give their consent to the taking of the following actions;

RESOLVED, that Mario Torres be appointed an Officer of the Corporation, to serve subject to the provisions of the By-laws of the Corporation, until the next annual meeting of the Directors, or until any such person's successor is elected and shall be duly qualified, or until his resignation.

This Written Consent may be executed in several counterpart signature pages, and all so executed shall constitute one Written Consent, notwithstanding that all of the undersigned are not signatories to the original or the same counterpart or counterpart signature page. A facsimile or electronic copy (PDF) of a signature to this Written Consent shall be deemed and treated for all purposes of execution to be as valid as an original signature thereto.

IN WITNESS WHEREOF, the undersigned have executed this Consent in Lieu of Annual Meeting in order to give their consent thereto effective as of the 17th day of February, 2017.

JUAN ANTONIO NIETO

LUIS OTAOLA



JAMES LAVELLE