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FLORIDA LIMITED LIABILITY CO.
PENHA IMAGE DUTY FREE LTD LLC

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PENHA IMAGE DUTY FREE LTD
6310 NW 99 AVENUE
DORAL, FLORIDA 33178

July 24, 2014

Florida Secretary of State
Division of Corporations
Tallahassee, Florida

PENHA IMAGE DUTY FREE LTD LLC Formation in Florida – 06828.11365

Ladies and Gentlemen:

Please be advised that I am the CFO of the Penha Holdings BV, the ultimate owner of Penha Image Duty Free Ltd. Corp. and Authorized Representative of Penha Image Duty Free Ltd. Corp., an Anguilla corporation and the General Partner of Penha Image Duty Free Ltd, a Florida limited partnership, organized May 19, 2011 under document number A11000000394. This letter will serve as confirmation to the State of Florida that Penha Image Duty Free Ltd has no objection to the use of the name and organization of Penha Image Duty Free Ltd LLC with the State of Florida and that the principals are the same in both the existing Florida limited partnership and the to-be-formed Florida limited liability company.

Very truly yours,

Stuart Till
CFO of Penha Holdings BV, and
Authorized Representative of Penha Image Duty Free Ltd. Corp.

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ARTICLES OF ORGANIZATION
OF
PENHA IMAGE DUTY FREE LTD LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, pursuant to Chapter 605 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company is Penha Image Duty Free Ltd LLC (the "Company").

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address and street address of the principal office of the Company shall be 6310 NW 99 Avenue, Doral, Florida 33178.

ARTICLE III. REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the registered office of the Company in the State of Florida is *CFRA, LLC, a Florida limited liability company*, 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602.

ARTICLE IV. MANAGEMENT

The Company shall be a manager managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company.

ARTICLE IV. AUTHORIZED REPRESENTATIVE

The name and address of the authorized representative of the organizing member of the Company executing these articles of organization are:

Name	Address
Robert B. Macaulay	100 SE Second Street Suite 4200 Miami, Florida 33131

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IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 30th day of July, 2014.

Robert B. Macaulay, Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 30th day of July, 2014.

Registered Agent:

CFRA, LLC, a Florida limited liability company

By: Robert B. Macaulay
Robert B. Macaulay, Authorized Agent

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