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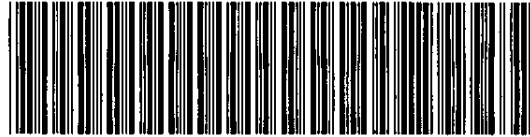
(Business Entity Name)

(Document Number)

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14 DEC -4 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. HARVEY

DEC 11

EXAMINER

**STATE OF FLORIDA**

**RESTATED AND AMENDED ARTICLES OF ORGANIZATION FOR  
TIRRENIA DEVELOPMENTS, LLC**

The undersigned, for the purpose of restating and amending the articles of organization for Tirrenia Developments, LLC, formed pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, on May 26, 2009, hereby makes, acknowledges, and files these Restated and Amended Articles of Organization.

**ARTICLE I - NAME**

The name of the company is Tirrenia Developments, LLC

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal place of business of the Limited Liability Company is 5151 Collins Avenue, Commercial Unit 224, Miami Beach, Florida 33140.

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to operate the business of TIRRENIA DEVELOPMENTS, LLC, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company as may be required pursuant to a vote of the majority-in-interest of the members.

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## **ARTICLE VI - ADMISSION OF NEW MEMBERS**

New members shall be admitted to the Company as may be authorized pursuant to a vote of the majority-in-interest of members and upon such terms and conditions as shall be determined by the majority-in-interest of the members. The majority-in-interest of members shall determine the amount and nature of contributions by new members at the time new members are admitted.

## **ARTICLE VII - CONTINUATION OF BUSINESS**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued by a vote of the majority-in-interest of members, in the absence of which it shall be dissolved.

## **ARTICLE VIII - MANAGEMENT**

The Company shall be manager-managed by the following manager(s) of the Company who shall be compensated in an amount determined by a majority-in-interest vote of the members to be appropriate:

Giampiero Di Persia  
5151 Collins Avenue  
Unit# 636  
Miami Beach, FL 33140

✓

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ALL REQUESTS FILED

## **ARTICLE IX - REGISTERED OFFICE AND AGENT**

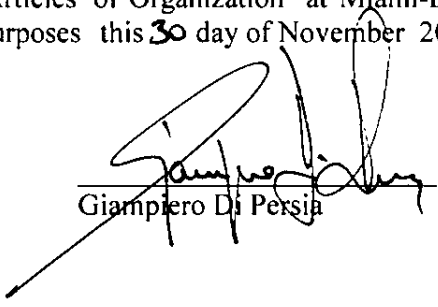
The street address of the initial registered office of the Company is 3800 NE Miami Court, Miami, Florida 33137 and its registered agent is Stefanic Bologna, Esq., 150 SE 2<sup>nd</sup> Avenue, Miami, Florida 33131.

## **ARTICLE X - INDEMNIFICATION**


This company shall indemnify any and all of its members, managers, directors, officers, organizers, employees or agents or former members, managers, directors, officers, employees or agents or any person or persons who may have served at its request as a member, manager, director, officer, organizers, employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or

may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any member, manager, director, officer, organizers, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned manager has made and subscribed these Restated and Amended Articles of Organization at Miami-Dade County, Florida, for the foregoing uses and purposes this 30 day of November 2014.

  
Giampiero Di Persia



  
Ivan Raschilia  
COMMISSION # EE 107328  
EXPIRES: JUNE 27, 2016  
www.AmericanNotary.com

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