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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee, FL 32301 Phone: 850-558-1500

ACCOUNT NO. : 12000000195						
REFERENCE : 673931 7367745						
AUTHORIZATION: Spelle le man						
COST LIMIT : \$35x00						
ORDER DATE: June 18, 2015						
ORDER TIME: 10:54 AM						
ORDER NO. : 673931-005						
CUSTOMER NO: 7367745						
DOMESTIC AMENDMENT FILING						
NAME: DE BASSEVILLE BANQUE, INC.						
EFFECTIVE DATE:						
ARTICLES OF AMENDMENT XX RESTATED ARTICLES OF INCORPORATION						
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:						
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CERTIFIED COPY  XX PLAIN STAMPED COPY  CERTIFICATE OF GOOD CENTRAL						
CERTIFICATE OF GOOD STANDING						
CONTACT PERSON: Courtney Williams EXT# 62935						

EXAMINER'S INITIALS:

# AMENDED AND RESTATED

# 15 JUN 18 AH SP 28

## ARTICLES OF INCORPORATION OF

DE BASSEVILLE BANQUE, INC.

The undersigned, duly elected directors of De Basseville Banque, Inc. (the "Corporation"), for the purpose of amending and restating the Articles of Incorporation of the Corporation, do hereby adopt the following:

#### Article I

The name of the Corporation is: De Basseville Banque, Inc.

#### Article II

The principal place of business of the Corporation is:

Sabadell Financial Center 1111 Brickell Avenue 11<sup>th</sup> Floor Miami, Florida 33131

#### Article III

The Corporation is organized under the Florida Business Corporations Act for any lawful purpose.

#### Article IV

The number of shares the corporation is authorized is 1500 shares of common stock.

#### Article V

Preemptive rights. In case of the proposed issuance by the Corporation of, or the proposed granting by the Corporation of rights or options to purchase, its equity shares (whether or not voting shares) of any class or any shares or other securities convertible into or carrying rights or options to purchase its equity shares (whether or not voting shares) of any class, for a period of 60 days after the board of directors adopts the resolution authorizing the issuance or grant, each shareholder shall have the right to purchase a portion of the equity or other securities equal to the portion of the common stock of the Corporation then outstanding and held by such shareholder.

W. Dal Adde

#### Article VI

Cumulative voting. At all elections of directors of the Corporation, unless otherwise unanimously agreed by the stockholders, each stockholder shall be entitled to cast as many votes as shall equal the product of the number of directors to be elected, and he may cast all such votes for a single person or may distribute such votes among more than one person as he may see fit.

#### Article VII

Action by Shareholders without a meeting. Actions required or permitted by the Florida Business Corporation Act or the Bylaws or these Articles of the Corporation to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote if the action staken by the holders of all of the outstanding stock of the Corporation by a written consent describing the action taken dated and signed by all of the shareholders. Such consent shall be delivered to the corporate secretary or other officer or agent having custody of the book in which the proceedings of meetings of shareholders are recorded. This Article VII shall prevail over section 704 of the Florida Business Corporation Act.

#### Article VIII

Amending the Registered Agent and Registered Office. The name and street address of the Corporation's new registered agent is

Corporation Service Company 1201 Hays Street Tallahasse, Florida 32301

New Registered Agent's Signature:

I hereby accept the appoin	tment as the registered age	ent. I am familiar with and accept the
obligations of the position.		
	0 0 10	Courtney Williams
	Cutho	Asst. Vice President

Vo. B. And

#### Article VIII

### Amending the Officers and Directors:

Type of Action	<u>Title</u>	Name	Address
Change	D,C*	Jarl Alexandre Ale de Basseville	38 Rue de Grenelle, Paris 75007, France
Change	D,P,S*	Vivian Christel Van Dijk	339 East 85 <sup>th</sup> St., Apt. 1C New York, NY 10028
Remove	D*	George A. Spurling, III	P.O. Box 593975 Orlando, FL 32859

<sup>\*</sup> C is for Chairman, P is for President, S is for Secretary, and D is for Director.

## Adoption of Amendments:

The undersigned, being the sole directors and officers of the Corporation, hereby certify that these Amended and Restated Articles of Incorporation have been duly adopted by the Board of Directors and the Shareholders of the Corporation in accordance with the Florida Business Corporation Act. The number of votes cast for the amendments by the shareholders were sufficient for approval:

Dated: May 21, 2014

> Jarl Ale De Basseville, Director and Chairman

Vivian Christel Van Dijk

Director and President