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DATE: 11-24-2009

REF. #: 000650.114930

CORP. NAME: SAN BERNARDO USA, LLC

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
SAN BERNARDO USA, LLC**

The undersigned, the sole member of SAN BERNARDO USA, LLC, a Florida limited liability company (the "Company"), desiring to amend the Articles of Organization of the Company pursuant to Section 608.411 of the Florida Limited Liability Company Act (the "Act"), states as follows:

FIRST: The date of filing of the Articles of Organization was November 5, 2009 under document number L09000106856.

SECOND: The following provisions of the Articles of Organization were adopted by the sole member of the limited liability company:

ARTICLE V is deleted and replaced with the following:

**ARTICLE V
Management**

The Company is to be a manager-managed company and the names and addresses of the initial managers are:

Tiziana Gnucoli
c/o Vivian de las Cuevas-Diaz, P.A.
2 South Biscayne Boulevard, 21st Floor
Miami, Florida 33131

Lorenzo Biagioni
c/o Vivian de las Cuevas-Diaz, P.A.
2 South Biscayne Boulevard, 21st Floor
Miami, Florida 33131

B & C Corporate Services, Inc.
c/o Vivian de las Cuevas-Diaz, P.A.
2 South Biscayne Boulevard, 21st Floor
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Organization this 24th day of November, 2009.

SAN BERNARDO S.A.S.,
an Italian corporation

By: Tiziana Gnucoli
Tiziana Gnucoli, Administrator