

L10000013046

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

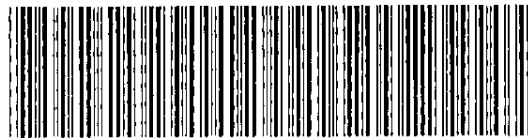
(Business Entity Name)

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RECEIVED
11 JAN 13 PM 4:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR
JAN 14 2011
EXAMINER

FILED
11 JAN 13 AM 8:30
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JAN 13 AM 8:30

CONTACT: RICKY SOTO

DATE: 01/13/2011

REF. #: 001208.140312

CORP. NAME: RUSH COUTURE, 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: | | |

STATE FEES PREPAID WITH CHECK# 538159 FOR \$ 25.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF AMENDMENT
to
ARTICLES OF ORGANIZATION
of
RUSH COUTURE, LLC
L10000013046

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN 13 AM 8:30

Rush Couture, LLC, a Florida limited liability company, L10000013046 hereby adopts the following articles of amendment to its articles of organization.

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted.)

Article IV

The name and the Florida street address of the registered agent are:

NRAI Services, Inc.
Name
2731 Executive Park Drive, Suite 4
Florida street address (P.O. Box NOT acceptable)
Weston Florida, 33331
City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Registered Agent Signature

Article V

The company shall be a member managed Company.

As of the date of the amendment, the members are Barak Hassine, Julian Garcia Henoa and Guil Weizman.

SECOND: The date of adoption of the amendment(s) was:

January 13, 2011

THIRD: Adoption of Amendment (Check One)

☒ X The amendment(s) was/were adopted by the shareholder(s) by unanimous consent, or the number of votes cast for the amendment was/were sufficient for approval.

☐ The amendment 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):

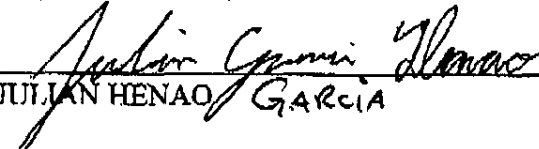
☐ "The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
• (voting group)

☐ 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.



BARAK HASSINE



JULIAN HENAO GARCIA

01/13/11

01/13/11

**RESOLUTION BY CONSENT
OF THE MEMBERS
OF
RUSH COUTURE, LLC**

Upon the written consent of a majority of the membership interests of Rush Couture, LLC, a florida limited liability company (the "Company"), with such membership interests being sufficient to adopt the following resolutions and amend the articles or organization of the Company by laws without a meeting pursuant to the operating agreement by-laws of the Company:

WHEREAS, the members have determined that it is in the best interest of the Company that the Company be a member managed company, and the registered agent be changed to NRAI Services:

NOW THEREFORE, it is hereby

RESOLVED that the Company amend its articles of organization to be a member managed company; and it is further

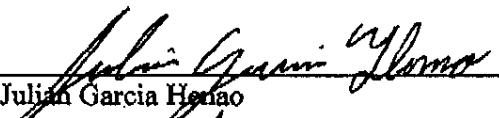
RESOLVED that the Company amend its articles of organization to appoint NRAI Services as the registered agent in the state of Florida; and it is further


RESOVLED that the attached amendment is hereby approved in all respect and the Company and its agents authorized to file same with the state of Florida, and that each Barak Hassine and/or Julian Garcia-Henao is authorized to enter into and execute such documents as necessary or appropriate and to do and to take whatever action is necessary to effect the foregoing resolutions including to take of any and all steps, and to execute and deliver any and all instruments in connection with carrying out of the foregoing resolutions into effect, and it was

FURTHER RESOLVED, that requirements of any notice of a meeting of the members or is hereby waived, and notwithstanding anything to the contrary contained in the articles of organization or the operating agreement of the Company, the written consent of a majority of the members to this resolution authorizing the foregoing resolutions may be executed in counterparts and/or by facsimile.

Dated: January 13, 2011

A Majority of the Membership of the Company


Julian Garcia Henao


Barak Hassine