#L12000099549

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
FEB 7 2014

Thomas O. Wells, P.A.

Thomas O. Wells, Esq.
Florida Bar Board Certified Tax Law Lawyer
Tom@TWellsLaw.com

540 Biltmore Way
Coral Gables, Florida 33134
Off. (305) 444-0016
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January 31, 2014

Via U.S. Mail

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Document No. L12000099549

To Whom It May Concern:

Enclosed for filing, please find the Articles of Amendment to the Articles of Organization for Duty Free City USA, LLC, Document No. L12000099549 (the "Amended Articles"). The Amended Articles adding a new manager and removing the previous manager. These changes have already been made on the annual report for this year, but the California Department of Alcoholic Beverage Control has requested that the Amended Articles be filed and appear on the Sunbiz website.

Please let me know if you need anything else. Thank you.

Sincerely,

THOMAS O. WELLS, P.A.

Thomas O. Wells, Esq.

Encl.
cc: Philippe Dray

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: Duty Free City USA, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas O. Wells, Esq.
Name of Person

Thomas O. Wells, P.A.
Firm/Company

540 Biltmore Way
Address

Coral Gables, FL 33134
City/State and Zip Code

mechelle@twellslaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas O. Wells at (305) 444-0016
Name of Person — Area Code — Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ $25.00 Filing Fee
- ☐ $30.00 Filing Fee & Certificate of Status
- ☐ $55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- ☐ $60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

FILED
2014 FEB -3 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Duty Free City USA, LLC
(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on August 2, 2012 and assigned Florida document number L12000099549.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

_____

The new name must be distinguishable and end with the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable: _____

(Principal office address MUST BE A STREET ADDRESS) _____

_____

Enter new mailing address, if applicable: _____

(Mailing address MAY BE A POST OFFICE BOX) _____

_____

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____
Enter Florida street address

_____, **Florida** _____
City *Zip Code*

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

_____
If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Authorized Member on our records, enter the title, name, and address of each Manager or Authorized Member being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

Title	Name	Address	Type of Action
MGR	Sonia Acevedo	540 Biltmore Way Coral Gables, FL 33134	■ Add ☐ Remove
MGR	DFC Manager, LLC	540 Biltmore Way Coral Gables, FL 33134	☐ Add ■ Remove
			☐ Add ☐ Remove
			☐ Add ☐ Remove
			☐ Add ☐ Remove
			☐ Add ☐ Remove

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

_____

_____

_____

_____

_____

E. Effective date, if other than the date of filing: _____ **(optional)**

(The effective date must be specific, cannot be prior to date of receipt or filed date and cannot be more than 90 days after the date this document is filed by the Florida Department of State)

Dated 1/30, 2014

_____

Signature of a member or authorized representative of a member

Philippe Dray, as President of American Duty Free, LLC it's sole Member

Typed or printed name of signee

Filing Fee: $25.00