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Division of Corporations

P.001/003

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GIULIA INVESTMENT, LLC

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
of
GIULIA INVESTMENT, LLC

These amended and restated Articles of Organization have been adopted by the Company upon the consent thereto and direction of its sole Member for the purpose of superceding and replacing the Articles of Organization previously filed for the Company with the Florida Department of State.

Having heretofore formed a limited liability company under the laws of the State of Florida by the filing of Articles of Organization on 18 April 2014, those Articles of Organization are hereby amended and restated in their entirety to read as follows:

ARTICLE ONE: NAME

The name of the Company is Giulia Investment, LLC.

ARTICLE TWO: PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Company shall be located at 310 Whitfield Ave, Sarasota, FL 34243, and its mailing address shall be the same as its principal office address, until and unless such principal office location or mailing address is subsequently changed by the Company. The Company may also establish and maintain any other locations or mailing addresses as is determined by the Company to be appropriate.

ARTICLE THREE: COMMENCEMENT AND DURATION

The Company commenced its existence on 16 April 2014 as set forth in or established by the previous filing of Articles of Organization; however, the Company shall be governed by and operate under these amended and restated Articles of Organization as of the date these amended and restated Articles of Organization are filed with the Florida Department of State and it shall exist perpetually thereafter.

ARTICLE FOUR: OPERATING AGREEMENT

The Company has simultaneously herewith adopted a written Operating Agreement, as evidenced by the signature thereon of the Member. The Operating Agreement may subsequently be restated, amended, or repealed only in writing and upon affirmative unanimous vote therefor or consent thereto by all Members.

Fax Audit No:
H150000524703

Fax Audit No:
H15000052470 3-

ARTICLE FIVE: MEMBERSHIP

The one and only Member of the Company has been and remains Fabrizio Palini, whose address is Via C. Zima 45, Lumezzane S. Sebastiano, BS 25065, Italy. The Member's and any subsequent Members' interest shall be referred to as a Membership Interest. References herein to the Member or to the Members shall in either instance include both the singular and the plural, as the case may be.

The Member has authorized the undersigned signatory of these amended and restated Articles of Organization to submit the same for filing with the Florida Department of State, as his authorized representative.

Additional Members shall be admitted to the Company only in accordance with the Operating Agreement. No Membership Interest may be transferred and no additional Members shall be admitted to the Company except as specifically set forth in the Operating Agreement and in strict compliance therewith.

ARTICLE SIX: MANAGEMENT

The Company shall be a manager-managed Company and it shall be managed by one or more Managers appointed by the Members in accordance with the Operating Agreement.

ARTICLE SEVEN: REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of the Company remains the same as stated in the Articles of Organization previously filed. The Registered Agent is Oscar Platone and the Registered Office for the Registered Agent is at 115 Airport Ave E, No. 4, Venice, FL 34285. The Company may subsequently change either or both the Registered Agent and Registered Office from time-to-time hereafter.

ARTICLE EIGHT: AMENDMENT OF ARTICLES OF ORGANIZATION

These amended and restated Articles of Organization may be subsequently amended or restated only upon the affirmative unanimous vote or consent thereto of all the Members.

In Witness Whereof, these Articles of Organization are executed on 2 March 2015 by Oscar Platone, as authorized representative for the Member of the Company.



Oscar Platone

Fax Audit No:
H15000052470 3