

L16000009348

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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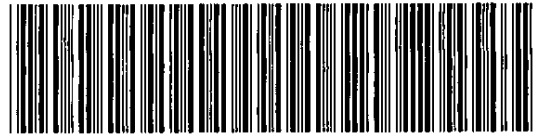
(Business Entity Name)

(Document Number)

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## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Il Buon Gusto, 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:

Joe Stern, Esq.

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Firm/Company

1911 NW 150th Ave., #203

\_\_\_\_\_  
Address

Pembroke Pines, FL 33028

\_\_\_\_\_  
City/State and Zip Code

stern@jealegal.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Joe Stern

954

556-4821

at (\_\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
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**

Il Buon Gusto, 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 1/13/16 and assigned  
Florida document number L16000009348.

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 contain 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 Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
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**D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)**

Secs. 3.1 & 3.2 of the company's operating agreement are amended to distribute all profits and losses, and all available funds, according to the following schedule: Guma Re, Inc. - 42.21%; Gregorio Raimondi - 41.33%; and Marce Baruffaldi - 16.46%. This distribution is being made with the unanimous consent of all the company's members, to reflect additional capital contributions. Furthermore, pursuant to sec. 605.0405, Fla. Stat., this distribution will not prevent the company from paying its debts as they become due in the ordinary course of the company's activities and affairs, nor will this distribution make the company's total assets less than the sum of its total liabilities, plus any amount need to satisfy certain preferential rights if the company were to be dissolved and wound up at the time of distribution. This determination of the distribution's compliance with sec. 605.0405, Fla. Stat. is based on either financial statements prepared according to reasonable accounting practices and principles or a fair valuation or other reasonable method (see attached sheet)

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

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b) **Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:  
(b) The 90th day after the record is filed.

Dated

3/3/2017

x *Marco Baruffaldi*

Signature of a member or authorized representative of a member

MARCO BARUFFALDI

ANDREA GULMINI

Typed or printed name of signer

### **Amendment to Operating Agreement of Il Buon Gusto, LLC**

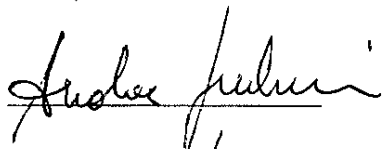
Pursuant to §605.0202, *Fla. Stat.*, the members of Il Buon Gusto, LLC ("Il Buon Gusto," or the "Company") hereby consent to amending secs. 3.1 & 3.2 of the Company's operating agreement (the "Operating Agreement") to distribute all profits and losses, and all available funds, according to the following schedule:

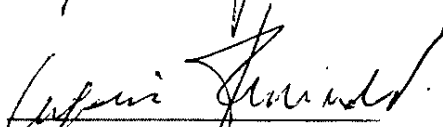
Guma Re, Inc. - 42.21%  
Gregorio Raimondi - 41.33%  
Marco Baruffaldi - 16.46%


The members recognize this distribution is different from that stated in schedules 2 and 3 attached to the Operating Agreement; however, this distribution is being made with the unanimous consent of all the company's members, to reflect additional capital contributions. Furthermore, pursuant to §605.0405, *Fla. Stat.*, this distribution will not prevent Il Buon Gusto from paying its debts as they become due in the ordinary course of the Company's activities and affairs, nor will this distribution make the Company's total assets less than the sum of its total liabilities, plus any amount need to satisfy certain preferential rights if the Company were to be dissolved and wound up at the time of distribution. This determination of the distribution's compliance with §605.0405, *Fla. Stat.* is based on either financial statements prepared according to reasonable accounting practices and principles or a fair valuation or other reasonable method.

Signed this 3<sup>rd</sup> day of MARCH, 2017

Guma Re, Inc.

By: 

  
Gregorio Raimondi

  
Marco Baruffaldi