

Division of Corporations

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L200000034965

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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(((H20000059144 3)))



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Division of Corporations
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: lross@fowler-white.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN SUBDUES APPAREL, LLC

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FEB 24 2020

Audit No. H20000059144 3

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SUBDUED APPAREL, LLC

Pursuant to the provisions of Section 605.0202 of the Florida Revised Limited Liability Company Act, the undersigned limited liability company hereby adopts the following Amended and Restated Articles of Organization:

1. The name of the limited liability company is SUBDUED APPAREL, LLC (the "Limited Liability Company").

2. The original Articles of Organization of the Limited Liability Company were filed with the Florida Department of State on February 5, 2020 and assigned Document Number L20000034965. The Limited Liability Company is erroneously named "*Subdues Apparel, LLC*" by the Division of Corporations in its official business entity index.

3. The Amended and Restated Articles of Organization shall be effective upon the filing thereof with the Department of State.

4. The text of the Limited Liability Company's Amended and Restated Articles of Organization is as follows:

ARTICLE I

The name of this limited liability company is: S.D. USA HOLDINGS LLC
(the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company is
as follows:

1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

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ARTICLE IV

The Registered Agent of the Limited Liability Company and her street address in the State of Florida are as follows:

Laura Ross, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

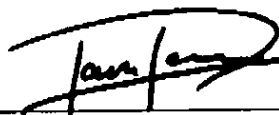
ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the Manager is as follows:

Franco Sorgi
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

5. The foregoing Amended and Restated Articles of Organization are duly executed and being filed in accordance with and in the manner prescribed by Sections 605.0202 and 605.0203 of the Florida Revised Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization this 21st day of February, 2020.



Laura Ross,
as Authorized Representative of the Members

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CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT AND
ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is S.D. USA HOLDINGS LLC.
2. The name and address of the Registered Agent and Office is:

Laura Ross, Esq.
1395 Brickell Avenue, 14th Floor
Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 605, F.S.

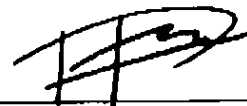


Laura Ross, Registered Agent

Date: 2/21/2020

S.D. USA HOLDINGS LLC

By: _____


Laura Ross,
as Authorized Representative
of the Members