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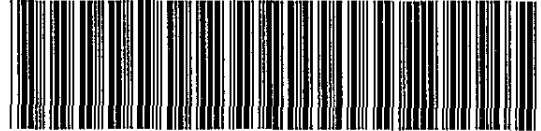
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BISAZZA US PROPERTIES, INC.

DOCUMENT NUMBER: P05000018569

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following.

WALTER J. STANTON III

(Name of Contact Person)

ZPAW CARNEY STANTON, LLC

(Firm/ Company)

999 PONCE de LEON BLVD., PH 1110

(Address)

CORAL GABLES, FLORIDA 33134

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

WALTER J. STANTON III

(Name of Contact Person)

at (305) 444 - 5585

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
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enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
 05 FEB 25 AM 10:43
 TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

BISAZZA US PROPERTIES, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P05000018569

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profu Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

THIRD ARTICLE - NUMBER OF AUTHORIZED SHARE OF STOCK - The Corporation is authorized to issue 100,000 shares of common stock having a par value of \$.01 per share;

SIXTH ARTICLE - NUMBER OF DIRECTORS - The Corporation shall have three (3) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws, but shall never be less than one (1).

SEVENTH ARTICLE - NAME - The name of initial directors who shall hold office until the earlier of their resignation, removal or replacement is: Giampiero Bisazza, Paolo Peron and James A. Gorsuch.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: FEBRUARY 23, 2005

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) 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.

Signed this 23rd day of FEBRUARY, 2005

Signature _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JAMES A. GORSUCH

(Typed or printed name of person signing)

DIRECTOR AND SECRETARY

(Title of person signing)

FILING FEE: \$35