

P17000028692

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700277999917

10/14/15--01004--010 \*\*35.00

FILED  
2015 OCT 14 PM 2:49  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

OCT 14 2014  
C. CARROTHERS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Santa Margherita USA Inc.  
DOCUMENT NUMBER: P12000028692

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

Please return all correspondence concerning this matter to the following:

Aga Hilferty, Compliance Manager  
Name of Contact Person  
Santa Margherita USA Inc.  
Firm/ Company  
40 SW 13<sup>th</sup> St, Suite 604  
Address  
Miami, FL 33130  
City/ State and Zip Code  
a.hilferty@smusainc.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Aga Hilferty at ( 786 ) 272 5434  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- ☒ \$35 Filing Fee      ☐ \$43.75 Filing Fee & Certificate of Status      ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

Santa Margherita USA Inc.

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

P12000028692

(Document Number of Corporation (if known))

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

**A. If amending name, enter the new name of the corporation:**

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

N/A

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

N/A

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

, Florida

(Zip Code)

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

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

N/A

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change      PT      John Doe

☐ Remove      V      Mike Jones

☐ Add      SV      Sally Smith

Type of Action  
(Check One)

Title

Name

Address

1) ☐ Change

TSCFO Francesco Lorenzon

Via Ita Marzotto 8  
30025 fossalta di Portogruaro  
Venezia, Italy 30025

☐ Add

☒ Remove

2) ☐ Change

D Massimo Tonini

Via Ita Marzotto 8  
30025 fossalta di Portogruaro  
Venezia, Italy, 30025

☐ Add

☒ Remove

3) ☐ Change

P S CEO Vincent Chiaramonte

40 SW 13th St,  
suite 604  
Miami, FL 33130

☒ Add

☐ Remove

4) ☐ Change

D Mario Natale

40 SW 13th St,  
suite 604  
Miami, FL 33130

☒ Add

☐ Remove

5) ☐ Change

D Mark Lyle

40 SW 13th St  
suite 604  
Miami, FL

☒ Add

☐ Remove

6) ☐ Change

D Jon Moramarco

40 SW 13th St  
suite 604  
Miami, FL 33130

☒ Add

☐ Remove

Please see additional sheet.



SM USA, Inc.

40 SW 13 Street, Suite 604 | Miami, Florida 33130 | Telephone + 1 (786) 542-1704  
[smusainc@smusainc.com](mailto:smusainc@smusainc.com) | [www.smusainc.com](http://www.smusainc.com)

Miami,  
October 7th, 2015

Florida Department of State  
Division of Corporations

To Whom It May Concern:

This letter is to inform you about the board of directors' changes for Santa Margherita USA Inc, a Florida Corporation. Please note that the following two board members were deleted:

Francesco Lorenzon (T, S, CFO, D) and Massimo Tonini (D, Business Development Officer)

and the following persons were added to the board of directors:

Mario Natale, Vincent Chiaramonte, John Moramarco and Mark Lyle

The entire board now consists of:

**Vincent Chiaramonte P, S and CEO**

**Mark Lyle D, VP Marketing**

**Luca Marzotto D**

**Stefano Marzotto D**

**Jon Moramarco D**

**Mario Natale D, Director of Operations**

**Ettore Nicoletto D (no longer CEO nor President)**

Please note, the ownership of the company remains unchanged.

Sincerely,

A handwritten signature in black ink, appearing to read 'Aga Huferty', written over the printed name.

Aga Huferty

Compliance Manager

SM USA Inc.

786-272-5434

[m.natale@smusainc.com](mailto:m.natale@smusainc.com)

**E. If amending or adding additional Articles, enter change(s) here:**

*(Attach additional sheets, if necessary). (Be specific)*

N/A

**F. If an amendment provides for an 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)*

N/A

The date of each amendment(s) adoption: immediately, if other than the date this document was signed.

Effective date if applicable: n/a  
(no more than 90 days after amendment file date)

**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.

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

☒ The amendment(s) was/were adopted 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.

Dated 10/7/15

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)

MARIO NATALE, Director of Operations  
(Typed or printed name of person signing)

Director of Operations  
(Title of person signing)