

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
DIGITAL HOLDINGS USA, INC.**

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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
DIGITAL HOLDINGS USA, INC.
(A Florida Corporation)**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned hereby adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the corporation is Digital Holdings USA, Inc. (the "Corporation").
2. The Articles of Incorporation were filed on February 8, 2019, as Amended and Restated on October 21, 2019, and assigned Document No. P19000013624.
3. Article II is hereby amended and restated in its entirety as follows:

**ARTICLE II
Address of Corporation**

The principal place of business and mailing address of the Corporation is:

2600 South Douglas Road
Suite 501
Coral Gables, Florida 33134

4. The following new Article VIII is hereby added:

**ARTICLE VIII
Directors and Officers**

The names and addresses of the directors and officers of the Corporation are as follows:

Title: Director and CEO
Emilio Diaz Expósito
2600 South Douglas Road
Suite 501
Coral Gables, Florida 33134

Title: Director, President, Secretary and Treasurer
Rodolfo Martín-Villa Peña
2600 South Douglas Road
Suite 501
Coral Gables, Florida 33134

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5. Except as hereby amended, the Amended and Restated Articles of Incorporation of the Corporation shall remain unchanged.

6. The amendments made herein to the Amended and Restated Articles of Incorporation of the Corporation were adopted by the written consent of the Sole Shareholder and Directors, dated December 18, 2019, the number of votes cast for the amendment was sufficient for approval, pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act.

7. The effective date of this Amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment this 18th day of December, 2019.

DIGITAL HOLDINGS USA, INC.

By: 

Name: Emilio Diaz Expósito

Title: Chief Executive Officer

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