

P98000078273

(Requestor's Name)

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(Address)

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PICK-UP WAIT MAIL

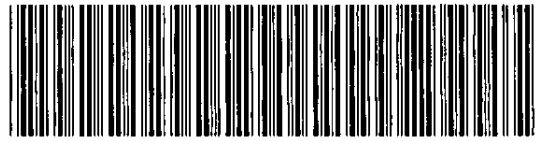
(Business Entity Name)

(Document Number)

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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

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ACCOUNT NO. : I20000000195
REFERENCE : 936423 7690287
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 35.00

ORDER DATE : December 29, 2015
ORDER TIME : 9:14 AM
ORDER NO. : 936423-005
CUSTOMER NO: 7690287

DOMESTIC AMENDMENT FILING

NAME: RIZZANI DE ECCHER (USA) INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER'S INITIALS: _____

**ARTICLES OF RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
RIZZANI DE ECCHER (USA) INC.**

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(Florida Document Number P98000078273)

The undersigned, Massimo Peressini, does hereby certify as follows:

1. I am the Secretary of Rizzani De Eccher (USA), Inc., a Florida corporation (the "*Corporation*").
2. The Articles of Incorporation of the Corporation (the "*Articles*") are amended and restated to read in its entirety as follows:

Article I: The name, address and principal place of business of this corporation is Rizzani De Eccher (USA), Inc., 1111 Kane Concourse, Suite 200, Bay Harbor, Florida 33154.

Article II: This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida Business Corporation Act and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

Article III: This Corporation is authorized to issue only one class of shares of stock, which shall be designated as "common" shares. The total number of shares that the corporation is authorized to issue is fifty thousand (50,000) shares of Common Stock, \$0.01 par value. The Board of Directors may authorize the issuance of the Common Stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The Board of Directors shall fix the valuation of such property or services. All of the Common Stock, when issued, shall be fully paid and exempt from assessment.

Article IV: The name and address in this State of the corporation's agent for service of process is CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

Article V: Section 1 – Right to Indemnification. The Corporation hereby indemnifies each person (including the heirs, executors, administrators, or estate of each person) who is or was a director, officer, employee or agent of the corporation to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or

administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, costs and expenses, including attorney's fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled. The corporation may maintain insurance, at its expense, to protect itself and all officers, directors, employees and agents against fines, liabilities, costs and expenses, whether or not the corporation would have the legal power to indemnify them directly against such liability.

Section 2- Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article in defending a civil or criminal suit, action or proceeding shall be paid by the corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

Section 3- Savings Clause. If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the corporation nevertheless indemnifies each person described in Section 1 of this Article to the fullest extent permitted by all portions of this Article that has not been invalidated and to the fullest extent permitted by law.

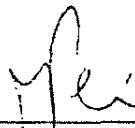
3. The foregoing amendment of the Articles has been duly approved by the board of directors of the Corporation.

4. The foregoing amendment of the Articles has been approved by the required vote of shareholders in accordance with Section 607.1006 of the Florida Statutes. The total number of outstanding shares of the Corporation is 300 shares of Common Stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

5. The duly adopted Articles of Restatement of the Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

[SIGNATURE TO ARTICLES OF RESTATEMENT OF ARTICLES OF INCORPORATION FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Restatement on 29th day of December, 2015.



Massimo Peressini
Secretary