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ID Number: 000126889



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION**

Pursuant to the provisions of Section 7-16-12 of the General Laws of Rhode Island, 1956, as amended, the undersigned limited liability company hereby amends its Articles of Organization as follows:

1. The name of the limited liability company is:
GP INVESTMENTS AND DEVELOPMENT LLC

2. The Articles of Organization of the limited liability company as amended or restated to date are amended as follows:

[Insert Amendment(s)]

(If additional space is required, please list on separate attachment)

In accordance with the Operating Agreement and First Minutes of Directors, the above-mentioned Limited Liability

Company is to be managed by one manager: **Sergey NEKLYUDOV** (passport 64 No. 2388691; address:

142-2 Bukharestskaya Street, Suite 245, St. Petersburg, 192289 Russia) is appointed to serve as Operating Manager

of GP Investments & Development LLC

3. The effective date of this amendment, if later than the date of the filing of these Articles of Amendment, is:
upon filing

(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: March 6, 2014

GP Investments & Development LLC
Print Name of Limited Liability Company

By 
Signature of Authorized Person

2014 MAR 21 AM 8:49
CORPORATIONS DIV
SECRETARY OF STATE

MAR 21 2014
BY OA
220499



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

