

STATEMENT OF AUTHORITY
FOR
TÚ BODEGA 3 HERMANOS, LLC
An Idaho Limited Liability Company

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned limited liability company hereby states and represents that:

1. **Company name** - The name of the Company is: TÚ BODEGA 3 HERMANOS, LLC.
2. **Street address** - The street address of the Company's designated office is: 221 11th Avenue North, Nampa, ID 83687.
3. **Mailing address** - The mailing address of the Company's designated office is: 221 11th Avenue North, Nampa, ID 83687.
4. **Nature of Business** - The Company is formed for the purpose of operating a retail clothing store. The Company may also engage in any other lawful business or activity permitted by the Act or the laws of any jurisdiction in which the Company may do business. The Company shall have the authority to do all things necessary or convenient to accomplish its purpose or purposes.
5. **Management** - The Company is member-managed and the Member of the Company is: Manuel A. Gallo.
6. **Authority of Member to Bind the Company** - Only the Member and authorized agents of the Company shall have the authority to make representations or warranties, or enter into contracts on behalf of the Company (i.e., bind the Company). The Member has the power, on behalf of the Company, to do all things necessary or convenient to carry out the purpose and activities of the Company, including, without limitation:
 - (a) The institution, prosecution and defense of any Proceeding in the Company's name;
 - (b) The purchase, receipt, lease or other acquisition, ownership, holding, improvement, use and other dealing with Property, wherever located;
 - (c) The sale, conveyance, mortgage, pledge, lease, exchange, and other Transfer of Property;
 - (d) The entering into contracts and guaranties; incurring of liabilities; borrowing money, issuance of notes, bonds, and other obligations; and the securing of any of its obligations by mortgage or pledge of any of its Property or income;
 - (e) The lending of money, investment and reinvestment of the Company's funds, and receipt and holding of Property as security for repayment, including, without

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limitation, the loaning of money to, and otherwise helping Members, officers, employees, and agents;

(f) The conduct of the Company's activities, the establishment of Company offices, and the exercise of the powers of the Company within or without the State of Idaho;

(g) The appointment of employees and agents of the Company, the defining of their duties, the establishment of their compensation;

(h) The payment of pensions and establishment of pension plans, pension trusts, profit-sharing plans, and benefit and incentive plans for all or any of the current or former Members, employees, and agents of the Company; and

(i) The performance of any other act that furthers the purpose, activities and affairs of the Company.

7. **Actions of the Member** - The Member has the power to bind the Company as provided in paragraph 6 above. No person dealing with the Company shall have any obligation to inquire into the power or authority of the Member acting on behalf of the Company.

Dated this 14th day of July, 2010.

TÚ BODEGA 3 HERMANOS, LLC, an Idaho limited liability company

By: Manuel Alejandro Gallo Dated: 07/14/2010
Manuel A. Gallo, Member

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