

# L01000009280

Florida Department of State  
Division of Corporations  
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To:  
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Fax Number : (850)205-0383

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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TALLAHASSEE, FLORIDA

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## LIMITED LIABILITY COMPANY

ALFACOM AMERICA, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION  
OF  
ALFACOM AMERICA, L.L.C.**

(5)

**ARTICLE I  
NAME OF COMPANY**

The name of this limited liability company shall be:

**ALFACOM AMERICA, L.L.C.**

**ARTICLE II  
ADDRESS**

The Company's mailing and street address is:

**12233 S.W. 55 Street  
Suite #812  
Cooper City, Florida 33330**

**ARTICLE III  
NATURE OF BUSINESS**

The general purpose for which this Company is organized is to engage in the design and manufacture of tele-communications equipment, and advanced electronic devices, and in any lawful activity or to transact any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**Manuel F. Fente, Esq.  
LAW OFFICES OF MANUEL F. FENTE, P.A.  
1110 Brickell Avenue, 7th Floor  
Miami, Florida 33131  
Telephone: (305) 379-4900  
Florida Bar Number 234737**

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**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND**  
**THE REGISTERED AGENT'S ADDRESS**

The Company's initial Registered Agent and the Registered Agent's address in the State of Florida shall be:

Manuel F. Fente, Esq.  
1110 Brickell Avenue  
7th floor  
Miami, Florida 33131

**ARTICLE V**  
**ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the Company from time to time upon the terms and conditions unanimously agreed upon by the members in the manner provided by the Regulations of the Company.

**ARTICLE VI**  
**CONTINUATION OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company's business shall not continue and the Company shall be dissolved in accordance with the provisions of the Florida Limited Liability Company Act, unless the remaining members unanimously agree to continue the business of the Company in the manner provided by the Company's Regulations.

**ARTICLE VII**  
**MANAGEMENT**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The initial manager shall be:

OSCAR IBARS

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THE UNDERSIGNED, as the sole manager of the company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

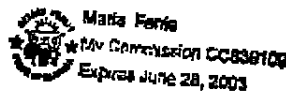
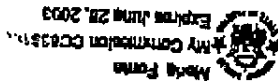
  
OSCAR IBARS

STATE OF FLORIDA     )  
                              ):ss  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 30<sup>TH</sup> day of May, 2001, by Oscar Ibars, who is personally known to me.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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FLORIDA

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON  
WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of ALFACOM AMERICA, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

  
MANUEL F. FENTE, ESQ.

STATE OF FLORIDA     )  
                              )ss  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of May, 2001, by Manuel F. Fente, Esq., who is personally known to me.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

OFFICIAL NOTARY SEAL  
YOLANDA FLORES  
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MY COMMISSION EXP. FEB. 23, 2002

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