

# LO2000028018

Florida Department of State  
Division of Corporations  
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
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*BK*

## LIMITED LIABILITY COMPANY

CYBER-TEC SYSTEMS LLC

*5*

Certificate of Status	0
Certified Copy	1
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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION

OF

CYBER-TEC SYSTEMS LLC

ARTICLE I

**Name**

The name of this limited liability company is CYBER-TEC SYSTEMS LLC (hereinafter "the Company").

ARTICLE II

**Address**

The initial mailing address and principal office is

815 Ponce de Leon Boulevard  
Suite P-201  
Coral Gables, Florida 33134.

ARTICLE III

**Duration**

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

**Initial Registered Office and Agent**

The name and mailing address of the initial registered office and the initial registered agent of the Company is.

Oliver J. Langstadt, Esq., P.A.  
815 Ponce De Leon Boulevard  
Suite P-201  
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

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ARTICLE V

**Purpose**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404 Florida Statutes, as amended and supplemented.

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ARTICLE VI

**Management**

The Company is to be managed by managers. The name and address of the managers are:

Jurgen Scabbier  
C/O Cyber-Tech Multimedia Systems GmbH  
Arnegasse 11/8  
A-5201 Seekirchen  
Austria

Sascha Proetsch  
C/O Cyber-Tech Multimedia Systems GmbH  
Arnegasse 11/8  
A-5201 Seekirchen  
Austria

ARTICLE VII

**Additional Members**

The members shall have the right to admit additional members upon the unanimous consent of all members to the admission of the additional members and to the terms of admission

ARTICLE VIII

**Termination of Membership**

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

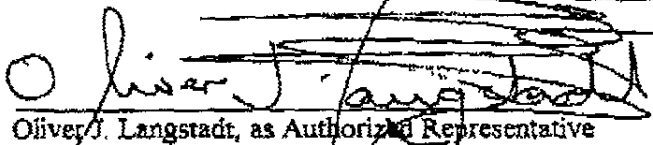
ARTICLE IX

**Regulations**

The members shall have the power to adopt, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company (the "Operating Agreement").

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 22 day of October, 2002.

  
Oliver J. Langstadt, as Authorized Representative

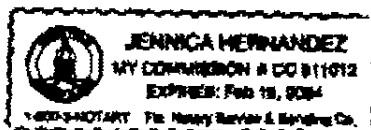
STATE OF FLORIDA                     )  
  ) ss:  
COUNTY OF MIAMI-DADE            )

I HEREBY CERTIFY that on this day, before me, personally appeared Oliver J. Langstadt, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last  
aforementioned this 22 day of October, 2002.

My commission expires.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE



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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes § 608.415, the undersigned submits the following statement in designating the registered office/registered agent for GOLD PALM HOLDING LLC, in the State of Florida.

1. The name and address of the limited liability company is:

Cyber-Tec Systems LLC  
815 Ponce de Leon Boulevard  
Suite P-201  
Coral Gables, Florida 33134

2. The name and address of the registered agent and office is:

Oliver J. Langstadt, Esq., P.A.  
815 Ponce de Leon Boulevard  
Suite P-201  
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

DATED: 22 OCTOBER 2002

  
OLIVER J. LANGSTADT, ESQUIRE  
Registered Agent

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TALLAHASSEE, FLORIDA