

### Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

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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FLORIDA/FOREIGN LIMITED LIABILITY CO

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cynteck wifi llc

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Electronic Filing Menu

Corporate Filing Menu

Help

1 of 1

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#### ARTICLES OF ORGANIZATION OF

CYNTECK WIFI LLC

ARTICLE 1

NAME

The name of this limited liability company is Cynteck Wifi LLC (the "Company")

ARTICLE II

**DURATION** 

The Company shall exist perpetually, unless sooner dissolved or extended further in a manner provider by law, or as provided in the regulations adopted by the members (the "Regulation")

ARTICLE III

**PURPOSE** 

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 901 Ponce de Leon Blvd. Suite 501 Coral Gables, F1. 33134 and such other place or places as the members from time to time may determine. The mailing address of the Company is the same

ARTICLE V

INTIAL REGISTERED OFFICE AND REGISTERED NOTICE

The initial registered agent of the Company shall be Andres J. Iriondo The address of the initial registered agent is 901 Ponce de Leon Blvd., Suite 501 Coral Gables, Fl. 33134.

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#### ARTICLE VII

#### MANAGEMENT

The Company will be managed by a manager who may be, but are not required to be, a member of the Company. The name and address of the manager who will serve as managers until the first annual meeting of the members or until their

successor are selected and qualified in accordance with the Regulations is:

Ginno Tozzi 901 Ponce de Leon Blvd Ste. 501 Coral Gables, Fl. 33134

#### ARTICLE III

#### **NEW MEMBERS**

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member upon such terms and conditions as set forth in the Regulation, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

#### ARTICLE IX

### DISOLUTION AND MEMBERS RIGHTS TO CONTINUE BUSINESS

The company shall be terminated and dissolved upon:

- (A) the vote of all members holding an interest in the Company;
  - "(B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

IN WITNESS WHERWOF, the undersigned have caused these Articles of Organization to be executed on the 20th day of August, 2007 effective upon filling same with the Florida Department of State.

ndres Iriondo

| STATE OF FLORIDA COUNTY OF MIAM! DADE | )<br>) SS:<br>)   |    |
|---------------------------------------|---|----|
|                                       | acknowledged before me this 20th day r, who did execute the foregoing Articles nown to me or produced |    |
| Signature - NOTARY PUBLI              | C   |    |
| Printed Name of Notary Public         | Commit D000511 Expires 4/11/201 Florida Hotary Asyn.  | 11 |

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#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. 2. The name of the limited liability company is: Cynteck Wifi L L C
- The name and the Florida street address of the registered agent is:

Andres J. Iriondo 901 Ponce de Loon Blvd, Suite 501 Coral Gables, Fl. 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 the certificate. I hereby accept appointment as registered agent and agree to set in this expanity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as registered agent.

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