

Division of Corporations

**LOG1000103992**

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H09000228841 3)))



H090002288413ABC1

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

RECEIVED  
09 OCT 27 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To:

Division of Corporations  
Fax Number : (850) 617-6383

**L. SELLERS**

OCT 28 2009

From:

Account Name : EXPRESS CORPORATE FILING SERVICE  
Account Number : I20000000146  
Phone : (305) 444-4994  
Fax Number : (305) 444-4977

**EXAMINER****FLORIDA/FOREIGN LIMITED LIABILITY CO.****GNG NEW TECH LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing Menu

Help

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 OCT 27 AM 8:01

FILED

Articles of Organization  
Of  
GNG NEW TECH LLC

The undersigned hereby subscribes to these Articles of Organization of a Limited Liability Company under the laws of the State of Florida.

Article I

The name of this Limited Liability Company is GNG NEW TECH LLC

Article II

The mailing address of the principal office of this Limited Liability Company shall be 7900 Harbor Island Drive, Suite 723 Miami Beach, FL 33141 and such other place(s) as the members from time to time may determine.

Article III

The period of duration for the Limited Liability Company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida. The date of existence shall begin upon the filing of these Articles of Organization and upon acceptance by the Secretary of State. This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida. Without limiting any of the purposes, powers and objects of this Limited Liability Company it is expressly declared and provided that this Limited Liability Company shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of its objects, to make and perform contracts of any kind and description and to do any and all other acts, and to exercise any and all powers either as principal, agent and/or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

Article IV

The member(s) with voting power prorate to their interest shall manage the Limited Liability Company. The rights and duties of the members shall be set forth in the regulations of the Limited Liability Company which are incorporated herein by reference. The name(s) and address(es) of the initial member(s) of the Limited Liability Company are:  
MGRM: Gianluca Prevedello 7900 Harbor Island Drive, Suite 723 Miami Beach, FL 33141

The name and address of the Managing Member

Gianluca Prevedello  
7900 Harbor Island Drive  
Suite 723  
Miami Beach, FL 33141

Article V

In the event of withdrawal, retirement, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member, this Limited Liability Company shall remain in existence and continue in business pursuant to the applicable provisions of the regulations.

Article VI

The members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation and management of this company, which shall be consistent with the laws of the articles.

October 26, 2009

Page 2 of 2

09 OCT 27 AM 8:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED


Articles of Organization  
Of  
GNG NEW TECH LLC

Article VII

A member's interest in this Limited Liability Company may be transferred only with the unanimous written consent of all remaining members if the transferee intends to become a member.

Article VIII

These Articles of Organization may be amended at any time by the unanimous consent of the members as deemed appropriate to facilitate the accomplishment of the purpose of the Limited Liability Company. The amendment shall be executed and duly file with the Florida Department of State.

  
Gianluca Prevedello  
Managing Member

Certificate of Designation of Registered Agent and Registered Office

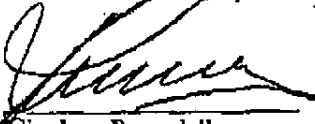
Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designation to Registered Agent and Registered Office in the State of Florida.

The name of the Limited Liability Company is: **GNG NEW TECH LLC**

The name and address of the Registered Agent and Registered Office:

Gianluca Prevedello  
7900 Harbor Island Drive  
Suite 723  
Miami Beach, FL 33141

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 relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as Registered Agent.

  
Gianluca Prevedello  
Registered Agent

FILED  
09 OCT 27 AM 8:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA