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SECRETARY OF STATE ORID.

J. BRYAN

JUL 29 2010

**EXAMINER** 

Lp

#### LANGSTADT PAULY

**CHARTERED** 

CLEMENS W. PAULY, LL.M.

ADMITTED IN FLORIDA, NEW YORK AND GERMANY

**ATTORNEYS** 

815 PONCE DE LEON BLVD. CORAL GABLES, FLORIDA 33134 PH: (305) 648-3909 FAX: (305) 648-3910 WWW.LANGSTADTPAULY.COM

July 27, 2010

Via Federal Express

OLIVER J. LANGSTADT ADMITTED IN FLORIDA

FAMILY LAW MEDIATOR

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: SYLTBAR LLC** 

Dear Sir or Madam:

Enclosed with this letter please find the Articles of Organization and fees for filing.

Please return all future correspondence in this matter to:

Clemens W. Pauly, Esq. Langstadt Pauly Chartered 815 Ponce de Leon Blvd. Coral Gables, FL 33134

Pauly@LangstadtPauly.com

If you have any questions or concerns, please do not hesitate to call the undersigned at (305) 648-3909.

Clemens/W. Pauly, Esq.

Encl. as stated.

ÖLN MINGHEN

#### ARTICLES OF ORGANIZATION

**OF** 

#### SYLTBAR LLC

# TALLAHASSEE FLORIDA

#### **ARTICLE I**

#### Name

The name of this limited liability company is SYLTBAR LLC (hereinafter "the Company").

#### **ARTICLE II**

#### **Address**

The initial mailing address and principal office of the company is

815 Ponce de Leon Boulevard, Suite P-205 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:

Clemens W. Pauly, Esq. 815 Ponce de Leon Boulevard, Suite P-205 Coral Gables, Florida 33134

#### 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.

#### **ARTICLE VI**

#### Management

The Company is to be a member-managed company. The name and address of the initial managing member is:

Claus Blohm Rondeel 31 22301 Hamburg Germany

#### **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 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 the 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 27<sup>th</sup> day of July, 2010

Clemens W. Pauly, as Organizer

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

I HEREBY CERTIFY that on this day, before me, personally appeared Clemens W. Pauly, who is 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  $27^{\text{th}}$  day of July , 2010

NØTARYPUBYIC // STATE OF FLORIDA AT LARG

My commission expires



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SECRETARY OF STATE FALLAHASSEE, FLORIDA

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

Pursuant to the provision of Florida Statutes § 608.415, the undersigned submits the following statements in designating the registered office/registered agent for SYLTBAR LLC, in the State of Florida:

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

SYLTBAR LLC 815 Ponce de Leon Boulevard, Suite P-205 Coral Gables, Florida 33134

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

Clemens W. Pauly, Esq. 815 Ponce de Leon Boulevard, Suite P-205 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: July 27th, 2010

Clemens W. Pauly Registered Agent

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10 JUL 28 AM II: 01

SECRETARY OF STATE ALLAHASSEE, FLORIDA