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[SCYTL USA, LLC. (Jul. 31, 2009). Articles of Organization, File No. 090805 4097.
Commonwealth of Virginia State Corporations Commission.]

July 31, 2009

Clerk of the Commission
State Corporation Commission
1300 East Main Street
Richmond, Virginia 23219

090805 4097

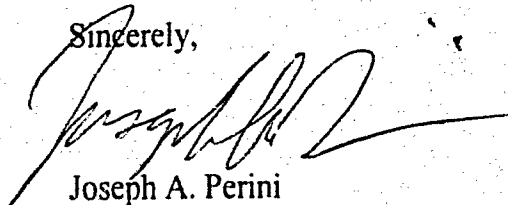
Scytl USA
Articles of Organization

Ladies and Gentlemen:

Enclosed for filing are **Articles of Organization for Scytl USA, LLC.** Also enclosed is a check made payable to the State Corporation Commission in the amount of \$100 to cover the required filing fee. **Please make the Articles effective as soon as possible.**

If you have any questions concerning this matter, please do not hesitate calling me at 288-3600.

Sincerely,



Joseph A. Perini

JAP/

Enclosure

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S3001882

COMMONWEALTH OF VIRGINIA

MARK C. CHRISTIE
COMMISSIONER

JAMES C. DIMITRI
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

August 7, 2009

JOSEPH A PERINI
MGM LAW
7130 GLEN FOREST DR STE 305
RICHMOND, VA 23226

RE: ScytI USA, LLC
ID: S300188 - 2
DCN: 09-08-05-4097

Dear Customer:

This is your receipt for \$100.00 to cover the fee(s) for filing articles of organization for a limited liability company with this office.

The effective date of the certificate of organization is August 7, 2009.

Thank you for contacting our office. If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

RECEIPTLC
LLNCD
CIS0313

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, AUGUST 7, 2009

The State Corporation Commission has found the accompanying articles submitted on behalf of

ScytI USA, LLC

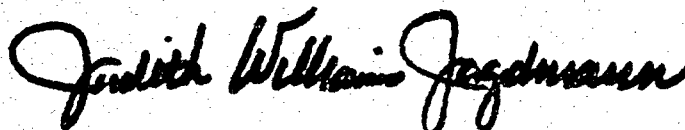
to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ORGANIZATION

be issued and admitted to record with the articles of organization in the Office of the Clerk of the Commission, effective August 7, 2009.

STATE CORPORATION COMMISSION

By



Commissioner

DLLCACPT
CIS0313
09-08-05-4097

SCYTL USA, LLC

ARTICLES OF ORGANIZATION

**ARTICLE I
NAME**

The name of the Company is Scytl USA, LLC.

**ARTICLE II
PURPOSE**

The Company is organized to own and operate a business engaged in computer based election systems programs, and to engage in any lawful business not required by the Virginia Limited Liability Company Act to be stated in the Articles of Organization.

**ARTICLE III
VOTING**

The Company shall have one class of members. Members shall vote in proportion to all Members' contributions to the Company, as adjusted from time to time to reflect any additional contributions or withdrawals, and a majority vote of the Members of the Company shall consist of the vote or other approval of Members having a majority share of the voting power of the Members.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Company, which is located in the County of Henrico, Virginia, is 7130 Glen Forest Drive, Richmond, Virginia 23226. The initial registered agent of the Company is Joseph A. Perini, Esq., whose business office is identical with the registered office and who is a member of the Virginia State Bar.

**ARTICLE V
PRINCIPAL OFFICE**

The address of the principal office of the Company is 6012 Glen Abbey Drive, Glen Allen, Virginia 23059.

**ARTICLE VI
DURATION**

The duration of the Company is perpetual.

**ARTICLE VII
INDEMNIFICATION**

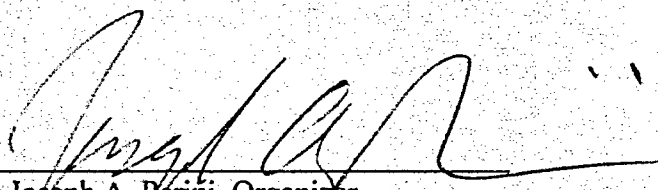
7.1 Mandatory Indemnification. The Company (the term "Company" as used in this Section 7.1 shall mean this Company only and no predecessor entity or other legal entity) shall indemnify any individual who is, was or is threatened to be made a party to a civil, criminal, administrative, investigative or other proceeding (other than a proceeding by or in the right of the Company or by or on behalf of its members, or a proceeding in which he or she was adjudged liable on the basis of having improperly received a personal benefit) because such individual is or was a manager or member of the Company or of any other legal entity controlled by the Company, or is or was a fiduciary of any employee benefit plan established at the direction of the Company, against all liabilities and reasonable expenses incurred by him or her on account of the proceeding. Indemnification pursuant to this Section 7.1 shall be subject to the following conditions: (i) if the proceeding relates to the performance of duties by the individual seeking indemnification, such individual shall have conducted himself or herself in good faith and believed that his or her conduct

was in the best interests of the legal entity he or she was serving or of its participants, if such legal entity was an employee benefit plan; (ii) if the proceeding is a criminal proceeding, the individual seeking indemnification shall have no reasonable cause to believe that his or her conduct prior to the initiation of the proceeding was unlawful; and (iii) if the proceeding is any other type of proceeding, the individual seeking indemnification, prior to the initiation of the proceeding, shall have conducted himself or herself in good faith and believed that his or her conduct was at least not opposed to the best interests of the legal entity such individual was serving or its participants, if such legal entity was an employee benefit plan. Before any indemnification is paid a determination shall be made that indemnification is permissible in the circumstances because the person seeking indemnification has met the standard of conduct set forth above. Such determination shall be made in the manner provided by Virginia law for determining that indemnification of a manager or member is permissible. Unless a determination has been made that indemnification is not permissible, the Company shall make advances and reimbursement for expenses incurred by any of the persons named above upon receipt of an undertaking from him or her to repay the same if it is ultimately determined that such individual is not entitled to indemnification. The Company is authorized to contract in advance to indemnify any of the persons named above to the extent it is required to indemnify them pursuant to the provisions of this Section 7.1.

7.2 Miscellaneous. The rights of each person entitled to indemnification under this Article shall inure to the benefit of such person's heirs, executors and administrators. Indemnification pursuant to this Article shall not be exclusive of any other right of indemnification to which any person may be entitled, including indemnification pursuant to a valid contract, indemnification by legal entities other than the Company and indemnification under policies of insurance purchased

and maintained by the Company or others. However, no person shall be entitled to indemnification by the Company to the extent such person is indemnified by another including an insurer.

Dated: July 31, 2009

By: 
Joseph A. Perini, Organizer