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From:
Account Name : PAUL A. MURRAY, P.A.
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LIMITED LIABILITY COMPANY

POWER PROSPECTING, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
POWER PROSPECTING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **POWER PROSPECTING, LLC** ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 8023 Panther Trail, # 903, Naples, Florida 34113.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Gary C. Fishman, 8023 Panther Trail, # 903, Naples, Florida 34113.

ARTICLE V-- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VI-- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but

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the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless sixty (60%) percent of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII—MEMBERS' RIGHT TO CONTINUE BUSINESS

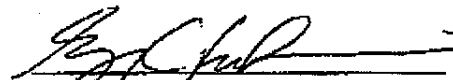
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE VIII – MANAGEMENT


The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the member of the company is

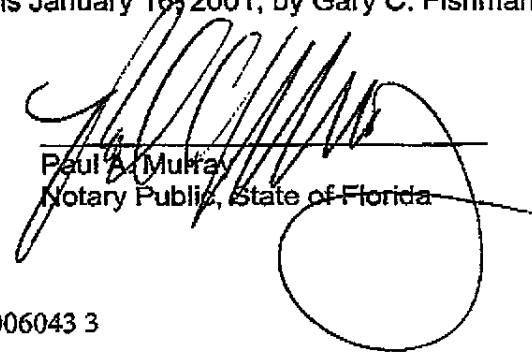
Gary C. Fishman
8023 Panther Trail, # 903
Naples, Florida 34113

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Florida, on January 16, 2001.


Gary C. Fishman

Sworn to and subscribed before me this January 16, 2001, by Gary C. Fishman, who is personally known to me.

 Paul A. Murray
My Commission CC665736
Expires August 03, 2001


Paul A. Murray
Notary Public, State of Florida

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, **POWER PROSPECTING, LLC** submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is **POWER PROSPECTING, LLC.**
- 2. The name and street address of the registered agent in Florida are:

Gary C. Fishman
8023 Panther Trail, No. 903
Naples FL 34113

The undersigned, being the person named in the articles of organization of **POWER PROSPECTING, LLC** as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Gary C. Fishman, Registered Agent

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