

06000043394

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

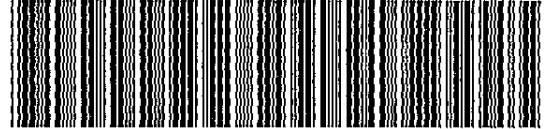
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600071301506

04/24/06--01013--012 **155.00

FILED
APR 24 PM 12:47
REGISTERED CLERK
STATE OF OHIO

06-43394
OK

HUTCHISON, MAMELE & COOVER, P.A.

ATTORNEYS AND COUNSELORS AT LAW

WILLIAM C. HUTCHISON, JR. (1928-1991)
* RICHARD L. MAMELE
STEPHEN H. COOVER
* BOARD CERTIFIED
MARITAL & FAMILY LAW

PARK-FULTON BUILDING, 230 NORTH PARK AVENUE
POST OFFICE BOX 1149
SANFORD, FLORIDA 32772-1149
(407) 322-4051
FAX (407) 330-0966

April 20, 2006

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: **SOUTHEAST BIODIESEL/FLORIDA, LLC**

Ladies/Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Organization for the above-referenced entity, together with my client's check in the sum of One Hundred Fifty-Five Dollars (\$155.00) for filing and return of a certified copy of the articles.

Should you have any questions, please feel free to call.

Very truly yours,


Stephen H. Coover

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 APR 24 PM 12:47

FILED

SHC/mjr
Enclosures

- 1) Original and one copy of Articles of Organization
- 2) Check \$155.00

**ARTICLES OF ORGANIZATION
OF
SOUTHEAST BIODIESEL/FLORIDA, LLC**

ARTICLE I - NAME

The name of the limited liability company is: Southeast BioDiesel/Florida, LLC.

ARTICLE II - ADDRESS


The mailing address and the street address of the principal office of the Limited Liability Company is: 1515 Kastner Place, Sanford, FL 32771.

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED
AGENT'S SIGNATURE:**

The name and the Florida street address of registered agent are:

Tom Gion
1515 Kastner Place
Sanford, FL 32771

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 property and complete performance of my duties, and I am familiar with any accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Registered Agent's Signature

ARTICLE IV - MANAGEMENT (check box if applicable.)

- The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

The initial manager of the Limited Liability Company shall be Southeast BioDiesel LLC, a North Carolina limited liability company, whose address is 6135 Park South Drive, Suite 510, Charlotte, NC 28210, who shall serve until the first annual meeting of members or until its successor is elected and qualified. The rights and responsibilities of the manager shall be limited as set for the Regulations or Operating Agreement.

CLERK OF STATE
TALLAHASSEE, FLORIDA
FEB 24 PM 12:47

FILED

ARTICLE V - DURATION

The duration of the Limited Liability Company shall, unless limited by the terms of any Regulations or Operating Agreement, be perpetual.

IN WITNESS WHEREOF, the undersigned, as a member, has executed the foregoing Articles of Organization on the 13th day of April, 2006.

Southeast BioDiesel, LLC,
a North Carolina limited liability
company:

BY:

[Signature]
Name: James C. Thompson
Title: General Manager

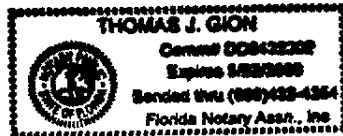
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF Florida
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 13th day of April, 2006 by James C. Thompson as General Manager of Southeast BioDiesel, LLC, a North Carolina limited liability company, who is personally known to me or not personally known to me and produced identification.

2006 APR 24 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Thomas J. Gion
NOTARY PUBLIC
Notary Public - State of Florida

My Commission Expires: 5/25/2009