

19700000261
TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700002098907--8
-02/26/97--01095--001
***346.25 ***346.25

SUBJECT: American Energy Partners, L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☐ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☒ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FILED
97 FEB 26 AM 9:37
TALLAHASSEE FLORIDA
DEPARTMENT OF STATE

FROM: Glenn Ayala
Name (Printed or typed)

10460 Roosevelt Blvd, Suite 275
Address

St. Petersburg, FL 33716
City, State & Zip

813-521-4272
Daytime Telephone number

3/1/97
D

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the Limited Liability Company shall be American Energy Partners, L.C.

ARTICLE II-Address:

The mailing address of American Energy Partners, L.C., shall be:

10460 Roosevelt Blvd., Suite 275
St. Petersburg, FL 33716

The street address of American Energy Partners, L.C., shall be:

2907 Bay to Bay Blvd., Suite 200
Tampa, FL 33629

ARTICLE III-Duration:

The period of duration of American Energy Partners, L.C., shall be 50 years.

ARTICLE IV-Management

The management of American Energy Partners, L.C. shall be reserved to its members:

Glenn Ayala
2907 Bay to Bay Blvd., Suite 200
Tampa, FL 33629

W. Andrew Krusen, Jr.
2907 Bay to Bay Blvd., Suite 200
Tampa, FL 33629

Andrew H. Hines, Jr.
150 Second Ave., Suite 1170
St. Petersburg, FL 33701

Billy L. Griffin
272 Stone Haven Way
Seneca, S.C. 29672

ARTICLE V-Admission of Additional Members

Members of American Energy Partners, L.C., shall be allowed to admit additional members under the following conditions:

- (1) A prospective members must be nominated by one of the members.
- (2) The remaining members must vote unanimously to accept the prospective member as a full member.

ARTICLE VI-Member Rights to Continue Business

The death, retirement, resignation, expulsion, insanity, bankruptcy, or dissolution of any member of American Energy Partners, L.C., shall result in the termination of American Energy Partners, L.C.'s, business operations. The remaining members may continue the business of American Energy Partners, L.C., upon unanimous vote to do so.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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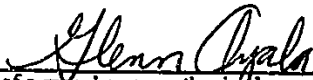
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____
American Energy Partners, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 110,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ _____. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 110,000. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

American Energy Partners, L.C.

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

Glenn Ayala
(Name)

2907 Bay to Bay Blvd., Suite 200
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Tampa, FL, 33629
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Glenn Ayala
(Signature)

2/17/97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent