

Division of Corporations

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Florida Department of State  
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**FLORIDA LIMITED LIABILITY CO.  
NOPETRO-FINANCE, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
NOPETRO-FINANCE, LLC**

**ARTICLE I  
Name**

The name of the Limited Liability Company is NOPETRO-FINANCE, LLC (the "Company").

**ARTICLE II  
Address**

The mailing address and street address of the principal office of the Company is located at 2625 Ponce De Leon Blvd., Suite 101, Coral Gables, Florida 33134.

**ARTICLE III  
Registered Agent**

The name of the Company's registered agent in the State of Florida is Law Center of the Americas LLC and the address of the Company's registered office is 201 South Biscayne Blvd., Suite 800, Miami, Florida 33131.

**ARTICLE IV  
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V  
Management**

The Company is to be a member-managed company and the name and address of the Member is as follows: Nopetro – CH4 Holdings, LLC, 2625 Ponce De Leon Blvd., Suite 101, Coral Gables, Florida 33134.

**ARTICLE VI  
Admission of Additional Members**

Members shall have the right to admit additional members as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.

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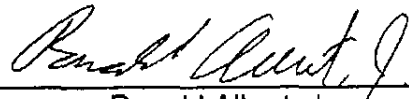
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**ARTICLE VII**  
**Members' Rights to Continue Business**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

The undersigned has executed these Articles of Organization of NOPETRO-FINANCE, LLC this 21<sup>st</sup> day of January, 2015.

Authorized Representative of a Member

By:   
Ronald Albert, Jr.

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0203(1)(b), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER THE PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE. THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: NOPETRO-FINANCE, LLC
2. The name and address of the registered agent and office is:

Law Center of the Americas LLC  
201 South Biscayne Blvd., Suite 800  
Miami, Florida 33131

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.*

Dated this 21<sup>st</sup> of January, 2015.

**LAW CENTER OF THE AMERICAS LLC**

By:   
Name: Ronald Albert, Jr.  
Title: Vice President

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