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Division of Corporations  
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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
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EFFECTIVE DATE  
4-4-00

## LIMITED LIABILITY COMPANY

Matthews Petro-Exploration II, LLC

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## ARTICLES OF ORGANIZATION

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00 APR -5 AM 11:00

### Article I. Name

The name of this Florida limited liability company is:  
Matthews Petro-Exploration II, LLC

### Article II. Address

The Company's street and mailing address is:

Matthews Petro-Exploration II, LLC  
1710 Crosswinds Landing  
Ft. Walton Beach FL 32542

4-4-00

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Robert Matthews  
1710 Crosswinds Landing  
Ft. Walton Beach FL 324542

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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**Article V. Management**

This will be a member-managed company. The name of each member is:

Robert Matthews  
Karen Matthews

**Article VI. Company Existence**

The Company's existence shall begin effective as of April 4, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on April 4, 2000.



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CORPORATE CREATIONS INTERNATIONAL INC.  
Andreas M. Kelly Vice President

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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**STATEMENT OF REGISTERED AGENT**

00 APR -5 AM 11:00

**LIMITED LIABILITY COMPANY:**

**Matthews Petro-Exploration II, LLC**

**REGISTERED AGENT/OFFICE:**

**Robert Matthews  
1710 Crosswinds Landing  
Ft. Walton Beach FL 324542**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
ROBERT MATTHEWS

by A.M. Kelly as attorney-in-fact

Date: April 4, 2000

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