2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L0000003848

Entity Name: MATTHEWS PETRO-EXPLORATION II, LLC

FILED Apr 21, 2005 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

1710 CROSSWINDS LANDING 1710 CROSSWINDS LANDING

FT. WALTON BEACH, FL 325471184 FT. WALTON BEACH, FL 325471184 US

Current Mailing Address: New Mailing Address:

1710 CROSSWINDS LANDING 1710 CROSSWINDS LANDING

FT. WALTON BEACH, FL 325471184 FT. WALTON BEACH, FL 325471184 US

FEI Number: 65-0992891 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

MATTHEWS, ROBERT D
1710 CROSSWINDS LANDING
MATTHEWS, ROBERT D
1710 CROSSWINDS LANDING

FORT WALTON BEACH, FL 325471184 US FORT WALTON BEACH, FL 325471184 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: ROBERT D. MATTHEWS 04/21/2005

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS: ADDITIONS/CHANGES:

Title: MGRM () Delete Title: () Change () Addition

 Name:
 MATTHEWS, ROBERT D
 Name:

 Address:
 1710 CROSSWINDS LANDING
 Address:

 City-St-Zip:
 FT WALTON BEACH, FL 325471184
 City-St-Zip:

Title: MGRM () Delete Title: MGRM (X) Change () Addition

Name: HILL, SIDNEY G Name: HILL, SIDNEY G
Address: 22896 PINEYWOOD CIR. Address: PO BOX 1036

City-St-Zip: CALIFORNIA, MD 206199125 City-St-Zip: SOLOMAN'S, MD 206881036 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: ROBERT D MATTHEWS MGRM 04/21/2005