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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 5, 2000

PETROZONE, INC. 6714 PINES BLVD PEMBROKE PINES, FL 33024

SUBJECT: PETROSERVE L.L.C. Ref. Number: W00000021743

We have received your document for PETROSERVE L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Do you want the periods in the name or not?

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing Corporate Specialist

Letter Number: 700A00046961

FILED

ARTICLES OF ORGANIZATION OF PETROSERVE LLC

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company (the "Company") shall be PETROSERVE

ARTICLE II - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or pursuant to the Operating Agreement governing the operations of the Company ("Operating Agreement

ARTICLE III - PURPOSE

The limited liability company is being formed for the purpose of engaging in any age or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE IV - INITIAL PLACE OF BUSINESS

The initial principal place of business of the Company shall be and the mailing address of the Company is 15476 NW 77 Ct Suite 437 Miami Lakes Fl 33016

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Company shall be 15476 NW 77 Ct # 437 Miami Lakes Fl 33016 and such other place or places as the members from time to time may determine. The name of the initial registered agent located at that address shall be Maria Schlafke

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the approval of a majority of the Membership Interests of the Company, as defined in Section 2.2.1 of the Operating Agreement, upon the written application of such new member and in the manner set forth in the Regulations of the Company.

ARTICLE VII - INITIAL MEMBERS

The names and addresses of the initial members are as follows:

NAME

ADDRESS

Maria Schlafke and William Schlafke jointly Abraham Leiva and Susan Leiva jointly

3475 W Flalger St Miami Fl 33135 3475 W Flagler st Miami Fl 33135

ARTICLE VIII - MANAGEMENT OF BUSINESS

The business of the Company shall be managed by the following managing members:

NAME

ADDRESS

Maria Schlafke

15476 NW 77 Ct # 437 Miami Lakes Fl 3301

ARTICLE IX -

WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, the Company shall be dissolved unless a majority of the Membership Interests, as defined in Section 2.2.1 of the Operating Agreement, consent to continue the business of the Company, or by amendment to these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

ARTICLE X - REGULATIONS

At the time of executing these Articles of Organization, the members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal the regulations shall be vested in the members of this Company.

ARTICLE XI - AMENDMENTS

These articles may be amended from time to time by a consent of the majority of the Membership Interests, as defined in Section 2.2.1 of the Operating Agreement, and the Amendment shall be filed, duly signed by a majority of the Membership Interests of the Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 11 day of August, 2000.

Moria Schlafke, MEMBER/MANAGER

STATE OF FLORIDA

COUNTY OF BROWARD.

SS.

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SECRETARY OF STATE
ARE AHASSEE, FLORIDA

The foregoing Articles of Organization was acknowledged before me this 11 day of August, 2000 by Maria Schlafke who has produced a valid drivers license or passport for identification and who did (not) take an oath or ____is personally known.

Notary Public State of Florida

My Commission Expires:

MARIE VENTURELLA
My Comm Exp. 4/10/04
No. CC 926227
VI Personally Known (10ther 1.D.

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, PETROSERVE LLC as stated in the Articles of Organization.

Maria Schlafke

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