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Fax Number : (850)205-0383

From:

Account Name : CLARK, PARTINGTON, HART - DESTIN
Account Number : I20000000040
Phone : (850) 650-3304
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LIMITED LIABILITY COMPANY

Panama City Oil & Gas, LLC

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF
PANAMA CITY OIL & GAS, LLC**

The undersigned, RICHARD OLSON, a natural person competent to contract and organizer of this limited liability company, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

PANAMA CITY OIL & GAS, LLC

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of the limited liability company is 1234 Airport Road, Suite 215, Destin, Florida 32541.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

The limited liability company shall have a perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 1234 Airport Road, Suite 215, Destin, Florida 32541, and the name of the initial registered agent of this limited liability company at that address is Richard Olson.

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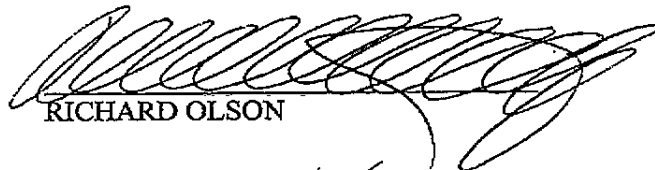
ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by its Members. The name and address of the Members are:

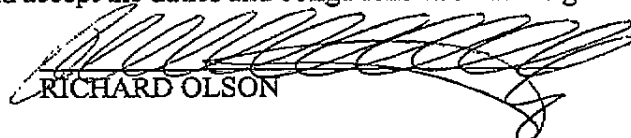
Olson & Associates of NW Florida, Inc.
1234 Airport Road
Suite 215
Destin, Florida 32541

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on the date set forth below.

ORGANIZER:


RICHARD OLSONDate: 10/9/01, 2001**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of PANAMA CITY OIL & GAS, LLC. Further, I am familiar with and accept the duties and obligations of such designation.


RICHARD OLSONDate: 10/9, 2001

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