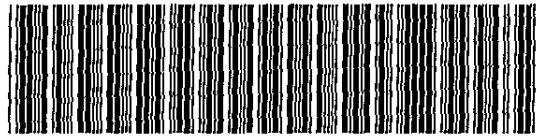


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MARIANO LINARES  
3406 NW. 151st TERRACE  
OPALOCKA, FL 33054



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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
A & A UNDERGROUND TECHNOLOGIES, L.L.C.**

A & A UNDERGROUND TECHNOLOGIES, L.L.C. a Limited Liability Company (the "Company"), was organized on December 9, 2002 by filing of the original Articles of Organization. The Company desires to amend and restate its Articles of Organization, to read as follows:

**ARTICLE I – Name**

The name of the Limited Liability Company is A & A UNDERGROUND TECHNOLOGIES, L.L.C. (the "Company")

**ARTICLE II – Address**

The mailing address and street address of the principal office of the Company is 3406 NW 151 Terrace, Opa Locka, FL 33054-2450.

**ARTICLE III – Registered Agent and Office**

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

GIACOMELLI, HERMAN  
2500 PARKVIEW DR. STE 1107  
HALLANDALE, FL 33009

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**ARTICLE IV – Management**

The Company is to be managed by one or more managers and is there for a manager-managed company.

**ARTICLE V – Object of the Company**

The object of the Company shall be to engage in all lawful business activities.

**ARTICLE VI – Duration**

The period of the Company shall be perpetual.

#### **ARTICLE VII – Members**

The Company initially shall be composed of two (2) members: COSUGAS, L.L.C. and U.S. Consulting, L.L.C. The names and addresses of the initial representatives of the initial members shall be:

COSUGAS, L.L.C.  
1560 Sawgrass Corporate Pkwy 4<sup>th</sup> Floor  
Sunrise, FL 33323

U.S. CONSULTING, L.L.C.  
3406 NW 151 Terrace  
Opa Locka, FL 33054


#### **ARTICLE VIII – Rescission**

All prior Articles of Organization of the Company shall be superceded and replaced upon the filling of these Amended and Restated Articles of Organization.

The foregoing instrument has been duly executed and is filled in accordance with Section 608.411 of the Florida Statutes.

U.S. CONSULTING, L.L.C.

BY:

  
MARIANO LINARES

Date: Feb 5<sup>th</sup>, 2003.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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