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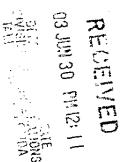
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CAPITAL CONNECTION, INC.

*417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF ORGANIZATION

OF

MAGNA OIL II, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is Magna Oil II, L.L.C.

ARTICLE II - DURATION

This limited liability company shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the Company shall be 1595 S.E. Port St. Lucie Blvd., Port St. Lucie, Florida 34952.

ARTICLE IV - MANAGEMENT

Management of the Company shall be reserved to the Members. The Managing Member shall be Timothy Brink. The Member(s) of the Company are as follows:

Timothy Brink 1595 S.E. Port St. Lucie Blvd. Port St. Lucie, FL 34952

ARTICLE V - ADDITIONAL MEMBERS

Members shall have the right to admit additional members from time to time on such terms and conditions as the Members shall deem advisable and acceptable.

ARTICLE VI -SURVIVORSHIP

In the event any Member or Members shall die, resign, retire, be expelled, be adjudicated bankrupt, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members shall have the right to continue the business.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered agent of the Company is Rickey L. Farrell, 1595 SE Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

Managing Member

STATE OF FLORIDA **COUNTY OF ST. LUCIE**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and as identification or who is personally known to me and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the Articles of Organization.

WITNESS WHEREOF, I have set my hand and seal in the State and County above, ___, 2003.

(SEAL)

Tiffany N. Gonsalves NY COMMISSION # CC885674 EXPIRES November 7, 2003 BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public State of Florida at Large

Printed Signature: TIFFANG N. Gonsalves My Commission No:

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties. I am familiar with and accept the obligations of such position.

REKEY L'. FARRE Registered Agent

STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and	
County set forth above, personally appeared Rickey L. Farrell, who has produced	
as identification or who is personally known to me and w	vho
executed the foregoing Articles of Organization, and he acknowledged before me that he	
executed the Articles of Organization.	

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 27 day of ______, 2003.

(SEAL)

Tiffany N. Gonsalves MY COMMISSION # CC885674 EXPIRES November 7, 2003 BONDED THRU TROY FAIN INSURANCE, INC. Notary Public State of Florida at Large

Printed Signature: TIPFAUGU. Gonsalves

My Commission No:

My Commission Expires: