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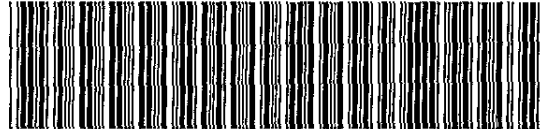
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December 16, 2003

REPLY TO: North Port

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: Charlotte Well Drilling, L.L.C.

Dear Sir/Madam:

Enclosed please find the original and executed copy of the Articles of Organization of the above-referenced corporation, Designation of Registered Agent and Registered Office, and our firm's check in the amount of \$125.00 for the filing fee.

I would appreciate your returning to this office the Certificate of Incorporation and receipt as soon as possible.

If you have any questions, please feel free to contact me. Thank you for your assistance in this matter.

Very truly yours,

WILKINS, FROHLICH, JONES,
HEVIA, RUSSELL & SUTTER, P.A.

W. Kevin Russell

WKR:nle
Enclosures

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**ARTICLES OF ORGANIZATION OF CHARLOTTE WELL DRILLING, L.L.C.,
A LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "Charlotte Well Drilling, L.L.C."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is: 1160 Buena Vista Circle, Port Charlotte, Florida 33953.

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are: Sheldon LaBrosse, 1160 Buena Vista Circle, Port Charlotte, Florida 33953.

ARTICLE IV — Management:

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

ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to Section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 15th day of December, 2003.



Sheldon LaBrosse

Sheldon LaBrosse

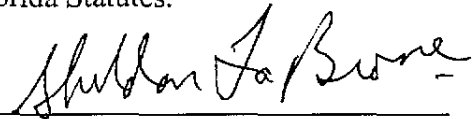
Typed or printed name of signee

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

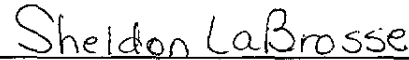
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**STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT
OF CHARLOTTE WELL DRILLING, L.L.C.**

I hereby accept the designation as registered agent to accept service of process for the above-stated limited liability company at the place designated in this statement. My street address is 1160 Buena Vista Circle, Port Charlotte, Florida 33953. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.



Sheldon LaBrosse



Typed or Printed Name

In accordance with Section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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