

MAR 03 2004 1:38PM

Division of Corporations

ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.

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From:

**Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.
Account Number : 076624003440
Phone : (305) 444-6226
Fax Number : (305) 444-4829**

LIMITED LIABILITY COMPANY

167TH PETROLEUM ENTERPRISES, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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P.1.

ARTICLES OF ORGANIZATION

OF

167TH PETROLEUM ENTERPRISES, LLC.

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is: 167TH PETROLEUM ENTERPRISES, LLC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV

ADDRESS

The principal office and mailing address of this Limited Liability Company in the State of Florida is 2401 N.W. 30th Avenue, Miami, FL 33142. The Board of Managers may from time to time move the principal office to another address in Florida.

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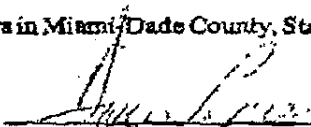
ARTICLE V
REGISTERED OFFICE, REGISTERED AGENT

That 167TH PETROLEUM ENTERPRISES, LLC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates TOMAS PEQUENO, as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2401 N.W. 30th Avenue, Miami, FL 33142.

ARTICLE VI
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company. The Initial Managers shall be TOMAS PEQUENO of 2401 N.W. 30th Avenue, Miami, FL 33142.

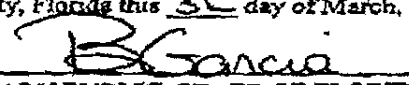
WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this _____ day of March, 2004.


TOMAS PEQUENO
Manager & Member

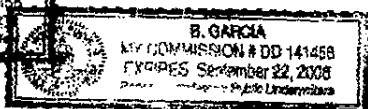
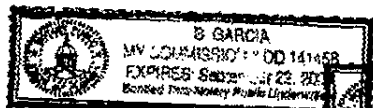
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, TOMAS PEQUENO, who produced _____ as identification, or are personally known to me, to be the Member of the foregoing Articles of 167TH PETROLEUM ENTERPRISES, LLC, who being by me first duly sworn, acknowledged that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 3rd day of March, 2004.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



SECRETARY OF STATE
TAMMAMASSEE, FLORIDA

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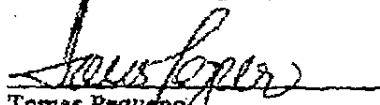
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That 167th PETROLEUM ENTERPRISES, LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named TOMAS PEQUENO, as its Agent, of 2401 N.W. 30th Avenue, Miami, FL 33142, to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability 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 and complete performance of my duties.

The Registered Agent,



Tomas Pequeno

Date: March 3, 2004

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