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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

South Pointe Energy, LLC

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**ARTICLES OF ORGANIZATION
OF
SOUTH POINTE ENERGY, LLC**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, the following are the Articles of Organization for South Pointe Energy, LLC (the "Company"):

**ARTICLE I
NAME**

The name of the Company is South Pointe Energy, LLC.

**ARTICLE II
MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS**

The mailing address of the Company is 2716 Barcelona Drive, Fort Lauderdale, FL 33301.

**ARTICLE III
INITIAL REGISTERED AGENT**

The name and address of the initial registered agent in Florida for the Company is:

Carrie M. Levine, Esq.
Hunton & Williams LLP
1111 Brickell Avenue, Suite 2500
Miami, Florida 33131

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 25th day of May, 2004.



Carrie M. Levine
Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation resident in the State of Florida, having been named in Section 3 of Articles of Organization of **South Pointe Energy, LLC** (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

EXECUTED this 25th day of May, 2004.

By: Carrie Levine
Carrie M. Levine, Registered Agent

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