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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

AgEnergy, LLC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

AgEnergy, LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual unless dissolved according to the law.

ARTICLE IV - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

Pursuant to written agreement.

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ARTICLE V - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on 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 shall be:

Pursuant to written agreement.

ARTICLE VI - Initial Members

Initial members shall be:

Jack R. Smith

The Cathedral Room, Suite 101
800 Douglas Road,
Coral Gables, Florida 33134

Bert Ruiz

The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

Ivan Iraola Pellanne

The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

Gonzalo Fausto Lanata Watson

The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

Augusto de la Piedra Silva Santisteban

The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is:

AgEnergy, LLC.

2. The name and address of the registered agent and office is:

George M. Evans
The Cathedral Room, Suite 101
800 Douglas Road
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

(Signature)

(Date)

Jack R. Smith

Signature of a member or authorized representative of a member.
(In accordance with section 608.408 (3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

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