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MJH

05 APR 14 PM 5:15

DAVID M. BOVI, P.A.

David M. Bovi
Counselor At Law
LL.M. Securities Regulation

Phone (561) 655-0665
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The Comeau Building
319 Clematis Street • Suite 700
West Palm Beach, FL 33401

dmbpa@bellsouth.net

April 11, 2005

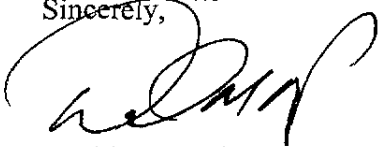
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Rome Oil And Gas Company, LLC

Enclosed are the original and one copy of the articles of organization for the above-named proposed Florida Limited Liability Company. Also enclosed is a check in the amount of \$125.00, representing the filing fees for the proposed Florida Limited Liability Company.

Thank you for your assistance in this matter.

Sincerely,



David M. Bovi
David M. Bovi, P.A.
319 Clematis Street, Suite 700
West Palm Beach, FL 33401
Tel: 561-655-0665

ARTICLES OF ORGANIZATION
OF
ROME OIL AND GAS COMPANY, LLC

FILED
05 APR 14 PM 4:15
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
PALM BEACH COUNTY, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is Rome Oil And Gas Company, LLC (hereinafter referred to as the "**Company**").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in oil and gas exploration and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is P.O. Box 8604, Deerfield Beach, Florida 33441, and the street address of the place of business for the Company is 87200 Overseas Highway, Islamorada, Florida 33036. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is David M. Bovi, P.A., and the initial registered office is located at 319 Clematis Street, Suite 700, West Palm Beach, Florida 33401.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the member, as determined by the member.

7. **Members.**

The Company shall be a single-member limited liability company, and may only admit additional members upon the amendment of these Articles of Organization. The Company's single member is Jeffery L. Rome.

8. **Continuity of Business.**

Upon the death or incompetency of the member, the Company will not be dissolved and the business of the Company may be continued as provided for in the Operating Agreement.

9. **Management.**

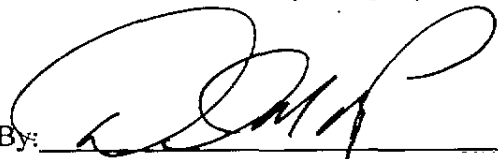
The overall management and control of the business and affairs of the Company shall be vested in the single member, as provided in these Articles of Organization.

10. **Indemnification.**

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

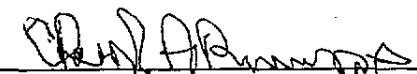
Executed at West Palm Beach, Florida, on April 11, 2005

ROME OIL AND GAS COMPANY, LLC,
a Florida limited liability company

By: 
David M. Bovi, Authorized Representative

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me on April 11, 2005, by David M. Bovi, as Authorized Representative of Rome Oil And Gas Company, LLC, who is personally known to me.


Notary Public — State of Florida
Cheryl Rummings



Cheryl A. Rummings
My Commission DD212749
Expires May 14, 2007

(Seal)

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

Rome Oil & Gas Company, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Rome Oil & Gas Company, LLC.
2. The name and street address of the registered agent in Florida are: David M. Bovi, P.A., 319 Clematis Street, Suite 700, West Palm Beach, Florida 33401.

The undersigned, being the person named in the articles of organization of Rome Oil & Gas Company, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: April 11, 2005



Registered Agent,
David M. Bovi, President
David M. Bovi, P.A.