

Division of Corporations

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W05000097290

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : TODD W. KLINTON, ESQ.
Account Number : 075221000013
Phone : (954) 473-4900
Fax Number : (954) 473-4907

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LIMITED LIABILITY COMPANY
POMPAÑO PETROLEUM LLC

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10/03/05

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**ARTICLES OF ORGANIZATION OF
POMPANO PETROLEUM LLC**

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

ARTICLE I - NAME

The name of the Limited Liability Company is POMPANO PETROLEUM LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 7005 NW 46th Street Miami, FL 33166.

ARTICLE III - DURATION

The period of duration for the limited Liability Company shall be perpetual.

ARTICLE IV - MANAGEMENT

The company shall be managed by a manager, who may, but need not, be a Member. Howard Tuchinsky is hereby designated to serve as the initial manager.

ARTICLE V - MEMBERS

The names and addresses of the members are:

1. Howard Tuchinsky
7005 NW 46th Street
Miami, FL 33166
2. Shokrollah H. Sarvestan
5711 SW 117th Terrace
Cooper City, FL 33330
3. Hamid P. Lakhani
2011 SW 152nd Terrace
Miramar, FL 33027

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be by unanimous consent of the existing members.

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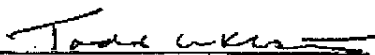
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ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business of the limited liability company 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.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 3rd day of October, 2005. 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.



Todd W. Kliston

Authorized representative of a member executing the Article of Organization.


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

Pursuant to the provisions of Section 608.415 and 608.407, Florida Statutes, the undersigned Limited Liability Company 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 STERLING PETROLEUM LLC.
2. The name and the Florida street address registered agent and registered office are:

Todd W. Kliston
8211 West Broward Boulevard
Suite 375
Plantation, FL 33324

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.


Todd W. Kliston

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September 30, 2005

Todd W. Kliston, Esquire
8211 West Broward Boulevard
Suite 375
Plantation, FL 33324

VIA FAX

Re: Pompano Petroleum LLC

Dear Todd:

This is to request that you form a Limited Liability Company by executing and filing on our behalf with the Florida Department of State Articles of Organization of Pompano Petroleum LLC in the form and containing the information which you determine to be appropriate and necessary. You may rely on this authority in filing those Articles of Organization.

Thank you for your attention to this matter.

Very truly yours,

Howard Tuchinsky

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