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TALLAHASSEE, FLORIDA



701 BRICKELL AVENUE
SUITE 1900
MIAMI, FLORIDA 33131

(305) 789-2711
FAX: (305) 537-3911
CARLOS.LACASA@RUDEN.COM

November 18, 2005

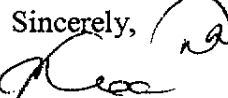
Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: AE-Resources, LLC

Dear Sirs:

The enclosed Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to Carlos A. Lacasa, Esq., Ruden McClosky, 701 Brickell Avenue, 19th Floor, Miami, Florida 33131. For further information concerning this matter please call the undersigned at (305) 789-2711.

Enclosed is a check in the amount of \$160.00 to cover the costs of filing fees, certificate of status and certified copies.

Sincerely,

Carlos A. Lacasa

"Due to his required
Mr. Lacasa asked that
correspondence be
to you without his
so that you would
as quickly as possible

CAL/mgh

Enc.

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TALLAHASSEE, FLORIDA

MIA:290520:1

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: AE-Resources, LLC.
2. The name and address of the registered agent and office is:

Ildefonso Ferrer
1101 Brickell Avenue, Suite 1801
Miami, Florida 33131

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 its 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.


Ildefonso Ferrer, Registered Agent

Date: 11/18/05

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TALLAHASSEE, FLORIDA