

LD6000/08900

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

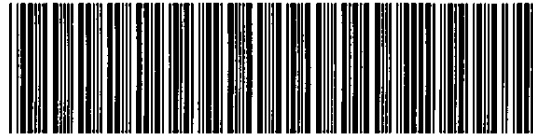
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

11/8

FLLC

Office Use Only



600081569646

11/08/06--01019--006 **125.00

FILED
06 NOV -8 PM 4:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ELLIS, PAINTER, RATTERREE & ADAMS LLP

ATTORNEYS AT LAW

J. WILEY ELLIS (GA & NC)
PAUL W. PAINTER, JR.
R. CLAY RATTERREE (GA & CO)
DAVID W. ADAMS
SARAH B. AKINS
JAMES K. AUSTIN
TRACY C. O'CONNELL
MAURY BOWEN ROTHSCHILD
DREW K. STUTZMAN
ROBERT S. D. PACE
THOMAS B. SAYERS
JASON C. PEDIGO
DANIEL C. JENKINS

POST OFFICE BOX 9948
SAVANNAH, GEORGIA 31412-0148

TELEPHONE (912) 233-9700
FACSIMILE (912) 233-2281

OFFICES:
TENTH FLOOR
2 EAST BRYAN STREET
SAVANNAH, GEORGIA 31401-2602

OF COUNSEL:
KIMBERLY COFER HARRIS

November 6, 2006

ROBERT PACE
DIRECT VOICE (912) 231-2729
E-MAIL RPACE@EPRA-LAW.COM

VIA UPS

Florida Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahessee, Florida 32301

Re: Filing of Articles of Organization for Southeast Biofuels LLC

Dear Sir or Madame:

Enclosed are an original and one conformed copy of the Articles of Organization for the above-referenced Limited Liability Company corporation which we hereby submit for filing. Also we have enclosed the Registered Agent Acknowledgment executed by CT Corporation System and a check for \$125.00 to cover the filing fee for the aforementioned documents. After filing, please return a stamped- filed copy to this office at your earliest convenience.

Please contact our office if any further information is needed.

Very truly yours,

Robert Pace

RP/lf
Enclosures

**Articles of Organization Under
The Limited Liability Company Act of**

SOUTHEAST BIOFUELS LLC

FILED
06 NOV -8 PM 4:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I. Name

The name of this Limited Liability Company is "**SOUTHEAST BIOFUELS LLC**". It is referred to in these Articles of Organization as the "Company." It is organized under the Florida Limited Liability Company Act, Fl. St. Section 608-401 *et seq.*

Article II. Duration

The latest date on which the Company is to dissolve is December 31, 2099, unless sooner dissolved in accordance with these Articles, a written operating agreement agreed to by the members of the Company (the "Operating Agreement"), or the Florida Limited Liability Company Act.

Article III. Purpose

The Company's purpose is to conduct business for any lawful purpose for which limited liability companies may be formed under the Florida Limited Liability Company Act.

Article IV. Dissolution

The Company shall be dissolved upon the occurrence of any event or circumstance as contained in the Operating Agreement.

Article V. Limitation of Authority to Bind

A statement of limitations on the authority of members to bind the Company is contained in the Operating Agreement.

Article VI. Management

Management of the Company is vested in one or more managers, selected in accordance with the Operating Agreement. A statement providing for the number and type of managers for the Company is contained in the Operating Agreement. The Company shall be managed by said manager or managers to the extent provided in the Operating Agreement.

Article VII. Restriction on Authority of the Manager(s)

A statement regarding the restrictions on the authority of the manager(s) is contained in the Operating Agreement.

Article VIII. Limitations of Liability

The members and manager(s) of this Company claim the benefits of limitation of liability under the provisions of the Florida Limited Liability Company Act to the fullest extent allowed by law as fully and completely as though the provisions were recited herein in full.

Article IX. Principal Office Address

The mailing and street address of the Company's principal place of business shall be: 2 East Bryan Street, Suite 601, Savannah, Georgia 31401.

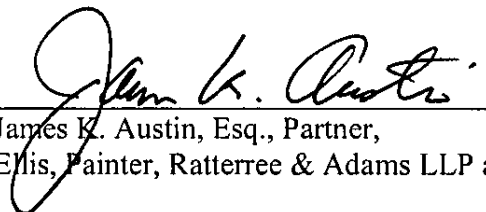
Article X. Registered Agent

The address of the Company's initial registered agent shall be: 1200 South Pine Island Road, Plantation, Florida 33324, and the initial registered agent for the Company at such address shall be: CT Corporation Systems.

IN WITNESS WHEREOF, the Organizer of the Company has executed these Articles of Organization on the date set forth below at Savannah, Georgia.

November 1, 2006

Date


James K. Austin, Esq., Partner,
Ellis, Painter, Ratterree & Adams LLP as Organizer

REGISTERED AGENT ACKNOWLEDGEMENT

By signing below, CT Corporation Systems, having an address of 1200 South Pine Island Road, Plantation, Florida 33324 hereby accepts its appointment and agrees to serve as Registered Agent in Florida for Southeast Biofuels LLC.

So Agreed and Accepted this 2 day of November, 2006

CT Corporation Systems

Dale W. Morris

DALE W. MORRIS
ASSISTANT VICE PRESIDENT