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LS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

hartman oil & gas, llc

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Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
OF
HARTMAN OIL & GAS, LLC

2007 JUN 20 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, 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 Hartman Oil & Gas, LLC (hereinafter referred to as the "Company").

2. Company Existence

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

3. Address of Place of Business.

The mailing address for the Company is P.O. Box 11277, Fort Lauderdale, Florida 33339. The street address of the place of business for the Company is 2872 NE 24th Court, Fort Lauderdale, Florida 33305. These addresses may be changed from time to time as provided in the Operating Agreement.

4. Registered Agent.

The initial registered agent in Florida for the Company is Deborah J. Hartman, and the initial registered office is located at 2872 NE 24th Court, Fort Lauderdale, Florida 33305

5. Purpose and Power

The Company shall be formed for the principal purpose of buying, selling and managing investments of personal and real property and for any other lawful purposes, and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Act. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in hydrocarbon and mineral interests, real property and securities; to acquire, own, lease and dispose of real and personal property; to make loans and purchase and sell

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businesses, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization, Operating Agreement, and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

The initial Member-Manager (President) of the Company, who shall serve as such until his successor is elected and qualified, is:

Office
President

Name and Address
John E. Hartman
P.O. Box 11277
Fort Lauderdale, Florida 33339

As set forth in the Operating Agreement, the Members may delegate the day to day management of the Company to designated officers and/or directors, holding corporate titles such as president, vice president, secretary and treasurer, who shall have authority normally associated with these positions under Corporate Law.

10. Real Estate Documents

All conveyances, mortgages of and leases relating to personal and real property made by the Company shall be executed by a Member-Manager (President or Vice President), and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Member-Manager (President or Vice President).

13. Amendment Of Articles of Organization

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

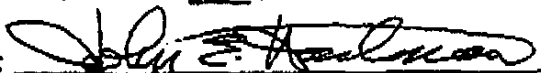
14. Indemnification.

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

15. Informal Action Of Members

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Member-Managers of the Company as part of its records).

Executed at Broward County, Florida, on June 19, 2007.

By: 
John E. Hartman, Member

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STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on June 19 2007, by John E. Hartman, as a Member of Hartman Oil & Gas, LLC, who is personally known to me or produced _____ as identification.

Teshana Lee-Yong
Notary Public — State of Florida
Print Name: Teshana Lee-Yong



STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.403(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Deborah J. Hartman
Signature of Registered Agent
Deborah J. Hartman

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