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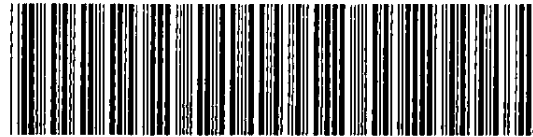
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G. MCLEOD

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EXAMINER



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07/17/08--01004--025 **76.25

08/04/08--01013--022 **78.75

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DIVISION OF CORPORATION
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L080-21551



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 5, 2008

NARDELLA CHONG
234 N WESTMONTE DR STE 3000
ALTAMONTE SPRINGS, FL 32714-3373

SUBJECT: CLEAN EARTH ENERGY USA, LLC
Ref. Number: W08000027551

We have received your document for CLEAN EARTH ENERGY USA, LLC and check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$46.25. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod
Regulatory Specialist II

Letter Number: 508A00035033

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July 14, 2008

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VIA FEDERAL EXPRESS

Gina McLeod, Regulatory Specialist II
Florida Department of State
Division of Corporations
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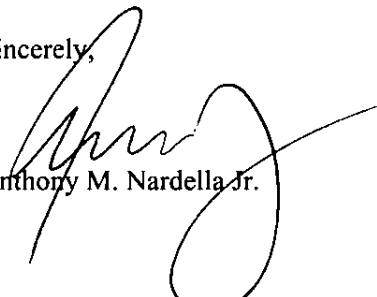
Re: Clean Generation Energy, LLC

Dear Ms. McLeod:

In response to your letter of June 5, 2008 (No. 508A00035033), a copy of which is enclosed for your reference, with this letter I am transmitting a set of Articles of Organization for Clean Generation Energy, LLC ("***Clean Generation Energy***"), to replace the Articles of Organization of Clean Earth Energy USA, LLC ("***Clean Earth Energy***"), which were previously submitted for filing. Please cancel the filing of the Articles of Organization for Clean Earth Energy and instead file the enclosed Articles of Organization of Clean Generation Energy.

Please apply the filing fee of \$78.75 previously submitted towards the fee required to file the Articles of Organization of Clean Generation Energy. A check made payable to the Florida Department of State in the amount of \$76.25 to cover the additional fee due to file the Articles of Organization and obtain a certified copy of the filed document is also enclosed. If you have any questions, or if you require any additional information with which to process this request, please do not hesitate to contact me or my paralegal, Maryann Thomas, at: (407) 425-7010.

Sincerely,


Anthony M. Nardella Jr.

AMN/mvt
Enclosures

ARTICLES OF ORGANIZATION
OF
CLEAN GENERATION ENERGY, LLC
A Florida Limited Liability Company

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

ARTICLE I
Name

The name of the Company is: **CLEAN GENERATION ENERGY, LLC** (the "Company").

ARTICLE II
Purpose

The Company is organized to engage in any business permitted under the Act.

ARTICLE III
Principal Office and Address

The mailing address and street address of the principal office of the Company is:

5307 SE 223rd St.
Hawthorne, Florida 32640

ARTICLE IV
Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent of the Company are:

Teresa E. O'Carroll
5307 SE 223rd St.
Hawthorne, Florida 32640

ARTICLE V
Management

The Company is to be managed as set forth in its Operating Agreement.

ARTICLE VI
Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the members.

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ARTICLE VII
Indemnification

The Company shall indemnify its members, managers and agents to the fullest extent permitted by law.

ARTICLE VIII
Limited Liability of Members and Managers

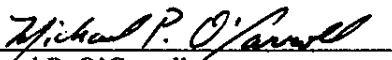
The private property of the members and managers shall not be subject to payment of the Company's debts to any extent.

ARTICLE IX
Applicable Law

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 3 day of July, 2008.

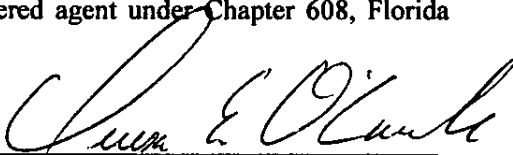

Teresa E. O'Carroll


Michael P. O'Carroll


Coy W. Jamerson, III

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the Company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.


Teresa E. O'Carroll, Registered Agent