

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000117934
FILED 8:00 AM
December 31, 2008
Sec. Of State
dbruce

Article I

The name of the Limited Liability Company is:
ENCORE ENERGY FLORIDA, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
13902 NORTH DALE MABRY
SUITE 106
TAMPA, FL. 33618

The mailing address of the Limited Liability Company is:
P.O. BOX 271737
TAMPA, FL. 33624

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
KENNETH P BROWN
2815 OLD BAYSHORE WAY
TAMPA, FL. 33611

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.

Registered Agent Signature: KENNETH P. BROWN

Article V

The name and address of managing members/managers are:

Title: MGRM
KENNETH P BROWN
2815 OLD BAYSHORE WAY
TAMPA, FL. 33611

Title: MGRM
ROBERT E HART
14208 CLARENDON DR
TAMPA, FL. 33624

Title: MGR
GORDON E REGAN JR.
11720 NICKLAUS CIRCLE
TAMPA, FL. 33624

Title: MGR
JOHN P WEATHERHEAD III
17904 ARBOR GREENE DRIVE
TAMPA, FL. 33647

Title: MGR
HEARTLAND ASSETS, LLC
5498 LYNBROOK
HOUSTON, TX. 77056

Title: MGR
WILLIAM G SNYDER
11205 MEADOW LANE
LEAWOOD, KS. 66211

Article VI

The effective date for this Limited Liability Company shall be:

12/31/2008

Signature of member or an authorized representative of a member

Signature: KENNETH P. BROWN

L08000117934
FILED 8:00 AM
December 31, 2008
Sec. Of State
dbruce