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**EXAMINER** 

#### KANANACK LAW, LLC

1825 RIVERVIEW DRIVE MELBOURNE, FL 32901 TELEPHONE (321) 726-8595 FACSIMILE (321) 674-3925 wjk@wjklaw.com

June 16, 2009

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Nu Tec Energy, LLC

To Whom It May Concern:

I have enclosed for filing one original and one copy of the Articles of Organization and Certificate of Designation and Acceptance of Registered Agent for the above-referenced limited liability company. Also enclosed is a check in the amount of \$155.00 made payable to the Department of State to cover the cost of filing the Articles (\$100.00), Designation of Registered Agent (\$25.00), and for a certified copy (\$30.00).

Please call me if you have any questions.

Thank you.

Sincerely yours,

William J. Kananack

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

OF
NU TEC ENERGY, LLC

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#### A FLORIDA LIMITED LIABILITY COMPANY

The undersigned authorized member representative of this limited liability company, pursuant Chapter 608 of the Florida Statutes, hereby forms this limited liability company under the laws of the State of Florida and adopts the following Articles of Organization.

#### ARTICLE I NAME

The name of the limited liability company is Nu Tec Energy, LLC (the "Company").

## ARTICLE II

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Secretary of State, and it shall exist perpetually thereafter, unless dissolved according to law, or by the members according to the Company's operating agreement.

#### ARTICLE III PURPOSE

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized under the laws of the State of Florida, and to have and exercise all powers, rights and privileges conferred by the laws of Florida on limited liability companies.

## ARTICLE IV PRINCIPAL OFFICE ADDRESS

The street address and the mailing address of the principal office of the Company is 3731 SW 47<sup>th</sup> Avenue, #402, Davie, FL 33314.

## ARTICLE V REGISTERED OFFICE/REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida is 1825 Riverview Dr., Melbourne, FL 32901. The name of the registered agent of the Company at that address is William J. Kananack.

#### ARTICLE VI MANAGEMENT

The business affairs of the Company shall be exercised by or under the authority of its members. The members shall appoint one (1) or more managers as provided in the Company's operating agreement. The managers shall serve in such capacity until successor(s) are duly elected and qualified.

The name and address of the initial member manager of the Company is:

Murray Ginsberg

3731 SW 47<sup>th</sup> Avenue, #402 Davie, FL 33314

## ARTICLE VII ADMISSION OF NEW MEMBERS

New members shall be admitted only on the consent of the existing members as provided in the operating agreement. The existing members shall determine the amount, value and nature of contributions by new members at the time the new members are admitted. A member's interest in the Company may not be sold or otherwise transferred except in accordance with the operating agreement.

## ARTICLE VIII AMENDMENT

These Articles of Organization may be amended in the manner now or hereafter prescribed in the operating agreement, as such document may be amended from time to time.

IN WITNESS WHEREOF, the undersigned authorized representative of the members of the Company has executed these Articles of Organization of NU TEC ENERGY, LLC, in accordance with the provisions of the Florida Statutes on this 16th day of June, 2009.

William J. Kananack

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#### **ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for the above-named limited liability company, at the place designated in the Articles of Organization, I accept this appointment 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.

Dated this 16th day of June, 2009.

William J. Kananack, Registered Agent

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