

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

**L11000015789
FILED 8:00 AM
February 07, 2011
Sec. Of State
gharvey**

Article I

The name of the Limited Liability Company is:
BLACKWATER ENERGY LLC.

Article II

The street address of the principal office of the Limited Liability Company is:
5212 OIL PLANT RD.
JAY,, FL. 32565

The mailing address of the Limited Liability Company is:
101 HOGAN LANE
COLUMBIA, TN. 38401

Article III

The purpose for which this Limited Liability Company is organized is:
ENERGY EXPLORATION AND MINERAL LEASING.

Article IV

The name and Florida street address of the registered agent is:
DONALD L MARSHALL
5212 OIL PLANT RD.
JAY, FL. 32565

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: DONALD L. MARSHALL

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHAEL BRADSHAW JR.
101 HOGAN LANE
COLUMBIA, TN. 38401

Title: MGRM
STEPHEN H HOLDEN
312 S. ALLEY ST.
JEFFERSON, TX. 75657

Title: MGRM
DONALD L MARSHALL
5212 OIL PLANT RD.
JAY, FL. 32565

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Article VI

The effective date for this Limited Liability Company shall be:

02/07/2011

Signature of member or an authorized representative of a member

Electronic Signature: MICHAEL BRADSHAW JR.

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.