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AUG 16, 2012 2:17PM TRENAM KEMKER  
Division of Corporations NO. 2609 Page 1 of 1

Florida Department of State  
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FLORIDA LIMITED LIABILITY CO.  
Vocational Energy Smartfuels, LLC

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TRENAM KEMKER

NO. 2609 P. 2

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
VOCATIONAL ENERGY SMARTFUELS, LLC**

The undersigned hereby executes these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this limited liability company (the "**Company**") shall be:

**Vocational Energy Smartfuels, LLC**

**ARTICLE II**

**Principal Office and Mailing Address**

The address of the principal office and mailing address of the Company shall be:

1039 South 50<sup>th</sup> Street  
Tampa, Florida 33619

**ARTICLE III**

**Registered Office and Registered Agent**

The initial registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602, and the initial registered agent of the Company at such office shall be TK Registered Agent, Inc. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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#### ARTICLE IV

##### Initial Manager

The name and street address of the initial Manager of the Company shall be:

Scott Edelbach

1039 South 50<sup>th</sup> Street  
Tampa, Florida 33619

#### ARTICLE V

##### Operating Agreement


The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the members of the Company. The Operating Agreement of the Company shall be for the governance of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization or contrary to the laws of the State of Florida or of the United States.

#### ARTICLE VI

##### 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 the members herein are subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles of Organization for the uses and purposes herein stated, this 16<sup>th</sup> day of August, 2012.

  
\_\_\_\_\_  
Michael J. Reeves, Authorized Representative

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AUG. 16. 2012 1:18PM

TRENAM KEMKER

NO. 2609 P. 4

((H12000206485 3)))

**VOCATIONAL ENERGY SMARTFUELS, LLC**

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

**DATED** this 16<sup>th</sup> day of August, 2012.

TK REGISTERED AGENT, INC.

By: 

Michael J. Reeves

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