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Division of Corporations

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Page 1 of 1

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Florida Department of State
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From:

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Account Number : 076447000313
Phone : (305) 358-6300
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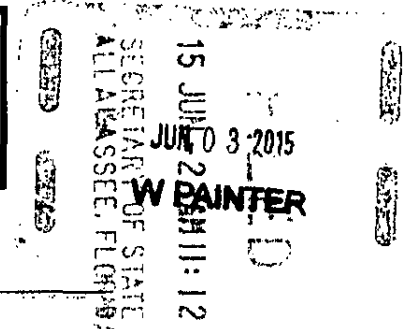
FLORIDA LIMITED LIABILITY CO.
Biogas to Power, LLC

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:

BIOGAS TO POWER, LLC

ARTICLE II - Address

The mailing address and the street address of the principal office of the Limited Liability Company are:

1600 Miami Center (RJS)
201 S. Biscayne Boulevard
Miami, FL 33131

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company. The sole and exclusive right, power and authority to manage the affairs of the Limited Liability Company, to make all decisions with respect thereto and to do or cause to be done any and all acts or things deemed to be necessary, appropriate or desirable to carry out or further the business of the Limited Liability Company including, but not limited to, taking all steps necessary to authorize the transaction of business in the United States and in foreign countries, shall be vested in the Manager. In addition to the foregoing, the Manager shall have the authority to delegate any powers and rights granted under this Article IV to another person pursuant to one or more duly executed powers of attorney. The name and address of the initial Manager are:

Laurent Lenquette
201 S. Biscayne Boulevard, Suite 1500 (RJS)
Miami, FL 33131

ARTICLE V - Purpose and Powers

The purpose of the Limited Liability Company shall be to engage in any lawful business that may be engaged in by a limited liability company organized under the Florida Revised Limited Liability Company Act, as such business activities may be determined by the Manager from time to time. The Limited Liability Company shall have the authority to do all things

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necessary or convenient to accomplish its purpose and operate its business as described in this Article V.

ARTICLE V - Registered Agent and Office

The name and address of the initial registered agent of the Limited Liability Company are:

Corporation Company of Miami
201 S. Biscayne Boulevard, Suite 1500 (RJS)
Miami, FL 33131

ARTICLE VI - EFFECTIVE DATE AND TIME

The Effective Date of these Articles of Organization shall be June 2, 2015.



Raul J. Salas, Authorized Representative

(In accordance with sections 605.0203(1)(b) and 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury by an authorized representative that the facts stated herein are true. Further, such authorized representative is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes)

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REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated in the Articles of Organization, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent, as provided for in Chapter 605, Florida Statutes.

Date: June 2, 2015

CORPORATION COMPANY OF MIAMI

By: 
Raul A. Salas, Vice President

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