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FLORIDA LIMITED LIABILITY CO.

NS Energy Management, LLC

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

NS ENERGY MANAGEMENT, LLC

The undersigned, acting as the organizer of NS ENERGY MANAGEMENT, LLC, under the Florida Revised Limited Liability Company Act, Chapter 605, Fla. Stat., adopts, the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is NS ENERGY MANAGEMENT, LLC (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 1100 US HWY 27, Unit #138235, Clermont, FL 34714.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company. These Articles of Organization are effective as of May 9, 2024.

ARTICLE IV - Management:

The Company is to be managed by a Manager. The Manager shall be elected as described in the Operating Agreement of the Company. The name and address of the manager to serve as the initial manager until the first annual meeting of members or until his successor is elected and qualified is:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| Christopher Balogh | 1100 US HWY 27, Unit #138235 Clermont, FL 34714 |
| Jeffrey Hagberg | 1100 US HWY 27, Unit #138235 Clermont, FL 34714 |
| Scott Pfaff | 1100 US HWY 27, Unit #138235 Clermont, FL 34714 |

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only in accordance with the Operating Agreement of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Paracorp Incorporated, and the street address of the Company's initial registered office is 155 Office Plaza Drive, 1st Floor, Tallahassee, FL 32301.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - Indemnification:

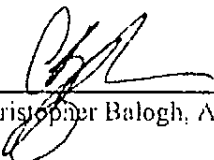
Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

ARTICLE X – Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Organization as of this 9th day of May, 2024.



Christopher Balogh, Authorized Representative

STATE OF FLORIDA

REGISTERED AGENT CONSENT FORM

DATE: 5/2/2024

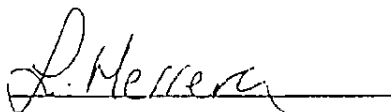
ENTITY NAME: NS Energy Management, LLC

REGISTERED AGENT NAME AND ADDRESS:

Paracorp Incorporated
155 Office Plaza Drive, 1st Floor
Tallahassee, FL 32301

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Paracorp Incorporated, having been designated to act as Statutory Agent, hereby consents to act in the capacity for the above-referenced entity until removed or resignation is submitted in accordance with the Florida Revised Statutes.



Leticia Herrera, Assistant Secretary
Paracorp Incorporated