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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

American Energy Partners, L.C.
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was February 26, 1997

SECOND: The following amendments to the articles of organization were adopted by

the limited liability company:

ARTICLE II-Address

The mailing and street address of American Energy Partners, L.C., shall be:

7650 Courtney Campbell Causeway Suite 1120 Tampa, FL 33607

ARTICLE IV-Management

American Energy Partners, L.C., shall be managed by Managers. The first two as

Glenn Ayala 8949 S.E. Bridge Rd, # 140 Hobe Sound, FL 33455 W. Andrew Krusen, Jr.
7650 Courtney Campbell Causeway
Suite 1120

Tampa, FL 3362907

Dated_	February 29, 2000
_	Signature of a member or authorized representative of a member
	W. Andrew Krusen, Jr. Typed or printed name of signee
	Typed or printed name of signee

Filing Fee: \$25.00