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DIVISION OF CORPORATION

FOREIGN LIMITED LIABILITY COMPANY

USSC ENERGY, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. USSC Energy, LLC (Name of foreign limited liability company)

2. DELAWARE (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied for (FBI number, if applicable)

4. December 12, 2001 (Date of Organization) 5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON FILING (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 319 CLEMATIS STREET, SUITE 900 WEST PALM BEACH FL 33401 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here []

9. The name and usual business addresses of the managing members or managers are as follows:

Table with 2 columns: Name and Address. Row 1: Frank O'Brien, c/o U.S. Strategies Corp., 319 Clematis Street, Ste. 900, West Palm Beach FL 33401. Row 2: Eric R. Hanson, c/o U.S. Strategies Corp., 319 Clematis Street, Ste. 900, West Palm Beach FL 33401.

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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, country territory or nation.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) William S. Hisey Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

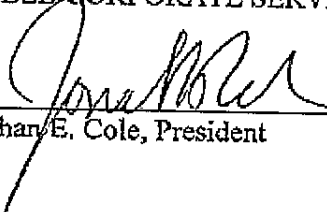
- 1. The name of the limited liability company is USSC ENERGY, LLC.
- 2. The name and the Florida street address of the registered agent and office are:

ANGELL CORPORATE SERVICES, INC.
 c/o EDWARDS & ANGELL, LLP
 ONE NORTH CLEMATIS STREET, STE. 400
 WEST PALM BEACH FL 33401

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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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent as provided in Chapter 608, F.S.

ANGELL CORPORATE SERVICES, INC.



 Jonathan E. Cole, President

February 28, 2002

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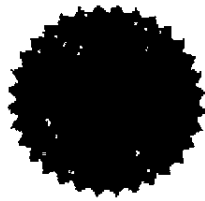
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USSC ENERGY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 FEB 28



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1638299

DATE: 02-28-02

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