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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/18
[Signature]



August 13, 2003

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

03 AUG 14 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To: Whom it may Concern

Enclosed are applications to register four Foreign Limited Liability Companies to transact business in Florida. In this package you will also find four checks that will cover the cost of the application, designation of the registered agent and a certificate of status for each company. The total amount on each check is \$130.00

Please ship Certificates to the following address using FedEx account # 2487-7082-1:

**U.S. Gas & Electric, Inc.
290 N.W. 165th Street, PH 5
North Miami Beach, FL 33169**

If there are any problems of question please contact me at the following telephone number: (305) 947-7880.

Thanks for your attention.

A handwritten signature in black ink, appearing to read "C. McGhie", is written over a horizontal line.

Christopher L. McGhie

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

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

1. USG&E Gas Drilling II, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 77-0595033
(FEI number, if applicable)
4. April 07, 2003
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. August 13, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 290 N.W. 165th Street, PH 5
North Miami Beach, FL 33169
(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:

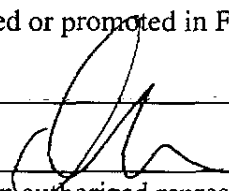
Douglas Marcille

290 N.W. 165th Street, PH 5

North Miami Beach, FL 33169

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in 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: Natural Gas


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.)

Douglas Marcille

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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:

USG&E Gas Drilling II, LLC

2. The name and the Florida street address of the registered agent and office are:

Douglas Marcille

(Name)

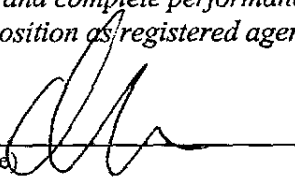
290 N.W. 165th Street, PH 5

Florida street address (P.O. Box **NOT** ACCEPTABLE)

North Miami Beach, FL 33169

(City/State/Zip)

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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

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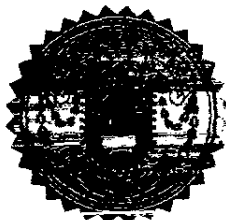
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USG&E GAS DRILLING II, 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-SECOND DAY OF JULY, A.D. 2003.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3644899 8300

030480327

AUTHENTICATION: 2575446

DATE: 08-11-03