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888-8ALGAE-X 407-784-4227
888-825-4239 FAX 407-784-5663

October 16, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 17 AM 10:44

Florida Department of State
Registration Section
Division of Corporations
PO BOX 6327
Tallahassee, FL 32314

Re: Registration for Business

900002323909--9
-10/20/97--01056--016
****285.00 ****285.00

To Whom It May Concern:

Enclosed you will find our application, our original certificate of existence from the State of Oregon and our check #1045 in the amount of \$285.00 for the filing fees.

We would like to register our Oregon based company, Marine Ventures, LLC, in the State of Florida doing business as "Fuel Dynamics".

If you have any questions regarding this request, please don't hesitate in contacting us at 407/784-4227 or fax us at 407/784-5663.

Sincerely,



Charles A. Roth
President

Enclosures: Application
Certificate of Existence
Check #1045

M97-690 17

Name	CR 10 17
Availability	
Document Examiner	CR
Update	CR
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

**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. Marine Ventures, LLC doing business in Florida as Fuel Dynamics.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name as present.)
2. Oregon
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 59-3470570
(FEI number, if applicable)
4. 9/5/97
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 9/5/97
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 851 SW Sixth Avenue Suite 1500
Portland OR 97204-1357
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Charles A. Both	President		
PO Box 523	MGR		
707 Mullet Drive #110			
Cape Canaveral FL 32920			

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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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Marine Ventures, LLC doing business in Florida as Fuel Dynamics.

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

Charles A. Roth
(Name)

820 N. Atlantic Avenue, Unit A-104
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Cocoa Beach, FL 32931-3138
(City/State/Zip)

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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, 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.


(Signature)


10/16/97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Marine Ventures LLC
doing business in Florida as Fuel Dynamics deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$200,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$200,000
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$200,000



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Filing Fee: \$250.00 for Application and Affidavit

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CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, *PHIL KEISLING*, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

MARINE VENTURES, LLC

was
organized
under the Oregon
Limited Liability Company Act
on
September 5, 1997

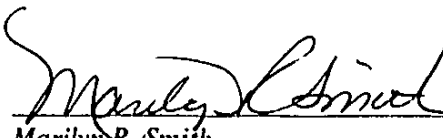
and is active on the records of the Corporation Division as
of the date of this certificate.



*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*

PHIL KEISLING, Secretary of State

By


Marilyn R. Smith

October 7, 1997