

**Electronic Articles of Incorporation
For**

P17000041061
FILED
March 31, 2017
Sec. Of State
tjschroeder

CARN ENERGY FEEDER FUND, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CARN ENERGY FEEDER FUND, INC.

Article II

The principal place of business address:

30 WEST MASHTA DRIVE
SUITE 400
KEY BISCAYNE, FL. US 33149

The mailing address of the corporation is:

30 WEST MASHTA DRIVE
SUITE 400
KEY BISCAYNE, FL. US 33149

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

DAVID PUYANIC
30 WEST MASHTA DRIVE
SUITE 400
KEY BISCAYNE, FL. 33149

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: DAVID PUYANIC

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Article VI

The name and address of the incorporator is:

DAVID PUYANIC
30 WEST MASHTA DRIVE
SUITE 400
KEY BISCAYNE, FL 33149

Electronic Signature of Incorporator: DAVID PUYANIC

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DAVID PUYANIC
30 WEST MASHTA DRIVE
KEY BISCAYNE, FL. 33149

Title: VP
MAX PUYANIC
30 WEST MASHTA DRIVE
KEY BISCAYNE, FL. 33149

May. 9. 2017 9:11AM

No. 5981 P. 2

P170000041061

April 28, 2017

VIA FAX: 850-245-6804

Florida Department of State
Division of Corporations
Attn: Stacey M. Warren
Regulatory Specialist II
Registration/Qualification Section
P.O. Box 6327
Tallahassee, FL 32314

RE: **CORPORATE FILING CONSENT LETTER**

Responding to Letter: W107000028817

Initial Entity – Carn Energy Feeder Fund, LLC., Document Number: L15000166487,

Related Entity – Carn Energy Feeder Fund, Inc., Document Number: 300297437513

To Whom It May Concern:

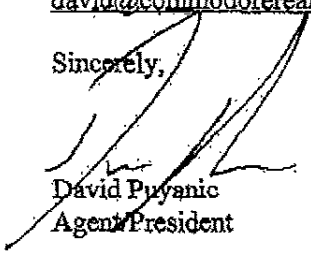
I am the registered agent and managing member of CARN ENERGY FEEDER FUND, LLC., Document Number: L15000166487.

I hereby consent to you allowing the entity CARN ENERGY FEEDER FUND, INC, to be incorporated. I will also be the President and Owner of CARN ENERGY FEEDER FUND, INC.

Please confirm once this is completed.

Feel free to contact me if you have any questions at 305-365-2600 extension 27 or via email at: david@commodorerealty.com.

Sincerely,


David Pryanic
Agent/President