

COMMONWEALTH OF KENTUCKY  
TREY GRAYSON  
SECRETARY OF STATE

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KCLP

Trey Grayson  
Secretary of State  
Received and Filed  
12/06/2005 9:53:32 AM  
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CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to the provisions of KRS Chapter 362, the undersigned hereby forms a limited partnership and for that purpose submits the following statements:

1. The name of the limited partnership is  
BERRY PROSPECT #7, Ltd

2. The name of the registered agent is  
HUNTER DURHAM, ATTORNEY

and the street address of the registered office in Kentucky is  
130 PUBLIC SQUARE, COLUMBIA, KENTUCKY 42728

Street

City

State

Zip Code

3. The name and the business address of each general partner is  
BERRY RESOURCES, INC.                      1106 LOVERS LANE, SUITE A-18, BOWLING GREEN, KY 42103

Name

Address

Name

Address

Name

Address

4. The mailing address of the limited partnership is  
1106 LOVERS LANE, SUITE A-18, BOWLING GREEN, KY 42103

City

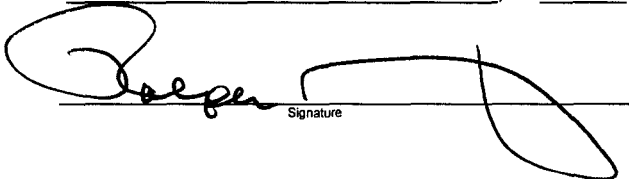
State

Zip Code

5. The latest date upon which the limited partnership is to dissolve is 2020

6. This certificate will be effective upon filing, unless a delayed effective date and/or time is specified: \_\_\_\_\_  
(Delayed effective date and/or time)

Dated OCTOBER 27, 2005

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

I, HUNTER DURHAM  
Type or print name of registered agent

\_\_\_\_\_  
Signature of Registered Agent  
HUNTER DURHAM  
Type or Print Name & Title

consent to serve as the registered agent on behalf of the limited partnership.