

CT CORPORATION

BO 2000000039

CORPORATION(S) NAME

U.S. Propane, L.P.

0

FILED
02 FEB 11 12 PM '03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 FEB 11 AM 11:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

2/11/02

Order#: 5007418

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-02/11/02--01054--005

Ref#: *****87.50 *****87.50

BK

Amount: \$ _____

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

Florida Department of State, Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
02 FEB 11 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U.S. Propane, L.P.
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

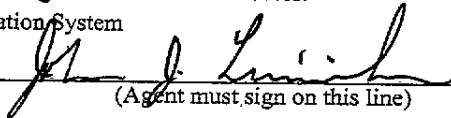
3. Delaware (State of Formation) 4. 03/03/2000 (Date of Formation)

5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation (City), Florida 33324 (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:
C T Corporation System


(Agent must sign on this line)

8.

8801 S. Yale Ave. Ste. 310 Tulsa OK 74137
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

U. S Propane, L.L.C. c/o Heritage Propane 8801 South Yale Avenue Ste. 310

L62000003174 Tulsa, OK 74137

10. Department of State- 401 Federal Street, Ste. 4, Dover DE 19901
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 8301 South Yale Avenue, Ste. 310 Tulsa, OK 74137

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 21st day of January, 2002.

H. Michael Krimbill
General Partner
H. Michael Krimbill, Manager

STATE OF Oklahoma

COUNTY OF Tulsa

On this 21st day of January, 2002.

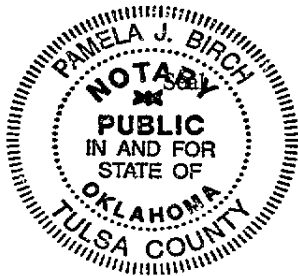
_____ personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Pamela J. Birch
(Notary Public Signature)

Pamela J. Birch
(Notary's Printed Name)



My Commission Expires: July 31, 2005

FILED
02 FEB 11 11 PM 1:03
SECRETARY OF STATE
TULSA COUNTY, OKLAHOMA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared U.S. Propane, L.L.C., a general partner of U.S. Propane, L.P., a (an) _____, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 980.00
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 245.00

This 21st day of January, 2002

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true to the best of my knowledge and belief.

General Partner

H. Michael Krimbill
H. Michael Krimbill, Manager

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02 FEB 1 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Oklahoma
COUNTY OF Tulsa
DATE 1/21/02

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared H. Michael Krimbill (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of January, 2002

Pamela J. Birch
Notary Public

State of Oklahoma at Large

My Commission Expires: January 31, 2005

