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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Walter Petroleum Company, Limited Partnership

600001932626

08/27/95--01068--007

***1785.00 ***1785.00

- | | | |
|---|---|---|
| ☐ Profit | ☐ Amendment | ☐ Merger |
| ☐ NonProfit | | |
| ☐ Limited Liability Co. | | |
| ☐ Foreign | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☒ Limited Partnership | ☐ Annual Report | ☐ Other |
| ☐ Reinstatement | ☐ Reservation | ☐ Change of R.A. |
| | | ☐ Fic. Name |
| ☐ Certified Copy | ☐ Photo Copies | ☐ CUS |
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G. TAX _____
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R. AGENT FEE 35.00
COPY _____
TOTAL 1785.00
V. BANK _____
BALANCE DUE _____
FUND _____

CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

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

1. Warren Petroleum Company, Limited Partnership
(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. July 8, 1996
(Date of Formation)

5. CT 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, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

CT CORPORATION SYSTEM

(Officer must sign on this line)

Kirk Hood, Asst. Secretary
(Type Name and Title of Officer)

8. 1209 Orange Street, Wilmington, DE 19801
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Warren Petroleum G.P., Inc.

SPECIFIC ADDRESS

13430 Northwest Freeway #1200
Houston, TX 77040

F96000004285

10. One Rodney Square, 10th Floor, Tenth & King Streets, Wilmington, DE 19801
(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 cancelled or withdrawn.

12. One Rodney Square, 10th Floor, Tenth & King Streets, Wilmington, DE 19801
(Mailing Address of Limited Partnership)

This 14th day of August, 19 96.

Charles H. Brownman

General Partner
Charles H. Brownman, Vice President

STATE OF Texas

COUNTY OF Harris

THE FOREGOING instrument was acknowledged and sworn to before me this 14th day of August, 1996, by Charles H. Brownman, Vice President of Warren Petroleum G.P., Inc. the general partner of Warren Petroleum Company, Limited Partnership,

(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Judy L. Way

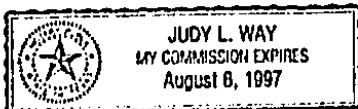
Notary Public

State of Texas at Large

(SEAL)

My Commission Expires:

8/6/97



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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**

The undersigned general partner of Warren Petroleum Company, Limited Partnership

, a(an)

Delaware

limited partnership, ex-

ecuted this supplemental affidavit filed pursuant to section 820.176, Florida Statutes.

The amount of capital contributions of the limited partners is \$250,000.00

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$ 250,000.

This 19th day of August, 19 96.

FURTHER AFFIANT SAYETH NOT.

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

General Partner

Charles H. Brownman

By: Charles H. Brownman, Vice President
of Warren Petroleum G.P., Inc.

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