

CT CORPORATION

**F02000003049**

FILED  
JUN 17 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Williams Midstream Marketing and Risk Management, Inc.

000005789300--0  
-06/17/02-01011-022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**BK**

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|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |                                                 |                                             |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|                                              | <input type="checkbox"/> Reinstatement          |                                             |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|                                              | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <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 |
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Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

6/17/02

3

Order#: 5413013

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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SECRETARY OF STATE

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Williams Midstream Marketing and Risk Management, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 04-3678352  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/06/2002 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 06/30/2002  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. One Williams Center, Tulsa, OK 74172  
(Principal office address)

same  
(Current mailing address)

To engage in marketing, trading and risk management of midstream commodities.  
8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (Zip code)

10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

By: *Cornie Byrum*  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS *SEE ATTACHMENT*

Chairman: Phillip D. Wright

Address: One Williams Center

Tulsa, OK 74172

Vice Chairman:

Address:

Director: Alan S. Armstrong

Address: One Williams Center

Tulsa, OK 74172

Director: Steven J. Malcolm

Address: One Williams Center

Tulsa, OK 74172

B. OFFICERS *SEE ATTACHMENT*

President: Phillip D. Wright

Address: One Williams Center

Tulsa, OK 74172

Vice President: Alan S. Armstrong

Address: One Williams Center

Tulsa, OK 74172

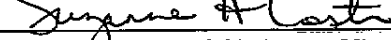
Secretary: Suzanne H. Costin

Address: One Williams Center Tulsa, OK 74172

Treasurer: Mary Jane Bittick

Address: One Williams Center Tulsa, OK 74172

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Suzanne H. Costin, Secretary  
(Typed or printed name and capacity of person signing application)

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JUN 17 PM 1:57  
TULSA COUNTY CLERK  
TULSA, OKLAHOMA

Attachment to Florida  
Application By Foreign Corporation for Authorization to Transact Business In Florida

**Officers & Directors**

- |    |                                                                                                                               |                                                                                                                                             |
|----|-------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Full Name:<br>Officer/Director:<br>Officer's Title:<br>Director's Title:<br>Business Address:<br>City:<br>State:<br>ZIP Code: | Phillip D. Wright<br>Officer, Director<br>Chairman of the Board, President & CEO<br>Chairman<br>One Williams Center<br>Tulsa<br>OK<br>74172 |
| 2. | Full Name:<br>Officer/Director:<br>Officer's Title:<br>Director's Title:<br>Business Address:<br>City:<br>State:<br>ZIP Code: | Alan S. Armstrong<br>Officer, Director<br>Vice President<br>Other Director<br>One Williams Center<br>Tulsa<br>OK<br>74172                   |
| 3. | Full Name:<br>Officer/Director:<br>Officer's Title:<br>Business Address:<br>City:<br>State:<br>ZIP Code:                      | Mary Jane Bittick<br>Officer<br>Controller & Treasurer<br>One Williams Center<br>Tulsa<br>OK<br>74172                                       |
| 4. | Full Name:<br>Officer/Director:<br>Officer's Title:<br>Business Address:<br>City:<br>State:<br>ZIP Code:                      | Suzanne H. Costin<br>Officer<br>Secretary<br>One Williams Center<br>Tulsa<br>OK<br>74172                                                    |
| 5. | Full Name:<br>Officer/Director:<br>Officer's Title:<br>Director's Title:<br>Business Address:<br>City:<br>State:<br>ZIP Code: | Steven J. Malcolm<br>Director<br>Other Director<br>One Williams Center<br>Tulsa<br>OK<br>74172                                              |

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 TALLAHASSEE FLORIDA

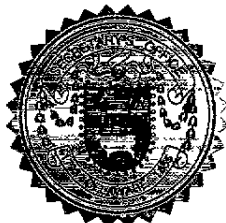
# Delaware

*The First State*

PAGE 1  
SECRETARY OF STATE  
HALLASSEE, FLORENCE  
02 JUN 17 PM 1:57  
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WILLIAMS MIDSTREAM MARKETING AND RISK MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JUNE, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3533415 8300

AUTHENTICATION: 1828544

020380539

DATE: 06-13-02