

CT CORPORATION

F02 000002639

CORPORATION(S) NAME

1. Genesis Energy, L.L.C.

2. Genesis Energy, Inc.

FILED
MAY 28 PM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-05/28/02--01020-016
*****70.00 *****70.00

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| <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 |
| <input type="checkbox"/> Mail Out | | |

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DEPARTMENT OF STATE
DIVISION OF CORPORATE AND
TALLAHASSEE, FLORIDA

Name _____ 5/28/02 Order#: 5362914

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Examiner _____

Updater _____

Verifier _____

W.P. Verifier _____

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Amount: \$ _____

File 2nd
Thanks,
Melanie

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**

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.

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TALLAHASSEE, FLORIDA

1. Genesis Energy, 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. 04-3667532
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/05/1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 05/15/2002
(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. 500 Dallas, Ste. 2500, Houston, TX 77002
(Principal office address)
- same
(Current mailing address)

8. To engage in any lawful business, act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
(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: Howard L. Volz Howard L. Volz, Asst Secy
(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: *SEE ATTACHMENT*

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS *SEE ATTACHMENT*

President: *SEE ATTACHMENT*

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Mark J. Gorman, President
(Typed or printed name and capacity of person signing application)

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Genesis Energy, Inc.
Directors & Officers

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TALLAHASSEE, FLORIDA

| <u>Name</u> | <u>Position</u> |
|--|--|
| Gareth Roberts 500 Dallas, Ste. 2500 Houston, TX 77002 | Director and Chairman of the Board |
| Mark J. Gorman 500 Dallas, Ste. 2500 Houston, TX 77002 | Director, Chief Executive Officer and President |
| Ronald T. Evans 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| Herbert I. Goodman 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| Phil Rykhoek 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| Susan O. Rheney 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| J. Conley Stone 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| Mark A. Worthey 500 Dallas, Ste. 2500 Houston, TX 77002 | Director |
| Ross A. Benavides 500 Dallas, Ste. 2500 Houston, TX 77002 | Chief Financial Officer, General Counsel and Secretary |
| Kerry W. Mazoch 500 Dallas, Ste. 2500 Houston, TX 77002 | Vice President, Crude Oil Acquisitions |

Karen N. Pape
500 Dallas, Ste. 2500
Houston, TX 77002

Vice President and Controller

Ben F. Runnels
500 Dallas, Ste. 2500
Houston, TX 77002

Vice President, Trucking Operations

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TALLAHASSEE, FLORIDA

Delaware

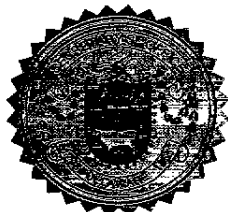
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GENESIS ENERGY, 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 TWENTY-THIRD DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
MAY 28 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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020331241

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1794106

DATE: 05-23-02