

CT CORPORATION

FO 2000002690

CORPORATION(S) NAME

Williams GP Inc. c

FILED
02 MAY 30 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 MAY 30 AM 11:11
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" 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 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 checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Handwritten signature/initials

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

5/30/02

Order#: 5365025

kf

Ref#:

500005651255--6

-05/30/02--01030--008

BK *****8.75 *****8.75
Amount: \$

2349

500005651255--6

-05/30/02--01030--008

*****70.00 *****70.00

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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- 1. Williams GP 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 (State or country under the law of which it is incorporated)
3. 01-0613291 (FEI number, if applicable)
4. 02/26/2002 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. 02/26/2002 (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)

- 8. See Attachment (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.

By: Sean L. Emerick, 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: Steven J. Malcolm

Address: One Williams Center

Tulsa, OK 74172

Vice Chairman: _____

Address: _____

Director: Phillip D. Wright

Address: One Williams Center

Tulsa, OK 74172

Director: Don R. Wellendorf

Address: One Williams Center

Tulsa, OK 74172

B. OFFICERS *SEE ATTACHMENT*

President: Phillip D. Wright

Address: One Williams Center

Tulsa, OK 74172

Vice President: Don R. Wellendorf

Address: One Williams Center

Tulsa, OK 74172

Secretary: Suzanne H. Costin

Address: One Williams Center Tulsa, OK 74172

Treasurer: Don R. Wellendorf

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. Suzanne H Costin
(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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Directors / Officers Report

As of 5/23/2002

Williams GP Inc.

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TALLAHASSEE, FLORIDA

Directors

Steven J. Malcolm

Director

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 5134 E. 107th St.
Tulsa, OK 74137

Don R. Wellendorf

Director

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address:

Phillip D. Wright

Director

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 6223 E. 89th Street
Tulsa, OK 74137

Officers

Suzanne H. Costin

Secretary

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address:

Steven J. Malcolm

Chief Executive Officer

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 5134 E. 107th St.
Tulsa, OK 74137

Craig R. Rich

General Counsel & Assistant Secretary

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 5409 E. 103rd Place
Tulsa, OK 74137

Don R. Wellendorf

**Senior Vice President, Chief Financial Officer &
Treasurer**

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address:

Jay A. Wiese

Vice President

Directors / Officers Report

As of 5/23/2002

Williams GP Inc.

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 8722 S. Erie Ave.
Tulsa, OK 74137

Phillip D. Wright

Primary Address: One Williams Center
Tulsa, OK 74172
Home Address: 6223 E. 89th Street
Tulsa, OK 74137

President & Chief Operating Officer

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TALLAHASSEE, FLORIDA

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

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TALLAHASSEE, FLORIDA

Purpose Clause

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

Officer/Director

- | | | |
|----|---|--|
| 1. | Officer/Director:
Director's Title:
Business Address:
City:
State:
ZIP Code: | Officer, Director
Other Director
One Williams Center
Tulsa
OK
74172 |
| 2. | Officer/Director:
Business Address:
City:
State:
ZIP Code: | Officer, Director
One Williams Center
Tulsa
OK
74172 |
| 3. | Officer/Director:
Director's Title:
Business Address:
City:
State:
ZIP Code: | Officer, Director
Chairman
One Williams Center
Tulsa
OK
74172 |
| 4. | Officer/Director:
Business Address:
City:
State:
ZIP Code: | Officer, Director
One Williams Center
Tulsa
OK
74172 |
| 5. | Officer/Director:
Business Address:
City:
State:
ZIP Code: | Officer
One Williams Center
Tulsa
OK
74172 |
| 6. | Officer/Director:
Business Address:
City:
State:
ZIP Code: | Officer
One Williams Center
Tulsa
OK
74172 |

7. Officer/Director:
Business Address:
City:
State:
ZIP Code:

Officer
One Williams Center
Tulsa
OK
74172

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TALLAHASSEE, FLORIDA

Delaware

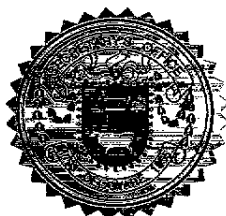
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WILLIAMS GP 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-SECOND DAY OF MAY, A.D. 2002.

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

FILED
MAY 30 PM 1:50
STATE OF DELAWARE
TALLAHASSEE FLORIDA



3496120 8300
020327646

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1791294

DATE: 05-22-02