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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

SMF Energy Corporation

Certificate of Status	0
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2/12/07

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.

1. SMF Energy Corporation
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware
(State or country under the law of which it is incorporated)

3. 65-0707824
(FEI number, if applicable)

4. 10/06/2006
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 200 West Cypress Creek Road, Suite 400, Fort Lauderdale, FL 33309
(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation (City), Florida 33324 (Zip code)

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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: H Martin 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: Richard E. Gathright

Address: 200 West Cypress Creek Road, Suite 400

Fort Lauderdale, FL 33309

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. **OFFICERS** ***SEE ATTACHMENT***

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____
(Signature of Director or Officer listed in number 12 of the application)

14. Richard E. Gathright, President
(Typed or printed name and capacity of person signing application)

Attachment to Florida
Purpose Clause

To provide commercial mobile and bulk fueling; integrated out-sourced fuel management; packaging, distribution and sale of lubricants and chemicals; transportation logistics; and emergency response services.

Officers & Directors

1	Full Name:	Richard E. Gathright
	Officer/Director:	Officer, Director
	Officer's Title:	President and CEO
	Director's Title	Chairman
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
2	Full Name:	Michael S. Shore
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, CFO and Treasurer
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
3	Full Name:	Louise P. Lungaro
	Officer/Director:	Officer
	Officer's Title:	Corporate Secretary and Dir. Corporate Services
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
4	Full Name:	Robert W. Beard
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, Marketing & Sales and Investor Relations Officer
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309

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5	Officers & Directors Full Name:	Timothy E. Shaw
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, Infor. Svcs. & Admin. and CIO
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
6	Full Name:	Paul C. Vinger
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, Corporate Planning & Fleet Oper.
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
7	Full Name:	Eugene Wayne Wetzel
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, Lubricants
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
8	Full Name:	Gary G. Williams
	Officer/Director:	Officer
	Officer's Title:	Sr. VP, Commercial Operations
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
9	Full Name:	Robert R. Creasman
	Officer/Director:	Officer
	Officer's Title:	VP, ESOH & Fleet Maintenance
	Director's Title	
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309

10	Full Name:	Robert S. Picow
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
11	Full Name:	Wendell R. Beard
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
12	Officers & Directors Full Name:	Steven R. Goldberg
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
13	Full Name:	Nat Moore
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309
14	Full Name:	Larry S. Mulkey
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309

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15	**Full Name:**	C. Rodney O'Connor
	Officer/Director:	Director
	Officer's Title:	
	Director's Title	Director
	Business Address:	200 West Cypress Creek Road, Suite 400
	City:	Fort Lauderdale
	State:	FL
	ZIP Code:	33309

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMF ENERGY CORPORATION" 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 SIXTH DAY OF FEBRUARY, A.D. 2007.

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

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5412140

DATE: 02-06-07