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**Florida Department of State  
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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**J.P. Morgan Ventures Energy Corporation**

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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. J. P. Morgan Ventures 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. State of Delaware 3. 13 380 4817  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 22, 1994 5. perpetual  
(Date of incorporation) (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. 245 Park Avenue, Floor 11, New York, NY 10167  
(Principal office address)

Same as above  
(Current mailing address)

8. Purchase and Sale of Physical Commodities  
(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, 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:

Juan Grajeda  
(Registered agent's signature)

Juan Grajeda  
Assistant Secretary

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:

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See Attached

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**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

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 Lencowski  
(Signature of Director or Officer listed in number 12 of the application)

14. Mark Lencowski  
(Typed or printed name and capacity of person signing application)

**J.P. MORGAN VENTURES ENERGY CORPORATION**  
**Effective January 2008**

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**DIRECTORS**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Anderson, John	Director	125 London Wall, Fl. 3 London EC2Y 5AJ UK
Flax, Catherine A.	Director	270 Park Avenue, Fl. 6 New York, NY 10017
Hines, Daniel F.	Director	270 Park Avenue, Fl. 6 New York, NY 10017
Lopata, Benjamin B.	Director	530 Fifth Avenue, Fl. 10 New York, NY 10016

**OFFICERS**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Anderson, John	Vice Chairman	125 London Wall, Fl. 3 London EC2Y 5AJ UK
Aubin, Giles	Treasurer	270 Park Avenue, Fl. 6 New York, NY 10017
Beasley, Ian	Vice President	1 Chase Manhattan Plaza, Fl. 14 New York, NY 10005
Berry, James C.	Secretary	4 Chase Metrotech Center, Fl. 22 Brooklyn, NY 10017
Castellanos, Mayra	Vice President	4 Chase Metrotech Center, Fl. 22 Brooklyn, NY 10017
Dodeja-Karwal, Meera	Vice President	245 Park Avenue, Fl. 11 New York, NY 10167
Flax, Catherine A.	Managing Director	270 Park Avenue, Fl. 6 New York, NY 10017
Gomez, Diego A.	Vice President	245 Park Avenue, Fl. 11 New York, NY 10167
Gossett, Karen N.	Vice President	245 Park Avenue, Fl. 11 New York, NY 10167
Juhase, Kathleen A.	Assistant Secretary	277 Park Avenue, Fl. 19 New York, NY 10172

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Keen, Robert	Executive Director	125 London Wall, Fl. 3 London EC2Y 5AJ UK
Lenczowski, Mark	Vice President & Assistant Secretary	245 Park Avenue, Fl. 11 New York, NY 10167
Lopata, Benjamin B. ✓	Chairman	530 Fifth Avenue, Fl. 10 New York, NY 10036
Sager, Elizabeth A.	Vice President	245 Park Avenue, Fl. 11 New York, NY 10167

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "J.P. MORGAN VENTURES 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 FOURTEENTH DAY OF JANUARY, A.D. 2008.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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TALLAHASSEE, FLORIDA



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6310056

DATE: 01-14-08