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Florida Department of State
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Division of Corporations
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From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
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FOREIGN PROFIT/NONPROFIT CORPORATION**Suncor Energy Marketing**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**RECEIVED**

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DIVISION OF CORPORATION

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

SECRETARY OF STATE
TALLAHASSEE, 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. Suncor Energy Marketing Inc.

(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. Canada, Alberta

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

3. N/A

(FBI number, if applicable)

4. August 3, 1988

(Date of incorporation)

5. Perpetual

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

6. Upon filing

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

7. P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

(Principal office address)

P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

(Current mailing address)

8. Physical marketing and financial trading of energy 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

(City)

, Florida 33324

(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.



(Registered agent's signature)

Liezel Barraca, Assistant Secretary/LA

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Terrence Hopwood

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Vice Chairman: _____

Address: _____

Director: J. Kenneth Alley

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Director: Joel E. Croteau

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

B. OFFICERS

President: Terrence Hopwood

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Vice President: J. Kenneth Alley

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Secretary: Janice B. Odegaard

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Treasurer: Marlowe Allison

Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

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. Janice B. Odegaard, Corporate Secretary

(Typed or printed name and capacity of person signing application)

Addendum to Florida Registration -- Additional Officers Not Listed in Section B

Name and Title: Richard Brown, Vice President, Crude Oil Marketing and Trading

Business Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Name and Title: Gary Pon, Vice President, Financial Trading and Natural Gas Marketing

Business Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Name and Title: Curtis Serra, Assistant Secretary

Business Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

Name and Title: Denise Couture, Director, Taxation

Business Address: P.O. Box 38, 112 - 4th Avenue S.W., Calgary, Alberta, Canada T2P 2V5

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TALLAHASSEE, FLORIDA



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CERTIFICATE OF STATUS

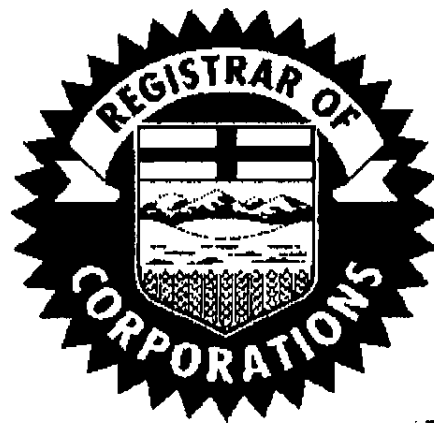
Form 32

I CERTIFY THAT ACCORDING TO THE OFFICIAL RECORDS OF THE CORPORATE REGISTRY

SUNCOR ENERGY MARKETING INC.
INCORPORATED IN ALBERTA ON 1988/08/03
IS AS OF THIS DATE A VALID AND SUBSISTING CORPORATION.

GIVEN UNDER MY SEAL OF OFFICE IN THE PROVINCE OF ALBERTA.

DATED: 2008/08/25



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TALLAHASSEE, FLORIDA