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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Ports Petroleum Company Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Theresa Jarrett
Name of Person

Ports Petroleum Company Inc.
Firm/Company

1337 Blachleyville Road PO Box 1046
Address

Wooster Ohio 44691
City/State and Zip code

theresa @ fuelmart. com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Theresa Jarrett at (330) 804-9113
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Potts Petroleum Company 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. Ohio 3. 3A-1017949
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/1/67 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. 1337 Blachleyville Road Wooster Ohio 44691
(Principal office address)

Po Box 1046 Wooster Ohio 44691
(Current mailing address)

8. wholesale sales of petroleum products
(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: Business Filings Incorporated

Office Address: 1203 Governors Square Blvd. Suite 101
Tallahassee, Florida 32301
(City) (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.

Brenna Sutter, Asst Secretary
(Registered agent's signature)
Business Filings Incorporated

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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A. DIRECTORS

Chairman: Michael D. Ports

Address: 2824 Happy Valley Road
Wooster Ohio 44691

Secretary
Vice Chairman: Barry W. Henderson

Address: 7700 Haas Rd.

Wooster Ohio 44691

Director: Lori C. Ports

Address: 2824 Happy Valley Rd.
Wooster Ohio 44691

Director: Douglas B. Crawford

Address: 1222 Easton Street NE
North Canton Ohio 44721

B. OFFICERS

President: Michael D. Ports

Address: 2824 Happy Valley Road
Wooster Ohio 44691

Vice President: ^{of Retail} Joel Teague

Address: 1936 Burnetts Corner Road
Wooster Ohio 44691

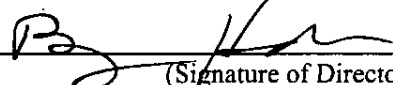
Secretary/Treasurer Barry W. Henderson

Address: 7700 Haas Road Wooster Ohio 44691

VP of Wholesale
~~Treasurer:~~ Robert K. Peeples

Address: 966 Bucholz Wooster Ohio 44691

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. Barry W. Henderson Secretary
(Typed or printed name and capacity of person signing application)

LINE 12 A

Robert K. Peeples
966 Bucholz Drive
Wooster Ohio 44691

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**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show PORTS PETROLEUM COMPANY, INC., an Ohio corporation, Charter No.

366581, having its principal location in Wooster, County of Wayne, was incorporated on November 30, 1967 and is currently in GOOD STANDING upon the records of this office.

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*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 30th day of October, A.D. 2009*

A handwritten signature in black ink that reads "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V200930309348B