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Florida Department of State
Division of Corporations
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To: Division of Corporations
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**FOREIGN PROFIT/NONPROFIT CORPORATION
MERCURIA ENERGY AMERICA, INC.**

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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MRB 12/1

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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. Mercuria Energy America, 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. Delaware 3. 61-1600209
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. June 26, 2009 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 5 Greenway Plaza, Ste. 810, Houston, Texas 77046
(Principal office address)
5 Greenway Plaza, Ste. 810, Houston, Texas 77046
(Current mailing address)
8. Trading of natural gas, electricity, coal and other forms of energy commodities and derivatives in connection with energy and energy related 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: National Registered Agents, Inc.
- Office Address: 2731 Executive Park Dr., Ste. 4
Weston, Florida 33331
(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.

Tanya Dietrich
(Registered agent's signature)
Tanya Dietrich, Asst. Secy.

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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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Jeremy Taylor

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

Vice Chairman: _____

Address: _____

Director: Arden Majewski

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

Director: Andrew Davis

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

B. OFFICERS

President: Jeremy Taylor

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

Vice President: Andrew Davis

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

Secretary: Mark Greenberg

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

Treasurer: Rod Nelson

Address: 5 Greenway Plaza, Ste. 810, Houston, Texas 77046

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

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Mark L. Greenberg, Secretary

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

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERCURIA ENERGY AMERICA, 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-NINTH DAY OF NOVEMBER, A.D. 2010.

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

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MERCURIA ENERGY AMERICA, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2009.

4703679 8300

101127133

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8382268

DATE: 11-29-10

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