

F110000003963

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
10/4

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: QC Energy Resources, 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:

Susan Laetsch

Name of Person

Scopelitis, Garvin, Light, Hanson & Feary

Firm/Company

10 W Market Street, Suite 1500

Address

Indianapolis, IN 46204

City/State and Zip code

jhenderson@qualitydistribution.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Susan Laetsch

Name of Person

at (317) 637-1777

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

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

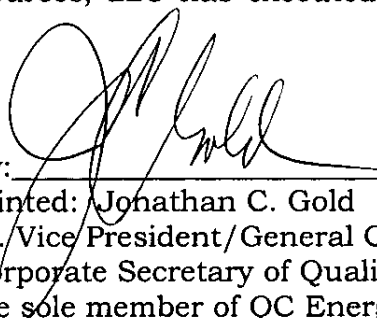
☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

CONSENT TO USE OF NAME

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QC Energy Resources, LLC, 211 Welsh Road, Suite 100, Exton, PA 19341, a limited liability company organized under the laws of the State of Delaware, hereby consents to the use of the name of QC Energy Resources, Inc. in the State of Florida. QC Energy Resources, Inc. is located at 4041 Park Oaks Boulevard, Tampa, FL 33610.

IN WITNESS WHEREOF, the Senior Vice President/General Counsel and Corporate Secretary of QC Energy Resources, LLC has executed this Consent this 12 day of Sept., 2011.

By: 
Printed: Jonathan C. Gold
Sr. Vice President/General Counsel and
Corporate Secretary of Quality Carriers,
the sole member of QC Energy Resources, LLC

STATE OF FLORIDA)
COUNTY OF Hillsborough

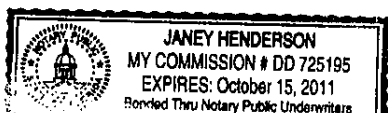
Before me, the undersigned Notary Public, in and for said county and state on the 12 day of September, 2011, personally appeared Jonathan C. Gold, who executed the foregoing Consent to Use of Name and acknowledges to me that he executed the same as his free and voluntary act indeed for the use and purpose set forth therein given under my hand and seal of office.

My Commission Expires:

10/15/2011


Notary Public

Printed: JANEY HENDERSON
County of Residence: HILLSBOROUGH



**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. QC Energy Resources, 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

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

3. 23-2735584

(FEI number, if applicable)

4. 06/14/1993

(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. 4041 Park Oaks Boulevard, Tampa, FL 33610

(Principal office address)

Same

(Current mailing address)

8. Trucking company

(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: Corporation Service Company


Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

 Karen Rose, Asst. VP.
(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

Chairman: See attached Officer List

Address: _____

Vice Chairman: _____

Address: _____

Director: Gary R. Enzor

Address: 4041 Park Oaks Boulevard, Suite 200, Tampa, FL 33610

Director: _____

Address: _____

B. OFFICERS

President: Stephen R. Attwood

Address: 4041 Park Oaks Boulevard, Suite 200, Tampa, FL 33610

Vice President: Jonathan C. Gold

Address: 4041 Park Oaks Boulevard, Suite 200, Tampa, FL 33610

Secretary: Janey Henderson

Address: 4041 Park Oaks Boulevard, Suite 200, Tampa, FL 33610

Treasurer: _____

Address: _____

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. Janey Henderson, Secretary

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

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STOCKHOLDER

Quality Carriers, Inc. – 100%

OFFICERS

Name	Title	Number/Street	City/St/Zip
Gary R. Enzor	CEO	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Stephen R. Atwood	President/COO	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Jonathan C. Gold	Senior VP General Counsel Corporate Secretary	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Joseph J. Troy	Executive VP/CFO	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Robert M. Bonnett	VP – Safety	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Robin Cohan	VP/Controller/ Treasurer	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Marc Caccavelli	VP – Tax	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Shawn P. Harris	VP – Operations	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Thomas Flessor	VP – Technical Svcs	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
W. Michael McDonald	VP – Risk Management	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
James A. Rakitsky	VP – Environmental Services	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610
Janey Henderson	Assistant Secretary	4041 Park Oaks Blvd., Suite 200	Tampa, FL 33610

DIRECTOR

Gary R. Enzor
4041 Park Oaks Blvd., Suite 200
Tampa, FL 33610

Delaware

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The First State

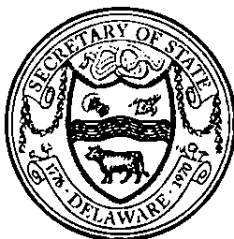
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QC ENERGY RESOURCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2011.

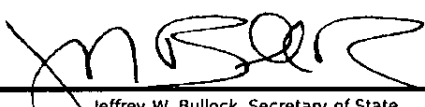
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TALLAHASSEE, FLORIDA

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9047811

DATE: 09-22-11