

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H140002040123)))



H140002040123ABCO

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)617-6381

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 AUG 29 PM 12:48

APPROVED
AND
FILED

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
Sprague Energy Solutions Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 AUG 29 PM 2:10

RECEIVED

60

Electronic Filing Menu

Corporate Filing Menu

Help

1/1

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Sprague Energy Solutions 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:

Teresa L. Mitchell

Name of Person

Sprague Energy Solutions, Inc.

Firm/Company

185 International Drive

Address

Portsmouth, NH 03801

City/State and Zip code

tmitchell@spragueenergy.com

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

For further information concerning this matter, please call:

Teresa Mitchell

at (

603

) 766-7485

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

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

APPROVED
AND
FILED

(3/6)

14 AUG 29 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Sprague Energy Solutions 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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/7/2011 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 185 International Drive, Portsmouth, NH 03801
(Principal office address)
185 International Drive, Portsmouth, NH 03801
(Current mailing address)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)
9. 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.

CT Corporation System
By: [Signature] Olga Hinkel V.P.
(Registered agent's signature)
10. 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.

APPROVED
AND
FILED

(4/6)

14 AUG 29 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: (see attached addendum)

Address: _____

Vice Chairman: (see attached addendum)

Address: _____

Director: (see attached addendum)

Address: _____

Director: (see attached addendum)

Address: _____

B. OFFICERS

President: (see attached addendum)

Address: _____

Vice President: (see attached addendum)

Address: _____

Secretary: (see attached addendum)

Address: _____

Treasurer: (see attached addendum)

Address: _____

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

12. _____

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.

13. Paul A. Scoff, Vice President, General Counsel & Secretary

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

APPROVED
AND
FILED

(5/6)

14 AUG 29 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sprague Energy Solutions Inc.
A Delaware corporation
FEIN: 45-3008814

Management Structure as of August 28, 2014

Directors:

Thomas F. Flaherty.	Director	See below for D & O Addresses
Burton S. Russell	Director	
Steven D. Scammon	Director	
Joseph S. Smith	Director	
Brian W. Weego	Director	

Officers

Steven Levy	President
Paul A. Scoff	Vice-President, General Counsel and Secretary
Kevin G. Henry,	Vice President and Treasurer
Burr Mosher, III	Managing Director, Bid/Contract Management
Mark Roberts	Managing Director, Natural Gas Marketing
Kevin Grant	Managing Director, Refined and Alternative Fuels
Barry Panicola	Managing Director, Transportation
Katherine K. Battles	Assistant Secretary
Timothy P. Grier	Assistant Secretary

c/o 185 International Drive
Portsmouth, NH 03801

APPROVED
AND
FILED

(6/6)

14 AUG 29 PM 12:48

Delaware

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPRAGUE ENERGY SOLUTIONS 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 AUGUST, A.D. 2014.

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.

5007282 8300

141124795

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1658539

DATE: 08-29-14