

F14000003647

Florida Department of State
 Division of Corporations
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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

SECRETARIAT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

14 AUG 29 PM 12:48

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 AND
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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

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Corporate Filing Menu

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAAPPLICATION 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

(State or country under the law of which it is incorporated) 3. _____ (FEI number, if applicable)

4. 7/7/2011

5. perpetual (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: C T Corporation System

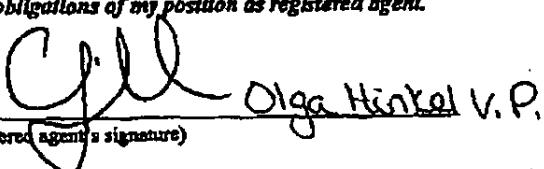
Office Address: 1200 South Pine Island Road

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.*C T Corporation System
By: _____

(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.

8/29/2014 13:57:42 From: To: 8506176381

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SECRETARY OF STATE
TANIA M. COOPER, DEPUTY SECRETARY

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)

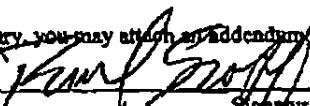
Address: _____

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.817.153, F.S.

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

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

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AND
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SECRETARY OF STATE
TENNESSEE BOARD

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

c/o 185 International Drive
Portsmouth, NH 03801

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Delaware

SECRETARY OF STATE
TANIAHAGGEE B. BROWN
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/authver.shtml

J.W. Bullock
Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 1658539

DATE: 08-29-14