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PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 036660 7105725

AUTHORIZATION : Patricia Pyjib

COST LIMIT : \$ 70.00

ORDER DATE : July 30, 1996

ORDER TIME : 11:21 AM

ORDER NO. : 036660

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CUSTOMER NO: 7105725

CUSTOMER: Ms. Lynn Eastman  
Transcanada Power Corp.  
421 7th Avenue Southwest  
Suite 1400  
Calgary, AC T2P4K9

FOREIGN FILINGS

NAME: NORTHRIDGE PETROLEUM MARKETING  
U.S., INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 31 PM 1:19

RECEIVED  
96 JUL 31 PM 12:35  
DIVISION OF CORPORATION

**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. Northridge Petroleum Marketing U.S., Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Colorado  
(State or country under the law of which it is incorporated)
3. 98-0073128  
(FBI number, if applicable)
4. March 14, 1984  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Anticipated starting date: August 15, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1200, 421 - 7th Avenue S.W.  
Calgary, Alberta, Canada T2P 4K9  
(Current mailing address)
8. Wholesale marketer of refined petroleum products  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: The Prentice - Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301  
(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.*

Merryl Wiener, 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.

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PLEASE SEE SCHEDULE "A" ATTACHED FOR COMPLETE LIST OF OFFICERS AND DIRECTORS  
12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Sean D. McMaster  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sean D. McMaster, Secretary  
(Typed or printed name and capacity of person signing application)

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**Schedule 1**

**Northridge Petroleum Marketing U.S., Inc.**

**Officers of Northridge Petroleum Marketing U.S., Inc.:**

<b>Title</b>	<b>Name and Address</b>
President	Gregg Reulbach Suite 105, 23621 Park Sorrento Calabasas, CA 91302
Executive Vice President	Stephen Letwin 1400, 421 - 7th Avenue S.W. Calgary, Alberta, Canada T2P 4K9
Secretary	Sean D. McMaster 1400, 421 - 7th Avenue S.W. Calgary, Alberta, Canada T2P 4K9
Assistant Secretary	Alison T. Love 111 - Fifth Avenue S.W. Calgary, Alberta, Canada T2P 4K5
Vice President Corporate & Treasurer	Edward Brown 1400, 421 - 7th Avenue S.W. Calgary, Alberta, Canada T2P 4K9
Assistant Treasurer	Gary G. Penrose 111 - Fifth Avenue S.W. Calgary, Alberta, Canada T2P 4K5
Assistant Treasurer	Bruce A. Westell 111 - Fifth Avenue S.W. Calgary, Alberta, Canada T2P 4K5

**Directors of Northridge Petroleum Marketing U.S., Inc.:**

Stephen Letwin  
1400, 421 - 7th Avenue S.W.  
Calgary, Alberta, Canada T2P 4K9

Gregg Reulbach  
Suite 105, 23621 Park Sorrento  
Calabasas, CA 91302

G. Lawrence Spackman  
2400, 530 - 8th Avenue S.W.  
Calgary, Alberta, Canada T2P 3S8

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# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of  
Colorado hereby certify that

According to the records of this office

NORTHRIDGE PETROLEUM MARKETING U.S., INC.  
(COLORADO CORPORATION)

file # 871561873 was filed in this office on MARCH 14, 1984,  
and has complied with the applicable provisions of the  
laws of the State of Colorado and on this date is in good  
standing and authorized and competent to transact business  
or to conduct its affairs within this state.

Dated: JULY 15, 1996

*Victoria Buckley*

SECRETARY OF STATE

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