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November 13, 1997

VIA AIRBORNE EXPRESS #748 952 6376

SECRETARY OF STATE  
Qualification/Tax Lien Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

700002347247--8  
-11/14/97--01046--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Application...for Authorization to Transact Business

Ladies and Gentlemen:

Enclosed for filing purposes are the following:

- ◆ Original and one copy of the above referenced application;
- ◆ Check in the amount of \$70.00 for the filing fee;
- ◆ Original Certificate of Good Standing from the company's domestic state;
- ◆ Self-addressed Airborne Express Airbill charging our account for returning the file-marked Certificate to me at your earliest convenience.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 AM 12:19  
11/17

Please return the file-marked copy to me at your earliest convenience. If there is a problem of any kind, please call me collect at 800-843-0141. Your assistance is most certainly appreciated.

Sincerely,

Joyce

Joyce Eubanks  
Legal Assistant

JAE/je  
attachments

280 North College Avenue  
Suite 500  
Fayetteville, AR 72701

Phone: (501) 443-5256  
Fax: (501) 442-4650

Mailing Address:  
P.O. Box 1503  
Fayetteville, AR 72702

# 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. TransMontaigne Terminaling 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. Arkansas  
(State or country under the law of which it is incorporated)

3. 71-0733121  
(FEI number, if applicable)

4. April 2, 1993  
(Date of Incorporation)

5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. Pending  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. PO Box 1503

Fayetteville, AR 72702

(Current mailing address)

8. Petroleum warehousing and storage  
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip Code)

10. **Registered agent's acceptance:** (attached).

*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.*

(attached)

(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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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)** (attached)

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

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

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

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

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

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

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

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

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

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

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

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

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

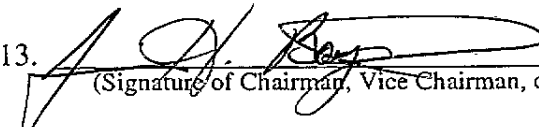
Secretary: \_\_\_\_\_

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

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

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

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

13.  \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jim H. Boyd, Senior Vice President  
\_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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# TRANSMONTAIGNE TERMINALING INC.

## OFFICERS

<b>Chief Executive Officer</b> Richard E. Gathright	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>President and Chief Operating Officer</b> Larry F. Clynych	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Executive Vice President</b> W. A. Sikora	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Senior Vice President, General Counsel, &amp; Secretary</b> Jim H. Boyd	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Senior Vice President of Operations &amp; Planning</b> Dale M. Cobb	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Chief Accounting Officer, Vice President, and Treasurer</b> Rodney S. Pless	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Vice President of Engineering &amp; Operations</b> Todd K. Mann	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
<b>Assistant Secretary</b> Joyce A. Eubanks	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701

## DIRECTORS

Cortlandt S. Dietler	(303) 626-8204	370 17 <sup>th</sup> Street, Suite 2750 Denver, CO 80202
Richard E. Gathright	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701
Larry F. Clynych	(501) 521-5565	P.O. Box 1503 (72702) 280 North College, Suite 500 Fayetteville, AR 72701

## ACCEPTANCE OF APPOINTMENT

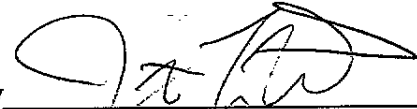
RE: **TRANSMONTAIGNE TERMINALING INC. (Arkansas Domestic)**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: November 11, 1997

C T CORPORATION SYSTEM

By



Jonathan L. Miles,  
Assistant Secretary

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 AM 12:19



Sharon Priest  
SECRETARY OF STATE

# State of Arkansas SECRETARY OF STATE

## CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 AM 12:19

I, Sharon Priest, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

TRANSMONTAIGNE TERMINALING INC.

a corporation chartered under the laws of the State of ARKANSAS,  
filed Articles of Incorporation APRIL 1, 1993

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the  
12TH day of NOVEMBER, 19 97

Sharon Priest  
Sharon Priest, Secretary of State  
by: Kevin N. Lewis  
Corporations Division  
KEVIN N. LEWIS

C-2/Rev 10-1-88

