

F99000005948

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PRO AM SOUTHEAST, 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", 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:

William H. Roberts (Name of Person) **SECRETARY OF STATE**
Pro Am Southeast, Inc. (Firm/Company) **-11/16/99--01072--004**
One NorthShore Center, Suite 200, 12 Federal St. (Address) ******78.75 ****78.75**
Pittsburgh, PA 15212 (City/State/Zip)

Should you need to call someone concerning this matter, please call:

William H. Roberts at (412) 330-1041
(Name of Person) (Area Code & Daytime Telephone Number)

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99 NOV 17 AM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

mtw
11/17

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

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. PRO AM SOUTHEAST, 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. Delaware 3. 25-1841147
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 16, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. None to date.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. One NorthShore Center, Suite 200, 12 Federal St.
Pittsburgh, PA 15212
(Current mailing address)

8. To engage in any lawful act or activity in which a Delaware corporation may engage with its primary business being the sale of liquefied petroleum gas.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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TALLAHASSEE FLORIDA

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

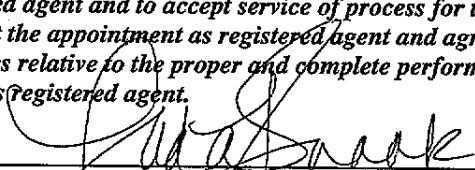
Name: Corporation Service Company

Office Address: 1201 Hays Street

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.


(Registered agent's signature)
Linda J. Snook, Authorized Representative

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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

PRO AM SOUTHEAST, INC.

COMPANY OFFICERS AND DIRECTORS

NAME John W. Welch TITLE President and Director

MAILING ADDRESS Pro Am Southeast, Inc., One NorthShore Center, Suite 200, 12 Federal St.

CITY Pittsburgh STATE PA ZIP CODE 15212

NAME Mark S. Daday TITLE Vice President & Treasurer and Director

MAILING ADDRESS Pro Am Southeast, Inc., One NorthShore Center, Suite 200, 12 Federal St.

CITY Pittsburgh STATE PA ZIP CODE 15212

NAME Frank A. Hoffmann TITLE Vice President and Director

MAILING ADDRESS Pro Am Southeast, Inc., One NorthShore Center, Suite 200, 12 Federal St.

CITY Pittsburgh STATE PA ZIP CODE 15212

NAME William H. Roberts TITLE Vice President & Secretary

MAILING ADDRESS Pro Am Southeast, Inc., One NorthShore Center, Suite 200, 12 Federal St.

CITY Pittsburgh STATE PA ZIP CODE 15212

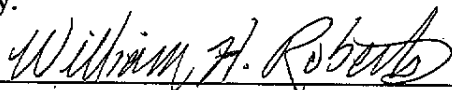
NAME Kelly M. Pasterick TITLE Controller & Asst. Secretary

MAILING ADDRESS Pro Am Southeast, Inc., One NorthShore Center, Suite 200, 12 Federal St.

CITY Pittsburgh STATE PA ZIP CODE 15212

John W. Welch, Mark S. Daday and Frank A. Hoffmann are the only directors of the Company.

13.



(Signature of Chairman, Vice Chariman, or any officer listed in number 12 of the application)

14.

William H. Roberts Vice President & Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRO AM SOUTHEAST, 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-SIXTH DAY OF AUGUST, A.D. 1999.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9941562

DATE: 08-26-99