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SECRETARY OF STATE

AND SEC



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Main (317) 637-1777 Fax (317) 687-2414

NORMAN R. GARVIN ngarvin@scopelitis.com

September 13, 2011

Florida Department of State **Division of Corporations** Registration Section P. O. Box 6327 Tallahassee, FL 32314

> Re: QC Energy Resources, LLC

Admission Filing

To Whom It May Concern:

Enclosed for filing are the following documents in connection with qualification of the above foreign limited liability company:

- 1. Cover Letter
- 2. Application to Transact Business in Florida
- 3. Certificate of Existence
- 4. Certificate of Designation of Registered Agent
- 5. Filing fee check in the amount of \$125.00

Also enclosed is an extra copy of this letter along with a self-addressed, stamped envelope for your use in acknowledging receipt. If you have any questions concerning the filing please contact me or Susan Laetsch of this office. I thank you for your assistance.

NRG/sl Enclosures

cc: Janey Henderson w/enclosures

COVER LETTER

TO: Registration Section Division of Corporations
SUBJECT: QC Energy Resources, LLC
Name of Limited Liability Company
The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida
Please return all correspondence concerning this matter to the following:
Susan Laetsch
Name of Person
Scopelitis, Garvin, Light, Hanson & Feary
Firm/Company
40 MM Manufest Chronit Civita 4500
10 W Market Street, Suite 1500 Address
. 1447-555
Indianapolis, IN 46204
City/State and Zip Code
jhenders@qualitydistribution.com
E-mail address: (to be used for future annual report notification)
For further information concerning this matter, please call:
Susan Laetsch at (317) 637-1777
Name of Person Area Code & Daytime Telephone Number
MAILING ADDRESS:STREET ADDRESS:Division of CorporationsDivision of CorporationsRegistration SectionRegistration SectionP.O. Box 6327Clifton BuildingTallahassee, FL 323142661 Executive Center CircleTallahassee, FL 32301
Enclosed is a check for the following amount: \$\sumsymbol{125.00}\$ \text{ filing Fee} \text{ \$\sumsymbol{130.00}\$ Filing Fee & Certificate of Status} \text{ \$\sumsymbol{155.00}\$ Filing Fee & Certified Copy} \text{ \$\sumsymbol{160.00}\$ Filing Fee, Certificate of Status & Certified Copy}

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. QC Energy Resources, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
(
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the writter consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C," "LLC.")
2. Delaware 3. 27-3162704
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 2, 2010 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Not applicable
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 211 Welsh Pool Road, Suite 100
Exton, PA 19341
(Street Address of Principal Office)
8. If limited liability company is a manager-managed company, check here
9. The name and usual business addresses of the managing members or managers are as follows:
Quality Carriers, Inc.
4041 Park Oaks Boulevard, Suite 200
Tampa, FL 33610
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: Trucking Company
Salney Venderson
Signature of a member or an authorized representative of a member.

Typed or printed name of signee

Janey Henderson

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any 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.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

. The name of the Limited Liability Company is:	
QC Energy Resources, LLC	
unavailable, the alternate to be used in the state of Florida is:	
The name and the Florida street address of the registered agent and office are:	
Corporation Service Company	
(Name)	
1201 Hays Street Florida Street Address (P.O. Box NOT ACCEPTABLE)	
Tional block radies (1.0. box 1.0. rect 1707)	
Tallahassee _{FL} 32301	
City/State/Zip	

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

\$ 100.00 Filing Fee for Application **Designation of Registered Agent** \$ 25.00

Certified Copy (optional) \$ 30.00

5.00 **Certificate of Status (optional)**

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "QC ENERGY RESOURCES, LLC" IS DULY

FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD

STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE EIGHTH DAY OF SEPTEMBER, A.D. 2011.

4848787 8300

110979779

AUTHENTY CATION: 9017379

DATE: 09-08-11

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