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(City/State/Zip/Phone #)

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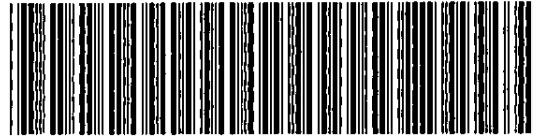
(Business Entity Name)

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TALLAHASSEE, FLORIDA

T. Burch FEB 2 2015

February 2, 2015

Page 1 of 1

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Macquarie Energy Assets 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:

Corporate Secretary

Name of Person

Macquarie Energy Assets LLC

Firm/Company

125 West 55th Street, Level 22

Address

New York, NY 10019

City/State and Zip Code

cagcosecnewyk@macquarie.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Amanda Michael

Name of Contact Person

at (212)

Area Code

231-1000

Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Macquarie Energy Assets 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware 3. 20-3690322
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)

4. N/A
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 125 West 55th Street, Level 22
New York, NY 10019
(Street Address of Principal Office)

6. Same as above
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Macquarie Energy Assets LLC is a member-managed limited liability company. Its sole member and manager is Macquarie

Energy North America Trading Inc. The address of Macquarie Energy North America Trading Inc. is: 125 West 55th Street,

Level 22, New York, NY 10019. A list of officers of Macquarie Energy Assets LLC is attached.

8. 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)

Julia Michael
Signature of an authorized person

(In accordance with section 605.0203, 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.)

Julia Michael, SECRETARY
Typed or printed name of signer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Officers of Macquarie Energy Assets LLC

Officers

Full Legal Name: Nicholas O'Kane
Title: President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Trent Byerley
Title: Treasurer
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: James Duffy
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Joel Ettinger
Title: Vice President
Business Addr: 2005 Market Street
Philadelphia, PA 19103

Full Legal Name: James Gray
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Jamie Marley
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Ed Moore
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Matthew Patterson
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

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Full Legal Name: Ron Rabkin
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Jim Rexroad
Title: Vice President
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Amanda Michael
Title: Secretary
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Eileen Plaza
Title: Assistant Secretary
Business Addr: 125 W. 55th Street
New York, NY 10019

Full Legal Name: Diana Huet
Title: Assistant Secretary
Business Addr: 125 W. 55th Street
New York, NY 10019

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Macquarie Energy Assets LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

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 605, Florida Statutes.

By: C T Corporation System

(Signature)

Candice Pignataro

Candice Pignataro
Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MACQUARIE ENERGY ASSETS 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 SECOND DAY OF FEBRUARY, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 2085694

DATE: 02-02-15