

M15000008258

(Requestor's Name)

(Address)

(Address)

W15-65803  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

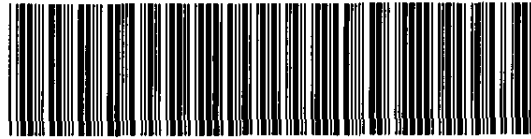
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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Office Use Only



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LLC

M15-8258

09/30/15--01008--023 \*\*155.00

CC

FILED  
15 OCT 14 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 15 2015

N. CAUSSEAU



**OXBOW CARBON LLC**

September 28, 2015

VIA FEDERAL EXPRESS

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

Re: Foreign Qualification of Oxbow Finance LLC

Dear Sir/Madam:

Please find enclosed the following documents being submitted in order to qualify Oxbow Finance LLC to do business in the state of Florida:

- a) Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida, submitted in duplicate;
- b) Certificate of Formation in Delaware as filed September 21, 2015; and
- c) Check in the amount of \$155.00 for the filing fee and certified copy.

Please return a stamped certified copy to my attention as soon as the filing has been processed to the following address:

Linda Hawthorne  
Oxbow Carbon  
1450 Lake Robbins Drive, Suite 50  
The Woodlands, TX 77380

Thank you for your assistance. If you have any questions, please contact me at 281-907-9427.

Sincerely,

Linda L. Hawthorne, ACP  
Paralegal

Enclosures

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: OXBOW FINANCE 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:

Linda L. Hawthorne

\_\_\_\_\_  
Name of Person

Oxbow Carbon LLC

\_\_\_\_\_  
Firm/Company

1450 Lake Robbins Dr., Suite 500

\_\_\_\_\_  
Address

The Woodlands, TX 77380

\_\_\_\_\_  
City/State and Zip Code

dina.schramm@oxbow.com

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

For further information concerning this matter, please call:

Linda L. Hawthorne

281

907-9427

at (\_\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code

\_\_\_\_\_  
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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 2, 2015

LINDA HAWTHORNE  
OXBOW CARBON  
1450 LAKE ROBBINS DRIVE, SUITE 50  
THE WOODLANDS, TX 77380

SUBJECT: OXBOW FINANCE LLC  
Ref. Number: W15000065803

We have received your document for OXBOW FINANCE LLC and your check(s) totaling \$155.00. However, the document has not been filed and is being retained in this office for the following:

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Nanette Causseaux  
Regulatory Specialist II Supervisor

Letter Number: 315A00020930



**OXBOW CARBON LLC**

RECEIVED

15 OCT 14 PM 12:42

RECEIVED  
TALLAHASSEE, FL 32301

October 13, 2015

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

VIA FEDERAL EXPRESS

Attn.: Ms. Nanette Causseaux  
Regulatory Specialist II Supervisor

Re: Foreign Qualification of Oxbow Finance LLC  
Your Reference: W15000065803

Dear Ms. Causseaux:

Enclosed for your quick reference is your correspondence dated October 2, 2015 outlining the deficiencies in the documents I submitted to qualify Oxbow Finance LLC in Florida. I appreciate your clarification.

Also attached is the required certificate of status for Oxbow Finance LLC from the Secretary of State in Delaware, its domestic state.

Please return a stamped certified copy of the Florida qualification as soon as the filing has been processed to my attention at the following address. A Federal Express envelope has been included which will charge the shipping fees to Oxbow.

Linda Hawthorne  
Oxbow Carbon  
1450 Lake Robbins Drive, Suite 500  
The Woodlands, TX 77380

Thank you for your assistance. If you have any questions, please contact me at 281-907-9427.

Sincerely,

Linda L. Hawthorne, ACP  
Paralegal

Enclosures

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

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

1. OXBOW FINANCE 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

(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_

(FEI number, if applicable)

4. \_\_\_\_\_

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

5. 1601 Forum Place, Suite 1400

West Palm Beach, FL 33401

(Street Address of Principal Office)

6. 1601 Forum Place, Suite 1400

West Palm Beach, FL 33401

(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: David W. Clark

Office Address: 1601 Forum Place, Suite 1400

West Palm Beach, Florida 33401

(City)

(Zip code)

**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.*

By: \_\_\_\_\_



(Registered agent's signature)

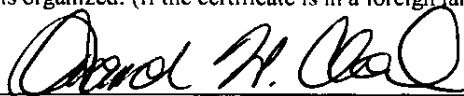
8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Eric P. Johnson, Manager, 1450 Lake Robbins Dr., The Woodlands, TX 77380

William D. Parmelee, Manager, 1601 Forum Place, Suite 1400, West Palm Beach, FL 33401

Michael F. McAuliffe, Manager, 1601 Forum Place, Suite 1400, West Palm Beach, FL 33401

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)



Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

David W. Clark

Typed or printed name of signee

**FILED**  
15 OCT 14 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

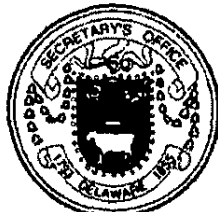
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OXBOW FINANCE 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 TWELFTH DAY OF OCTOBER, A.D. 2015.

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

FILED  
15 OCT 14 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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SR# 20150471645

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State

Authentication: 10223789

Date: 10-12-15