

Document Number Only

P22983

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800002693118--0

-11/23/98--01005--008

*****35.00 *****35.00

Louis Dreyfus Energy Corp.

to:

Trans Montaigne Product Services East Inc.

FILED

98 NOV 20 PM 4:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☒ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ UCC-1 UCC-3

☐ Certified Copy

☐ Photo Copies

☐ CUS

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☐ Call if Problem

☐ After 4:30

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Thanks, Melanie ☺

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CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
98 NOV 20 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Louis Dreyfus Energy Corp.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: February 14, 1989

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

October 30, 1998

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

TransMontaigne Product Services East Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Erik B. Carlson

Signature
Name and Title

Erik B. Carlson, Vice President

November 16, 1998

Date

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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "LOUIS DREYFUS ENERGY CORP.", CHANGING ITS NAME FROM "LOUIS DREYFUS ENERGY CORP." TO "TRANSMONTAIGNE PRODUCT SERVICES EAST INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF OCTOBER, A.D. 1998, AT 4 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

0929038 8100

DATE: 9410246

981441865

11-17-98

RESTATED CERTIFICATE OF INCORPORATION

Louis Dreyfus Energy Corp., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is Louis Dreyfus Energy Corp. Louis Dreyfus Energy Corp. was originally incorporated under the same name, and the original Certificate of Incorporation of the corporation was filed with the Secretary of State of the State of Delaware on December 28, 1981.
2. Pursuant to Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware, and in accordance with Section 344 of the General Corporation Law of the State of Delaware, Louis Dreyfus Energy Corp. elected to become a close corporation and filed a Restated Certificate of Incorporation with the Secretary of State of Delaware on August 24, 1987 to that effect.
3. Louis Dreyfus Energy Corp. desires to amend and restate the Restated Certificate of Incorporation in its entirety.
4. Pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware, and in accordance with Section 346 of the General Corporation Law of the State of Delaware, this Restated Certificate of Incorporation restates and amends in its entirety the provisions of the Restated Certificate of Incorporation of this corporation and voluntarily terminates the status of this corporation as a close corporation.
5. The text of the Restated Certificate of Incorporation as heretofore amended or supplemented is hereby restated and amended in its entirety to read as follows:

"STATE OF DELAWARE CERTIFICATE OF INCORPORATION A STOCK CORPORATION

First: The name of this Corporation is TransMontaigne Product Services East Inc.

Second: The registered office of the Corporation in the State of Delaware is to be located at 1209 Orange Street, Wilmington, Delaware 19801, County of New Castle. The registered agent in charge thereof is The Corporation Trust Company.

Third: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

Fourth: The total number of shares of stock which the Corporation shall have authority to issue is 50,000. All such shares are to be Common Stock, having a par value of \$0.01 per share and are to be of one class.

Fifth: Unless and except to the extent that the by-laws of the Corporation shall so require, the election of directors of the Corporation need not be by written ballot.

Sixth: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to make, alter and repeal the by-laws of the Corporation, subject to the power of the stockholders of the Corporation to alter or repeal any by-law whether adopted by them or otherwise.

Seventh: A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

Eighth: The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this article.

Ninth: The names and mailing address of the persons who are to serve as the initial directors of the Corporation until the first annual meeting of stockholders of the Corporation, or until their successors are elected and qualified, are:

Cortlandt S. Dietler	370 17 th Street, Suite 2750 Denver, Colorado 80202
Richard E. Gathright	370 17 th Street, Suite 2750 Denver, Colorado 80202
Robert W. Bradberry	280 N. College Street, Suite 500 Fayetteville, Arkansas 72702

TOTAL P.04

IN WITNESS WHEREOF, this Restated Certificate of Incorporation has been signed by Erik B. Carlson, its authorized officer this day of October 30, 1998.

Louis Dreyfus Energy Corp.

By:

Erik B. Carlson
Erik B. Carlson, Secretary