

Filing Fee: \$100.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

2015 APR 21 AM 8:55
SECRETARY OF STATE
CORPORATIONS DIV

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION

Pursuant to the provisions of Section 7-13-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is Hartree Partners, LP
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

2. The limited partnership is organized under the laws of Delaware
and the date of its formation is February 12, 2015

3. The general character of the business it proposes to transact in Rhode Island is:
See attached

4. The name and address of the agent for service of process is
CT Corporation System
(Name of Agent)
450 Veterans Memorial Parkway, Suite 7A East Providence, RI 02914
(Street Address, not P.O. Box) (City/Town) (Zip Code)

5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:
1185 Avenue of the Americas - Attn:Lou Bernardo
New York, New York 10036

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CORPORATIONS DIV

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BY [Signature] 247316 8:55

7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
See Attached	

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

1185 Avenue of the Americas - Atn: Lou Bernardo
New York, New York 10036

9. A mailing address for the foreign limited partnership is Same

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

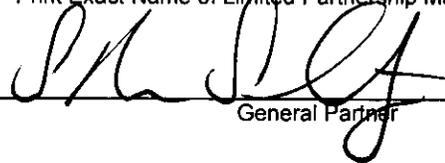
Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Registration of a Foreign Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 3/24/15

Hartree Partners, LP by Hartree Partners GP, LLC, its General Partner

Print Exact Name of Limited Partnership Making Application

By


General Partner

Hartree Partners, LP, a Delaware limited partnership (“Hartree”), was formed for the principal purposes of engaging “in proprietary transactions and advisory services in a variety of markets including transactions in crude oil, petroleum products, natural gas and other hydrocarbons and related derivatives, in proprietary transactions related to freight rates and equity securities, acquisitions of assets and other investments, and, as approved by the Management Committee, to engage in any other lawful activities.

Hartree Partners, LP
1185 Avenue of the Americas
New York, New York 10036

General Partner: Hartree Partners GP, LLC
1185 Avenue of the Americas
New York, New York 10036

<u>Name</u>	<u>Address</u>	<u>Hartree Status</u>
Stephen M. Semlitz	1185 Avenue of the Americas, New York, New York 1003	Limited Partner of Hartree Partners, LP; Member of Hartree Partners GP, LLC
Stephen M. Hendel	1185 Avenue of the Americas, New York, New York 1003	Limited Partner of Hartree Partners, LP; Member of Hartree Partners GP, LLC
Guy Merison	1185 Avenue of the Americas, New York, New York 1003	Limited Partner of Hartree Partners, LP; Member of Hartree Partners GP, LLC
Opps Energy Trading Holdings, L.P.	333 S. Grand Avenue, 28th Floor, Los Angeles, CA 90071	Limited Partner of Hartree Partners, LP; Member of Hartree Partners GP, LLC

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARTREE PARTNERS, LP" 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 SIXTEENTH DAY OF APRIL, A.D. 2015.

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2015 APR 21 AM 8:55



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2296453

DATE: 04-16-15



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea
Secretary of State

