Filing Fee: \$100.00

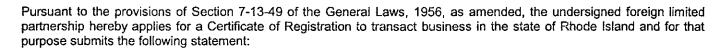


STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335

LIMITED PARTNERSHIP

APPLICATION FOR CERTIFICATE OF REGISTRATION (To Be Filed In Duplicate Original)



Adams Resources Marketing, L.P.

1.	The name of the limited partnership is _		ces Marketing, L.				
		•	in the words "limited partners	-	-	•	
	and, if different, the name which it pro	· -	d transact business in	the state of	of Rhode Island i	s:	
	New England Energy Group						
			T				
2.	1						
	and the date of its formation is	September 29	, 1999		<u> </u>		
3.	The general character of the business it proposes to transact in Rhode Island is:						
	Wholesale purchaser, distributor and marketer of natural gas						
						_	
4.	The name and address of the agent for s	service of process is	CT Corporat	ion Syste	em		
	10 Weybossex Street		(N: Providence	ame of Agent)	02903		
	(Street Address, not P.O. Box)	·	(City/Town)	, RI _	(Zip Code)		
	(<u></u> ,		(==,,,		, ,,		
5	The foreign limited partnership hereby as	groos that if the forci	an limited partnership fo	aile to annoin	t an agent for sone	ico	
J.	The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for servic of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the						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:						
	5 Post Oak Park, Suite 2700						
	Houston, TX 77027	00 111					
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	JUL 2 2000	AI0 5	ионтаяочясо				
	n No. 350 _ CL# 123_	1 31ATS	SEORETARY OF				
U.GA	ised: 01/99	<u> </u>	RECEIN				

General Partner Adams Resources Marketing GP, Inc. 5 Post Oak Park, Suite 2700, Houston, TX 7702 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: 5 Post Oak Park, Suite 2700 Houston, TX 77027 A mailing address for the foreign limited partnership is 5 Post Oak Park, Suite 2700, Houston, TX 77 O. As of the date of this filling, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation. Adams Resources Marketing, L.P. Print Exact Name of Limited Partnership Making Application By Adams Resources Marketing, L.P. Print Exact Name of Limited Partnership Making Application By R. B. Abshire, President of Adams Resources Marketing, L.P. TATE OF Texas OUNTY OF Harris In HARR S. County, on this Adams Resources Marketing, Ltd. at he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein notalined are true.	Adams Resources Marketing CP, Inc. 5 Post Oak Park, Suite 270 The address of the office at which is kept a list of the names and addresses of the limited contributions, together with an undertaking by the foreign limited partnership to keep the limited partnership's registration in this state is cancelled or withdrawn is: 5 Post Oak Park, Suite 2700 Houston, TX 77027 A mailing address for the foreign limited partnership is 5 Post Oak Park, Suite 2 O. As of the date of this filing, the foreign limited partnership validly exists as a limited partner jurisdiction of its formation. Adams Resources Marketing, L.P. Print Exact Name of Limited Partnership	partners and their capital
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In HARR S (out), on this day of June, 2000, personally eared before me R. B. Abshire, President of Adams Resources Market being to me Institute sworn, lared that Market is a general partner of Adams Resources Marketing. Ltd. he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein		
In HARLS County, on this 12 day of June, 2000, personally eared before me R. B. Abshire, President of Adams Resources Market being by me That duly sworn, lared that Market is a general partner of Adams Resources Marketing, Ltd. The/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein	R. B. Abshire, President of A	Adams Resources Marketi
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A. C. Tim Inaudic	H. Finisano	that the statements herein
Notary Public My Commission Expires: 2-15-02	Notary Public 2 / -	that the statements herein
My Commission Expires:	My Commission Expires:	that the statements herein





IT IS HEREBY CERTIFIED that

ADAMS RESOURCES MARKETING, LTD. File No. 00125079-10

filed a certificate of limited partnership in this office, and that no certificate of cancellation is in effect and the partnership is currently in existence.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 25, 2000.

Elton Bomer Secretary of State MAC