

Filing Fee: \$100.00

ID Number: 113700



**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)

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV.  
JUN 16 11 47 AM '00

Pursuant to the provisions of Section 7-13-49 of the General Laws, 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 Adams Resources Marketing, L.P.  
(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:  
New England Energy Group

2. The limited partnership is organized under the laws of Texas  
and the date of its formation is September 29, 1999

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 service of process is CT Corporation System  
(Name of Agent)  
10 Weybossex Street Providence, RI 02903  
(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limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the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:  
5 Post Oak Park, Suite 2700  
Houston, TX 77027

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

<u>General Partner</u>	<u>Business Address</u>
Adams Resources Marketing GP, Inc.	5 Post Oak Park, Suite 2700, Houston, TX 77027

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:

5 Post Oak Park, Suite 2700

Houston, TX 77027

9. A mailing address for the foreign limited partnership is 5 Post Oak Park, Suite 2700, Houston, TX 77027

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.

Date: 6-12-00

Adams Resources Marketing, L.P.

Print Exact Name of Limited Partnership Making Application

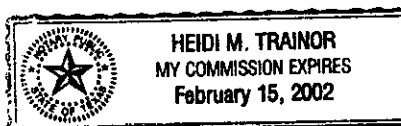
By

R. B. Abshire  
General Partner  
R. B. Abshire, President of Adams Resources Marketing GP, Inc.

STATE OF Texas  
COUNTY OF Harris

In Harris County, on this 12<sup>th</sup> day of June, 2000, personally appeared before me R. B. Abshire, President of Adams Resources Marketing GP, Inc. who, being by me first duly sworn, declared that Adams Resources Marketing, Ltd. is a general partner of Adams Resources Marketing, Ltd., that he/she signed the foregoing document as a general partner of the limited partnership, and that the statements herein contained are true.

Heidi M. Trainor  
Notary Public  
My Commission Expires: 2-15-02





# The State of Texas

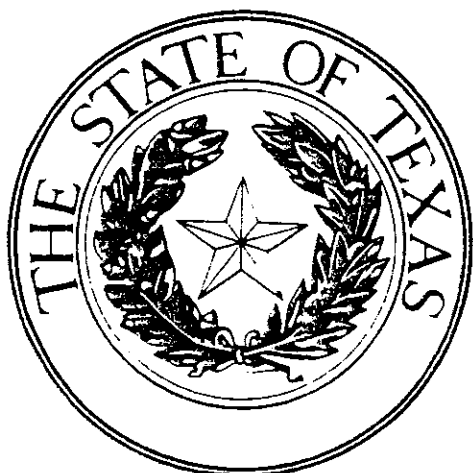
## SECRETARY OF STATE

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