



Certificate of Registration

FOREIGN Limited Partnership

→ Filing Fee: \$100.00 minimum

Pursuant to the provisions of RIGL 7-13-49, 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:

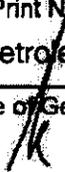
RECEIVED
 R.I. DEPARTMENT OF STATE
 2016 DEC - 8 PM 12:17

1. The name of the limited partnership is:		
GPM Petroleum LP		
The name, if different, which it proposes to register and transact business in the state of Rhode Island is:		
GPM Petroleum LP (1)		
2. The limited partnership is organized under the laws of:	3. The date of its formation is:	
Delaware	3/27/2015	
4. The general character of the business it proposes to transact in Rhode Island is:		
Petroleum distribution		
5. The name and address of the registered agent/office in Rhode Island is:		
Agent Name Capitol Corporate Services, Inc.		
Street Address (NOT a P.O. Box) 222 Jefferson Blvd Ste 200		
City/Town Warwick	State RHODE ISLAND	Zip Code 02888
6. The Department of State is appointed the agent of the foreign limited liability partnership for service of process if at any time there is no registered agent or if the registered agent cannot be found or served following the exercise of reasonable diligence.		
7. The address of the office required to be maintained in the state or country of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:		
8565 Magellan Parkway, Suite 400 Richmond, VA 23227		

MAIL TO:
 Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040
 Website: www.sos.ri.gov

FILED
 DEC 08 2016
 BY 2910355

A.A. 12:17 p.m.

8. The name and business address of each general partner is:		
GENERAL PARTNER	BUSINESS ADDRESS	
GPM Petroleum GP, LLC	8565 Magellan Parkway, Ste. 400, Richmond, VA 23227	
9. 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:		
10. The mailing address for the foreign limited partnership is:		
Address 8565 Magellan Pkwy, Ste. 400		
City/Town Richmond	State VA	Zip Code 23227
11. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is formed that is dated within 60 days of the filing of this document.		
<i>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.</i>		
Type or Print Name of General Partner GPM Petroleum GP, LLC	Date 12/05/2016	
Signature of General Partner 		



8565 Magellan Parkway, Ste 400, Richmond, Virginia 23227 Phone: (804) 730-1568 Fax: (804) 559-3285

mbricks@gpminvestments.com

Direct dial x 1109

December 8, 2016

Rhode Island Secretary of State
Business Services Division

RE: NAME CONSENT

To whom it may concern:

In connection with the filing of a Certificate of Registration to register GPM Petroleum LP, please accept this letter as a name consent to allow the formation of GPM Petroleum LP. GPM Petroleum LLC hereby gives its' consent to GPM Petroleum LP to use the name GPM Petroleum LP (1) in the State of Rhode Island.

GPM Petroleum LP is a subsidiary of GPM Investments, LLC and will be affiliated with GPM Petroleum, LLC which I formed on March 26, 2015 in the State of Delaware.

Sincerely,

A handwritten signature in black ink, appearing to read "Maury Bricks", is written over a horizontal line.

Maury Bricks
General Counsel of
GPM Investments, LLC
GPM Petroleum, LLC
GPM Petroleum LP

RECEIVED
R.I. DEPT. OF STATE
BUS. SVCS. DIV.
2016 DEC 8 PM 12:17

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GPM PETROLEUM 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 SIXTH DAY OF DECEMBER, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GPM PETROLEUM LP" WAS FORMED ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2015.

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



5699102 8300

SR# 20166927330

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203454070

Date: 12-06-16



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

