

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Transgas Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Transgas Inc.

SECOND: The name which it elects to use in Rhode Island is Transgas Inc.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island:)

THIRD: It is incorporated under the laws of Massachusetts

FOURTH: The date of its incorporation is November 8, 1978 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 40 Market Street, Lowell, MA

SIXTH: The address of its proposed registered office in Rhode Island is Suite 3-A, 101 Dyer Street, Providence, R.I. 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To transport and deliver liquid propane gas, liquified natural gas, liquid ethylene and other cryogenic or bulk gases and other similar

and related products together with containers for such products; to construct, service and install tanks and related equipment for the storage of such gases and facilities and equipment for use by public utilities and industrial companies; to own and operate service and delivery vehicles and trailers to be used in connection with the activities outline above; and in general to do and perform all other acts incidental to the conduct of the above-mentioned business;

To engage generally in any business which may be lawfully carried on by a corporation under the Rhode Island General Laws, 1956, as amended.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
R.A. Asbjornson	Director	57 Sleigh Road, Chelmsford, MA
V.W. Baur	Director	137 Lexington Road, Dracut, MA
A.C. Dudley	Director	27 Larkspur Court, Nashua, N.H.
E.P. Hart	Director	31 Salem Road, Dracut, MA
R.F. Jenkins, Jr.	Director	3 Foxglove Court, Nashua, N.H.
E.P. Hart	President	31 Salem Road, Dracut, MA
V.W. Baur	Executive Vice President	137 Lexington Road, Dracut, MA
Myrtle F. Dupuis	Clerk	101 Arlington Avenue, Dracut, MA
R.A. Asbjornson	Secretary	57 Sleigh Road, Chelmsford, MA
E.L. Putnam, Jr.	Treasurer	360 Long Pond Drive, So. Yarmouth, MA
N. Stavropoulos	Director	51 Oak Hill Drive, Arlington, MA
C.O. Swanson, II	Director	5 Monadnock Drive, Westford, MA

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
32,000	common	—	\$10.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
32,000	common	—	\$10.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 70,000 (7.00%)

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 9,800,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 100,000 (1.02%)

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated May 18, 1990 Transgas, Inc.
[Exact Corporate Name of Corporation Making Application]

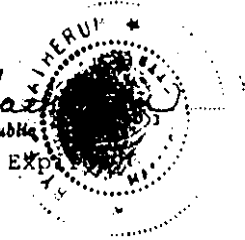
By *V. W. Baur*
Executive
Its Vice President
and *Myrtle F. Dyrman*
Its Clerk Secretary

STATE OF Massachusetts }
COUNTY OF Middlesex } Sc.

At Lowell in said County on the 18th day
of May 1990, before me personally appeared
V.W. Baur, who being by me first duly sworn, declared that
he is the Executive Vice President of Transgas, Inc.,
that he signed the foregoing document as such Executive Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Mary F. Gash
Notary Public
My Commission Expires
10-2-90



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RECEIVED
SECRETARY
OF DEFENSE

MAY 21 1 35 PM '90

Rec'd & Filed MAY 21 1990

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2044

The Commonwealth of Massachusetts 78038

PAUL GUZZI

Secretary of the Commonwealth
ONE ASTOR TOWN PLACE, BOSTON, MASS. 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 156B)

Incorporators

NAME

POST OFFICE ADDRESS

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation

Peter Karl Wirth, Esquire
Palmer & Dodge
One Beacon Street
Boston, MA 02108

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 156B and hereby state(s):

1. The name by which the corporation shall be known is:

Transgas Inc.

78-312036

2. The purposes for which the corporation is formed are as follows:

To transport and deliver liquid propane gas, liquified natural gas, liquid ethylene and other cryogenic or bulk gases and other similar and related products together with containers for such products; to construct, service and install tanks and related equipment for the storage of such gases and facilities and equipment for use by public utilities and industrial companies; to own and operate service and delivery vehicles and trailers to be used in connection with the activities outlined above; and in general to do and perform all other acts incidental to the conduct of the above-mentioned business;

To engage generally in any business which may be lawfully carried on

by a corporation under Chapter 156B of the General Laws of Massachusetts.

NOTE: If provisions for which the space provided under Articles 3, 4, 5 and 6 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.