

State of Rhode Island and Providence Plantations Office of the Secretary of State

Fee: \$

Division Of Business Services 148 W. River Street Providence RI 02904-2615 (401) 222-3040

Foreign Limited Partnership

Statement of Change of Specified Office and/or Registered Agent

(Section 7-13-4 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the limited partnership is: Spark Energy Gas, LP

SECTION II

The address of the specified office at which shall be kept the records required by Section 7-13-5 to be maintained as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is (Applicable to domestic limited partnerships only):

2105 CITY WEST BOULEVARD, SUITE 100 HOUSTON, TX 77042

SECTION III

The address of the NEW specified office at which shall be kept the records required by Section 7-13-5 to be maintained is (Applicable to domestic limited partnerships only):

No. and Street: 2105 CITY WEST BOULEVARD, SUITE 100

City or Town: HOUSTON State: RI Zip: 77042 Country: USA

SECTION IV

The address of the registered agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is

10 WEYBOSSET STREET PROVIDENCE, RI 02903

The name of the registered agent for service of process as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

CT CORPORATION SYSTEM

SECTION V

The NEW address of the registered agent is:

No. and Street: 222 JEFFERSON BOULEVARD, SUITE 200

City or Town: WARWICK State: RI Zip: 028

The name of the NEW registered agent for service of process is: <u>CORPORATION SERVICE COMPANY</u>

Signed this 17 Day of January, 2012 at 12:36:11 PM. This electronic signature of the individual or individual signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the partnership, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-13.

Spark Energy Gas, LP Print Name of Limited Partnership

By WILLIAM K MAXWELL III, MEMBER ON BEHALF OF SPARK ENERGY HOLDINGS, LLC, GENERA PARTNER

General Partner

Form No. 643 Revised 09/07

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