

FOA000000865

Division of Corporations

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FOREIGN PROFIT/NONPROFIT CORPORATION

BP Alternative Energy North America

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. BP Alternative Energy North America Inc.  
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 36-3960777  
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 21, 1994 5. Perpetual  
 (Date of incorporation) (Duration: Year corp. will cense to exist or "perpetual")

6. \_\_\_\_\_  
 (Date first transacted business in Florida, if prior to registration)  
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4101 Winfield Road, Warrenville, IL 60555  
 (Principal office address)

4101 Winfield Road, Warrenville, IL 60555  
 (Current mailing address)

8. SEE ATTACHED  
 (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)


Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
 (City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By:  **Kristine Heiberger**  
 (Registered agent's signature) **Assistant Secretary**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: SEE ATTACHED

Address: \_\_\_\_\_

\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

**B. OFFICERS**

President: SEE ATTACHED

Address: \_\_\_\_\_

\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Debra A. Plumb*

(Signature of Director or Officer listed in number 12 of the application)

14. Debra A. Plumb, Secretary

(Typed or printed name and capacity of person signing application)

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8. To engage in any lawful act or activity for which corporations may be organized, including but not limited to the development, construction, and operation of electric power generation facilities and the transmission, distribution, and sale of electric power.

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12. Names and business addresses of officers and/or directors:

DIRECTORS:

Name	Address
D. A. Dowling	4101 Winfield Road Warrenville, IL 60555
D. A. Plumb	4101 Winfield Road Warrenville, IL 60555
S. R. Sawada	4101 Winfield Road Warrenville, IL 60555

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OFFICERS:

Name	Title	Address
J. Graham	President	700 Louisiana Street Houston, TX 77002
T. L. Taylor	Vice President and Chief Financial Officer	4101 Winfield Road Warrenville, IL 60555
J. A. Dietz	Vice President and General Tax Officer	501 Westlake Park Boulevard Houston, TX 77079
D. J. Reistroffer	Vice President	4101 Winfield Road Warrenville, IL 60555
S. R. Sawada	Vice President	4101 Winfield Road Warrenville, IL 60555
M. S. Snell	Vice President	501 Westlake Park Boulevard Houston, TX 77079
R. A. Cooper	Tax Officer	501 Westlake Park Boulevard Houston, TX 77079
D. A. Plumb	Secretary	4101 Winfield Road Warrenville, IL 60555
D. A. Dowling	Assistant Secretary	4101 Winfield Road Warrenville, IL 60555
W. B. Goudeau	Assistant Secretary	501 Westlake Park Boulevard Houston, TX 77079
W. T. Mangan	Assistant Secretary	4101 Winfield Road Warrenville, IL 60555
J. Pearson	Assistant Secretary	501 Westlake Park Boulevard Houston, TX 77079
M. S. Snell	Assistant Secretary	501 Westlake Park Boulevard Houston, TX 77079
G. E. Stein	Assistant Secretary	4101 Winfield Road Warrenville, IL 60555
R. J. Novaria	Treasurer	4101 Winfield Road Warrenville, IL 60555
S. D. Funk	Assistant Treasurer	509 S. Boston Ave. Tulsa, OK 74103

BP Alternative Energy North America Inc.

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Name	Title	Address
P. L. Hanson	Assistant Treasurer	4101 Winfield Road Warrenville, IL 60555
M. Susan Horvat	Assistant Treasurer	4101 Winfield Road Warrenville, IL 60555
C. A. Jadowska	Assistant Treasurer	4101 Winfield Road Warrenville, IL 60555
M. E. Labadie	Assistant Treasurer	509 S. Boston Ave. Tulsa, OK 74103
M. A. Lukas	Assistant Treasurer	4101 Winfield Road Warrenville, IL 60555
M. C. Mroz	Assistant Treasurer	4101 Winfield Road Warrenville, IL 60555
B. D. Smith	Assistant Treasurer	501 Westlake Park Boulevard Houston, TX 77079

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BP ALTERNATIVE ENERGY NORTH AMERICA INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF MARCH, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7163959

DATE: 03-03-09