



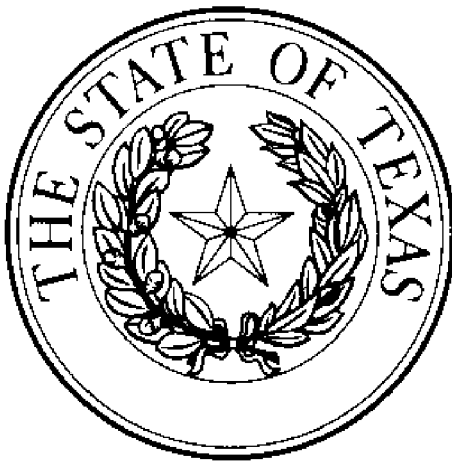
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Atlas Commodities II Retail Energy, LLC (file number 801968373), a Domestic Limited Liability Company (LLC), was filed in this office on April 09, 2014.

It is further certified that the entity status in Texas is 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 December 15, 2017.



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

Exhibit B - Section 2.b. Business Entity and Department of State Filings

Come visit us on the internet at <http://www.sos.state.tx.us/>



Office of the Secretary of State

CERTIFICATE OF FILING OF

Atlas Commodities II Retail Energy, LLC
File Number: 801968373

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 04/09/2014

Effective: 04/09/2014



NANDITA BERRY

Nandita Berry
Secretary of State

Exhibit B - Section 2.b. Business Entity and Department of State Filings

Come visit us on the internet at <http://www.sos.state.tx.us/>

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709



Filed in the Office of the
Secretary of State of Texas
Filing #: 801968373 04/09/2014
Document #: 538281740002
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for Web Filing

Filing Fee: \$300

**Certificate of Formation
Limited Liability Company**

Article 1 - Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Atlas Commodities II Retail Energy, LLC

Article 2 - Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

Craig Taylor

C. The business address of the registered agent and the registered office address is:

Street Address:

24 East Greenway Plaza, Suite 445 Houston TX 77046

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Governing Authority

A. The limited liability company is to be managed by managers.

OR

B. The limited liability company will not have managers. Management of the company is reserved to the members. The names and addresses of the governing persons are set forth below:

Manager 1: **Stephen J Marshall**

Title: **Manager**

Address: **906 Ruthven Street Houston TX, USA 77019**

Manager 2: **Craig Taylor**

Title: **Manager**

Address: **24 East Greenway Plaza, Suite 445 Houston TX, USA 77046**

Article 4 - Purpose

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Executed - TX SOS Name Consent.pdf

Organizer

The name and address of the organizer are set forth below.

Mark J. Pietrantone

Selman, Munson & Lerner, 1900 West Loop South, Ste. 850,

Houston, Texas 77027

Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

OR

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Mark J. Pietrantone

Signature of Organizer

FILING OFFICE COPY

ATLAS COMMODITIES, LLC
24 E. GREENWAY PLAZA, SUITE 445
HOUSTON, TEXAS 77046

April 9, 2014

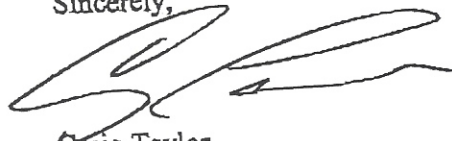
Texas Secretary of State
1019 Brazos
Austin, Texas 78701

Re: Consent to Use of Name

Ladies and Gentlemen:

Please accept this letter as Atlas Commodities, LLC's consent to the use of the name "*Atlas Commodities II Retail Energy, LLC*" by a newly-formed entity.

Sincerely,

A handwritten signature in black ink, appearing to read 'Craig Taylor', written over a horizontal line.

Craig Taylor
President