

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

Information

Docket # 09-0613

ORIGINAL

Genesis Energy International LLC

To whom it may concern,

Please use this information to complete our application process. Our application was originally sent in missing the bond requirement due to a legal case involving a change in ownership that has been resolved. A bond has been secured. We no longer need the previous submitted "Petition for Cash Collateral" consideration.

Exhibit A- New ownership records from IL Secretary of State, "Removal of Manager/Manager"

Exhibit B- Original Bond

ILLINOIS
COMMERCE COMMISSION
2010 FEB 11 A 10:55
CHIEF CLERK'S OFFICE

Exhibit A

New Ownership Records IL Secretary of State, "Removal of Manager/Member

Docket # 09-0613

Genesis Energy International LLC



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

0280945-1

CLAYTON N BRUST
1919 S HIGHLAND BLDG L STE 119
LOMBARD, IL 60148-0000

01/19/2010

RE GENESIS ENERGY INTERNATIONAL L.L.C.

DEAR SIR OR MADAM:

APPLICATION FOR AMENDMENT HAS BEEN PLACED ON FILE, AND THE LIMITED LIABILITY COMPANY CREDITED WITH THE REQUIRED FILING FEE.

SINCERELY YOURS,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY DIVISION
(217) 524-8008

JW:LLC

Form **LLC-5.25**

August 2008

Illinois
Limited Liability Company Act
Articles of Amendment

FILE #: 02809451

Secretary of State

Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-8008
www.cyberdriveillinois.com



LC0563560

This space for use by Secretary of State.

Filed: 1/19/2010

Jesse White

Secretary of State

Payment may be made by business firm check payable to Secretary of State. If check is returned for any reason this filing will be void.

Filing Fee: \$150

Approved:

JP

This space for use by Secretary of State.

1. Limited Liability Company Name: Genesis Energy International L.L.C.

2. Articles of Amendment effective on:

the file date

a later date (not to exceed 30 days after the file date)

Month, Day, Year

3. Articles of Organization are amended as follows (check applicable item(s) below):

a) Admission of a new member (give name and address below)*

b) Admission of a new manager (give name and address below)*

c) Withdrawal of a member (give name below)*

d) Withdrawal of a manager (give name below)*

e) Change in address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)

f) Change of registered agent and/or registered agent's office (give new name and address, including county below) (Address change of P.O. Box alone or c/o is unacceptable.)

g) Change in the Limited Liability Company's name (give new name below)

h) Change in date of dissolution or other events of dissolution enumerated in Item 6 of the Articles of Organization

i) Other (give information in space below)

j) Establish authority to issue series (see back; filing fee \$400)*

* Changes in members/managers may, but are not required to, be reported in an amendment to the Articles of Organization.

Additional information:

d) Brenton C. Payne is to be removed from Genesis Energy International L.L.C.

New Name of LLC (if changed): _____

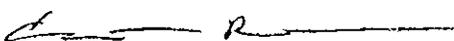
(continued on back)

LLC-5.25

- 4. This amendment was approved in accordance with Section 5-25 of the Illinois Limited Liability Company Act, and, if **adopted by the managers, was approved by not less than the minimum number of managers necessary to approve the amendment, member action not being required; or, if adopted by the members, was approved by not less than the minimum number of members necessary to approve the amendment.**

- 5. I affirm, under penalties of perjury, having authority to sign hereto, that these Articles of Amendment are to the best of my knowledge and belief, true, correct and complete.

Dated January 19th, 2010
Month/Day Year


Signature (Must comply with Section 5-45 of ILLCA.)

Clayton Brust Manager
Name and Title (type or print)

If the member or manager signing this document is a company or other entity, state Name of Company and whether it is a member or manager of the LLC.

*** The following paragraph is adopted when Item 3j is checked:**

The operating agreement provides for the establishment of one or more series. When the company has filed a Certificate of Designation for each series, which is to have limited liability pursuant to Section 37-40 of the Illinois Limited Liability Company Act, the debts, liabilities and obligations incurred, contracted for or otherwise existing with respect to a particular series shall be enforceable against the assets of such series only, and not against the assets of the Limited Liability Company generally or any other series thereof, and unless otherwise provided in the operating agreement, none of the debts, liabilities, obligations or expenses incurred, contracted for or otherwise existing with respect to this company generally or any other series thereof shall be enforceable against the assets of such series.

Exhibit B

Original Bond

Docket # 09-0613

Genesis Energy International LLC

LICENSE OR PERMIT BOND

LICENSE OR PERMIT BOND #60062444

KNOW ALL MEN BY THESE PRESENTS, That we Genesis Energy International L.L.C., 1919 S. Highland Avenue, Building C #119, Lombard, IL 60148 as Principal, and Capitol Indemnity Corporation, a Wisconsin Corporation, and authorized to do business in Illinois, as Surety, are held and firmly bound unto The People of the State of Illinois as Obligee, in the sum of Five Thousand and no/100 Dollars (\$5,000.00), for which sum, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, by these presents.

THE CONDITIONS OF THIS OBLIGATION ARE SUCH, That WHEREAS, the Principal has been or is about to be granted a license or permit to do business to operate as an ABC (Agent, Broker, or Consultant) under 220 ILCS 5/16-115C and is required to execute this bond under 83 Illinois Administrative Code Part 454.80 by the Obligee.

Now, Therefore, if the Principal fully and faithfully perform all duties and obligations of the Principal as an ABC, then this obligation to be void; otherwise to remain in full force and effect.

This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to 527 East Capitol Avenue, Springfield, Illinois 62701, of the aforesaid State of Illinois, by certified mail.

Dated this 26th day of January, 2010.

Principal Genesis Energy International L.L.C.

By: Clayton Blast Owner
(Name & Title)

Surety: Capitol Indemnity Corporation

By: Annette J. Albach
Annette J. Albach
Attorney-in-Fact

CAPITOL INDEMNITY CORPORATION
POWER OF ATTORNEY

60062444

KNOW ALL MEN BY THESE PRESENTS, That the CAPITOL INDEMNITY CORPORATION, a corporation of the State of Wisconsin, having its principal offices in the City of Middleton, Wisconsin, does make, constitute and appoint

-----ANNETTE J ALBACH; BARBARA L MACK; STEPHANIE E SHETLER-----

its true and lawful Attorney(s)-in-fact, to make, execute, seal and deliver for and on its behalf, as surety, and as its act and deed, any and all bonds, undertakings and contracts of suretyship, provided that no bond or undertaking or contract of suretyship executed under this authority shall exceed in amount the sum of

----- ALL WRITTEN INSTRUMENTS IN AN AMOUNT NOT TO EXCEED: \$3,000,000.00-----

This Power of Attorney is granted and is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of CAPITOL INDEMNITY CORPORATION at a meeting duly called and held on the 15th day of May, 2002.

"RESOLVED, that the President, Executive Vice President, Vice President, Secretary or Treasurer, acting individually or otherwise, be and they hereby are granted the power and authorization to appoint by a Power of Attorney for the purposes only of executing and attesting bonds and undertakings, and other writings obligatory in the nature thereof, one or more resident vice-presidents, assistant secretaries and attorney(s)-in-fact, each appointee to have the powers and duties usual to such offices to the business of this company; the signature of such officers and seal of the Company may be affixed to any such power of attorney or to any certificate relating thereto by facsimile, and any such power of attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company, and any such power so executed and certified by facsimile signatures and facsimile seal shall be valid and binding upon the Company in the future with respect to any bond or undertaking or other writing obligatory in the nature thereof to which it is attached. Any such appointment may be revoked, for cause, or without cause, by any of said officers, at any time."

IN WITNESS WHEREOF, the CAPITOL INDEMNITY CORPORATION has caused these presents to be signed by its officer undersigned and its corporate seal to be hereto affixed duly attested, this 1st day of January, 2007.

Attest:

CAPITOL INDEMNITY CORPORATION

David F. Pauly

David F. Pauly
Chairman & CEO



James J. McIntyre

James J. McIntyre
President & COO

STATE OF WISCONSIN } S.S.:
COUNTY OF DANE

On the 1st day of January, 2007 before me personally came James J. McIntyre, to me known, who being by me duly sworn, did depose and say: that he resides in the County of Dane, State of Wisconsin; that he is President of CAPITOL INDEMNITY CORPORATION, the corporation described in and which executed the above instrument; that he knows the seal of the said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation and that he signed his name thereto by like order.



Daniel W. Krueger

Daniel W. Krueger
Notary Public, Dane Co., WI
My Commission Is Permanent

STATE OF WISCONSIN } S.S.:
COUNTY OF DANE

I, the undersigned, duly elected to the office stated below, now the incumbent in CAPITOL INDEMNITY CORPORATION, a Wisconsin Corporation, authorized to make this certificate, DO HEREBY CERTIFY that the foregoing attached Power of Attorney remains in full force and has not been revoked; and furthermore, that the Resolution of the Board of Directors, set forth in the Power of Attorney is now in force.

Signed and sealed at the City of Middleton, State of Wisconsin this 26th day of January, 2007



Alan S. Ogilvie

Alan S. Ogilvie
Secretary

THIS DOCUMENT IS NOT VALID UNLESS PRINTED ON GRAY SHADED BACKGROUND WITH A RED SERIAL NUMBER IN THE UPPER RIGHT HAND CORNER. IF YOU HAVE ANY QUESTIONS CONCERNING THE AUTHENTICITY OF THIS DOCUMENT CALL 800-475-4450.