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Document Number

C T CORPORATION SYSTEM

Requestor's Name
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Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

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*****70.00 *****70.00

CORPORATION(S) NAME

Active Power, Inc.

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DIVISION OF CORPORATIONS
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- NonProfit
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THANKS.
LAURA EARNEST

3K 8/2

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1. Active Power, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

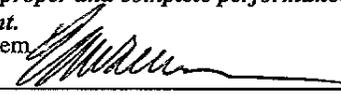
4. March 29, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 29, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 11525 Stonehollow Drive, Suite 110
Austin, Texas 78758
(Current mailing address)

8. Design, manufacture and sell electrical power products.
(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 or Mail Drop Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.
C T Corporation System 
(Registered agent's signature) EA Wallace
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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)
FL019 - 9/2/99 C T System Online

STATE OF FLORIDA
DIVISION OF CORPORATIONS
00 AUG -2 PM 1:29

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Please see attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Please see attached.

Address: _____

Vice President: _____

Address: _____

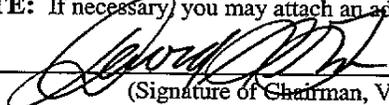
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David S. Gino, VP of Finance and Chief Financial Officer
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Directors:

Name	Business Address
Eric L. Jones Chairman of the Board of Directors	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Richard E. Anderson	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Rodney S. Bond	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Lindsay R. Jones	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Jan H. Lindelow	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Terrence L. Rock	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758

Officers:

Name/Title	Business Address
Joseph F. Pinkerton, III President and Chief Executive Officer	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Mark Ascolese Senior Vice President	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
David S. Gino Vice President of Finance and Chief Financial Officer	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
James A. Balthazar Vice President of Marketing	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
William E. Ott, II Vice President of Sales and Service	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
Daniel R. Brent Vice President of Manufacturing	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
David B. Clifton Vice President of Advanced Development	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758
William C. Kainer Vice President of Business Development	11525 Stonehollow Drive, Suite 110 Austin, Texas 78750
Travis R. Williams Vice President of Engineering	11525 Stonehollow Drive, Suite 110 Austin, Texas 78758

State of Delaware
Office of the Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACTIVE POWER, 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 THIRTY-FIRST DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0591764

07-31-00