

FI7000001256

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

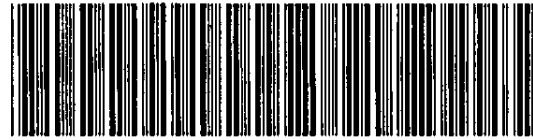
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600296047376

03/01/17--01016--005 \*\*78.75

FILED  
17 MAR 15 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. SCOTT  
MAR 17 2017



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 2, 2017

BRIAN PHILLIPS  
150 A STREET, SUITE 103  
NEEDHAM, MA 02494

SUBJECT: BIGBELLY SOLAR, INC.  
Ref. Number: W17000018137

TALLAHASSEE, FLORIDA  
2017 MAR 15 PM 3:43

We have received your document for BIGBELLY SOLAR, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Dionne M Scott  
Regulatory Specialist II

Letter Number: 417A00004073

FILED  
17 MAR 15 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** BigBelly Solar, Inc.

\_\_\_\_\_  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Brian Phillips

\_\_\_\_\_  
Name of Person

BigBelly Solar, Inc.

\_\_\_\_\_  
Firm/Company

150 A Street, Suite 103

\_\_\_\_\_  
Address

Needham, MA 02494

\_\_\_\_\_  
City/State and Zip code

contracts@bigbelly.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jordan Keglovits, Contracts Administrator      617      207-8622

\_\_\_\_\_  
Name of Person      Area Code      Daytime Telephone Number

**FILED**  
**17 MAR 15 PM 12:55**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

1. BigBelly Solar, 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. 33-1056366
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/02/2003 5.
(Date of incorporation) (Date of duration, if other than 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. 150 A Street, Suite 103, Needham, MA 02494
(Principal office address)

(Current mailing address, if different)

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

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

FILED
MAR 15 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. 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.

Sylvia M. Buxbaum
(Registered agent's signature)
Sylvia M. Buxbaum Authorized Representative

10. 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.

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

**A. DIRECTORS**

Chairman: JAMES POSS  
Address: 150 A St.#103, NEEDHAM, MA 02494 USA

Vice Chairman: MITCH TYSON  
Address: 20 BURROUGHS RD LEXINGTON, MA 02420 USA

Director: BRIAN BAREFOOT  
Address: 270 COCONUT PALM RD VERO BEACH, FL 32964 USA

Director: JIM HUNT  
Address: 27 PIERCE DORCHESTER, MA 02122 USA

**B. OFFICERS**

President: Brian Phillips  
Address: 150 A Street, Suite 103  
Needham, MA 02494

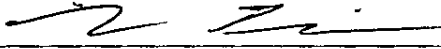
Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

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

Treasurer: Jack Kutner  
Address: 150 A Street , Suite 103, Needham, MA 02494

FILED  
17 MAR 15 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

12.   
Signature of Director or Officer Brian Phillips, President & CEO

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. CEO + President, Brian Phillips.  
(Typed or printed name and capacity of person signing application)

# Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "BIG BELLY SOLAR, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE SECOND DAY OF APRIL, A.D. 2003, AT 4 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2004, AT 1:41 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE SECOND DAY OF AUGUST, A.D. 2005, AT 12:31 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE SIXTEENTH DAY OF FEBRUARY, A.D. 2007, AT 3:59 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "SEAHORSE POWER COMPANY" TO "BIG BELLY SOLAR, INC.", FILED THE FIFTH DAY OF MAY, A.D. 2009, AT 2:01 O`CLOCK P.M.

FILED  
17 MAR 15 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Jeffrey W. Bullock, Secretary of State

3643498 8310

SR# 20171255897

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202097719

Date: 02-24-17