

# F98000000776

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Competitive Resources, 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", 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:

Lawrence S. Richardson

(Name of Person)

Competitive Resources, Inc.

(Firm/Company)

823 Veranda Place

(Address)

Celebration, FL 34747

(City/State/Zip)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 AM 9:00

Should you need to call someone concerning this matter, please call:

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Lawrence S. Richardson

at (407) 566-8330

(Name of Person)

(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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

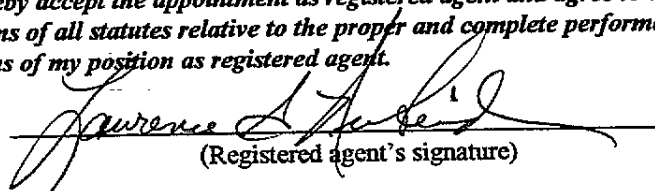
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Competitive Resources 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. 77-045-7680  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 24, 1997 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. February 15, 1998  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 823 Veranda Place  
Celebration, FL 34747  
(Current mailing address)
8. Energy Conservation  
(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: Lawrence S. Richardson  
823 Veranda Place  
Office Address: Celabration, FL 34747, Florida, 34747  
(Zip code)

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**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.*

  
(Registered agent's signature)

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)

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

Chairman: Robert C. Kemper

Address: 11811 Ojai-Santa Paula Rd. Ojai, CA 93023

Director: John Anders

Address: 775b Manchester Rd. Glastonbury CT. 06033

Director: Doug Cahill

Address: 2291 Hebron Ave. Glastonbury, CT. 06033

Director: Lawrence S. Richardson

Address: 823 Veranda Place Celebration, FL 34747

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

President: Robert G. Kemper

Address: 11811 Ojai-Santa Paula Rd.  
Ojai, CA 93023

Vice President: John Anders

Address: 775 Manchester Rd.  
Glastonbury, CT. 06033

Secretary: Doug Cahill

Address: 2291 Hebron Ave.  
Glastonbury, CT 06033

Treasurer: Lawrence S. Richardson

Address: 823 Veranda Place  
Celebration, FL 34747

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

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

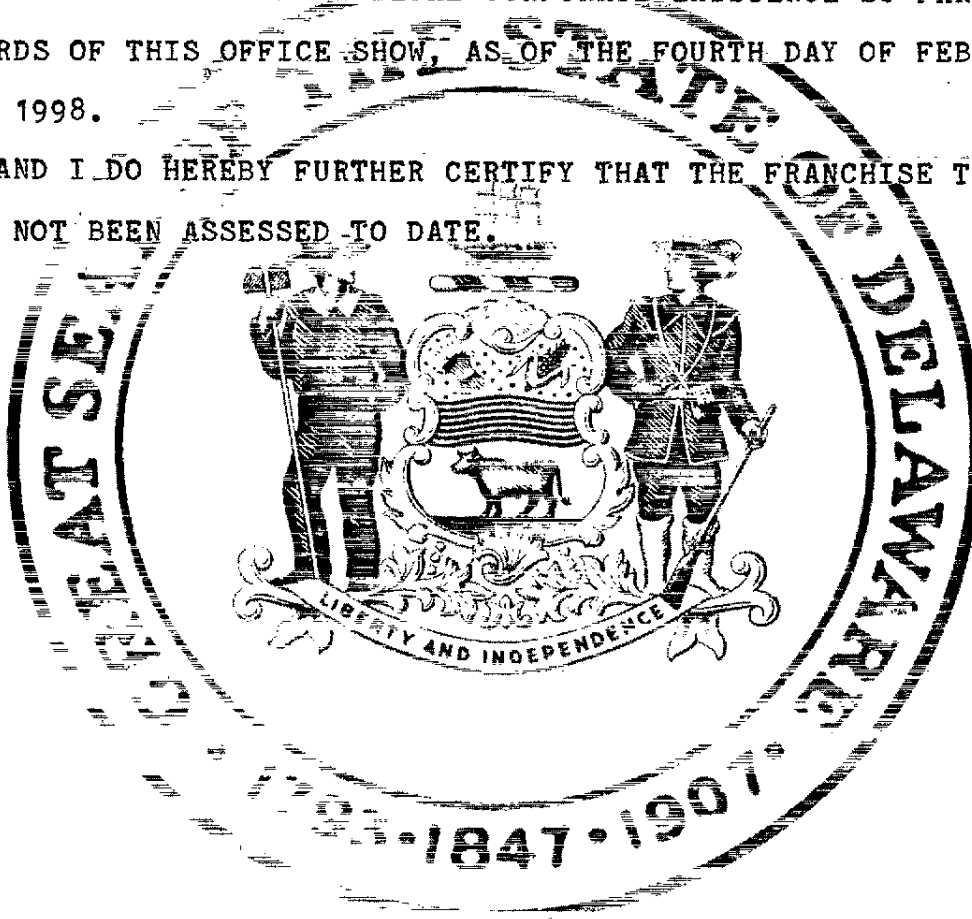
14. Lawrence S. Richardson Treasurer

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

*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPETITIVE RESOURCES 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 FOURTH DAY OF FEBRUARY, A.D. 1998.

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



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 AM 9:00



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8902247

DATE:

02-04-98