

CT CORPORATION SYSTEM

FO1000003654

CORPORATION(S) NAME

Teledyne Energy Systems, Inc.

FILED
JUL 11 PM 1:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

5

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

7/11/01

Order#: 4652300

BK

Ref#: _____

000004469550--0

Amount: \$ -07/11/01--01060--008
*****70.00 *****70.00

RECEIVED
JUL 11 PM 12:21
DIVISION OF CORPORATION

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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**

01 JUL 11 11 PM 1:46
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DEPT. OF STATE
TALLAHASSEE, FLORIDA

1. Teledyne Energy Systems, 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

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. July 9, 2001

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification to transact business

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

7. 10707 Gilroy Road, Hunt Valley, MD 21031

(Current mailing address)

8. Research, development, and manufacturing of fuel cells and energy systems.

(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

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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)**

FL019 - 9/2/99 C T System Online

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

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. Melanie S. Cibik

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

14. Melanie S. CibikVice President and Assistant Secretary
(Typed or printed name and capacity of person signing application)FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**Attachment to
Application by Foreign Corporation for Authorization to Transact
Business in Florida**

Teledyne Energy Systems, Inc.

FILED
01 JUL 11 PM 1:46
SECRETARY OF STATE
ALBUQUERQUE, FLORIDA

Directors:

10707 Gilroy Road, Hunt Valley, MD 21031

Robert Mehrabian

Janice L. Hess

Melanie S. Cibik

Jason VanWees

Officers:

10707 Gilroy Road, Hunt Valley, MD 21031

Robert Mehrabian	Chairman of the Board and Chief Executive Officer
Rhett Ross	President
Robert J. Naglieri	Sr. Vice President and Chief Financial Officer
John T. Kuelbs	Sr. Vice President, General Counsel and Secretary
Melanie S. Cibik	Vice President and Assistant Secretary
Robyn E. Choi	Vice President-Administration and Assistant Secretary
Janice L. Hess	Vice President-Finance
Shelley D. Green	Treasurer
Caleb B. Standafer	Assistant Treasurer-Taxation
Robert McGregor	Controller
Brian A. Levan	Assistant Controller

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELEDYNE ENERGY SYSTEMS, 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 TENTH DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TELEDYNE ENERGY SYSTEMS, INC." WAS INCORPORATED ON THE NINTH DAY OF JULY, A.D. 2001.

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

FILED
JUL 11 11:46 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1235118

3407392 8300

010331895

DATE: 07-10-01