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DIVISION OF CORPORATION

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## FOREIGN PROFIT QUALIFICATION

ENERGY ANSWERS CORPORATION OF PUERTO RICO

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

**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. ENERGY ANSWERS CORPORATION OF PUERTO RICO  
(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. Puerto Rico  
(State or country under the law of which it is incorporated)
3. 66-0546939  
(FEI number, if applicable)
4. May 2, 1997  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 AND 817.155, F.S.)
7. Villas de San Francisco Plaza, 87 De Diego Avenue, Suite 114, San Juan, Puerto Rico 00927  
(Principal office address)
- Same as above  
(Current mailing address)
8. Transacting any and all lawful business permitted under the laws of the State of Florida  
(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: Peninsula Registered Agents, Inc.  
Office Address: 200 S. Biscayne Blvd. - 43<sup>rd</sup> Floor  
Miami, Florida, Florida, 33131  
(Zip Code)
10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process of 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.*

Peninsula Registered Agents, Inc.,

By: Debra Palmisano  
(Registered agent's signature)  
Debra Palmisano, Legal Assistant

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.

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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)

Director: Patrick F. Mahoney

Address: Villas De San Francisco Plaza, 87 Ave. De Diego, Suite 114, San Juan, PR 00927

Director: Gordon L. Sutin

Address: 79 N. Pearl Street, Albany, NY 12207

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

President: Patrick F. Mahoney

Address: Same as above

Vice President/Asst. Secy/Asst. Treas: Marv Ann Mahoney

Address: Villas De San Francisco Plaza, 87 Ave. De Diego, Suite 114, San Juan, PR 00927

Secretary: William H. Ralston

Address: 79 N. Pearl Street, Albany, NY 12207

Treasurer: Gavle J. Henderson

Address: 79 N. Pearl Street, Albany, NY 12207

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. William H. Ralston, Secretary

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

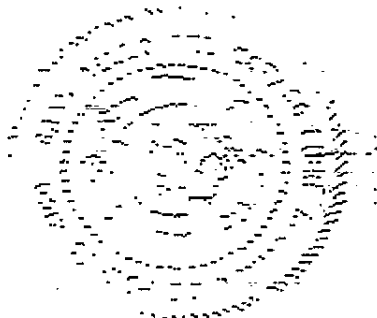
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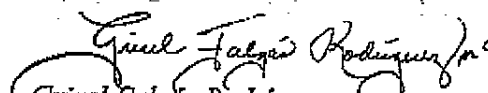
**COMMONWEALTH OF PUERTO RICO  
DEPARTMENT OF STATE  
SAN JUAN, PUERTO RICO**

**I, GRICEL FALGAS RODRIGUEZ**, Assistant Director of the Register of Corporations of the Department of State of the Commonwealth of Puerto Rico,

**CERTIFY:** That, pursuant to the provisions of the Article 15.01 of the General Corporation Law of 1995, "**ENERGY ANSWERS CORPORATION OF PUERTO RICO**", file 97,389, a a profit corporation, organized under the laws of Puerto Rico, has complied with the filing of Annual Reports; therefore, it is in good standing.




**IN WITNESS WHEREOF**, I sign the present and cause to be affixed on it the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, today, April twenty-second of the year two thousand and two.

  
Grisel Falgas Rodriguez  
Assistant Director  
Register of Corporations

GFR/rdrq  
2002001054  
\$10.00

**Certification of the Annual Reports Officer**  
I hereby certify that I have read and revised the aforementioned corporate record and that it complies with Chapter XV, Article 15.01 of the General Corporations Law.

  
Date

  
Annual Reports Officer