

F04000004948

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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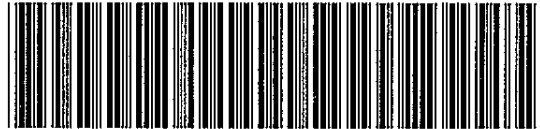
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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800039655088

08/AUG/04--U1016--004 **78.75

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04 AUG 30 PM 12:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 AUG -9 AM 11:28

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Stuart Energy Systems Corporation
(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:

Trevor Van Daele, Manager Sales Support; Bill Crilly, Director Sales
(Name of Person)

Stuart Energy Systems Corporation
(Firm/Company)

5101 Orbitor Drive
(Address)

Mississauga, Ontario, Canada, L4W 4V1
(City/State and Zip code)

For further information concerning this matter, please call:

Trevor Van Daele at (905) 282.7700 ext 7745 or 905.282.7745
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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

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SECRETARY OF STATE
TALLAHASSEE, FL

905 282-7731
RUB CAMPBELL
905-282-2827731

416-
841-
9064

~~MAILED~~
~~RECEIVED~~

MAILED
WINDOVER



5101 Orbitor Drive
Mississauga Ontario
Canada L4W 4V1
tel: 905.282.7700
fax: 905.282.7777
www.stuartenergy.com

faxtransmission

date: August 30, 2004 fax: 850-410-1015 pages 4
to: Buck Kohr company: Florida Department of State
from: Marion Windover

message:

Hi Buck, I have attached the Authorization to Transact Business in Florida. I have also advised Jeffrey Neel that he is authorized to deal directly to you -- this will enable you to get an original copy, should you wish to do so.

As discussed, please send the acknowledgement directly to Stuart's offices. Let me know if you require any further information and/or documentation.

Thanks for all your help,

Marion Windover
Sales Administrator
905-282-7786

This fax is confidential and may also be privileged. If you are not the intended recipient, please notify us by telephone and either return the fax or destroy it. If you are not the intended recipient, any use by you of this fax is strictly prohibited.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08/30/2004 11:19 416-621-8976
AUG. 30. 2004 12:01PM CORP SERVICE COMP

STUART ENERGY

PAGE 02
NO. 5302 P. 1



CORPORATION SERVICE COMPANY™

CSC - WILMINGTON
Suite 400
2711 Centerville Road
Wilmington DE 19808
800-927-9800
302-636-5454

FAX COVER SHEET

DATE: August 30, 2004

TO: Ms. Marion Windover

LAW FIRM/COMPANY: Stuart Energy Systems Inc.

FAX NO.: 905-282-7777

FROM: Jeffrey Neel/gab

TOTAL PAGES: (including cover sheet)

If you do not receive all pages, please call.

Re: STUART ENERGY SYSTEMS CORPORATION
Client Ref#: NOT PROVIDED
Our Order#: 867357-005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 11, 2004

TREVOR VAN DAELE
STUART ENERGY SYSTEMS CORPORATION
5101 ORBITOR DRIVE, MISSISSAUGA, ONTARIO
CANADA L4W 4V1,

SUBJECT: STUART ENERGY SYSTEMS CORPORATION
Ref. Number: W04000030548

NICOLE BARBER DEP
245-2004

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

Please note that we have RETAINED your \$78.75 payment.

The corporation must have a FLORIDA REGISTERED AGENT. The agent must have a Florida street address, and the agent must sign the acceptance statement in Item 10.

Also, in addition to the application, you must submit CERTIFICATE OF STATUS from Canada dated within the past 90 days. This certificate states that your corporation remains in active existence.

On page 2 of the application, you'll need to provide street addresses for the individuals. Would the "Orbitor Drive" address serve for all the officers and directors in Canada?

Also, please note that I am sending you a copy of your application, and that I have retained the document you sent with Mr. MacEwen's original signature.

Please call me at my direct number below if you have any questions.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 804A00049685

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04 AUG 30 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Stuart Energy Systems Corporation
(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. Canada 3. 98-0421671
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 25, 1948 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. unknown
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 5101 Orbitor Drive, Mississauga, Ontario, Canada, L4W 4V1
(Principal office address)
- 5101 Orbitor Drive, Mississauga, Ontario, Canada, L4W 4V1
(Current mailing address)
8. Design and Manufacture of Electrolytic Hydrogen Generation Equipment and Auxiliary Components
(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 NOT acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.



Jeffrey Neel, Authorized Representative of
(Registered agent's signature) Corporation Service Company

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dr. Hugo Vandeborre

Address: Kasterlee, Belgium

Vice Chairman: Andrew Stuart

Address: Toronto, Ontario

Canada

Director: Peter C. Johnson

Address: London, Ontario

Canada

Director: Robert Torokvei

Address: Toronto, Ontario

Canada

B. OFFICERS

President: Jon Slangerup

Address: Toronto, Ontario

Canada

COO
Vice President: Peter Wressell

Address: Glen Williams, Ontario

Canada

Secretary: Randall MacEwan

Address: Richmond Hill, Ontario, Canada

Treasurer: George Kempff

Address: Toronto, Ontario, Canada

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. R. RANDALL MAC EWEN, V.P. CORPORATE DEVELOPMENT

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



Industry Canada

Industrie Canada

CERTIFICATE OF COMPLIANCE
s. 263.1 (1)(a)(b)

CERTIFICAT DE CONFORMITÉ
art. 263.1 (1)(a)(b)

STUART ENERGY SYSTEMS CORPORATION

379325-7

Name of corporation-Dénomination sociale

Corporation number-Numéro de la société

I HEREBY CERTIFY that the corporation named above is incorporated or continued under the *Canada Business Corporations Act*, is not discontinued and has not been dissolved under that Act.

JE CERTIFIE, par les présentes, que la société ci-dessus mentionnée est constituée ou prorogée en vertu de la *Loi canadienne sur les sociétés par actions*, qu'elle n'a pas changé de régime et qu'elle n'a pas été dissoute en vertu de cette Loi.

This corporation has sent to the Director the required Annual Returns and has paid all fees required under the Act.

Cette société a remis au directeur les rapports annuels prescrits et acquitté les droits requis par la Loi.

Deputy Director - Directeur adjoint

August 3, 2004 / le 3 août 2004

Issuance date - Date d'émission