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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kelly Drake 82959

FOREIGN PROFIT/NONPROFIT CORPORATION

GridPoint, Inc.

Certificate of Status	0
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T. Burch DEC 17 2007

**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. GridPoint, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3.

(FEI number, if applicable)

4. 11/06/2003

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "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. 2020 K Street, NW Suite 550 Washington, DC 20006

(Principal office address)

2020 K Street, NW Suite 550 Washington, DC 2006

(Current mailing address)

8. We sell, install energy efficient products.

(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

(City)

, Florida **32301**

(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.

Corporation Service Company

By: William M. Edrington

(Registered agent's signature)

William M. Edrington, Authorized Representative

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached Exhibit A.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached Exhibit B.

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. _____

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

14. Karl Lewis, COO

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

GRIDPOINT®

Board of Directors

J. Roderick Heller, III
Chairman
c/o GridPoint, Inc
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Peter L. Corsell
GridPoint, Inc
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Larry M. Kelleman
c/o GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

David W. Mohler
c/o GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Joseph M. Perta
c/o GridPoint, Inc
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Paul J. Powers
c/o GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

George P. Stamas
c/o GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Eric C. Taubenheim
c/o GridPoint, Inc
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Jacob J. Woronklein
c/o GridPoint, Inc
2801 Clarendon Blvd, Suite 100
Arlington, VA 22201

GRIDPOINT®

Executive Officers

Peter L. Correll
President & Chief Executive Officer
GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Alexei J. Cowett
Executive Vice President
& Secretary
GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Karl Lewis
Executive Vice President
& Chief Operating Officer
GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Louis Szabliya
Executive Vice President
GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Dale Bowen
Treasurer
GridPoint, Inc.
2801 Clarendon Boulevard, Suite 100
Arlington, Virginia 22201

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRIDPOINT, 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 TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2007.

FILED

2007 DEC 14 PM 4: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6031003

DATE: 09-26-07