

**F08000004808**

**Florida Department of State**  
**Division of Corporations**  
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**To:**

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

**From:**

Account Name : C T CORPORATION SYSTEM  
 Account Number : FCA000000023  
 Phone : (850) 222-1092  
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SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

08 NOV -6 AM 11:30

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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**Ice Energy, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	05
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DIVISION OF CORPORATIONS

08 NOV -6 PM 1:29

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**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. **Ice Energy, Inc.**

(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. **Colorado**

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

3. **20-3555956**

(FEI number, if applicable)

4. **11/07/2002**

(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. **9351 Eastman Park Drive, Unit B, Windsor, CO 80550**

(Principal office address)

**9351 Eastman Park Drive, Unit B, Windsor, CO 80550**

(Current mailing address)

8. **Any lawful activity**

(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: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

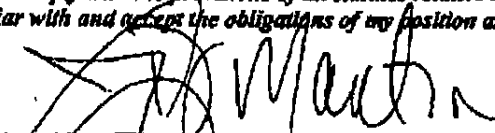
**Plantation**, Florida **33324**

(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.*



(Registered agent's signature)

James Martin  
Assistant Secretary

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 business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Joseph T. Gorman

Address: 3201 Enterprise Parkway, Suite 410, Beachwood, OH 44122

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Bernays Barclay

Address: 237 Park Avenue, New York, NY 10017

Director: John Breckenridge

Address: 277 Park Ave, 29th Floor, Suite B, New York, NY 10172

**B. OFFICERS**

President: Frank R. Ramirez, CEO

Address: 9351 Eastman Park Drive, Unit B, Windsor, CO 80550

Vice President: Gregory W. Tropas

Address: 9351 Eastman Park Drive, Unit B, Windsor, CO 80550

Secretary: Randolph W. Zwetzig

Address: 9351 Eastman Park Drive, Unit B, Windsor, CO 80550

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. Frank R. Ramirez, CEO & Board Member

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

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TALLAHASSEE, FLORIDA

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**Ice Energy, Inc.  
Officers and Board Members**

Name	Office Address		
	Address	City	State Zip
<b>Item 12, A. Directors, Continued</b>			
Thomas Cain	600 Anton Blvd, Suite 1010	Costa Mesa	CA 92626
Victor Fazio	1333 New Hampshire Avenue, NW	Washington	DC 20036
Michael Feldman	85 Broad Street	New York	NY 10004
Joseph Gorman	3201 Enterprise Parkway, Suite 410	Beachwood	OH 44122
Steve Herman	51 John F. Kennedy Parkway, Suite 200	Short Hills	NJ 07078
Frank Higgins	1000 Second Avenue, Suite 1200	Seattle	WA 98040
Peter Labbat	51 John F. Kennedy Parkway, Suite 200	Short Hills	NJ 07078
Frank Ramirez	9351 Eastman Park Dr., Unit B	Windsor	CO 80550

<b>Item 12, B. Officers, Continued</b>			
Brian Parsonnet	VP/CTO	9351 Eastman Park Dr., Unit B	Windsor CO 80550
David Schwarzbach	SVP/Finance	9351 Eastman Park Dr., Unit B	Windsor CO 80550
Milton Stockmyer	VP/Controller	9351 Eastman Park Dr., Unit B	Windsor CO 80550

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OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE**

I, Mike Coffman, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

**ICE ENERGY, INC.**

is a Corporation formed or registered on 11/07/2002 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20021309048.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/31/2008 that have been posted, and by documents delivered to this office electronically through 11/05/2008 @ 16:50:36.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 11/05/2008 @ 16:50:36 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7220495.



*Mike Coffman*

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

*Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/01/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."*

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