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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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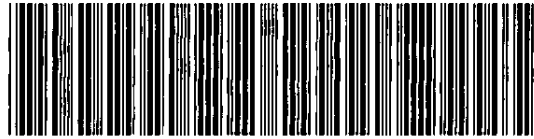
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VH

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** TESLA MOTORS, INC.  
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:

CRAIG HARDING

Name of Person

TESLA MOTORS, INC.

Firm/Company

ONE CIRCLE STAR WAY

Address

SAN CARLOS, CA 94070

City/State and Zip code

craig@teslamotors.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Zack Smoll

Name of Person

at ( 650 ) 701-2638

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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

2 Certificates of  
status please.



June 19, 2009

**ATTN: VALERIE HERRING**  
Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

*Re: Expedited Registration- Foreign Corporation Transact Business in Florida*

Dear Ms. Herring,

I have enclosed TESLA MOTORS' application for the right to conduct business in Florida. Thanks again for being so pleasant and helpful on the phone, and for allowing me to send this to you directly. It is always assuring to have a consistent point of contact. If you have any questions or updates regarding this application please do not hesitate to call me directly.

I have included a return envelope for expedited shipping and a check for \$87.50. We would like to request 2 Certificates of Status if that is possible. Thanks again for all of your help Ms. Herring.

Best Regards,

A handwritten signature in black ink, appearing to read 'Zack Smoll', written in a cursive style.

Zack Smoll  
[zsmoll@teslamotors.com](mailto:zsmoll@teslamotors.com)  
Ph# 650-701-2638

**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. TESLA MOTORS, 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. DELAWARE 3. 91 - 2197729  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JULY 01, 2003 5. PERPETUAL  
(Date of incorporation) (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. ONE CIRCLE STAR WAY, SAN CARLOS, CA 94070  
(Principal office address)

ONE CIRCLE STAR WAY, SAN CARLOS, CA 94070  
(Current mailing address)

8. Tesla Motors wishes to sell/service all electric Tesla Motors vehicles with zero emission  
(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: CRAIG HARDING  
90 GREG KOURI


Office Address: 6410 N. BAY RD.  
MIAMI BEACH, Florida 33141  
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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AND  
FILED

**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)

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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AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

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

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: ELON MUSK (Chief Executive Officer)

Address: One Circle Star Way / San Carlos, CA / 94070  
\_\_\_\_\_

Vice President: \_\_\_\_\_

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

Secretary: CRAIG W. HARDING (Secretary & General Counsel)

Address: One Circle Star Way / San Carlos, CA / 94070  
\_\_\_\_\_

Treasurer: DEEPAK AHUJA (Chief Financial Officer)

Address: One Circle Star Way / San Carlos, CA / 94070  
\_\_\_\_\_

**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. \_\_\_\_\_

CRAIG W. HARDING (Secretary & General Counsel)

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

Jun. 23. 2009 12:52PM

No. 378 PPHRY2  
AND  
FILED

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# Delaware

PAGE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TESLA MOTORS, 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 TWENTIETH DAY OF MARCH, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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090287987

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7199985

DATE: 03-20-09

# Delaware

PAGE 1

*The First State*

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APPROVED  
AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7386335

DATE: 06-26-09