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Florida Department of State
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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FOREIGN PROFIT/NONPROFIT CORPORATION

Total Energy Resource, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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November 15, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: TOTAL ENERGY RESOURCE, INC.
REF: W10000053416

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Valerie Herring
Regulatory Specialist II
New Filing Section

FAX Aud. #: H10000246436
Letter Number: 710A00026731

**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. Total Energy Resource, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ins.," "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. 80-0631297

(FEI number, if applicable)

4. June 9, 2010

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. October 26, 2010

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 150 East Boca Raton Road, Boca Raton, FL 33432

(Principal office address)

150 East Boca Raton Road, Boca Raton, FL 33432

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the Fla. Business Corporation Act,
(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: Matthew Wallach

Office Address: C/O Total Energy Resource, Inc. 150 East Boca Raton Road

Boca Raton, Florida 33432
(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.

By: 

(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael DeCosimo

Address: C/O Total Energy Resources, Inc.

150 East Boca Raton Road, Boca Raton, Florida 33432

Director: David Bowlby

Address: C/O Total Energy Resources, Inc.

150 East Boca Raton Road, Boca Raton, Florida 33432

B. OFFICERS

President: Michael DeCosimo, Chief Executive Officer

Address: C/O Total Energy Resources, Inc.

Vice President: David Bowlby

Address: 150 East Boca Raton Road

Boca Raton, Florida 33432

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. MATTHEW WALLACE, Director

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

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Directors Continued

Daniel Stubbs

Address c/o

**Total Energy Resource, Inc.
150 East Boca Raton Road
Boca Raton, Florida 33432**

Matthew Wallach

**Total Energy Resource, Inc.
150 East Boca Raton Road
Boca Raton, Florida 33432**

Officers Continued

, Daniel Stubbs II Senior Vice President Construction & Development

**Total Energy Resource, Inc.
Boca Raton, Florida 33432**

Matthew Wallach Chief Financial Officer

**Total Energy Resource, Inc.
150 East Boca Raton Road
Boca Raton, Florida 33432**

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOTAL ENERGY RESOURCE, 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 ELEVENTH DAY OF NOVEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AUTHENTICATION: 8346704

DATE: 11-11-10




Jeffrey W. Bullock, Secretary of State