

6/27/2014 10:00:00 From To: 85 617 6381

Division of Corporations

F14000002801

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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

**\*RE-SUBMIT\***

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

Please retain original file  
date of submission 6/26

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

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

FOREIGN PROFIT/NONPROFIT CORPORATION  
NORESKO, INC.

Certificate of Status	0
Certified Copy	0
Page Count	087
Estimated Charge	\$70.00

14 JUN 26 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

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# NORESCO

One Research Drive | Suite 400C | Westborough, MA | 01581  
Tel. 508.614.1000 | Fax 508.898.9399 | [www.noresco.com](http://www.noresco.com)

Secretary of State  
State of Florida  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

NORESCO, LLC, a limited liability company organized and existing under and by virtue of the laws of the State of Delaware, hereby consents to the incorporation in Florida of a corporation having the name NORESKO, Inc.

In WITNESS WHEREOF, said NORESKO, LLC has caused these presents to be executed in its company name by its Executive Vice President, thereunto duly authorized, and its corporate seal to be hereunto affixed, this 27th day of June, 2014.

By: 

David G. Mannherz  
Executive Vice President

(CORPORATE SEAL)

Attest: 

Adam M. Nee

Corporate Secretary

### COVER LETTER

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

**SUBJECT:** NORESKO, 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," or "Certificate of Good Standing" 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:

KRIS JESTER

Name of Person

NORESKO, INC.

Firm/Company

1 RESEARCH DRIVE, SUITE 400C

Address

WESTBOROUGH, MA 01581

City/State and Zip code

kjester@noresko.com

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

For further information concerning this matter, please call:

Kris Jester

at ( 508 ) 614-1047

Name of Person

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

6/27/2014 10:00:08 From: To: 8506176381

( 2/7 )

850-617-6381 6/27/2014 9:51:03 AM PAGE 1/001 Fax Server



June 27, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: NORESKO, INC.  
REF: W14000040106

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

If you have any further questions concerning your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H14000154101  
Letter Number: 614A00014010

**\*RE-SUBMIT\***

Please retain original filing  
date of submission 6/26

# 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. NORESCO, 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

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

3. 043584886

(FBI number, if applicable)

4. DECEMBER 11, 2001

(Date of incorporation)

5. Perpetual

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

6. UPON REGISTRATION

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

7. 1 Research Drive, Suite 400C, Westborough, MA 01581

(Principal office address)

same

(Current mailing address)

8. Energy Performance Contracting and Energy Consulting Services

(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

(City)

Florida

33324

(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.

CT Corporation System

**Tammy Tofteroo**  
**Vice President**

(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 JUN 26 PM 1:39

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AND  
FILED

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A. DIRECTORS**

Chairman: NEIL PETCHERS

Address: 5 RESEARCH DRIVE, SHELTON, CT

Vice Chairman: DAVID G. MANNHERZ

Address: 1 RESEARCH DRIVE, SUITE 400C, WESTBOROUGH, MA 01581

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

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

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

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

**B. OFFICERS**

President: NEIL PETCHERS

Address: 5 RESEARCH DRIVE, SHELTON, CT

Vice President: DAVID G. MANNHERZ

Address: 1 RESEARCH DRIVE, SUITE 400C, WESTBOROUGH, MA 01581

Secretary: ADAM M. NEE

Address: 1 RESEARCH DRIVE, SUITE 400C, WESTBOROUGH, MA 01581

Treasurer: DAVID G. MANNHERZ

Address: 1 RESEARCH DRIVE, SUITE 400C, WESTBOROUGH, MA 01581

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

13. \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. David G. Mannherz, Executive Vice President

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

6/27/2014 10:00:08 From: To: 8506176381

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# Delaware

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "NORESKO, 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-FIFTH DAY OF JUNE, A.D. 2014.

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.

3466897 8300

140883610

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: 1486204

DATE: 06-25-14