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**F99000004409**

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092  
City State Zip Phone

800002969768--9  
-08/25/99-01055-010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**CORPORATION(S) NAME**

GPU Generation Services, LLC, Inc.

- ☒ Profit  
☐ NonProfit  
☒ Foreign  
☐ LLC  
☐ Limited Partnership  
☐ Reinstatement  
☐ Certified Copy  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out
- ☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call if Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
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☐ Fic. Name  
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☐ After 30  
☒ Pick Up
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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Jeffrey Butterfield

CR2E031 (1-89)

8/25

MK 8/25/99

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. GPU GENERATION SERVICES - LAKE, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

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

3. 22-3648256

(FEI number, if applicable)

4. APRIL 5, 1999

(Date of incorporation)

5. PERPETUAL

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

6. UPON FILING

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.))

7. c/o GPU INTERNATIONAL, INC.

ONE UPPER POND ROAD, PARSIPPANY, N.J. 07054

(Current mailing address)

To conduct any lawful business, to promote any lawful purpose and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

8. Corporation Law of the State of Delaware.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. Registered agent 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 obligation of my position as registered agent.*

C T CORPORATION SYSTEM

(Registered agent's signature)

CHARLES W. MEYER

ASSISTANT SECRETARY

By: Charles W Meyer

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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

~~Chairman~~ Sole Director: Robert L. Wise

Address: One Upper Pond Road, Parsippany, N.J. 07054

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: SEE ATTACHMENT "A"

Address:

Vice President:

Address:

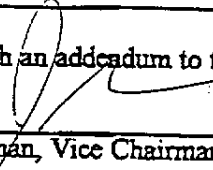
Secretary:

Address:

Treasurer:

Address:

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John A. McTear, Vice President  
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ATTACHMENT

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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OFFICERS OF GPU GENERATION SERVICES - LAKE, INC.

President

Robert L. Wise  
One Upper Pond Road  
Parsippany, N.J. 07054

Senior Vice President

Ronald P. Lantzy  
One Upper Pond Road  
Parsippany, N.J. 07054

Vice President & Comptroller

Frank Dominguez  
One Upper Pond Road  
Parsippany, N.J. 07054

Vice President

John A. McTear  
One Upper Pond Road  
Parsippany, N.J. 07054

Vice President

Beth Matheson  
One Upper Pond Road  
Parsippany, N.J. 07054

Secretary

Sarah Barish-Straus  
One Upper Pond Road  
Parsippany, N.J. 07054

Assistant Secretary

Wayne H. Thomson  
One Upper Pond Road  
Parsippany, N.J. 07054

State of Delaware  
Office of the Secretary of State

PAGE 1

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 25 PM 1:22

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GPU GENERATION SERVICES - LAKE, 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 AUGUST, A.D. 1999.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

3025012 8300

AUTHENTICATION:

9932600

991349261

DATE:

08-20-99