

F99000006151

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ENERGY MANAGEMENT & SERVICES COMPANY
(Name of corporation - must include suffix)

Dear Sir or Madam:

000003017420--5
-10/18/99--01117--005
*****78.75 *****78.75

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:

Mary A. Smith
(Name of Person)
Energy Management & Services Company
(Firm/Company)
460 Wilson Avenue
(Address)
Versailles, Kentucky 40383
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 24 PM 12:10

Should you need to call someone concerning this matter, please call:

W99-24535

Mary A. Smith at (606) 873-0076
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

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October 25, 1999

MARY A. SMITH
ENERGY MANAGEMENT AND SERVICES COMPANY
460 WILSON AVE.
VERSAILLES, KY 40383

SUBJECT: ENERGY MANAGEMENT AND SERVICES COMPANY
Ref. Number: W99000024535

We have received your document for ENERGY MANAGEMENT AND SERVICES COMPANY and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 099A00051195



Energy Management & Services Company

Technical Expertise Serving The Oil & Gas Industry

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DIVISION OF CORPORATIONS
NOV 19 1999
6:00 PM

November 11, 1999

Qualifications/Tax Lien Section
Ms. Agnes Lunt
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: "Application by Foreign Corporation for Authorization to Transact Business in Florida"

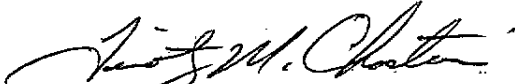
Dear Ms. Lunt:

On or about October 15, 1999, Energy Management and Services Company (EMS) submitted an application to conduct business in the State of Florida. In subsequent telephone conversations with your office, it was discovered that there is another business, already registered in Florida, with a name the same or very near the same as our firm. I was instructed by your office that a corporate resolution designating EMS as Energy Management & Services Company of Kentucky for the purpose of conducting business in Florida would be sufficient in resolving this matter and would allow our application to be processed further.

On November 1, 1999, EMS' Board of Directors met and adopted a resolution designating EMS as "Energy Management and Services Company of Kentucky" for the purpose of conducting business in the State of Florida. I am attaching an original copy of the minutes to this meeting for your records. If you require no additional information, please continue the application process so that we may begin activities in the State of Florida as soon as possible. Upon receipt of authorization from your office, we must submit an application to the Division of Real Estate, which will result in further delays to beginning business in Florida. Any help in expediting your application would be greatly appreciated, so that we do not experience any further delays before forwarding it to the Division of Real Estate for further process. Thank you.

Sincerely,

ENERGY MANAGEMENT & SERVICES CO.


Timothy M. Chastain
Land Manager

Attachment

cc: Ms. Ruth Newman, CT Corporation (w/att.)

MINUTES OF SPECIAL MEETING OF DIRECTORS
OF ENERGY MANAGEMENT AND SERVICES COMPANY

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A special meeting of the Board of Directors of Energy Management and services company having been called, and notice of such meeting have been waived by each Director, and each Director having been present at such meeting occurring at 460 Wilson Avenue, Versailles, Kentucky at 1:00 o'clock p.m. on the 1st day of November, 1999;

On Motion duly made, seconded, and unanimously approved, the following Resolution was adopted by the Board of Directors:

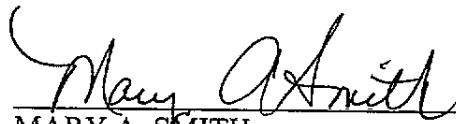
Whereas, the Corporation desires to provide services in the State of Florida;

Whereas, the Corporation name Energy Management and Services Co. is similar to a corporation currently registered to do business in Florida.

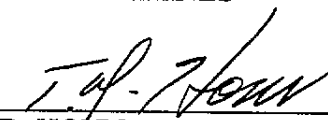
Now, therefore, in consideration of the premises, it is resolved by the Board of Directors of Energy Management and Services Company as follows:

1. For operations in the state of Florida, the Corporation will be called Energy Management and Services Company of Kentucky.

In witness whereof, are the hands of the following, being all of the Directors of Energy Management and Services Company.


MARY A. SMITH


DUANE A. HAINES


T. D. HONN

**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. Energy Management & Services Company
(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. Kentucky 3. 611169506
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 2, 1989 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. No business has been transacted as of the date of this application.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 460 Wilson Avenue
Versailles, Kentucky 40383
(Current mailing address)
8. Engineering and Land Rights Acquisition (Real Estate)
(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 or Mail Drop Box **NOT** acceptable)
Name: CT Corporation System
Office Address: 1200 S. Pine Street
Plantation, 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.

Susan J. Metz Susan J. Metz
(Registered agent's signature) 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.

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

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

Chairman: T. D. Honn
Address: 4125 Plantagenet Drive
Lexington, KY 40513

Vice Chairman: Duane Haines
Address: 6005 Secretariat Circle
Versailles, KY 40383

Director: Mary Smith
Address: 2312 Rocky Hills Lane
Versailles, KY 40383

Director: _____
Address: _____

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STATE OF
SECRETARY OF
COMMISSION

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

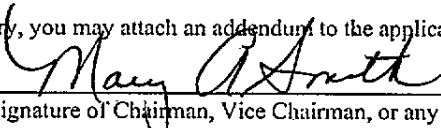
President: T.D. Honn
Address: 4125 Plantagenet Drive
Lexington, KY 40513

Vice President: 1) Duane Haines 2) Mary Smith 3) Timothy M. Chastain
Address: 6005 Secretariat Circle 2312 Rocky Hills Lane 250 Deerwood Dr.
Versailles, KY 40383 Versailles, KY 40383 Pacolet, S.C. 29372

Secretary: Mary Smith
Address: 2312 Rocky Hills Lane
Versailles, KY 40383

Treasurer: Duane Haines
Address: 6005 Secretariat Circle
Versailles, KY 40383

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. Mary A. Smith, V.P., Administrative
(Typed or printed name and capacity of person signing application)



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John Y. Brown III
Secretary of State

Certificate of Existence

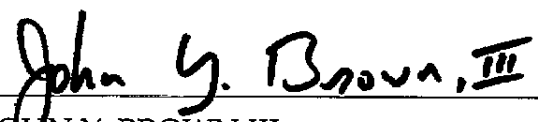
I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

ENERGY MANAGEMENT AND SERVICES COMPANY

is a corporation duly organized and existing under KRS Chapter 271B, whose date of incorporation is November 2, 1989 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 29th day of September, 1999.


JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky
Rlong/0265089