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DONALD J. WEISS, ESQUIRE, PC

c/o Connie Green,
Assistant to Donald J. Weiss, Esquire
249 Kevin Lane
Media, Pennsylvania 19063

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November 5, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/12/98--01056--004
****337.50 ****337.50

Re: Ontelaunee Project LLC

Gentlemen:

Enclosed please find original and one (1) copy of Articles of Organization for Florida Limited Liability Company, along with our check in the amount of \$337.50 for filing fee.

Please file these documents and return a certified copy to us at the above address. Thank you for your cooperation in this matter.

Respectfully,


DONALD J. WEISS, ESQUIRE

DJW/cmg

Enclosures

FILED
99 JAN 13 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 17, 1998

DONALD J. WEISS, ESQUIRE
% CONNIE GREEN
249 KEVIN LANE
MEDIA, PA 19063

SUBJECT: ONTELAUNEE PROJECT, LLC
Ref. Number: W98000025825

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99 JAN 13 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ONTELAUNEE PROJECT, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 398A00055187



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 15, 1998

DONALD J. WEISS, ESQUIRE
% CONNIE GREEN
249 KEVIN LANE
MEDIA, PA 19063

SUBJECT: ONTELAUNEE PROJECT, LLC
Ref. Number: W98000025825

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 13 AM 9:23

FILED

We have received your document for ONTELAUNEE PROJECT, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 998A00059036

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ONTELAUNEE POWER, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

202 SOUTH AVENUE, MEDIA, PA 19063

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Donald J. Weiss
202 South Avenue
Media, PA 19063

John M. Rouse
727 Village Road
N. Palm Beach, FL 32303

Kenneth J. Moninghoff
1309 Poplar Avenue
Kirkwood, NJ 08043

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

AS DETERMINED BY THE MANAGING MEMBERS FROM TIME TO TIME

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TALLAHASSEE, FLORIDA

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

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TALLAHASSEE, FLORIDA

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of _____
ONTELAUNEE POWER, LLC. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1,000.

Develop, operate, manage gas turbine power plants throughout the U.S., particularly in
Ontelaunee Township, Pennsylvania.

John M. Rouse
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JOHN M. ROUSE

Typed or printed name of signer

Filing Fee: \$250.00 for Articles and Affidavit

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN
THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____

ONTELAUNEE POWER, LLC

2. The name and the Florida street address of the registered agent are:

JOHN M. ROUSE

NAME

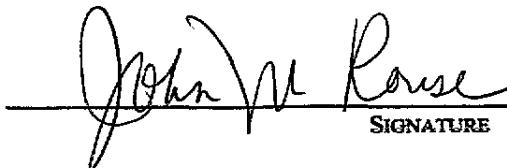
727 VILLAGE ROAD,

Florida street address (P. O. Box NOT ACCEPTABLE)

NORTH PALM BEACH FL 32303

CITY, STATE AND ZIP

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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99 JAN 13 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA