

MO20000003345

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(City/State/Zip/Phone #)

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SECRETARY OF STATE  
DIVISION OF CORPORATION  
10 JAN 15 AM 9:02

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G. MCLEOD  
JAN 19 2010  
EXAMINER



Elster Group  
North America  
Two West Liberty Boulevard  
Suite 180  
Malvern, PA 19355  
USA  
T +1 610 993 2610  
F +1 610 993 2615  
www.elster.com

**VIA UPS**

January 12, 2010

Florida Department of State  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Herbert Hoffman  
Vice President and General Counsel  
herbert.hoffman@elster.com  
M +1 610 955 5698

**RE: Elster Electricity, LLC – Document No. M02000003345**  
**Application by Foreign Limited Liability Company to File**  
**Amendment to Application for Authorization to Transact Business in**  
**Florida**

To the Division of Corporations,

Enclosed please find an Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida for the above entity, a Certificate of Amendment evidencing the name change from Elster Electricity, LLC to Elster Solutions, LLC, a Certificate of Good Standing and a check for \$25.00.

Should you have any questions, do not hesitate to contact me.

Thank you.

Very truly yours,

Herbert E. Hoffman  
Secretary, Elster Solutions, LLC

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Elster Electricity, LLC  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Herbert E. Hoffman

Name of Person

Elster Group c/o Elster Solutions, LLC

Firm/Company

2 West Liberty Blvd., Suite 180

Address

Malvern, PA 19355

City/State and Zip Code

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

For further information concerning this matter, please call:

Herbert E. Hoffman

Name of Person

at ( 610 ) 993 2614

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Enclosed is a check for the following amount:**

- ☒ \$25 Filing Fee      ☐ \$30 Filing Fee & Certificate of Status      ☐ \$55 Filing Fee & Certified Copy      ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: Elster Electricity, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 12/16/2002

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 12/1/2009
5. New name of the limited liability company: Elster Solutions, LLC  
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:  
\_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
\_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
Signature of a member or the authorized representative of a member

Herbert E. Hoffman  
Typed or printed name of signer

**Filing Fee: \$25.00**

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SECRETARY OF STATE  
DIVISION OF CORPORATION

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ELSTER ELECTRICITY, LLC", CHANGING ITS NAME FROM "ELSTER ELECTRICITY, LLC" TO "ELSTER SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2009, AT 9:55 O'CLOCK A.M.

3580408 8100

091101231

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: 7700468

DATE: 12-15-09

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:59 AM 12/01/2009  
FILED 09:55 AM 12/01/2009  
SRV 091055566 - 3580408 FILE

**CERTIFICATE OF AMENDMENT**

**TO**

**CERTIFICATE OF FORMATION**

**OF**

**ELSTER ELECTRICITY, LLC**

\*\*\*\*\*

Elster Electricity, LLC, a limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act (the "Company"),

DOES HEREBY CERTIFY:

FIRST: That by Unanimous Written Consent in Lieu of Meeting of the Board of Directors of the Company resolutions were duly adopted in accordance with operating agreement of the Company and the laws of the State of Delaware setting forth a proposed amendment to the Company's Certificate of Formation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Company and its officers, employees and agents, in their official capacities, be, and hereby are, authorized and empowered to change the name of the Company to "Elster Solutions, LLC";

SECOND: That said amendment was duly adopted by the sole member of the Company by an Action by Written Consent of the Sole Member in accordance operating agreement of the Company and the laws of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of the laws of the State of Delaware.

C200935000251

FOURTH: That the capital of the Company shall not be reduced under or by reason  
of said amendment.

C200935000251

IN WITNESS WHEREOF, said Elster Electricity, LLC has caused this certificate to be to be signed this 24 day of November, 2009.

ELSTER AMERICAN METER COMPANY, sole  
member of Elster Electricity, LLC

By:



Roy Sutterfield, President