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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

28 NOV -4 PM 1:52

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T. CLINE

NOV - 5 2010

CLERK

# Bryant Miller Olive

Attorneys at Law  
111 Riverside Avenue  
Suite 200  
Jacksonville, FL 32202  
Tel 904.384.1264  
Fax 904.388.2986  
www.bmolaw.com

November 4, 2010

**VIA OVERNIGHT DELIVERY**

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

Re: U.S. EcoGen, LLC  
Document Number W10000051222

Dear Sir or Madam:

In connection with the registration of U.S. Ecogen, LLC ("USEG") as a foreign company authorized to do business in the State of Florida, enclosed are two pages from the Delaware Secretary of State's office. One page is an invoice; the second page is the certificate that is the subject of the invoice. We have previously submitted documents requesting that USEG be registered as foreign company authorized to do business in the State of Florida.

We are submitting the enclosed certificate in response to the directive communicated telephonically by a representative of your office to the inquiry by Janis Eldridge of the basis for the rejection of the original submission. Ms. Eldridge was told that the certificate from the Delaware Secretary of State's office that accompanied the original submission was not sufficient; she was provided an exemplar of a suitable certificate by a representative of your office.

We believe that the enclosed certificate is consistent with the requirements communicated to Ms. Eldridge. I would request on the basis of this supplementary submission that USEG be registered in the State of Florida. Additionally, I would request that the copy of the certificate be date stamped and returned in the stamped, addressed envelope enclosed.

Thank you for your attention to this matter.

Sincerely,



Thomas B. Constantine



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 2, 2010

THOMAS CONSTANTINE, ESQ.  
111 RIVERSIDE AVENUE, SUITE 200  
JACKSONVILLE, FL 32202

SUBJECT: U.S. ECOGEN, LLC  
Ref. Number: W10000051222

We have received your document for U.S. ECOGEN, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper, that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

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) 245-6020.

Tammi Cline  
Regulatory Specialist II

Letter Number: 810A00025762

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2010 NOV -4 PM 1:52  
STATE  
TALLAHASSEE  
FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** U.S. Ecogen, LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Thomas B. Constantine, Esq.  
Name of Person

Bryant Miller Olive  
Firm/Company

111 Riverside Avenue, Suite 200  
Address

Jacksonville, FL 32202  
City/State and Zip Code

tconstantine@bmlaw.com  
E-mail address: (to be used for future annual report notification)

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2016 NOV -4 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Thomas B. Constantine at (904) 384-1264  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. U.S. Ecogen, LLC

(Name of Foreign Limited Liability Company; must include "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 include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_

(FEI number, if applicable)

4. June 1, 2009

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. n/a

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 13433 Bissel Lane

Potomac, MD 20854

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

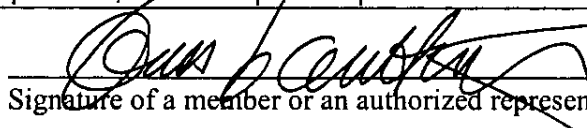
William F. Quinn

13433 Bissel Lane

Potomac, MD 20854

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: \_\_\_\_\_  
development, acquisition, ownership and operation of clean electrical generating facilities.

  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any 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.)

Thomas B. Constantine, Esq.

Typed or printed name of signee

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2011 NOV -4 PM 1:52  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

**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:

U.S. Ecogen, LLC

If unavailable, the alternate to be used in the state of Florida is:

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

Thomas B. Constantine

(Name)

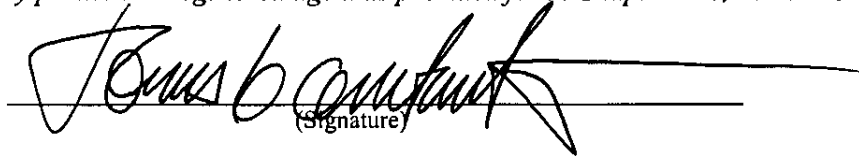
111 Riverside Avenue, Suite 200

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Jacksonville, FL 32202

City/State/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 as provided for in Chapter 608, Florida Statutes.*

  
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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20 NOV -4 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. ECOGEN, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF NOVEMBER, A.D. 2010.



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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: 8326574

DATE: 11-03-10