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| Certified Copies        | _ Certificates     | s of Status |
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EXAMINER

#### **COVER LETTER**

| TO: Registration Section Division of Corporations  |
|--|
| SUBJECT: U.S. EcoGen Services, 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@bmolaw.com  |
| E-mail address: (to be used for future annual report notification)   |
| For further information concerning this matter, please call:   |
| Thomas B. Constantine at 904 384-1264  Name of Person Area Code & Daytime Telephone Number   |
| Name of Person Area Code & Daytime Telephone Number  |
| MAILING ADDRESS: Division of Corporations  STREET ADDRESS: Division of Corporations  |
| Registration Section Registration Section P.O. Box 6327 Clifton Building   |
| Tallahassee, FL 32314 2661 Executive Center Circle Tallahassee, FL 32301   |
| Enclosed is a check for the following amount:  |
| \$125.00 Filing Fee \$\sum_{\text{Certificate}} \sum_{\text{Status}} \sum_ |

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

| 1. U.S. EcoGen Services, 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)  (FEI number, if applicable)  |
| 4. October 24, 2011 (Date of Organization)  5. perpetual (Duration: Year limited liability company will cease to exist or "perpetual")  |
| 6. <b>n/a</b>   |
| (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  |
| 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: services to support  |
| development, acquisition, ownership and operation of clean electrical generating facilities   |
| Hay 6 autant  |
| 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

## 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 Services, 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:        | <del></del>   |
| Thomas B. Constantine   |   |
| (Name)  | 2011<br>SE<br>TAL   |
| 111 Riverside Avenue, Suite 200 Florida Street Address (P.O. Box NOT ACCEPTABLE)          |   |
| Jacksonville FL 32202   | 1 1:29<br>STATE   |
| (Name)  111 Riverside Avenue, Suite 200  Florida Street Address (P.O. Box NOT ACCEPTABLE) | 2011 OCT 28 RM 1: 29 SECRETARY OF STATE TALLAHASSEE, FLORID |

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.

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

## Delaware

PAGE 1

#### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "U.S. ECOGEN SERVICES, 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 TWENTY-SIXTH DAY OF OCTOBER, A.D. 2011.

5056096 8300

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AUTHENTY CATION: 9115417

DATE: 10-26-11

You may verify this certificate online at corp.delaware.gov/authver.shtml