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| PICK-UP                 | ☐ WAIT             | MAIL      |
| (Bu                     | siness Entity Nam  | ne)       |
| (Do                     | cument Number)     |           |
| Certified Copies        | _ Certificates     | of Status |
| Special Instructions to | Filing Officer:    |           |
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DIVISION OF CORPORATION OF THE PROPERTY OF THE

C. LEWIS
FEB 1 5 2013
EXAMINER

| CORPDIRECT AGE<br>515 EAST PARK AVI   |                 | merly CCRS)              | ** ***         |                   |                   |                       |         |
|---|-----------------|--------------------------|----------------|-------------------|-------------------|-----------------------|---------|
| TALLAHÄSSEE, FL<br>222-1173   | 32301           | ***                      | <b>₩ &amp;</b> | ™ <sub>eg</sub> , | **Ekç             | \$*<br>4#: 1#:        | 71      |
| FILING COVER S<br>ACCT. #FCA-14   | SHEET           |                          |                |                   | eV.               | <del>v.</del>         |         |
| CONTACT:  | Kim Weider      | <u>ıbach</u>             |                |                   |                   |                       |         |
| DATE:   | 02/14/13        |                          |                |                   |                   |                       |         |
| REF. #:   | RA3520.181      | 042                      |                |                   |                   |                       |         |
| CORP. NAME:   | <u>CINNCINN</u> | ATI BELL ENE             | RGY, LLC       |                   |                   |                       |         |
| ( ) ARTICLES OF INCO ( ) ANNUAL REPORT (XX ) FOREIGN QUALIT ( ) REINSTATEMENT ( ) CERTIFICATE OF C ( ) OTHER: | FICATION        | ( ) TRADEMARI<br>( ) LIM |                | RK ()             | FICTITIOUS I      | NAME<br>FED LIABILITY |         |
| STATE FEES PR   |                 |                          |                | ٠.                | _ FOR \$ <u>1</u> | <u>25.00</u>          |         |
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| PLEASE RETUR  | RN:             |                          |                |                   |                   |                       |         |
| ( ) CERTIFIED COPY  |                 | ERTIFICATE OF            | GOOD STAND     | ING               | (XX)P             | LAIN STAMPE           | ED COPY |

Examiner's Initials

CR2E027 (9/10)

#### **COVER LETTER**

|                                       | tion Section<br>of Corporations  |   |   |  |
|---------------------------------------|--|---|---|--|
| SUBJECT:                              | Cic  | Name of Lin   | H Bell Enited Liability Company   | nergy, LLC   |
| The enclosed "Ay<br>Existence, and ch | pplication by Foreigneck are submitted t   | n Limited Liability Con<br>o register the above refe          | npany for Authorization to Trenced foreign limited liabil   | ransact Business in Florida," Certificate of ity company to transact business in Florida |
| Please return all                     | correspondence cor   | cerning this matter to th                                     | e following:  |  |
|                                       | F  | Andrea 1  | Martho<br>Jame of Person  | · · · · · · · · · · · · · · · · · · ·  |
|                                       | C  | rius Ene  | Ray, LLC  | · ·  |
|                                       | 12   | 155 Wash  | Address)  | Rud.   |
|                                       |  | Hamfor<br>City/   | State and Zip Code  | 701  |
|                                       |  | Martin (Comail address: (to be use                            | CRIUSENER<br>od for future annual report no   | gy - COM<br>ptification)   |
| For further infor                     | mation concerning  | this matter, please call:                                     |   |  |
| A                                     | UR ea M  | Person Ar   | at (203) 60<br>ea Code & Daytime Telepho  | 63 - 754 2<br>one Number   |
| Divisio<br>Registr<br>P.O. Bo         | ING ADDRESS:<br>on of Corporations<br>ration Section<br>ox 6327<br>assee, FL 32314 | Divis<br>Regis<br>Clifto<br>2661                              | ET ADDRESS: ion of Corporations tration Section n Building Executive Center Circle hassee, FL 32301 |  |
|                                       |  | llowing amount: □ \$130.00 Filing Fee & Certificate of Status | ☐ \$155.00 Filing Fee &<br>Certified Copy   | □ \$160.00 Filing Fee, Certificate     of Status & Certified Copy                        |

### 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<br>LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:  |
|--|
| 1. Cyncinnati Bell Energy 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 Nevada 3   |
| (Jurisdiction under the law of which foreign limited liability company is organized)  (FEI number, if applicable)  |
| 4. 01/26/10 5. Perpetual   |
| (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")   |
| 6.   |
|  |
| (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)  7. 1055 Washington Bud.   |
| Stamford CT 06901 3  |
| (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:   |
| Regional Energy Holdings, Inc.   |
|  |
| 1055 Washington Dvd.   |
| Stamford, ET 06901   |
| 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:   |
| Retail Energy Scools   |
| 277777   |
| $\frac{1}{\sqrt{2}}$   |
| 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.)  |
| Jan Lo Fox   |
| 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  | f the Limited Liability Company is:                                   |  |
|-----------------|---|--|
|                 | Gnannati Bell Energy, L   | <u></u>  |
| If unavailable, | the alternate to be used in the state of Florida is:                  |  |
|                 | ·   |  |
| 2. The name ar  | nd the Florida street address of the registered agent and office are: | SECRE TAP                                      |
|                 | NRAI Services, Inc.   | 12日  |
|                 | (Name)  | Foo  |
|                 | 515 East Park Avenue  | 3 P. C. S. |
|                 | Florida Street Address (P.O. Box NOT ACCEPTABLE)                      | 7: 2:<br>7: 2:                                 |
|                 | Tallahassee <sub>FL</sub> 32301                                       | ි <i>ි</i>                                     |
|                 | 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.

(Signafure)
Michele Holden, Assistant Secretary

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, CINCINNATI BELL ENERGY LLC, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 26, 2010, and is in good standing in this state.

Electronic Certificate
Certificate Number: C20130213-0728
You may verify this electronic certificate
online at http://www.nvsos.gov/

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 13, 2013.

ROSS MILLER Secretary of State