

M15000002297

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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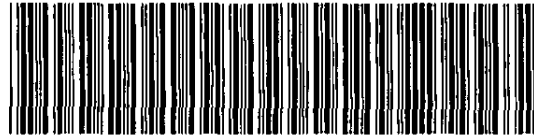
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATE
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15 MAR 27 AM 10:55
DEPARTMENT OF STATE
DIVISION OF CORPORATE

2015 MAR 30 2015

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 549742 4806334

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : March 16, 2015

ORDER TIME : 10:05 AM

ORDER NO. : 549742-125

CUSTOMER NO: 4806334

FOREIGN FILINGS

NAME: SOLAR INVESTCO LLC

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Solar Investco 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:

Andrea Duncliffe

Name of Person

McDermott Will & Emery LLP

Firm/Company

340 Madison Avenue

Address

New York, NY 10173

City/State and Zip Code

thomas.finlan@credit-suisse.com

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

For further information concerning this matter, please call:

Tom Finlan

Name of Contact Person

at (212)

Area Code

325-5832

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 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Solar Investco 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Cayman Islands 3. 98-1186883
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. At registration
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. c/o Credit Suisse Securities (USA) LLC, 11 Madison Avenue, 5th Fl., New York, NY 10010
(Street Address of Principal Office)

6. c/o Credit Suisse Securities (USA) LLC, 11 Madison Avenue, 5th Fl., New York, NY 10010
(Mailing Address)

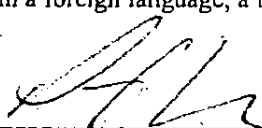
7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Jerry L. Smith, Director, 11 Madison Avenue, 5th Floor, New York, NY 10010

Peter L. Cross, Director, 11 Madison Avenue, 5th Floor, New York, NY 10010

Christopher D. Joneleit, Director, 1 Madison Avenue, New York, NY 10010

8. 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)


Signature of an authorized person

(In accordance with section 605.0203, 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.)

Peter Cross, Director

Typed or printed name of signee

15 MAR 27 AM 10:55
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

Solar Investco 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:

Corporation Service Company

(Name)

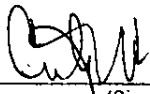
1201 Hays Street

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

Tallahassee, FL 32301

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 605, Florida Statutes.



(Signature)

**Courtney Williams
Asst. Vice President**

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

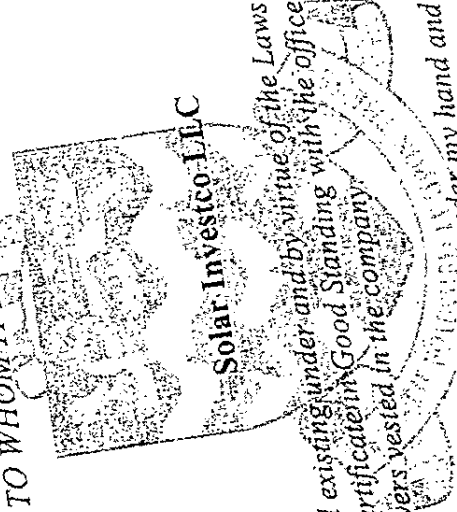
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MC-290040

Certificate Of Good Standing

TO WHOM IT MAY CONCERN

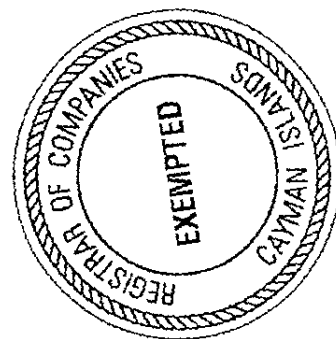
I DO HEREBY CERTIFY that



Solar Investco LLC

a company duly organized and existing under and by virtue of the Laws of The Cayman Islands is at the date of this certificate in Good Standing with the office, and duly authorized to exercise therein all the powers vested in the company

Given under my hand and Seal at George Town in the Island of Grand Cayman this 24th day of March Two Thousand Fifteen



Handwritten signature

An Authorised Officer,
Registry of Companies,
Cayman Islands.

Authorisation Code : 534696408770
www.veitfy.gov.ky
24 March 2015

15 MAR 27 AM 10:55

FILED