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NCR National Corporate Research (Hong Kong) Limited, a Hong Kong Limited Company

NCR National Corporate Research (UK) Limited, Registered in England and Wales, Registry # 8010712

Albany * Charlotte * Chicago * Dover * Los Angeles * New York * Sacramento * Springfield * Tallahassee * Washington, D.C. * Hong Kong * London

Date: 03/28/2016	Account #: I20000000088
Name: Michelle Walker	
Reference #: D284407	
ENTITY NAME: COUNTERPOINTE ENERGY FUNDING II LLC	
Articles of Incorporation/Authorization to Transact Business	
Amendment	
Annual Report	
Change of Agent	•
Reinstatement	
Conversion	
Merger	
Dissolution/Withdrawal	
Fictitious Name	
Other: CERTIFIED COPY	
Authorized Amount: \$155	
Signature: Michelle Walker	



NCR National Corporate Research (Hong Kong) Limited, a Hong Kong Limited Company

NCR National Corporate Research (UK) Limited, Registered in England and Wales, Registry # 8010712

Albany • Charlotte • Chicago • Dover • Los Angeles • New York • Sacramento • Springfield • Tallahassee • Washington, D.C. • Hong Kong • London

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Merger	
Dissolution/Withdrawal	
Fictitious Name	
Other: CERTIFIED COPY	
Authorized Amount: \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	
Signature: Michelle Warker	

COVER LETTER

		tion Section of Corporation	ıs				
SUBJEC		nterPoint€ner	gyFundingII LLC				
DODJEC	J		Name of L	imited Liability (Company		
			eign Limited Liability Comp d to register the above refere				
Please re	eturn all co	orrespondence c	oncerning this matter to the f	following:			
		JeanneDering			,		
	•		Na	me of Person	· · · · · · · · · · · · · · · · · · ·		
		CounterPointe	EnergySolutionsLLC				
Firm/Company							
		6401 Congress	Ave Suite200				
	_			Address			
		BocaRaton,FL	33487				
	_		City/Sta	ate and Zip Code			
	je	anne@counte	rpointees.com				
			E-mail address: (to be used	for future annual	report noti	fication)	
For furthe	er informa	ntion concerning	this matter, please call:				
	JeanneD	ering		646 at (210-38	71	
_		Name of	Contact Person	Area Code	Dayı	time Telephone Number	
]]]	Division on Registration P.O. Box	G ADDRESS: of Corporations on Section 6327 ee, FL 32314			Division of Registration Clifton Bu 2661 Exec	ADDRESS: of Corporations on Section uilding cutive Center Circle see, FL 32301	
		c for the following Fee	ng amount: ☐ \$130.00 Filing Fee & Certificate of Status	■ \$155.00 Filin Certified Copy	g Fee &	☐ \$160.00 Filing Fee, Co of Status & Certified Cop	

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Counted Pointe Energy Funding II LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.") (If name ufraviable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "LLC," or "LLC.") Delawaris (Ourself-flow under the law of which foreign limited liability company is organized.) (Other first transacted business in Florida, Il prior to registration.) (See sections 693,6904 & 605,0903, F.S. to determine peantly liability) 5. 6401 Congress Ave Suite 200 Boca Raton, FL 33487 (Sucet Address of Principal Office) (Sucet Address of Principal Office) (Office Address: Office Address: Office Address: Office Address: Office Address: Office Address: Office Address: (Registered agent's acceptance: Howing been named as registered agent and to accept service of process for the above stated fullily compiting at the place telegrated in this application, I hereby accept the appointment as registered agent and agree to act in this capacing, I further age to complyinth the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar will recept the obligations of my position as registered agent. (Registered agent's signature) 8. The name, title or capacity and address of the person(s) who has have suthority to manage is fare: CEO 5401 Congress Ave, Suite 200, Boca Raton, FL 33487 Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the residence of the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under ose the translator must be submitted) Signature of an authorized person his document is executed in accordance with section 605,0203 (1) (b), Florida Statutes. I am aware that any false information beninted in a document to the Department of State Constitutes a third degree felony as provided	COMPANY TO TRANSACT B	CTION 605 0902, FLORIDA STATUTES, TH USINESS IN THE STATE OF FLORIDA:	E FOLLOWING IS SUI	BMITTED TO REGISTER	RA FOREIGN LIMITE	D LIABILTI
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Page 1

Delaware The First State

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

DELAWARE, DO HEREBY CERTIFY "COUNTERPOINTE ENERGY FUNDING II 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-EIGHTH DAY OF MARCH, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COUNTERPOINTE ENERGY FUNDING II LLC" WAS FORMED ON THE FIFTEENTH DAY OF MARCH, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

Authentication: 202048724

Date: 03-28-16