

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FPL ENERGY VIRGINIA HOLDINGS, INC.**

Certificate of Status	0
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Page Count	07
Estimated Charge	\$35.00

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12 JAN 10 AM 8:02

TALLAHASSEE, FLORIDA

Amend
January 8
10 1/10/12

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FPL Energy Virginia Holdings, Inc.

DOCUMENT NUMBER: P01000065886

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David Marshall

Name of Contact Person

LS Power Development

Firm/ Company

1700 Broadway

Address

New York, New York 10019

City/ State and Zip Code

DMarshall@lspower.com

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

For further information concerning this matter, please call:

David Marshall

Name of Contact Person

at (212) 547.2808

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

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

Articles of Amendment
to
Articles of Incorporation
of

FPL Energy Virginia Holdings, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P01000065886

(Document Number of Corporation (if known))

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DIVISION OF CORPORATIONS
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Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Doswell Energy Virginia Holdings, Inc.

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Two Tower Center

11th Floor

East Brunswick, New Jersey 08816

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

Two Tower Center

11th Floor

East Brunswick, New Jersey 08816

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If AMENDING the Officers and/or Directors, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director.
(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.)

<u>Title(s)</u>	<u>Name</u>	<u>Address</u>
1) _____	See attached Schedule I	_____ _____ _____
2) _____	_____	_____ _____ _____
3) _____	_____	_____ _____ _____
4) _____	_____	_____ _____ _____
5) _____	_____	_____ _____ _____
6) _____	_____	_____ _____ _____

If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed:

<u>Title(s)</u>	<u>Name</u>	<u>Title(s)</u>	<u>Name</u>
1) _____	_____	4) _____	_____
2) _____	_____	5) _____	_____
3) _____	_____	6) _____	_____

(attach additional sheets, if necessary). (Be specific)

N/A

The date of each amendment(s) adoption: December 22, 2011
(date of adoption - required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

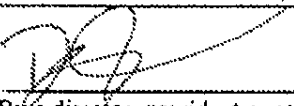
- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated December 22, 2011

Signature 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

David Nanus

(Typed or printed name of person signing)

Executive Vice President

(Title of person signing)

Schedule IOfficers of the Corporation

<u>Name</u>	<u>Office</u>	<u>Effective Date</u>
James Bartlett	President	December 22, 2011
Frank Hardenbergh	Executive Vice President	December 22, 2011
Joseph Esteves	Executive Vice President	December 22, 2011
David Nanus	Executive Vice President	December 22, 2011
John Burke	Senior Vice President	December 22, 2011
Darpan Kapadia	Managing Director	December 22, 2011
Scott Carver	Secretary	December 22, 2011
Ronald Fischer	Assistant Secretary	December 22, 2011
Mark Brennan	Treasurer	December 22, 2011
Jobey Eddleman	Assistant Treasurer	December 22, 2011