

**Electronic Articles of Incorporation  
For**

P14000097730  
FILED  
November 19, 2014  
Sec. Of State  
msolomon

PRACTICAL ENERGY SOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

PRACTICAL ENERGY SOLUTIONS, INC.

**Article II**

The principal place of business address:

7215 FINANCIAL WAY  
JACKSONVILLE, FL. 32256

The mailing address of the corporation is:

7215 FINANCIAL WAY  
JACKSONVILLE, FL. 32256

**Article III**

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:

100

**Article V**

The name and Florida street address of the registered agent is:

MACMILLAN & STANLEY, PLLC  
29 NE 4TH AVENUE  
DELRAY BEACH, FL. 33483

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: THOMAS M. STANLEY, ESQ.

## **Article VI**

The name and address of the incorporator is:

BRIAN PLATNER  
66 SELDON ROAD

EAST LYME, CT 06371

Electronic Signature of Incorporator: BRIAN PLATNER

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

## **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO  
G. MAURICE OLIVER  
2A RESEARCH PARKWAY  
WALLINGFORD, CT. 06492

Title: S  
BRIAN PLATNER  
2A RESEARCH PARKWAY  
WALLINGFORD, CT. 06492

Title: CFO  
ROBERT ZDON  
2A RESEARCH PARKWAY  
WALLINGFORD, CT. 06492

## **Article VIII**

The effective date for this corporation shall be:

11/17/2014

P14000097730

**Release  
and  
Authorization to Use Business Name, Product, Trademark**

**Entity Releasing Name:**  
**Foreign Profit Corporation:**

PRACTICAL ENERGY SOLUTIONS, INC.

**Filing Information**

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State CA

For good and valuable consideration, the receipt of which is hereby acknowledged, PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, hereby grants permission and hereby releases to the incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation, and its successors, assigns, and licensees, to use the California corporation's name as well as the California corporation's product(s), product likenesses, copyright(s), trademark(s), artwork, tagline(s), insignia, indicia, and/or logo(s) (collectively Product Likeness) to incorporator(s) of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation, and any versions or edits thereof, which may be used by Practical Energy Solutions, Inc., a Florida corporation, or the incorporators thereof.

It is understood that the incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation, shall have the right but not the obligation to make use of the PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, name, images, likenesses, logos and/or signage and/or Product Likeness as permitted hereunder.

PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, hereby waives any rights to inspect and/or approve of the incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation, to incorporate the Name and/or Product Likeness in the State of Florida.

The undersigned hereby warrants and represents that he has the full right and authority to enter into this agreement concerning PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, name, images, likenesses, logos and/or signage and product likeness and that the incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation, do not need the consent or permission of any other person, firm or corporation in order to use the PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, name, images, likenesses, logos and/or signage and/or Product Likeness as described above. PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, hereby indemnifies and agrees to hold the incorporators and PRACTICAL ENERGY SOLUTIONS, a Florida corporation, its affiliate and subsidiary companies, and their respective officers, directors, shareholders, employees, agents, contractors, licensees, successors, and assigns free and harmless from and against any and all loss, costs, liability, damages, or claims of any nature including, but not limited to reasonable

attorneys' fees, arising from, growing out of, or concerning a breach or alleged breach of the above warranties and representations.

It is also understood that the owner and incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a California corporation, are the same persons as the owner and incorporators of PRACTICAL ENERGY SOLUTIONS, INC., a Florida corporation.

The undersigned further authorizes *Thomas M. Stanley, Esq., of MacMillan & Stanley, PLLC, 29 NE 4<sup>th</sup> Avenue, Delray Beach, Florida 33483*, to act as authorized agent to make all filings and inquiries with the Florida Department of State.

Date: 7 day of December, 2014

PRACTICAL ENERGY SOLUTIONS, INC.,  
a California corporation

By: 

Robert Zdon,  
Chief Financial Officer/Treasurer  
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