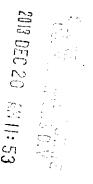
Filing Fee: \$150.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Division of Business Services 148 W. River Street Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY



APPLICATION FOR REGISTRATION

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

Healthy Planet Partners Energy Company, LLC

This company has been duly organized in its state of formation as a low-profit limited liability company. (Check box if applicable)

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of Delaware

- 4. The date of its organization is December 4, 2012
- 5. The period of duration of the limited liability company is (if perpetual, so state) perpetual
- 6. The address of the limited liability company's resident agent in Rhode Island is:

222 Jefferson Boulevard, Suite 200	Warwick	, RI	02888
(Street Address, not P.O. Box)	(City/Town)	_	(Zip Code)
and the name of the resident agent at such address is C	orporation Service Company		

(Name of Agent)

9-213410 12. A. 11:53 A.M.

- The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.
- 8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:

DEC 20 2013

2711 Centerville Road, Suite 400, Wilmington, DE 19808

9. The mailing address for the limited liability company is:

20 Horseneck Lane, First Floor, Greenwich CT 06830

Form No. 450 Revised: 07/12

- 10. Management of the Limited Liability Company (check one only):
 - A. The limited liability company is to be managed by its members. (If you have checked this box, go to item No. 11 DO NOT LIST ANY NAMES IN SECTION B.)

<u>or</u>

B. The limited liability company is to be managed \checkmark by one (1) or more managers. (If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)

Manager	Address		
Richard Dovere	20 Horseneck Lane, First Floor, Greenwich, CT 06830		
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- 11. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.
- 12. The date this Application for Registration is to become effective, if later than the date of filing, is:

(not prior to, nor more than 30 days after, the filing of this Application for Registration)

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: December 11, 2013

Healthy Planet Partners Energy Company, LLC

Print Exact Name of Limited Liability Company Making Application By of Authorized Person **4** anal

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHY PLANET PARTNERS ENERGY COMPANY, 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 TWELFTH DAY OF DECEMBER, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTHY PLANET PARTNERS ENERGY COMPANY, LLC" WAS FORMED ON THE FOURTH DAY OF DECEMBER, A.D. 2012.

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



AUTHENTICATION: 0974068

DATE: 12-12-13

5252135 8300

131415233 You may verify this certificate online at corp.delaware.gov/authver.shtml State of Rhode Island and Providence Plantations



A. Ralph Mollis Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island

and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws

of Rhode Island, as amended, has been filed in this office on this day:

A. ' apr loceio

A. RALPH MOLLIS Secretary of State

