



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**

## Certificate of Authority

FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

|                                                                                                                                                                                                                                                                                                              |                       |                   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-------------------|
| 1. The name of the corporation is:                                                                                                                                                                                                                                                                           |                       |                   |
| Solar On Earth, Inc.                                                                                                                                                                                                                                                                                         |                       |                   |
| 2. It is incorporated under the laws of: Massachusetts                                                                                                                                                                                                                                                       |                       |                   |
| 3. The name, if different, which it elects to use in Rhode Island is:                                                                                                                                                                                                                                        |                       |                   |
| (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: |                       |                   |
| (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:                                 |                       |                   |
| 4. The date of its incorporation is: November 9, 2015                                                                                                                                                                                                                                                        |                       |                   |
| And the period of its duration is: <b>CHECK ONLY ONE BOX</b>                                                                                                                                                                                                                                                 |                       |                   |
| <input checked="" type="checkbox"/> Perpetual (on-going)<br><input type="checkbox"/> Date certain for dissolution _____                                                                                                                                                                                      |                       |                   |
| 5. The address of its principal office is: 124 Southbridge Rd, North Oxford, MA 01537                                                                                                                                                                                                                        |                       |                   |
| 6. The name and address of the initial registered agent/office of in Rhode Island:                                                                                                                                                                                                                           |                       |                   |
| Agent Name<br>Registered Agents Inc.                                                                                                                                                                                                                                                                         |                       |                   |
| Street Address (NOT a P.O. Box)<br>One Richmond Square STE 125B                                                                                                                                                                                                                                              |                       |                   |
| City/Town<br>Providence                                                                                                                                                                                                                                                                                      | State<br>RHODE ISLAND | Zip Code<br>02906 |

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 BUS SVCS DIV  
 2017 MAR - 1 AM 10:22

**MAIL TO:**  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2615  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

10:22 **FILED**  
 MAR 01 2017  
 BY 297692

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Commercial and residential solar installation company

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):

| NAME             | ADDRESS                                      |
|------------------|----------------------------------------------|
| Chris Angelo     | 107 CastleHill Rd, Windham, NH 03087         |
| Paul Greene      | 3035 Founders Way Rd., Saugus, MA 01906      |
| Alejandro Picker | 15 Paul Gore Apt. #2 Jamaica Plain, MA 02130 |
|                  |                                              |

Check the box to indicate an attachment. ☐

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

| OFFICE         | NAME            | ADDRESS                                |
|----------------|-----------------|----------------------------------------|
| PRESIDENT      | Nathan McCarthy | 1 Little Brook Ct. Burlington Ma 01803 |
| VICE PRESIDENT | Matt DAgati     | 7 Austin Street, Methuen MA 01844      |
| TREASURER      | Matt Dagati     | 7 Austin St Methuen, MA 01844          |
| SECRETARY      | Joe Fitzgerald  | 10 Highland Park, Peabody, MA 01960    |

Check the box to indicate an attachment. ☐

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| NUMBER OF SHARES | CLASS | SERIES | PAR VALUE OR STATE NO PAR VALUE |
|------------------|-------|--------|---------------------------------|
| 275,000          | cwP   |        | \$275.00                        |
|                  |       |        |                                 |
|                  |       |        |                                 |
|                  |       |        |                                 |

10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:

\$ 500,000

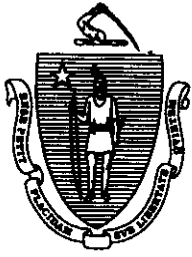
(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:

\$ 50,000

(c) Estimate, as a percentage, the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.

10 %

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year.<br><br><div style="text-align: center; font-size: 1.2em;">\$ <u>750,000</u></div>                                                                                                                                                                                                                                                                | (b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.<br><br><div style="text-align: center; font-size: 1.2em;">\$ <u>9,000,000.00</u></div> |
| (c) Estimate, <b>as a percentage</b> , the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i><br><br><div style="text-align: center; font-size: 1.2em;"><u>13</u> %</div> |                                                                                                                                                                                                                                                            |
| 12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                            |
| 13. Date when the Certificate of Authority will be effective: <b>CHECK ONLY ONE BOX</b>                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                            |
| <input checked="checked" type="checkbox"/> Date received (Upon filing)                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                            |
| <input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                            |
| <i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                            |
| Type or Print Name of Authorized Officer<br><br><div style="font-size: 1.2em; font-family: cursive;">Matthew D'Agati, CSO</div>                                                                                                                                                                                                                                                                                                                                            | Date<br><br><div style="font-size: 1.2em; font-family: cursive;">2-27-17</div>                                                                                                                                                                             |
| Signature of Authorized Officer of the Corporation<br><br><div style="font-size: 1.5em; font-family: cursive; text-align: center;">M D'Agati</div>                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                            |



William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

Date: February 23, 2017

To Whom It May Concern :

I hereby certify that according to the records of this office,

**SOLAR ON EARTH, INC**

is a domestic corporation organized on **November 09, 2015** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

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BUS SYCS DIV  
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Certificate Number: 17020403560

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by:



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, 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:

March 01, 2017 10:22 AM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea  
*Secretary of State*

