

Filing and License Fee: \$310.00 minimum

ID Number:

141506



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, 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 VSI Meter Services, Inc. *o/k*
2. It is incorporated under the laws of New York
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, 1995 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is None
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is C T Corporation System
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
To provide services for the installation, maintenance and reading of utility meters.

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	SEE ATTACHED	SEE ATTACHED
Director	_____	_____
President	_____	_____
Vice President	SEE ATTACHED	SEE ATTACHED
Treasurer	_____	_____
Secretary	_____	_____

FILED

JUL 13 2004

By *[Signature]*

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PROVIDENCE
CORPORATIONS DIVISION
OFFICE OF THE SECRETARY OF STATE

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 Statement that Shares are without Par Value
200	Common		No par value

10. The aggregate number of its issued shares, 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 Statement that Shares are without Par Value
90	Common		No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 501,000.00

- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 10,000.00

- (c) An estimate, expressed as a percentage, of 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, is 2 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 12,500,000.00

- (b) An estimate 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 is \$ 25,000.00

- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 2 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: July 1, 2004

VSI Meter Services, Inc.

Print Exact Name of Corporation Making Application

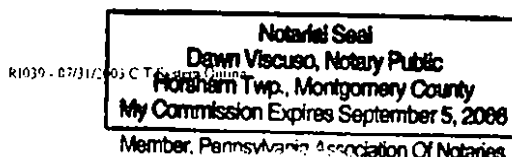
By Gregory W. Holman
☒ President or ☐ Vice President (check one)

AND
By Joseph P. Dwyer
☒ Secretary or ☐ Assistant Secretary (check one)

COMMONWEALTH
STATE OF PENNSYLVANIA
COUNTY OF MONTGOMERY

In Willow Grove, PA, on this 1st day of July, 2004, before me personally appeared GREGORY W. HOLMAN and JOSEPH P. DWYER who, being duly sworn, declared that he/she is the PRESIDENT and SECRETARY/TR of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 9/5/2006



VSI METER SERVICES, INC.

(New York Corporation)

OFFICERS

President	Gregory W. Holman	2920 Tower Road, Huntingdon Valley, PA 19006
Executive Vice President	George E. Graham, Jr.	1820 Valley Rd., Meadowbrook, PA 19046
Vice President of Operations	Ted T. Fiala	105 West Meadow Drive, West Grove, PA 19390
Vice President of Marketing & Sales	David G. McGinley	124 Cedarcroft Ave., Audubon, NJ 08106
Secretary-Treasurer	Joseph P. Dwyer	419 Shoemaker Way, Lansdale, PA 19446
Asst. Secretary	James M. Hines	19 Paddock Way, Holland, PA 18966
Asst. Secretary (Title Clerk)	Edward R. Marx	174 Windsor Dr., Churchville, PA 18966
Asst. Secretary (Title Clerk)	Daniel T. Bramble	1225 Wedgewood Dr., Warminster, PA 18974
Asst. Secretary (Ins./Bonds)	Dennis A. Stapola	36 Buckwalter Rd., Audubon, PA 19407

DIRECTORS

Christopher B. Asplundh	3700 Buck Rd., Huntingdon Valley, PA 19006
Scott M. Asplundh	1591 Hampton Rd., Meadowbrook, PA 19046
Steven G. Asplundh	2100 Burtonwood Ln., Huntingdon Valley, PA 19006