

Filing fee: \$35.00

~~EXHIBIT~~ ORIGINAL OF
APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

Citizens Heat and Power Corporation...

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on _____, 19____, authorizing it to transact business in Rhode Island under the name of Citizens Heat and Power Corporation

SECOND: The corporate name of the corporation has been changed to EUA Cogenex Corporation
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is EUA Cogenex Corporation

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share of Statement that Shares are without Par Value
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(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 0

(B): An estimate of the value of its property to be located within Rhode Island during

Dated February 26, 1987

EUA Cogenex Corporation
By [Signature]
Its President
and [Signature]
Its Clerk
Secretary

APR 3 1987
WF/KT

STATE OF Massachusetts } Sc.
COUNTY OF Suffolk

At Boston in said County on the 26th day
of March 1987, before me personally appeared Joseph S. Fitzpatrick
and William F. O'Connor, who being by me first duly sworn, declared that he is the
President and Clerk of EUA Cogenex Corporation,
that he signed the foregoing document as such president and Clerk
of the corporation, and that the statements therein contained are true.

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CHK
04/09/87 PAID 0383A001

[Signature]
Notary Public

My commission expires December 2, 1988

(NOTARIAL SEAL)

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
OFFICE OF THE SECRETARY OF STATE

AMENDED CERTIFICATE OF AUTHORITY
OF

I, [Signature] Secretary of State of the State of
Rhode Island, hereby certify that duplicate originals of an Application of

for an amended Certificate of Authority to transact
business in this State, duly signed and verified pursuant to the provisions of Chapter 7-1.1
of the General Laws, 1956, as amended, have been received in this office and are found
to conform to law, and that the foregoing is a duplicate original of the Application for
such Amended Certificate.

Witness my hand and the seal of the State
of Rhode Island this day of

19 .

Secretary of State