

Filing Fee: \$75.00

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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
AMENDED CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)**

RECEIVED
STATE
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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:

1. The name of the corporation is DukeSolutions, Inc.
2. It is incorporated under the laws of North Carolina
3. A Certificate of Authority was issued to the corporation by the office of the Secretary of State of the State of Rhode Island 02/03/1998, authorizing it to transact business in Rhode Island under the name of: DukeSolutions, Inc.
4. The corporate name of the corporation has been changed to _____
AmerescoSolutions, Inc.
(If no change, so indicate.)
5. 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:
AmerescoSolutions, Inc.
 - (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:

6. The corporation 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:

(If no other or additional purposes are proposed, insert "No Change.")

No Change

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7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

Total Number of Authorized Shares	Class	Series	Par Value or Statement that Shares are without Par Value
No Change			

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ _____.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ _____.
- (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 _____%. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ _____.
- (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 \$ _____.
- (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 _____%. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

Date: 3-11-04

DukeSolutions, Inc.

Print Exact Name of Corporation Making Application

By

☒ President or ☐ Vice President (check one)

George P. Sakellaris

By

☒ Secretary or ☐ Assistant Secretary (check one)

David J. Corrsin

STATE OF Massachusetts
COUNTY OF MIDDLESEX

In FRAMINGHAM, MA, on this 4TH day of MARCH, 2004, before me personally appeared David J. Corrsin who, being duly sworn, declared that he/she is the Secretary 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.

John W. Whit

Notary Public

My Commission Expires: 10-27-06



**State of North Carolina
Department of The Secretary of State**

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

AMERESCOSOLUTIONS, INC.

the original of which was filed in this office on the 28th day of May, 2002.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 10th day of February, 2004

Elaine F. Marshall
Secretary of State

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ARTICLES OF AMENDMENT
OF
DUKESOLUTIONS, INC.

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is DukeSolutions, Inc.
2. The articles of incorporation of the corporation are hereby amended as follows:

Paragraph 1 is hereby deleted in its entirety and is amended to read as follows:

"1. The name of the corporation is AmerescoSolutions, Inc."

3. The foregoing amendment was duly adopted by the sole shareholder on the 1st day of May 2002 in the manner prescribed by law.

This the 1st day of May 2002.

DUKESOLUTIONS, INC.

By: 

David J. Corsin, Executive Vice President