

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-1 24)

ID Number: 104644



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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 Pepco Services, Inc. *OK*
2. It is incorporated under the laws of Delaware
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 March 7, 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 \_\_\_\_\_  
c/o Corporation Service Company, 1013 Centre Road, Wilmington, DE 19805
6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900  
(Street)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Corporation Service Company
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
To perform various energy conservation projects including installation and construction work, and any other lawful business purpose permitted under the laws of Delaware or the State of Rhode Island.
8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>See attached officers/directors rider</u>	_____
Director _____	_____
President _____	_____
Vice President _____	_____
Secretary _____	_____
Treasurer _____	_____

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	Common	N/A	\$1.00

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	Common	N/A	\$1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$5,684,015
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$0
- (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 0 % [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 \$20,000,000
- (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 \$100,000
- (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 0.5 % [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.

Dated January 26, 1999

Pepco Services, Inc.

(Exact Corporate Name of Corporation Making Application)

By [Signature] Rodney Larson  
☐ President or ☒ Vice President (check one)

AND  
By [Signature] Joy A. Johnson  
☒ Secretary or ☐ Assistant Secretary (check one)

**FILED**

**JAN 29 1999**

By [Signature] 2/2/20

STATE OF  
COUNTY OF

In District of Columbia, on this 26<sup>th</sup> day of January, 1999, personally appeared before me  
Rodney Larson, an officer of the corporation, who, under oath, verified that the

information contained in this Application is true and accurate.

Lucille Richardson  
Notary Public

My Commission Expires: August 31, 2003

## **OFFICERS/DIRECTORS RIDER**

RI-Application for Certificate of Authority

### **Pepco Services, Inc.**

#### **OFFICERS**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Eddie Mayberry	President and Chief Executive Officer	2000 K Street, N.W. Suite 750 Washington, D.C. 20006
Joy A. Johnson	Vice President, General Counsel and Secretary	1801 K Street, N.W. Suite 900 Washington, D.C. 20006
Rodney Larson	Vice President New Projects	2000 K Street, N.W. Suite 750 Washington, D.C. 20006
A. Glenn Simpson	Vice President and Chief Financial Officer	2000 K Street, N.W. Suite 750 Washington, D.C. 20006
David Weiss	Vice President Federal Projects	2000 K Street, N.W. Suite 750 Washington, D.C. 20006

#### **DIRECTORS**

<b>Name</b>	<b>Address</b>
John M. Derrick, Chairperson	1900 Pennsylvania Ave., N.W. Washington, D.C. 20009
Dennis R. Wraase	1900 Pennsylvania Ave., N.W. Washington, D.C. 20009
Andrew W. Williams	1900 Pennsylvania Ave., N.W. Washington, D.C. 20009
Robert C. Grantley	1900 Pennsylvania Ave., N.W. Washington, D.C. 20009
William T. Torgerson	1900 Pennsylvania Ave., N.W. Washington, D.C. 20009
Eddie R. Mayberry	2000 K Street, N.W. Suite 750 Washington, D.C. 20006

*State of Delaware*

*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "PEPCO SERVICES, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MARCH, A.D. 1995, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9543645

DATE: 01-27-99