

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

ENERGY MARKETING GROUP, INC.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is ENERGY MARKETING GROUP, INC.

SECOND: The name which it elects to use in Rhode Island is

ENERGY MARKETING GROUP, INC.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of MICHIGAN

FOURTH: The date of its incorporation is JULY 18, 1980 and the period of its duration is PERPETUAL

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 1837 US 31 NORTH PETOSKEY, MICHIGAN 49770

SIXTH: The address of its proposed registered office in Rhode Island is 111 WESTMINSTER ST. PROVIDENCE, RHODE ISLAND 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are TO MARKET, DESIGN AND BUILD SOLAR SYSTEMS

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
There are no directors.	Director	
	Director	
	Director	
THEODORE F. DAVIES	President	552 W. JEFFERSON PETOSKEY, MI 49770
THOMAS J. WEBSTER	Vice President	5390 INDIAN GARDEN RD. PETOSKEY, MI 49770
WILLIAM G. WINCHESTER	Secretary	8117 HEDRICK, HARBOR SPRINGS, MI 49740
	Treasurer	

NINTH: 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 per Share or Statement that Shares are without Par Value</u>
1,500,000	COMMON		.10
500,000	PREFERRED		.20

TENTH: 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 per Share or Statement that Shares are without Par Value</u>
630,000	COMMON		.10
500,000	PREFERRED		.20

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,300,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ ~~NOT KNOWN AT THIS TIME~~ 0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ ~~NOT KNOWN AT THIS TIME~~ 16,000

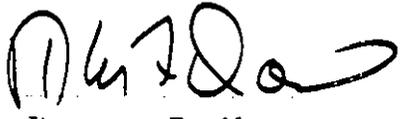
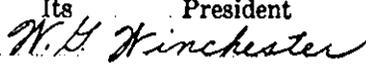
FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ ~~NOT KNOWN AT THIS TIME~~ 0

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated AUGUST 4, 19 83

ENERGY MARKETING GROUP, INC.

[Exact Corporate Name of Corporation Making Application]

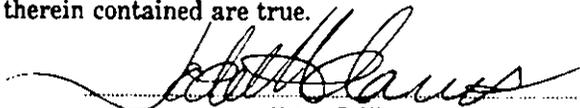
By 
Its President
and 
Its Secretary

STATE OF MICHIGAN

COUNTY OF EMMET

} Sc.

At _____ in said County on the 4th day
of AUGUST 19 83, before me personally appeared
THEODORE F. DAVIES, who being by me first duly sworn, declared that
he is the PRESIDENT of ENERGY MARKETING GROUP, INC.,
that he signed the foregoing document as such PRESIDENT of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

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This is to Certify That the Annexed Copy of

Articles of Incorporation, Amendments, Certificates of Assumed Name and
Amendment of ENERGY MARKETING GROUP, INC.

*has been compared by me with the record on file in this Department and that the
same is a true copy thereof, and the whole of such record.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 3rd day
of August, 1983*

R. J. [Signature] Director