



**State of Rhode Island
Office of the Secretary of State**

Fee: \$310.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Corporation
Application for Certificate of Authority**

(Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the corporation is FUELCELL ENERGY, INC.

SECTION II

It is incorporated under the laws of State: DE Country: USA

This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

SECTION III

The name, if different, which it elects to use in Rhode Island:

(a) *If the name of the corporation does not contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation thereof, add one of these corporate endings for use in Rhode Island OR*

(b) *if the corporation proposes to qualify and transact business under a different name, list that name:*

Note: If option (b) is elected, a Fictitious Business Name Statement (FORM 624A) is required to be filed with this application

SECTION IV

The date of its incorporation is 7/12/1999

and the period of its duration is Perpetual

SECTION V

The location of its principal office is

No. and Street: 3 GREAT PASTURE RD

City or Town: DANBURY

State: CT

Zip: 06810

Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 222 JEFFERSON BOULEVARD

SUITE 200

City or Town: WARWICK

State: RI

Zip: 02888

and the name of its proposed registered agent in Rhode Island at that address is CORPORATION SERVICE COMPANY

SECTION VII

The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

SALE AND MANUFACTURE OF FUEL CELL POWER PLANTS AND RELATED LAWFUL BUSINESS ACTIVITIES

SECTION VIII

(a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
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CHAIRMAN OF BOARD OF DIRECTORS	JAMES H ENGLAND	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
PRESIDENT AND CEO	JASON FEW	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
PRESIDENT AND CEO	JASON FEW	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
EVP AND CFO	MICHAEL BISHOP	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
EVP, GENERAL COUNSEL, CORPORATE SECRETARY	JOSHUA DOLGER	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
EVP, CHIEF TECHNOLOGY OFFICER	ANTHONY LEO	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
EVP, CHIEF COMMERCIAL OFFICER	MARK FEASEL	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
EVP, COO	MICHAEL LISOWSKI	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	MATTHEW HILZINGER	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	NATICA VON ALTHANN	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	CYNTHIA HANSEN	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	DONNA SIMS WILSON	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	BETSY BINGHAM	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
CHAIRMAN OF BOARD OF DIRECTORS	JAMES H ENGLAND	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
PRESIDENT AND CEO	JASON FEW	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
PRESIDENT AND CEO	JASON FEW	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
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DIRECTOR	MATTHEW HILZINGER	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	NATICA VON ALTHANN	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	CYNTHIA HANSEN	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA

DIRECTOR	DONNA SIMS WILSON	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA
DIRECTOR	BETSY BINGHAM	3 GREAT PASTURE ROAD DANBURY, CT 06810 USA

SECTION IX

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:

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Num of Shares</i>	
CWP			\$0.0001	500,000,000.00

Signed this 4 Day of August, 2023 at 12:22:10 PM by the officers(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.*

By JOSHUA DOLGER
Signature of Authorized Officer of the Corporation

Form No. 150
Revised 09/07

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Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUELCELL ENERGY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF JULY, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FUELCELL ENERGY, INC." WAS INCORPORATED ON THE TWELFTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



3055699 8300

SR# 20232937030

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JWB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203694313

Date: 07-06-23



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this
office on this day:

August 04, 2023 12:20 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

