

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for LIVINGSTON 4 SOLAR, LLC, File Number 180111000567 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 12, 2019.

A handwritten signature in black ink, reading "Whitney Clark".

Whitney Clark
Deputy Secretary of State

Rev. 06/07

Authentication Number: 1904121048 To verify the authenticity of this document you may access the
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>

APPLICATION FOR AUTHORITY

OF

Livingston 4 Solar, LLCUnder Section 802 of the Limited Liability Company Law

FIRST: The name of the limited liability company is: _____

Livingston 4 Solar, LLC

If the name does not contain a required word or abbreviation pursuant to Section 204 of the Limited Liability Company Law, the following word or abbreviation is added to the name for use in this state:

If the name of the limited liability company is unavailable, the fictitious name under which it will do business in New York is:

SECOND: The jurisdiction of organization of the limited liability company is:

DelawareThe date of its organization is: January 9, 2018

THIRD: The county within this state in which the office, or if more than one office, the principal office of the limited liability company is to be located is:

Livingston County

FOURTH: The secretary of state is designated as agent of the limited liability company upon whom process against it may be served. The post office address within this state to which the secretary of state shall mail a copy of any process against him or her is:

C T Corporation System, 111 Eighth Avenue, New York, New York 10011.

FIFTH: The name and street address within this state of the registered agent of the limited liability company upon whom and at which process against the limited liability company can be served is:

C T Corporation System, 111 Eighth Avenue, New York, New York 10011.

SIXTH: The address of the office required to be maintained in the jurisdiction of formation by the laws of that jurisdiction or, if not so required, the address of the principal office of the limited liability company is:

1209 Orange Street, Wilmington, Delaware 19801

SEVENTH: The limited liability company is in existence in its jurisdiction of formation at the time of the filing of this application.

EIGHTH: (Complete the applicable statement)



The name and address of the authorized officer in the jurisdiction of formation where a copy of the articles of organization of the limited liability company is filed is Secretary of State

John G. Townsend Building

401 Federal Street, Suite 4, Dover, Delaware 19901



No public filing of the limited liability company's articles of organization is required by the laws of the jurisdiction of formation. The limited liability company shall provide, upon request, a copy thereof with all amendments thereof. The name and post office address of the person responsible for providing such copies is:

William Chiaro

Name and Capacity of Signer

William Chiaro, Authorized Person
Stradling Yocca Carlson & Rauth, P.C.
100 Wilshire Boulevard, Fourth Floor
Santa Monica, CA 90401

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIVINGSTON 4 SOLAR, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF JANUARY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6702000 8300

SR# 20180171185

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

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

Authentication: 201949025

Date: 01-10-18

CT-07

567

Application for Authority

of

Livingston 4 Solar, LLC

(Entity Name)

2018 JAN 11 PM 4:02

FILED

Under Section 802 of the Limited Liability Company Law

ICC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JAN 11 2018

Filed by:

Stradling Yocca Carlson & Rauth, P.C.

(Name)

100 Wilshire Boulevard, Fourth Floor

(Mailing address)

Santa Monica, CA 90401

(City, State and ZIP code)

TAX \$

BY: *ja*

619

RECEIVED
2018 JAN 11 PM 12:09

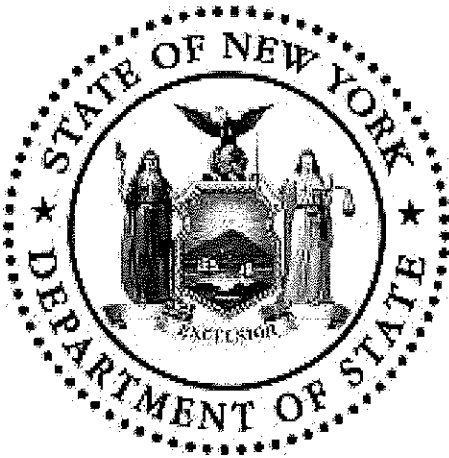
NY079 - 8/11/2016 Wolters Kluwer Online

DRAWDOWN

est ref 10786129 SD

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for LIVINGSTON 4 SOLAR, LLC, File Number 180312000263 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 12, 2019.

A handwritten signature in black ink, appearing to read "Whitney Clark".

Whitney Clark
Deputy Secretary of State

Rev. 06/07

Authentication Number: 1904121049 To verify the authenticity of this document you may access the
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>

CT-07



Division of Corporations,
State Records and
Uniform Commercial Code

180312000263

New York State
Department of State
DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

CERTIFICATE OF PUBLICATION OF

Livingston 4 Solar, LLC

(Name of Foreign Limited Liability Company)

Under Section 802 of the Limited Liability Company Law

The undersigned is the (Check appropriate box) ☐ Member ☐ Manager ☒ Authorized Person
of Livingston 4 Solar, LLC

(Name of Foreign Limited Liability Company)

If the name of the foreign limited liability company has changed, the name under which it was authorized is:

If applicable, the fictitious name the foreign limited liability company has agreed to use in this state is:

The application for authority was filed by the Department of State on: January 11, 2018

The published notices described in the annexed affidavits of publication contain all of the information
required by Section 802 of the Limited Liability Company Law.

The newspapers described in such affidavits of publication satisfy the requirements set forth in the Limited
Liability Company Law and the designation made by the county clerk.

I certify the foregoing statements to be true under penalties of perjury.

X William Chiaro
(Signature)

January 12, 2018

(Date)

William Chiaro

(Type or Print Name)

Affidavit of Publication
Under Section 802 of the Limited Liability Company Law
Under Section of the Partnership Law

State of New York }
 }
County of Genesee } ss.:

The undersigned is the authorized designee of the publisher of "The Livingston County News", a weekly newspaper published in Batavia, New York. A notice regarding **Livingston 4 Solar, LLC** published in said newspaper once in each week for six successive weeks, commencing on **01/25/18** and ending on **03/01/18**. The text of the notice as published in said newspaper is as set forth below, or in the annexed exhibit. This newspaper has been designated by the Clerk as a newspaper of record for the following counties for this purpose:

Livingston x
Genesee
Orleans
Wyoming
Albany



Linda Dixon
Authorized Designee of Publisher of The Livingston County News

Subscribed and sworn to before me,

This 5 day of march , 2018



(Notary Signature)

SHELLEY GILLMAN
NOTARY PUBLIC-STATE OF NEW YORK
No. 01G16342627
Qualified In Genesee County
My Commission Expires 05-23-2020

Johnson Newspaper Corporation

Client:	5081692	VCORP SERVICES LLC	Phone:	(888) 528-2677 Ext: 117
Class.:	25 ROBERT PITT DR			
	SUITE 204		MONSEY, NY 10952	
Ad #	20401335	Requested By:	DYLAN LOLYA	Fax:
Sales Rep.:	B17	Selicca Zielinski	Phone:	(585) 343-8000 Ext: 2110
		szielinski@batavianews.com	Fax:	(585) 343-2623
Class.:	0110	Public Notices		
Start Date:	01/25/2018	End Date:	03/01/2018	Nb. of Inserts: 6
PO #:		Entered By:	SZIELI	
Publications:	Livingston County News			
Paid Amount:		Credit Card	Balance:	\$0.00
Total Price:	Ref. # 4			Page 1 of 1

Ref. # 4

NOTICE

Notice of Qualification of Livingston 4 Solar, LLC. Authority filed with NY Secy of State (SSNY) on 1/11/18. Office location: Livingston County, LLC formed in Delaware (DE) on 1/9/18. SSNY is designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to: 111 8th Ave, NY, NY 10011. to DE address of LLC: 1209 Orange St, Wilmington, DE 19801. Cert. of Formation filed with DE Secy of State, 401 Federal St, Ste 4, Dover, DE 19901. The name and address of the registered agent is CT Corporation System, 111 8th Ave, NY, NY 10011. Purpose: any lawful activity.

Affidavit of Publication
Under Section 802 of the Limited Liability Company Law
Under Section of the Partnership Law

State of New York }
 }
County of Genesee } ss.:

The undersigned is the authorized designee of the publisher of "The Daily News", a daily newspaper published in Batavia, New York. A notice regarding **Livingston 4 Solar, LLC**, was published in said newspaper once in each week for six successive weeks, commencing on **01/26/18** and ending on **03/02/18**. The text of the notice as published in said newspaper is as set forth below, or in the annexed exhibit. This newspaper has been designated by the Clerk as a newspaper of record for the following counties for this purpose:


Genesee —
Orleans —
Wyoming —
Livingston x
Erie —
Kings —



Linda Dixon
Authorized Designee of the Publisher of the Daily News

Subscribed and sworn to before me,

This 5 day of March , 2018



(Notary Signature)

SHELLEY GILLMAN
NOTARY PUBLIC-STATE OF NEW YORK
No. 01GI6342627
Qualified In Genesee County
My Commission Expires 05-23-2020

Johnson Newspaper Corporation

Client:	5081692	VCORP SERVICES LLC	Phone:	(888) 528-2677 Ext: 117	
Class.:	25 ROBERT PITT DR				
	SUITE 204				
				MONSEY, NY 10952	
Ad #	20401337	Requested By:	DYLAN	Fax:	
Sales Rep.:	B17	Selicca Zielinski	Phone:	(585) 343-8000 Ext: 2110	
		szielinski@batavianews.com	Fax:	(585) 343-2623	
Class.:	0110	Public Notices			
Start Date:	01/26/2018	End Date:	03/01/2018	Nb. of Inserts:	7
PO #:		Entered By:	SZIELI		
Publications:	Batavia Daily News				
Paid Amount:		Credit Card	Balance:	\$0.00	
Total Price:	Current Order				Page 1 of 1
	Ref. # 5				

Current Order

NOTICE

Notice of Qualification of Livingston 4 Solar, LLC. Authority filed with NY Secy of State (SSNY) on 1/11/18. Office location: Livingston County. LLC formed in Delaware (DE) on 1/9/18. SSNY is designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to: 111 8th Ave, NY, NY 10011, to DE address of LLC: 1209 Orange St, Wilmington, DE 19801. Cert. of Formation filed with DE Secy of State, 401 Federal St, Ste 4, Dover, DE 19901. The name and address of the registered agent is CT Corporation System, 111 8th Ave, NY, NY 10011. Purpose: any lawful activity.

Ref. # 5

NOTICE

Notice of Qualification of Livingston 4 Solar, LLC. Authority filed with NY Secy of State (SSNY) on 1/11/18. Office location: Livingston County. LLC formed in Delaware (DE) on 1/9/18. SSNY is designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to: 111 8th Ave, NY, NY 10011, to DE address of LLC: 1209 Orange St, Wilmington, DE 19801. Cert. of Formation filed with DE Secy of State, 401 Federal St, Ste 4, Dover, DE 19901. The name and address of the registered agent is CT Corporation System, 111 8th Ave, NY, NY 10011. Purpose: any lawful activity.

CT-07

180312000263

CERTIFICATE OF PUBLICATION
OF

Livingston 4 Solar, LLC

(Name of Foreign Limited Liability Company)

Under Section 802 of the Limited Liability Company Law

2018 MAR 12 AM 11:14
FILER'S Name and Mailing Address:

William Chiaro

Name:

Stradling Yocca Carlson & Rauth, P.C.

Company, if Applicable:

100 Wilshire Boulevard, Fourth Floor

Mailing Address:

Santa Monica, CA 90401

City, State and Zip Code:

NOTES:

1. The name of the foreign limited liability company and the date of filing of the application for authority must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State for filing a certificate of publication for a foreign limited liability company. You are not required to use this form. You may draft your own form or use forms available from legal stationery stores.
3. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
4. This certificate of publication, with the affidavits of publication of the newspapers annexed thereto, must be submitted with a \$50 filing fee payable to the Department of State.

(For office use only)

RECEIVED

2018 MAR -9 PM 4:08

DRAWDOWN
Cst Ref: 10786129JC

1 CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAR 12 2018

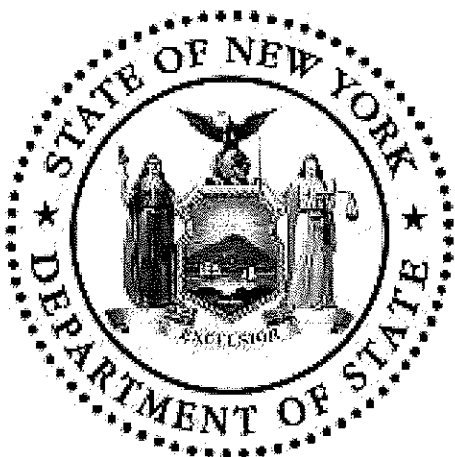
TAX \$
BY: *fl*

Attach this page after the affidavits of publication.

276

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for LIVINGSTON 4 SOLAR, LLC, File Number 180720000049 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 12, 2019.

A handwritten signature in black ink, appearing to read "Whitney Clark".

Whitney Clark
Deputy Secretary of State

Rev. 06/07

Authentication Number: 1904121050 To verify the authenticity of this document you may access the
Division of Corporation's Document Authentication Website at <http://ecorp.dos.ny.gov>



Division of Corporations,
State Records and
Uniform Commercial Code

180720000049

New York State
Department of State
DIVISION OF CORPORATIONS,
STATE RECORDS AND
UNIFORM COMMERCIAL CODE
One Commerce Plaza
99 Washington Ave.
Albany, NY 12231-0001
www.dos.ny.gov

CERTIFICATE OF CHANGE
OF

LIVINGSTON 4 SOLAR, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 804-A of the Limited Liability Company Law

FIRST: The name of the foreign limited liability company is:

LIVINGSTON 4 SOLAR, LLC

If applicable, the fictitious name the foreign limited liability company has agreed to use in this state is:

SECOND: The application for authority was filed with the Department of State on:

1/11/2018

THIRD: The change(s) effected hereby are: (Check appropriate statement(s))

☐ The county location, within this state, in which the office of the foreign limited liability company is located, is changed to:

☒ The address to which the Secretary of State shall forward copies of process accepted on behalf of the foreign limited liability company is changed to read in its entirety as follows:

COGENCY GLOBAL INC.
10 E 40TH STREET, 10TH FL
New York, NY 10016

☐ The foreign limited liability company hereby: (check one)

☐ Designates _____
as its registered agent upon whom process against the foreign limited liability company may be served. The street address of the registered agent is:

COGENCYGLOBAL-41

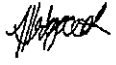
180720000049

☒ Changes the designation of its registered agent to: COGENCY GLOBAL INC.
The street address of the registered agent is:

10 E 40TH STREET, 10TH FL
New York, NY 10016

☐ Changes the address of its registered agent to:

☐ Revokes the authority of its registered agent.

X 
(Signature)

Anna Hedgcock
(Type or Print Name)

Capacity of signer (Check appropriate box):

☐ Member
☐ Manager
☒ Authorized Person

CERTIFICATE OF CHANGE
OF

049

LIVINGSTON 4 SOLAR, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 804-A of the Limited Liability Company Law

Filer's Name and Mailing Address:

LIVINGSTON 4 SOLAR, LLC

Name:

Company, if Applicable:

55 5th Avenue

Mailing Address:

New York, NY 10003

City, State and Zip Code:

NOTES:

1. The name of the foreign limited liability company and the date of filing of the application for authority must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. This form was prepared by the New York State Department of State for filing a certificate of change by a foreign limited liability company. You are not required to use this form. You may draft your own form or use forms available at legal supply stores.
3. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$30 filing fee made payable to the Department of State.

(For office use only)

COGENCYGLOBAL-41

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUL 20 2018

TAX \$
BY: SCG

053