

DM 09-105

Fidelity Energy Group, LLC.

Ms. Debra A. Howland
Executive Director and Secretary
State of New Hampshire
21 S. Fruit St., Suite 10
Concord, NH 03301-2429

September 23, 2009

Dear Ms. Howland,

Please find our application for the NH Electric Aggregation Services license from Fidelity Energy Group, LLC.

We have enclosed the confirmation from the NH Secretary of State which we did not submit initially. Please include it as our Addendum B.

Please accept this application as complete.

Sincerely,



David Griffin

Fidelity Energy Group, LLC.
866-664-4105



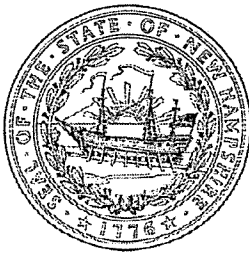
4200 Paradise Road, Suite 2095, Las Vegas, NV 89169
1-866-664-4105

Fidelity Energy Group, LLC.

STATE OF NEW HAMPSHIRE ELECTRIC AGGREGATION APPLICATION

EXHIBIT B

4200 Paradise Road, Suite 2095, Las Vegas, NV 89169
1-866-664-4105



State of New Hampshire

Department of State

Corporation Division
107 North Main Street
Concord, N.H. 03301-4989
603-271-3246



Enclosed is the acknowledgment copy of your Application for Registration as a Foreign Limited Liability Company. It acknowledges this office's receipt and filing of your documents.

Should you have any questions, you may contact the Corporation Division at the above number or email us at corporate@sos.state.nh.us. Please reference your Business ID # located in the filed section of the enclosed acknowledgement copy of Application for Registration as a Foreign Limited Liability Company.

Please visit our website for helpful information regarding all your business needs.

Regards,

New Hampshire Department of State
Corporation Division

Business ID#: 619291

State of New Hampshire

Filed
Date Filed: 09/11/2009
Business ID: 619291
William M. Gardner
Secretary of State

Filing fee: \$ 50.00
Fee for Form SRA: \$ 50.00
Total fees: \$100.00

Form FLLC-1
RSA 304-C:12

Use black print or type.

Form must be single-sided, on 8 1/2 x 11" paper;
double sided copies will not be accepted.

APPLICATION FOR REGISTRATION AS A FOREIGN LIMITED LIABILITY COMPANY

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS, THE UNDERSIGNED HEREBY APPLIES FOR REGISTRATION TO TRANSACT BUSINESS IN NEW HAMPSHIRE AND FOR THAT PURPOSE SUBMITS THE FOLLOWING STATEMENT:

FIRST: The name of the limited liability company is Fidelity Energy Group, LLC.

SECOND: The name which it proposes to register and do business in New Hampshire is Fidelity Energy Group, LLC.

THIRD: It is formed under the laws of Nevada

FOURTH: The date of its formation is 2/17/09

FIFTH: The nature of the business or purposes to be conducted or promoted in New Hampshire is Energy consulting

SIXTH: The name of its registered agent in New Hampshire is InCorp Services, Inc.
~~152~~

and the street address, town/city (including zip code and post office box, if any) of its registered office is
(agent's business address in New Hampshire) 152 South Mast Street,
Goffstown, NH, 03045

SEVENTH: The sale or offer for sale of any ownership interests in this business will comply with the requirements of the New Hampshire Uniform Securities Act (RSA 421-B).

State of New Hampshire
Form FLLC 1 - Application for Foreign Registration FLLC 4 Page(s)



T0925445075

**Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws**

Part I – Business Identification and Contact Information

Business Name: Fidelity Energy Group, LLC.
Business Address (include city, state, zip): 4200 PARADISE RD, STE 2075, Las Vegas, NV 89169
Telephone Number: 866-664-4105 E-mail: Fidelityenergygroup@yahoo.com
Contact Person: David Griffin
Contact Person Address (if different): _____

Part II – Check ONE of the following items in Part II. If more than one item is checked, the form will be rejected.
[PLEASE NOTE: Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below.
However, you must insure that your business meets all of the requirements spelled out in A), B), and C)]:

1. _____ Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:
A) This business has 10 or fewer owners; and
B) Advertising relating to the sale of ownership interests has not been circulated; and
C) Sales of ownership interests – if any – will be completed within 60 days of the formation of this business.
2. _____ This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____.
3. _____ This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____.
4. ☒ This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

1. ☒ This business is not being formed in New Hampshire.
2. _____ This business is being formed in New Hampshire and the registration document states that any sale or offer for sale of ownership interests in the business will comply with the requirements of the New Hampshire Uniform Securities Act.

Part IV – Certification of Accuracy

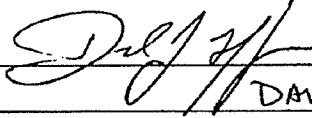
(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print): <u>DAVID GRIFFIN</u>	Signature: <u>[Signature]</u>
	Date signed: <u>9/10/09</u>
Name (print): _____	Signature: _____
	Date signed: _____
Name (print): _____	Signature: _____
	Date signed: _____

APPLICATION FOR REGISTRATION AS A
FOREIGN LIMITED LIABILITY COMPANY

Form FLLC-1
(Cont.)

*Signature: 
Print or type name: DAVID G. GRIFFIN
Title: MANAGER
Date signed: 9/10/09

Complete address of person signing: 4200 PARADISE RD
Suite 2095
Las Vegas, NV, 89169

- * Shall be executed on behalf of the foreign limited liability company by a person with authority to do so under the laws of the state or other jurisdiction of its formation, or, if the foreign limited liability company is in the hands of a receiver, executor, or other court appointed fiduciary, trustee, or other fiduciary, it must be signed by that fiduciary.

DISCLAIMER: All documents filed with the Corporate Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fees, DATED AND SIGNED ORIGINAL, CERTIFICATE OF EXISTENCE OR DOCUMENT OF SIMILAR IMPORT ISSUED BY THE STATE OR COUNTRY OF FORMATION AND FORM SRA to: Corporate Division, Department of State, 107 North Main Street, Concord NH 03301-4989.

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FIDELITY ENERGY GROUP, LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 17, 2009, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on July 13, 2009.

A handwritten signature of Ross Miller in black ink.

ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20090713-0370
You may verify this electronic certificate
online at <http://www.nvsos.gov/>