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FILED *YAS*
In the Office of the Secretary of State
of the State of California
FEB 09 2011

**ARTICLES OF INCORPORATION
LOCAL ENERGY AGGREGATION NETWORK
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ONE: The name of this Corporation is Local Energy Aggregation Network.

TWO: This Corporation is a Nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. The primary objectives and purposes of this Corporation shall be to protect the environment, encourage renewable energy and efficiency, lessen the burdens of government, and foster consumer protection by encouraging the utilization of Community Choice Aggregation, a method to improve the procurement, supply, and conservation of electricity. In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Sections 5140 and 5141 of the California Nonprofit Public Benefit Corporation Law, as now in effect or as may hereafter be amended.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is Jeffrey A. Moss, Esq., 454 Las Gallinas Ave., #310, San Rafael, CA, 94903.

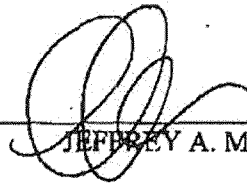
FOUR: (a) This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code.

(b) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(d) No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code and in any corresponding laws of the State of California), and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

FIVE: On the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively to benefit local government, consumers and/or the environment, and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and meets the requirements for exemption under Section 214 of the California Revenue and Taxation Code as the Board of Directors shall determine.

Dated: February 8, 2011



JEFFREY A. MOSS, ESQ., Incorporator

RECEIVED
OCT 11 2012
BY: _____



I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

OCT 03 2012 *ms*

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State

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