

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "KGEN POWER CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2014, AT 4:36 O'CLOCK P.M.

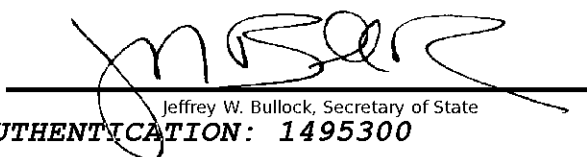
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF DISSOLUTION IS THE THIRTIETH DAY OF JUNE, A.D. 2014, AT 5 O'CLOCK P.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1495300

DATE: 06-30-14

**CERTIFICATE OF DISSOLUTION
OF
KGEN POWER CORPORATION**

**Pursuant to Section 275 of the General
Corporation Law of the State of Delaware**

KGen Power Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: The name of the corporation is KGen Power Corporation (the "Corporation").

SECOND: The dissolution of the Corporation was authorized by the board of directors of the Corporation on January 3, 2013 and by the stockholders of the Corporation on February 7, 2013.

THIRD: The dissolution of the Corporation has been authorized by the board of directors and stockholders of the Corporation in accordance with subsections (a) and (b) of Section 275 of the DGCL.

FOURTH: The names and addresses of the directors and officers of the Corporation are as follows:

DIRECTORS

Name

Daniel T. Hudson

Thomas B. White

OFFICERS

Name

Title

Thomas B. White

President and Chief Executive Officer

W. Kevin Redmond

Chief Accounting Officer

The address for each director and officer is 9337 Spring Cypress Road #214, Spring, Texas 77379.

FIFTH: The Corporation's original certificate of incorporation was filed with the Secretary of State of the State of Delaware on December 4, 2006.

SIXTH: The dissolution of the Corporation shall be effective at 5:00 p.m. Eastern Time on June 30, 2014.

IN WITNESS WHEREOF, the undersigned has executed this certificate on the 26th day of June 2014.

KGEM POWER CORPORATION

By: 

Name: Thomas B. White

Title: President and Chief Executive Officer