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Project Id :

Order# 073311-5
Order Date 03/22/2016

Entity Name:	**BLUESTONE WIND, LLC**
Jurisdiction:	**DE - Secretary of State**
Request for:	**Incorporation/Formation Filing**
File#:	5995483
File Date:	03/22/2016
Result:	**Filed**

Ordered by NANCY HOANG at CALPINE CORPORATION

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The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.

Delaware

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 FORMATION OF "BLUESTONE WIND, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MARCH, A.D. 2016, AT 2:37 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

5995483 8100
SR# 20161795695

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State of Delaware
Secretary of State
Division of Corporations
Delivered 02:37 PM 03/22/2016
FILED 02:37 PM 03/22/2016
SR 20161795695 - File Number 5995483

CERTIFICATE OF FORMATION
OF
LIMITED LIABILITY COMPANY

FIRST. The name of the limited liability company is Bluestone Wind, LLC.

SECOND. The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The name of its Registered Agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of Bluestone Wind, LLC this 22nd day of March, 2016.

BY: /s/Kelvin Chung
Authorized Person(s)

NAME: Kelvin Chung
(Type or Print Name)