

STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 21, 2012

Job Number: C20120521-2945
Reference Number:
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20120357694-09	Amendment	1 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Richard Sifuentes
Certificate Number: C20120521-2945
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
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ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



091201

**Amendment to
 Articles of Organization**
 (PURSUANT TO NRS 86.221)

Filed in the office of 	Document Number 20120357694-09
Ross Miller Secretary of State State of Nevada	Filing Date and Time 05/21/2012 9:35 AM
	Entity Number E0027422010-7

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Organization
For a Nevada Limited-Liability Company
 (Pursuant to NRS 86.221)

1. Name of limited-liability company:

Viridian Energy MD, LLC

2. The company is managed by: Managers **OR** Members
(check only one box)

3. The articles have been amended as follows: (provide article numbers, if available)*

Article 1.3 - The Company's name shall
 be "Fairpoint Energy, LLC".

4. Effective date and time of filing: (optional) Date: _____ Time: _____
(must not be later than 90 days after the certificate is filed)

5. Signature (must be signed by at least one manager or by a managing member):

X 

 Signature

* 1) If amending company name, it must contain the words "Limited-Liability Company," "Limited Company," or "Limited," or the abbreviations "Ltd.," "LLC.," or "L.C.," "LLC" or "LC." The word "Company" may be abbreviated as "Co."

2) If adding managers, provide names and addresses.

FILING FEE: \$175.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 86.221 LLC Amendment
 Revised: 8-31-11

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE (INCLUDING AMENDMENTS)

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 following is a list of all organizational documents on file in this office for

FAIRPOINT ENERGY, LLC

Articles of Organization filed on January 26, 2010.

Certificate of Amendment filed on September 13, 2010.

Certificate of Amendment filed on May 21, 2012 changing the name from VIRIDIAN ENERGY MD, LLC to FAIRPOINT ENERGY, LLC.

SECRETARY OF STATE



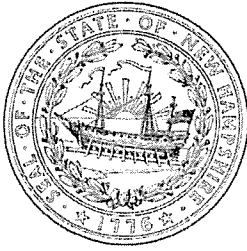
I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FAIRPOINT ENERGY, LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 26, 2010, 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 May 21, 2012.

ROSS MILLER
Secretary of State

Certified By: Richard Sifuentes
Certificate Number: C20120521-2945
You may verify this certificate
online at <http://www.nvsos.gov/>



State of New Hampshire

Department of State Corporation Division

603-271-3246



Enclosed is the acknowledgment copy of your Application for Amended Registration for Foreign LLC. 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 Amended Registration for Foreign LLC.

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

Regards,

New Hampshire Department of State
Corporation Division

Business ID#: 652952

State of New Hampshire

Filed
Date Filed: 05/22/2012
Business ID: 652952
William M. Gardner
Secretary of State

Filing fee: \$35.00

Use black print or type.

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

Form
RSA 304-C:67

APPLICATION FOR AMENDED REGISTRATION FOR FOREIGN LIMITED LIABILITY COMPANY

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

FIRST: The name of the limited liability company is: VIRIDIAN Energy MD, LLC

SECOND: The name the limited liability company is currently using in the state of New Hampshire is:
VIRIDIAN Energy MD, LLC

THIRD: The state or country of formation is: Nevada

FOURTH: The date the limited liability company was authorized to transact business in the state of New Hampshire is: 6/22/11

FIFTH: This application is filed for the following reason(s) (complete all applicable items):

a. The limited liability company has changed its name to: Fairpoint Energy, LLC

b. The name the limited liability company will hereafter use in the state of New Hampshire is changed to: Fairpoint Energy, LLC

c. The limited liability company has changed the state or country of its formation to:

*Signature: [Signature]

Print or type name: Jan L. Fox

Title: VP and General Counsel

Date signed: 5/21/12

*** MUST BE SIGNED BY A MANAGER IF THE LIMITED LIABILITY COMPANY HAS A MANAGER. IF NO MANAGER, MUST BE SIGNED BY A MEMBER.** (If the 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 will be available for public inspection in either tangible or electronic form.

Mail fee, DATED AND SIGNED ORIGINAL AND OR
GOOD STANDING ISSUED BY THE STATE OR CO
Corporate Division, Department of State, 107 North Main

State of New Hampshire
Form FLLC 2 - Amendment to Application 3 Page(s)



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