## BEFORE THE PUBLIC SERVICE COMMISSION OF THE STATE OF MISSOURI

In the Matter of the Joint Application of	)	
Invenergy Transmission LLC, Invenergy	)	
Investment Company LLC, Grain Belt	)	
Express Clean Line LLC and Grain Belt	)	Case No. EM-2019-0150
Express Holding LLC for an Order	)	
Approving the Acquisition by Invenergy	)	
Transmission LLC of Grain Belt Express	)	
Clean Line LLC	)	

#### NOTICE OF FILING OF CERTIFICATES PURSUANT TO 4 CSR 240-2.060(1)(C) AND 4 CSR 240-2.060(2)

Invenergy Transmission LLC ("Invenergy Transmission"), on behalf of itself and its parent company Invenergy Investment Company LLC ("Invenergy Investment"), as well as Grain Belt Express Clean Line LLC ("GBE" or "Grain Belt Express") on behalf of itself and its parent company Grain Belt Express Holding LLC ("GBE Holding") (together with GBE, Invenergy Transmission and Invenergy Investment, "Joint Applicants"), provide notice of filing of the attached certificates of good standing and certificates of registration pursuant to 4 CSR 240-2.060(1)(C) and 4 CSR 240-2.060(2). In support of this notice of filing, Joint Applicants state as follows:

- 1. On February 1, 2019, Joint Applicants filed a Joint Application for Transaction Approval and Motion for Expedited Treatment ("Application"). As indicated in Paragraphs 10 and 14 of the Application, Invenergy Investment and GBE Holding had applied for certificates showing that they are authorized to conduct business in Missouri at the time of the Application, but had not yet received such certificates.
- 2. 4 CSR 240-2.060(1)(C) requires that each foreign corporation that is an applicant before the Missouri Public Service Commission submit a certificate from the Missouri Secretary of State, showing that it is authorized to do business in Missouri. Further, 4 CSR 240-2.060(2)

provides that if any of the items required by 4 CSR 240-2.060(1) are not available at the time the application is filed, they shall be furnished prior to the granting of the authority sought.

- 3. Accordingly, Joint Applicants are now providing certificates of good standing and certificates of registration for Invenergy Investment and GBE Holding, as follows:
  - Exhibit A: Certificate of Registration for GBE Holding
  - Exhibit B: Certificate of Good Standing for GBE Holding
  - Exhibit C: Certificate of Registration for Invenergy Investment
  - Exhibit D: Certificate of Good Standing for Invenergy Investment
- 4. This notice of filing has no substantive impact on the original Application or the relief sought therein.

WHEREFORE, Joint Applicants respectfully request that the Commission accept this notice of filing and make it a part of the Application in Case No. EM-2019-0150.

Respectfully submitted,

#### /s/ Anne E. Callenbach

Frank A. Caro, Jr. MBN 42094
Anne E. Callenbach MBN 56028
Andrew O. Schulte MBN 62194
Polsinelli PC
900 W. 48<sup>th</sup> Place, Suite 900
Kansas City, MO 64112

Telephone: (816) 572-4754 Facsimile: (816) 817-6496 Fax

fcaro@polsinelli.com

acallenbach@polsinelli.com aoschulte@polsinelli.com

ATTORNEYS FOR INVENERGY INVESTMENT COMPANY LLC AND INVENERGY TRANSMISSION LLC

#### /s/ Karl Zobrist

Karl Zobrist MBN 28325 Jacqueline Whipple MBN 65270 Dentons US LLP 4520 Main Street, Suite 1100 Kansas City, MO 64111

Phone: (816) 460-2400 Fax: (816) 531-7545 karl.zobrist@dentons.com

jacqueline.whipple@dentons.com

ATTORNEYS FOR GRAIN BELT EXPRESS HOLDING LLC AND GRAIN BELT EXPRESS CLEAN LINE LLC

### **CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing was served upon all parties of record by email or U.S. mail, postage prepaid, this  $3^{rd}$  day of April 2019.

/s/ Anne E. Callenbach
Attorney for Invenergy Transmission LLC

STATE OF MISSOURI



John R. Ashcroft
Secretary of State
CERTIFICATE OF REGISTRATION

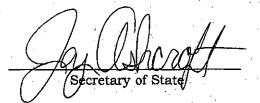
WHEREAS,

#### GRAIN BELT EXPRESS HOLDING LLC FL001426957

existing under the laws of the State of Delaware has filed with this state its Application of Registration and whereas this Application of Registration conforms to the Missouri Limited Liability Company Act.

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare that on the 8th day of February, 2019, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 8th day of February, 2019.





# FL001426957 Date Filed: 2/8/2019 John R. Ashcroft Missouri Secretary of State



#### State of Missouri John R. Ashcroft, Secretary of State

Corporations Division PO Box 778 / 600 W, Main St., Rm. 322 Jefferson City, MO 65162

#### Application for Registration of a Foreign Limited Liability Company

(Submit with filling fee of \$105,00)

Grain				
The name of the foreign limited liability company is:	Belt Express Hol	ding LLC		
The name under which the foreign limited liability company "limited liability company", "LC", "L.C.", "L.C.", or "L.L.	y will conduct bus C.") (must be fille	iness in Missou d out if differer	ri is (must contain ' t from line (1)):	limited company,
Grain Bell Express Holding LLC		· :		· · · · · · · · · · · · · · · · · · ·
The foreign limited liability company was formed under the date of 09/14/2010	laws of Delawa		e or jurisdiction)	on the
(monthiday/year)				•
The purpose of the foreign limited liability company or the	general character	of the business.	it proposes to trans	act in this state is:
The purpose of the Limited Liability Company is to engage organized in this state.	in any lawful acti	vity for which a	Limited Liability	Company may be
The name and address of the limited liability company's restreet address):	gistered agent in N	Iissouri is (this		
CT Corporation System 120 South Central Avenue			Clay	ton, MO 63105
Name Address (PO Box may only be used in Secretary of State is appointed agent for service of process if the foreign matrices agent constitutes grounds to cannot the registration of the foreign	limited liability compa	ny falls to maintair	•	City/State/Zip <u>te</u> : fallure to mointáin
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8.  Series LLC (OPTIONAL) Pursuant to Section 347.186 in its operating agreement. The names of the series must been admitted to transact business in this state and are the	inclu	foreign limited liability company may establish a designated series de the full name of the limited liability company under which it has dwing:
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(The undersigned understands that raise statements made in in	us mun	ng are subject to the penalties provided under Section 575.040, RSMo)
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# Delaware The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "GRAIN BELT EXPRESS HOLDING LLC" IS

DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD

STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE EIGHTH DAY OF FEBRUARY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4871448 8300 SR# 20190850354

You may verify this certificate online at corp.delaware.gov/authver.shtml

Committy W. Stations, Secretary of Station

Authentication: 202228564

Date: 02-08-19

STATE OF MISSOUR



### John R. Ashcroft Secretary of State

CORPORATION DIVISION CERTIFICATE OF GOOD STANDING

I, JOHN R. ASHCROFT, Secretary of State of the STATE OF MISSOURI, do hereby certify that the records in my office and in my care and custody reveal that

#### GRAIN BELT EXPRESS HOLDING LLC

using in Missouri the name

#### GRAIN BELT EXPRESS HOLDING LLC FL001426957

a DELAWARE entity was created under the laws of this State on the 8th day of February, 2019, and is Active, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 14th day of February, 2019.

pecietary or State

Certification Number: CERT-02142019-0099



STATE OF MISSOURI



## John R. Ashcroft Secretary of State

CERTIFICATE OF REGISTRATION

WHEREAS.

#### INVENERGY INVESTMENT COMPANY LLC FL001426829

existing under the laws of the State of Delaware has filed with this state its Application of Registration and whereas this Application of Registration conforms to the Missouri Limited Liability Company Act.

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare that on the 1st day of February, 2019, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 1st day of February, 2019.





## State of Missouri

John R. Ashcroft, Secretary of State

Corporations Division PO Box 778 / 600 W. Main St., Rm. 322 Jefferson City, MO 65102

#### FL001426829 Date Filed: 2/1/2019 John R. Ashcroft Missouri Secretary of State

#### Application for Registration of a Foreign **Limited Liability Company**

The name of the foreign lin	nited liability company is: Invenergy Invenerg	•	
The name under which the	foreign limited liability company will con, "LC", "LLC", "L.C.", or "L.L.C.") (mus	nduct business in Missouri is (mus	et contain "limited company, ne (1)):
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The foreign limited liability company was formed under the laws of date of $\frac{10/29/18}{(month/day/year)}$ .		(state or jurisdie	tion) on the
	limited liability company or the general cl	haracter of the business it propose	es to transact in this state is:
Renewable energy and any	lawful purpose		
street address):			
C T Corporation System  Name  Secretary of State is appointed ag	120 South Central Avenue  Address (PO Box may only be used in conjunction and for service of process if the foreign limited liability.		Clayton, MO 63105  City/State/Zip  agent. Note: failure to maintain
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Creation - LLC/LP/LLP

In Affirmation thereof, the facts stated above are true (The undersigned understands that false statements may		er Section 575 040 RSMo)
	e and correct. de in this filing are subject to the penalties provided und	er Section 575.040, RSMo)
(Each separate series must also file an Attachment Fo	orm LLC 4A.)	
New Series:  ☐ The limited liability company gives notice tha	it the series has limited liability.	
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been admitted to transact business in this state and	es must include the full name of the limited liability co	ablish a designated series ompany under which it has

Page 1

## Delaware The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "INVENERGY INVESTMENT COMPANY LLC" IS

DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD

STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF JANUARY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.

7124622 8300 SR# 20190644379

You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State

Authentication: 202180581

Date: 01-31-19

STATE OF MISSOURI



### John R. Ashcroft Secretary of State

## CORPORATION DIVISION CERTIFICATE OF GOOD STANDING

I, JOHN R. ASHCROFT, Secretary of State of the STATE OF MISSOURI, do hereby certify that the records in my office and in my care and custody reveal that

#### INVENERGY INVESTMENT COMPANY LLC

using in Missouri the name

#### INVENERGY INVESTMENT COMPANY LLC FL001426829

a DELAWARE entity was created under the laws of this State on the 1st day of February, 2019, and is Active, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 6th day of February, 2019.

Certification Number: CERT-02062019-0047