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OCT 2 - 2015  
ONTARIO ENERGY BD

**Ontario Energy Board**

P.O. Box 2319  
2300 Yonge Street  
27th Floor  
Toronto, ON M4P 1E4

Dear Sir / Madam,

In February 2015, as per request of our corporate counsel, we have incorporated a wholly-owned subsidiary of Simply Green Home Services Inc. called Simply Metering Solutions Inc.

To the point above, we would like to transfer our Ontario Energy Board Unit Sub-Metering license number ES-2014-0304 to this new corporation. The change is part of a corporate reorganization and is not a change in any ownership structure.

For reference, I have attached the first page of the incorporation documents.

Regards,

Alex Kaplunov  
**Chief Financial Officer**  
*Simply Green Home Services Inc.*  
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Ministère des Services gouvernementaux

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# Certificate of Incorporation Certificat de constitution

This is to certify that

Ceci certifie que

**SIMPLY METERING SOLUTIONS INC.**

Ontario Corporation No.

Numéro matricule de la personne morale en  
Ontario

**002453901**

is a corporation incorporated,  
under the laws of the Province of Ontario.

est une société constituée aux termes  
des lois de la province de l'Ontario.

These articles of incorporation  
are effective on

Les présents statuts constitutifs  
entrent en vigueur le

**FEBRUARY 12 FÉVRIER, 2015**



Director/Directeur  
Business Corporations Act/Loi sur les sociétés par actions