

DISTRIBUTED ENERGY SYSTEMS CORP
Form 8-A12G
November 04, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Distributed Energy Systems Corp.

(Exact name of registrant as specified in its charter)

Delaware	20-0177690
(State of incorporation	(I.R.S. Employer
or organization)	Identification no.)
10 Technology Drive	06492
Wallingford, Connecticut	(Zip Code)
(Address of principal executive offices)	

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. "

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If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-108515 (If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class	Name of Each Exchange on Which
to be so Registered	Each Class is to be Registered

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, \$0.01 par value per share

(Title of Class)

Item 1: Description of Registrant's Securities to be Registered.

The description under the heading "Description of Distributed Energy Capital Stock" relating to the Registrant's Common Stock, \$.01 par value per share, in the Prospectus included in the Registrant's Registration Statement on Form S-4 filed with the Securities and Exchange Commission (the Registration Statement on Form S-4) (File No. 333-108515) is incorporated herein by reference.

Item 2: Exhibits.

The following exhibits are incorporated herein by reference as indicated below:

1. Amended and Restated Certificate of Incorporation of the Registrant, incorporated by reference to Exhibit 3.1 to the Company's Registration Statement on Form S-4.
2. Amended and Restated By-laws of the Registrant, incorporated by reference to Exhibit 3.2 to the Company's Registration Statement on Form S-4.

