

FILE

PALMER
ENERGY COMPANY



10-1081-EL-AGL

35

August 5, 2010

Public Utilities Commission of Ohio
Docketing Division, 13th Floor
180 East Broad Street
Columbus, Ohio 43215-3793

PUCO

RECEIVED-DOCKETING DIV
2010 AUG -5 AM 11:42

Dear Docketing Division:

Enclosed are one original and ten copies of the Certification Application for Aggregators/Power Brokers along with the corresponding attachments for Palmer Energy Company. Please contact me with any questions or for additional information.

Sincerely,

Mark R. Frye
President

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
Technician DR Date Processed 8-5-2010



The Public Utilities Commission of Ohio

PUCO USE ONLY		
Date Received	Case Number	Version
	10-1071-EL-AGG	August 2004

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-5 Experience). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may input information directly onto the form. You may also download the form, by saving it to your local disk, for later use.

A. APPLICANT INFORMATION

A-1 Applicant's legal name, address, telephone number and web site address

Legal Name Palmer Energy Company, Inc.
Address 241 N Superior Street, Suite 250, Toledo, Ohio 43604
Telephone # (419) 539-9180 Web site address (if any) http://palmerenergy.com

A-2 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name Palmer Energy Company, Inc.
Address 241 N Superior Street, Suite 250, Toledo, Ohio 43604
Telephone # (419) 539-9180 Web site address (if any) http://palmerenergy.com

A-3 List all names under which the applicant does business in North America

<u>Growers Energy Solutions LLC</u>	<u>CCAOSC Energy Solutions LLC</u>
<u>Chamber Energy Solutions LLC</u>	<u>Palmer Conservation Consulting LLC</u>
<u>Alternative Gas & Electric Solutions LLC</u>	

A-4 Contact person for regulatory or emergency matters

Name Mark R. Frye
Title President

Business address 241 N. Superior Street, Suite 250, Toledo, Ohio 43604

Telephone # (419) 539-9180

Fax # (419) 539-9185

E-mail address (if any) mfrye@palmerenergy.com

A-5 Contact person for Commission Staff use in investigating customer complaints

Name Mark R. Frye

Title President

Business address 241 N. Superior Street, Suite 250, Toledo, Ohio 43604

Telephone # (419) 539-9180

Fax # (419) 539-9185

E-mail address (if any) mfrye@palmerenergy.com

A-6 Applicant's address and toll-free number for customer service and complaints

Customer Service address 241 N. Superior Street, Suite 250, Toledo, Ohio 43604

Toll-free Telephone # (877) 410-5214

Fax # (419) 539-9185

E-mail address (if any) service@palmerenergy.com

A-7 Applicant's federal employer identification number # 341323368

A-8 Applicant's form of ownership (check one)

☐ Sole Proprietorship

☐ Limited Liability Partnership (LLP)

☐ Corporation

☐ Partnership

☐ Limited Liability Company (LLC)

☐ Other _____

A-9 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).

☐ First Energy

☐ Ohio Edison

☐ Toledo Edison

☐ Cleveland Electric Illuminating

☐ Cincinnati Gas & Electric

☐ Monongahela Power

☐ American Electric Power

☐ Ohio Power

☐ Columbus Southern Power

☐ Dayton Power and Light

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

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☐ Industrial

☐ Industrial

- A-10** Provide the approximate start date that the applicant proposes to begin delivering services

September 7, 2010

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- A-11** **Exhibit A-11 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-12** **Exhibit A-12 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers and companies that aggregate customers in North America.
- A-13** **Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-14** **Exhibit A-14 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.
- A-15** **Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1** **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services including aggregation services.
- B-2** **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. (e.g. number and types of customers served, utility service areas, amount of load, etc.).

B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.

B-5 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☐ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-5 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-6 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☐ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

C-1 **Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why.

C-2 **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.

- C-3** **Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business.
- C-4** **Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).
- C-5** **Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRES operation, along with a list of assumptions, and the name, address, e-mail address, and telephone number of the preparer.
- C-6** **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7** **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's credit report from Experian, Dun and Bradstreet or a similar organization.
- C-8** **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.

C-9 Exhibit C-9 "Merger Information," provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

Nak N. Noye, President
Signature of Applicant & Title

Sworn and subscribed before me this 30th day of July, 2010
Month Year

Bonnie J. Ziviski
Signature of official administering oath

Bonnie J. Ziviski
Print Name and Title

BONNIE J. ZIVISKI
My commission expires on Notary Public, State of Ohio
My Commission Expires 12-26-2011

AFFIDAVIT

State of Ohio :

Toledo ss.
(Town)

County of Lucas :

Mark R. Frye, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the president (Office of Affiant) of Palmer Energy Company, Inc. (Name of Applicant);

That he/she is authorized to and does make this affidavit for said Applicant.

1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief and that he/she expects said Applicant to be able to prove the same at any hearing hereof.

Mark K. King, President
Signature of Affiant & Title

Sworn and subscribed before me this 30th day of July, 2010
Month Year

Bonnie J. Ziviski
Signature of official administering oath

Bonnie J. Ziviski
Print Name and Title

My commission expires on BONNIE J. ZIVISKI
Notary Public, State of Ohio
My Commission Expires 12-26-2011



A-11. Principal Officers, Directors & Partners

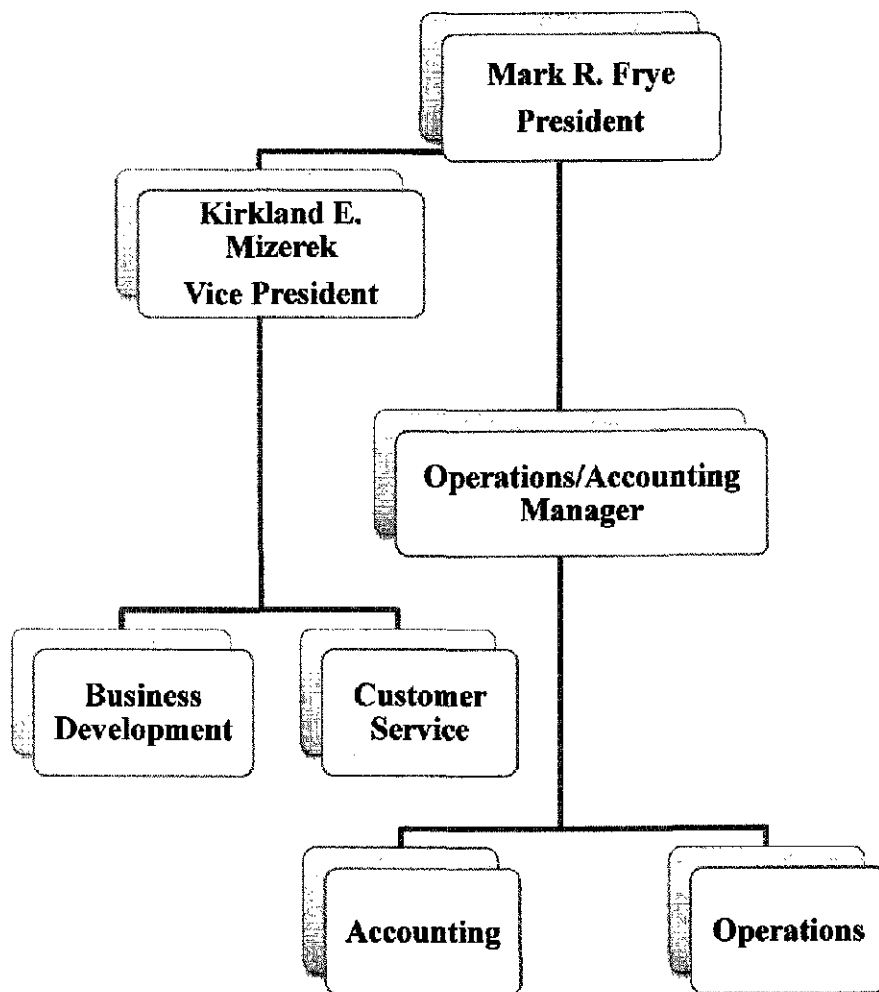
Mark R. Frye, President
241 N. Superior Street, Suite 250
Toledo, Ohio 43604
419-539-9180

Kirkland E. Mizerek, Vice President
241 N. Superior Street, Suite 250
Toledo, Ohio 43604
419-539-9180



A-12. Corporate Structure

Palmer Energy Company, Inc. is an Ohio chartered C corporation. As listed in A-3 of the application, Palmer Energy Company has five subsidiary companies. Palmer Energy Company and the subsidiary companies do not supply retail or wholesale electricity or natural gas to companies that aggregate customers in North America.





A-13. Company History

Palmer Energy Company was founded in 1980 as one of the first natural gas brokerage firms in the country. Today, in response to changes in the energy industry and business needs, Palmer Energy Company has evolved into a leading unbiased energy manager for over 1000 entities (encompassing thousands of locations) which include school districts, health care facilities, manufacturers, municipalities, churches, financial institutions, commercial laundries, retailers, hotels, and office buildings.



A-14. Articles of Incorporation and Bylaws

Please see attached.

0101 Prescribed by Secretary of State — Anthony A. Celebrezze, Jr.

Articles of Incorporation

—OF—

PALMER ENERGY COMPANY, INC.

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Palmer Energy Company, Inc.

SECOND. The place in Ohio where its principal office is to be located is:

Toledo

Lucas

County

(City, Village or Township)

THIRD. The purposes for which it is formed are:

1. To perform the various functions connected with natural gas and oil exploration and production, including but not limited to, leasing and purchasing of land and/or mineral rights, engaging in drilling, completion and production operations, and/or obtaining gas and/or oil wells, the purchase and subsequent sale of hydrocarbons or hydrocarbon manufacturing facilities, the consultation in energy matters with other corporations or persons.
2. To engage in any lawful activities for which corporations may be formed under Section 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

E839-1554

FOURTH. The number of shares which the corporation is authorized to have outstanding is

Seven Hundred Fifty (750)

FIFTH. The amount of stated capital with which the corporation shall begin business is

Five Hundred and No/100 Dollars (\$ 500.00)

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 26th day

of November, 1920

PALMER ENERGY COMPANY, INC.

(Name of Corporation)

Andrew Alexander
Andrew Alexander
Deborah Coffey
Deborah Coffey

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED - SIGNATURES)

N.B. Articles will be returned unless accompanied by form designating statutory agent. See Section 1701.07, Revised Code of Ohio.

CODE OF REGULATIONS
OF

----- PALMER ENERGY COMPANY, INC. -----

A CORPORATION OF OHIO

adopted by its shareholders entitled to vote for the government
of the corporation:

ARTICLE I
MEETINGS OF SHAREHOLDERS

(a) Annual Meetings. The regular annual meeting of the shareholders shall be held at the principal office of the corporation, in Toledo, Ohio, on the 1st day in December of each year, at 9:00 AM. If that day falls on a legal holiday, the meeting shall be held on the day following at the same hour. The first annual meeting shall be held in 19 81 .

(b) Special Meetings. The Secretary shall call special meetings pursuant to a resolution of the Board of Directors, or upon the written request of two directors, or by shareholders representing 25% of the shares issued and entitled to vote. Calls for special meetings shall specify the time, place and purpose therefor. No business other than that specified in the call shall be considered.

(c) Notice of Meetings. A written notice stating the date, time, place and purposes of the meeting of shareholders shall be given either by personal delivery or by mail at least 10 days before the date of the meeting to each shareholder of record entitled to notice of the meeting. If mailed, such notice shall be addressed to the shareholder at his address as it appears on the records of the corporation.

All notices with respect to any shares held in more than one name may be given to the one who is named first on the certificate of stock. Notice so given shall be considered as notice to all the holders of such shares.

(d) Quorum. A majority of the shares issued and outstanding, represented by the holders of record thereof, in person or by proxy, shall constitute a quorum at any meeting of shareholders, but less than such number may adjourn the meeting from time to time. At such adjourned meeting any business may be transacted which might have been transacted if the meeting had been held as originally called.

(e) Proxies. Any shareholder entitled to vote at a meeting of shareholders may be represented and vote thereat by proxy in writing, subscribed by such shareholder or by his duly authorized attorney and submitted to the Secretary at or before such meeting.

CR1

There shall be no corporate seal.

[illegible]

SECTION 1. Certificates. Certificates evidencing the ownership of shares of the corporation shall be issued to those entitled to them by transfer or otherwise. Each certificate shall be numbered consecutively, shall be signed by the President or a Vice-President and by the Secretary, an Assistant Secretary, the Treasurer, or Assistant Treasurer. The certificate shall bear the seal of the corporation and shall contain such recitals as may be required by law. The certificates shall be of such tenor and design as the Board of Directors may determine.

SECTION 2. Transfers. (a) Shares may be transferred by the registered holders thereof or by their legally empowered attorneys or by their legal representatives, by surrender of the certificate and a written assignment of the shares. The Board of Directors may appoint such Transfer Agents or Registrars of shares as it may deem advisable and may define their powers and duties.

(b) All endorsements, assignments, transfers, share powers or other instruments of transfer of securities standing in the name of the corporation shall be executed for and in the name of the corporation by any two of the following officers: the President or a Vice-President, and the Treasurer or Secretary, or an Assistant Treasurer or an Assistant Secretary, or by any person or persons authorized by the Board of Directors.

SECTION 3. Lost Certificates. The Board of Directors may order new certificates to be issued in place of any certificates claimed to have been lost or destroyed. In every case the owner or owners of the lost certificates shall first furnish a bond to the corporation with surety or sureties satisfactory to the corporation, in such sum as the Board of Directors may in its discretion deem sufficient, as indemnity against any loss or liability that the corporation may incur by reason of the issuance of the new certificates.

CODE OF REGULATIONS

The Board of Directors may in its discretion, refuse to issue such new certificates, save upon the order of a court of competent jurisdiction.

SECTION 4. Closing of Transfer Books. The share transfer books of the corporation may be closed by order of the Board of Directors for a period not exceeding ten (10) days prior to any meeting of shareholders and for a period not exceeding ten (10) days prior to the payment of any dividend. The times during which the books may be closed shall be fixed by the Board of Directors.

ARTICLE IV DIRECTORS

The number of members of the Board of Directors shall be determined pursuant to law, and then only by a resolution of the shareholders entitled to vote. The election of directors shall be held at the regular annual meeting of the shareholders or at a special meeting called for that purpose.

Unless removed, as permitted by law or by these regulations, Directors shall hold office until the expiration of the term for which they were elected and shall continue in office until their respective successors shall have been duly elected and qualified.

ARTICLE V VACANCIES IN THE BOARD

A resignation by a Director shall take effect upon its receipt by the Secretary unless some other time is specified therein. In case of any vacancy in the Board of Directors through death, resignation, removal, disqualification or other cause deemed sufficient by the Board, the remaining directors, though less than a majority of the Board, by affirmative vote of a majority of those present at any duly convened meeting may, except as hereinafter provided, elect a successor to hold office for the unexpired portion of the term of that Director, and until the election and qualification of a successor.

ARTICLE VI REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held periodically on such dates as the Board may designate.

CODE OF REGULATIONS

ARTICLE VII SPECIAL MEETINGS

Special meetings of the Board of Directors shall be called by the Secretary and held at the request of the President or any two of the Directors.

ARTICLE VIII NOTICE OF MEETINGS

Written notice of the time and place of each meeting of the Directors shall be given by the Secretary to each Director either by personal delivery or by mail, telegram, or cablegram at least two days before the meeting, which notice need not specify the purposes of the meeting.

Notice of adjournment of a meeting need not be given if the time and place to which it is adjourned are fixed and announced at such meeting.

ARTICLE IX QUORUM

A majority of the Directors in office at the time shall constitute a quorum at all meetings.

ARTICLE X PLACE OF MEETINGS

The Board of Directors may hold its meetings at such place or places within or without the State of Ohio as the Board may, from time to time, determine.

ARTICLE XI COMPENSATION

Directors, as such, shall not receive any stated salary for their services. By resolution of the Board a fixed sum for expenses, if any, may be allowed for attendance at each meeting, regular or special. Nothing herein contained shall preclude any Director from serving the corporation in any other capacity and receiving compensation therefor. Members of executive or special committees may be allowed such compensation for attending committee meetings as the Board of Directors may determine.

CODE OF REGULATIONS

ARTICLE XII ELECTION OF OFFICERS

At the first meeting of the Board of Directors in each year held after the annual meeting of the shareholders, and at any special meeting provided in Article VII, the Board of Directors shall elect or choose the officers of the corporation and designate such subordinate officers and employees as it shall determine. They may also appoint an executive committee or committees from their number and define their powers and duties.

ARTICLE XIII OFFICERS

The officers of this corporation shall be a President, a Vice-President, a Secretary, a Treasurer ~~and~~

who may or may not be directors. The officers shall be elected or chosen by the Board of Directors and shall hold office for one year and until their successors are elected or chosen and qualified. Additional Vice-Presidents may be elected or chosen as may be determined by the Directors who may also appoint one or more Assistant Secretaries, one or more Assistant Treasurers and such other officers and agents of the corporation as it may determine.

Any officer or employee elected or appointed by the Board of Directors, other than that of Director, may be removed at any time upon vote of the majority of the Board of Directors.

Other than the offices of President, Vice-President, Secretary and Assistant Secretary or Treasurer and Assistant Treasurer, any two or more offices may be held by the same person.

The Board of Directors may, in case of the absence of any officer for any other reason it may deem sufficient, delegate the powers or duties of such officer to any other officer or to any Director, provided a majority of the Board of Directors concurs.

ARTICLE XIV DUTIES OF OFFICERS

(a) President. The President shall preside at all meetings of shareholders and directors. The President shall exercise, subject to the control of the Board of Directors and the shareholders of the corporation, a general supervision over the affairs of the corporation.

CODE OF REGULATIONS

(b) Vice-President. In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President shall perform the duties and be vested with the authority of the President.

(c) Secretary. The Secretary shall record the minutes of all proceedings of the Board of Directors and of the shareholders and shall maintain proper records thereof which shall be attested by him. He shall keep such books as may be required by the Board of Directors and shall take charge of the seal of the corporation.

(d) Treasurer. The Treasurer shall have the custody of the funds and securities of the corporation which may come into his hands and shall do with the same as may be ordered by the Board of Directors. When necessary or proper he may endorse for collection on behalf of the corporation, checks, notes and other obligations. He shall deposit the funds of the corporation to its credit in such banks and depositaries as The Board of Directors may from time to time designate. He shall submit to the annual meeting of the shareholders a statement of the financial condition of the corporation. He shall keep and maintain in the books of the corporation full and accurate accounts of all moneys received and disbursed for and on account of the corporation, and shall, whenever required, by the Board of Directors make and render a statement of his accounts and such other statements as may be required.

(e) General Duties of All Officers. All officers shall perform generally all duties incident to the particular office and also such other duties as may be assigned to such officer by the Board of Directors.

ARTICLE XV ORDER OF BUSINESS

The order of business at meetings of shareholders shall be the order or sequence usual and generally prevalent for the orderly conduct of the business of such meetings.

In case of a dispute or question as to procedure, the standard and recognized rules of parliamentary procedure shall govern unless otherwise specifically provided in these regulations or by law.

All persons claiming to hold proxies shall present them to the Secretary for verification before the opening of the meeting.

CODE OF REGULATIONS

ARTICLE XVI FISCAL YEAR

The fiscal year of the corporation shall begin on the
1st day of December in each year.

ARTICLE XVII FORCE AND EFFECT OF CODE OF REGULATIONS

This Code of Regulations is subject to the provisions of the General Corporation Law Chapter 1701 of the Ohio Revised Code and the corporation's Articles of Incorporation as they may be amended. If any provision in this Code of Regulations is inconsistent with any provision of the law or of the Articles of Incorporation, the provision of the law or of the Articles of Incorporation shall govern.

ARTICLE XVIII ADAPTATION TO ONE PERSON CORPORATION

Wherever in this Code of Regulations references are made to more than one incorporator, director or shareholder, they shall, if this is a sole incorporator, director, shareholder corporation, be construed to mean the solitary person; and all provisions dealing with the quantum of majorities or quorums shall be deemed to mean the action by the one person constituting the corporation.

ARTICLE XIX AMENDMENTS

These regulations may be amended or new regulations may be adopted at a meeting held for such purpose, by the affirmative vote of the holders of shares entitling them to exercise a majority of the voting power of the corporation on such proposal; notice of which meeting having been given pursuant to these regulations. The foregoing may be accomplished without a meeting by the written consent of the holders of shares entitling them to exercise two-thirds of the voting power on such proposal.

The shareholders may adopt and may authorize the Directors to adopt, either before or during an emergency, as that term is defined in the Revised Code, such emergency regulations as may be permitted by law, which shall be operative only during an emergency.

PROCEEDINGS OF INCORPORATORS

On November 26, 19 80 , the undersigned, desiring to form a body corporate in accordance with the General Corporation Law of the State of Ohio, under the name

Palmer Energy Company, Inc.

with all the corporate rights, powers, privileges and liabilities enjoyed under or imposed by such law, did sign Articles of Incorporation, which Articles together with a written appointment of the Agent for the corporation, were on December 1 1980 , filed with and recorded by the Secretary of State.

Copies thereof are annexed hereto.

Audrey L. Selander
Audrey L. Selander, Incorporator

Deborah J. Coffey
Deborah J. Coffey, Incorporator

Incorporator

Filed with Secretary of State December 1 19 80 .
Corporation No. 565255



A-15. Secretary of State

Please see attached.



DATE 06/09/2010	DOCUMENT ID 201015900853	DESCRIPTION DOMESTIC AGENT ADDRESS CHANGE (AGA)	FLING 25.00	EXPED .00	PENALTY	CERT .00	COPY .00
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Receipt

This is not a bill. Please do not remit payment.

PALMER ENERGY COMPANY
241 N SUPERIOR STREET
SUITE 250
TOLEDO, OH 43604

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner**565255**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

PALMER ENERGY COMPANY, INC.

and, that said business records show the filing and recording of:

Document(s):

DOMESTIC AGENT ADDRESS CHANGE

Document No(s):

201015900853

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus,
Ohio this 7th day of June, A.D.
2010.

Ohio Secretary of State



B-1. Jurisdictions of Operation

At the date of this filing, Palmer Energy Company is not certified, licensed, or registered to provide retail or wholesale electric services including aggregation services.

B-2. Experience & Plans

Palmer Energy Company has been in the energy consulting business for 30 years. As an unbiased energy advisor to its clients, Palmer Energy will continue to perform rate and budget analyses, evaluate demand interval and consumption information, review contracts, forecast future demand and consumption, author Request for Proposal's, procure energy, and make alternative program recommendations.

End-users enter into an agreement with the third party power supplier or sign a Power of Attorney with Palmer Energy Company, or one of its subsidiaries, to act on their behalf to procure power.

As the administrator for an aggregation program, Palmer Energy Company will not invoice the end-user. End-users will be invoiced by their electric utility or the third party supplier. Service calls would be made to the utility or the third party power supplier. For questions or information regarding program management, Palmer Energy Company has a toll-free telephone number and a designated e-mail address.

B-3. Summary of Experience

Palmer Energy Company has been the energy consultant for the Northwest Ohio Aggregation Coalition (NOAC) for ten years. NOAC covers over 140,000 residences and 15,000 small business locations.



B-4. Disclosure of Liabilities and Investigations

Palmer Energy Company has had no past rulings, judgments, revocations of authority or regulatory investigations that would adversely impact its financial or operational status or ability to provide services.

A complaint against Palmer Energy Company was filed with the Public Utilities Commission of Ohio on 5/21/10 by Buckeye Energy Brokers. The assigned case number is 10-0693-EL-CSS.

C-1. Annual Reports

Palmer Energy Company is a privately held company and is not required to prepare annual reports.

C-2. SEC Filings

Palmer Energy Company is not required to file with the Securities and Exchange Commission because it is not a publicly traded company.

C-3. Financial Statements

Filed under seal.

C-4. Financial Arrangements

Palmer Energy Company has no guarantees, bank commitments, financial contract arrangements, or credit agreements to conduct CRES as a business activity. Palmer Energy Company's banking relationship is with Fifth Third Bank, 1 Seagate, Toledo, Ohio.



C-5. Forecasted Financial Statements

Filed under seal.

C-6. Credit Rating

Palmer Energy Company has been assigned a composite credit appraisal of "2," which is defined as "good." This information can be found on the first page of the attached Dun & Bradstreet Business Information Report.

C-7. Credit Report

Dun & Bradstreet Business Information Report for Palmer Energy Company is attached.



Decide with Confidence

Business Information Report

[Print this Report](#)

Report Printed: MAY 27 2010
In Date

BUSINESS SUMMARY

PALMER ENERGY COMPANY INC
241 N Superior St Fl 2
Toledo, OH 43604

This is a **single** location.

Web site: www.palmerenergy.com

Telephone: 419 539-9180

Chief executive: MARK FRYE, PRES

Year started: 1980

Employs: 4

Sales: \$450,000-600000

History: CLEAR

SIC: 8748
6211

Line of business: Natural gas broker & consultant

D-U-N-S Number: 01-119-1467

D&B Rating: 2R2
Number of employees: 2R is 1 to 9 employees.
Composite credit appraisal: 2 is good.

D&B PAYDEX®:

D&B PAYDEX: 80

When weighted by dollar amount, payments to suppliers average generally within terms.



Based on up to 24 months of trade.

SPECIAL EVENTS

09/05/2008

Business address has changed from 2455 N Reynolds Rd, Toledo, OH, 43615 to 241 N Superior St # 250, Toledo, OH, 43604.

SUMMARY ANALYSIS

D&B Rating: 2R2
Number of employees: 2R indicates 1 to 9 employees.
Composite credit appraisal: 2 is good.

The 1R and 2R ratings categories reflect company size based on the total number of employees for the business. They are assigned to business files that do not contain a current financial statement. In 1R and 2R Ratings, the 2, 3, or 4 creditworthiness indicator is based on analysis by D&B of public filings, trade payments, business age and other important factors. 2 is the highest Composite Credit Appraisal a company not supplying D&B with current financial information can receive. For more information, see the D&B Rating Key.


Below is an overview of the company's rating history since 09/18/93:

D&B Rating	Date Applied
2R2	02/09/09
--	06/08/04
2R2	06/21/00

-- 09/13/94
DD2 09/18/93

The Summary Analysis section reflects information in D&B's file as of May 24, 2010.

CUSTOMER SERVICE

 Need help? Call Customer Service at (800) 333-0505, Monday through Friday, 8:00 AM to 6:00 PM Local Time.

HISTORY

The following information was reported **04/30/2009**:

Officer(s): MARK FRYE, PRES

DIRECTOR(S): THE OFFICER(S)

Business started 1980 by James A and Dorain H Palmer. 100% of capital stock is owned by Mark Frye.

MARK FRYE born 1964. Here since 1995. 1995-92 with Catex Co, Boston, MA. 1992-87 with Libby Owens Co, Toledo, OH.

Business address has changed from 2653 Barrington Dr, Toledo, OH, 43606 to 2828 W Central Ave #7, Toledo, OH, 43606.

Business address has changed from 2828 W Central Ave #7, Toledo, OH, 43606 to 5650 W Central Ste E, Toledo, OH, 43615.

Business address has changed from 5650 W Central Ste E, Toledo, OH, 43615 to 2455 N Reynolds Rd, Toledo, OH, 43615.

Business address has changed from 2455 N Reynolds Rd, Toledo, OH, 43615 to 241 N Superior St # 250, Toledo, OH, 43604.

BUSINESS REGISTRATION

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE AS OF APR 09 2010:

Registered Name: PALMER ENERGY COMPANY, INC.

Business type:	CORPORATION	Common stock	
Corporation type:	PROFIT	Authorized shares:	750
Date incorporated:	DEC 01 1980	Par value:	NO PAR VALUE
State of incorporation:	OHIO		
Filing date:	DEC 01 1980		
Registration ID:	565255		
Status:	ACTIVE		

Where filed: SECRETARY OF STATE/CORPORATIONS DIVISION, COLUMBUS, OH

Registered agent: MARK R FRYE, 2653 BARRINGTON DR, TOLEDO, OH, 436060000
Agent appointed: AUG 13 1998
Agent status: ACTIVE

Principals: AUDREY SELANDER, INCORPORATOR
DEBORAH COFFEY, INCORPORATOR

OPERATIONS

04/30/2009

Description: Operates as energy consultant and natural gas broker. Member of ohio oil and gas association.

Terms are brokerage fees and cash upon receipt of invoice for consulting services. Sells to industrial and commercial concerns, schools and hospitals. Territory : Local.

Nonseasonal.

Employees: 4 which includes officer(s).**Facilities:** Operates from residence of James A Palmer.**SIC & NAICS****SIC:**

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific to a company's operations than if we use the standard 4-digit code.

The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser window.

87489904 Energy conservation consultant
62110303 Oil and gas lease brokers

NAICS:

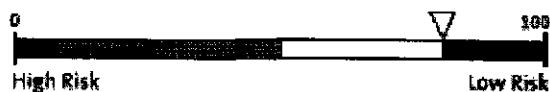
541690 Other Scientific and Technical Consulting Services
523999 Miscellaneous Financial Investment Activities

D&B PAYDEX

The D&B PAYDEX is a unique, dollar weighted indicator of payment performance based on up to 12 payment experiences as reported to D&B by trade references.

3-Month D&B PAYDEX: 80

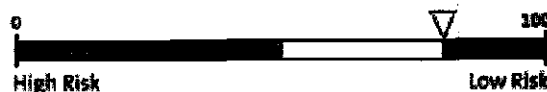
When weighted by dollar amount, payments to suppliers average within terms.



Based on trade collected over last 3 months.

D&B PAYDEX: 80

When weighted by dollar amount, payments to suppliers average generally within terms.



Based on up to 24 months of trade.

When dollar amounts are not considered, then approximately 100% of the company's payments are within terms.

PAYMENT SUMMARY

The Payment Summary section reflects payment information in D&B's file as of the date of this report.

Below is an overview of the company's dollar-weighted payments, segmented by its suppliers' primary industries:

	Total Rcv'd (#)	Total Dollar Amts (\$)	Largest High Credit (\$)	Within Terms (%)	Days Slow <31 31-60 61-90 90> (%)			
Top industries:								
Short-trm busn credit	3	27,500	15,000	100	-	-	-	-
Radiotelephone commun	2	3,500	2,500	100	-	-	-	-
Public finance	1	2,500	2,500	100	-	-	-	-

30

Nonclassified	1	750	750	100	-	-	-	-
Natural gas distrib	1	250	250	100	-	-	-	-

Other payment categories:

Cash experiences	4	6,600	5,000	
Payment record unknown	0	0	0	
Unfavorable comments	0	0	0	

Placed for collections:

With D&B	0	0	
Other	0	N/A	
Total in D&B's file	12	41,100	15,000

The highest **Now Owes** on file is \$15,000

The highest **Past Due** on file is \$0

The aggregate dollar amount of the 12 payment experiences in D&B's file equals 109.6% of this company's average monthly sales. In Dun & Bradstreet's opinion, payment experiences exceeding 10% of a company's average monthly sales can be considered representative of payment performance.

PAYMENT DETAILS**Detailed Payment History**

Date Reported (mm/yy)	Paying Record	High Credit (\$)	Now Owes (\$)	Past Due (\$)	Selling Terms	Last Sale Within (months)
04/10	Ppt	15,000	15,000	0		1 mo
	Ppt	2,500	2,500	0		1 mo
	Ppt	2,500	500	0		1 mo
	Ppt	1,000	0	0		1 mo
	Ppt	250	100	0	N30	1 mo
03/10	(006)	1,000			Cash account	1 mo
05/09	Ppt	2,500				1 mo
01/09	(008)	100			Cash account	2-3 mos
12/08	Ppt	10,000	1,000	0		1 mo
	(010)	5,000			Cash account	1 mo
	(011)	500			Cash account	1 mo
07/08	Ppt	750	0	0		

Each experience shown is from a separate supplier. Updated trade experiences replace those previously reported.

FINANCE

01/23/2010

The name and address of this business have been confirmed by D&B using available sources.

PUBLIC FILINGS

A check of D&B's public records database indicates that no filings were found for PALMER ENERGY COMPANY INC at 241 N Superior St Fl 2, Toledo OH.

D&B's extensive database of public record information is updated daily to ensure timely reporting of changes and additions. It includes business-related suits, liens, judgments, bankruptcies, UCC financing statements and business registrations from every state and the District of Columbia, as well as select filing types from Puerto Rico and the U.S. Virgin Islands.

D&B collects public records through a combination of court reporters, third parties and direct electronic links with federal and local authorities. Its database of U.S. business-related filings is now the largest of its kind.

GOVERNMENT ACTIVITY**Activity summary**

Borrower (Dir/Guar):	NO
Administrative debt:	NO
Contractor:	NO
Grantee:	NO
Party excluded from federal program(s):	NO

Possible candidate for socio-economic program consideration

Labor surplus area:	YES (2010)
Small Business:	YES (2010)
8(A) firm:	N/A

The details provided in the Government Activity section are as reported to Dun & Bradstreet by the federal government and other sources.



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Solutions**

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PALMER ENERGY COMPANY INC

241 N SUPERIOR ST FL 2
TOLEDO, OH 436041253

D-U-N-S Number: 01-119-1467

Company Details - Last

Updated on:

5/27/2010

80

PAYDEX Score

These scores are based on
your original report purchase.

Please refer to the Alerts

Summary section for changes
to scores.

Purchased Reports

Available Until

Available until 11/25/2010

Report Type

Business Information Report

Purchase D&B's most up-to-date Business Information
Report on PALMER ENERGY COMPANY INC.

Delete R

Delete

Alerts Summary

Alerts Detail

You have no alerts issued on this company in the last 60 days.

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C-8. Bankruptcy Information

Palmer Energy Company, along with its officers and subsidiary companies, has never filed for reorganization or bankruptcy protection.

C-9. Merger Information

Palmer Energy Company has not been involved in any dissolution, merger, or acquisition in the past five years.