

FILE
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11-1139-6A-AGG

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Arc Energy, Inc.
2600 Oakstone Dr.
Columbus, Oh. 43231
March 2, 2011

RECEIVED-DOCKETING DIV
2011 MAR -2 PM 4:09
PUCO

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Docketing Division
180 E. Broad St.
Columbus, Oh. 43215

To whom it concerns:

Arc Energy, Inc., on March 2, 2011, is submitting our application to be a certified Competitive Retail Natural Gas Broker/Aggregator in the State of Ohio. We look forward to adding this to our recent certification as a CRES Broker. If you have any questions or need further clarification, do not hesitate to contact me.

Thank you for taking the time to review our application.

Sincerely,

Chris George

Arc Energy, Inc.
2600 Oakstone Dr.
Columbus, Oh. 43231
Ph. and Fax: 614-328-9967
cgeorge@arcenergyinc.com

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Date Received	Case Number	Certification Number
	11-1131 - GA-AGG	

CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS BROKERS / AGGREGATORS

Please type or print all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-16 - Company History*). 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, 13th Floor, 180 East Broad Street, Columbus, Ohio 43215-3793.

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

SECTION A - APPLICANT INFORMATION AND SERVICES

A-1 Applicant intends to be certified as: (check all that apply)

☒ Retail Natural Gas Aggregator ☒ Retail Natural Gas Broker

A-2 Applicant information:

Legal Name Arc Energy, Inc.
Address 2600 Oakstone Dr., Columbus, Oh. 43231
Telephone No. 614-776-5221 Web site Address www.arcenergyinc.com

A-3 Applicant information under which applicant will do business in Ohio:

Name Arc Energy, Inc.
Address 2600 Oakstone Dr., Columbus, Oh. 43231
Web site Address www.arcenergyinc.com Telephone No. 614-776-5221

A-4 List all names under which the applicant does business in North America:

Arc Energy, Inc.

A-5 Contact person for regulatory or emergency matters:

Name Chris George Title President
Business Address 2600 Oakstone Dr., Columbus, Oh. 43231
Telephone No. 614-776-5221 Fax No. 614-328-9987 Email Address cgeorge@arcenergyinc.com

A-6 Contact person for Commission Staff use in investigating customer complaints:

Name **Chris George** Title **President**
Business address **2600 Oakstone Dr., Columbus, Oh. 43231**
Telephone No. **614-776-5221** Fax No. **614-328-9967** Email Address **cgeorge@arcenergyinc.com**

A-7 Applicant's address and toll-free number for customer service and complaints

Customer service address **2600 Oakstone Dr., Columbus, Oh. 43231**
Toll-Free Telephone No. **855-272-6446** Fax No. **614-328-9967** Email Address **cgeorge@arcenergyinc.com**

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name **Chris George** Title **President**
Business address **2600 Oakstone Dr., Columbus, Oh. 43231**
Telephone No. **614-776-5221** Fax No. **614-328-9967** Email Address **cgeorge@arcenergyinc.com**

A-9 Applicant's federal employer identification number **27-3912367**

A-10 Applicant's form of ownership: (Check one)

- | | |
|--|--|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input type="checkbox"/> Limited Liability Company (LLC) |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Other |

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers*. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Dominion East Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Duke Energy Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial

A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.

☐ **Columbia Gas of Ohio**

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ **Dominion East Ohio**

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ **Duke Energy Ohio**

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ **Vectren Energy Delivery of Ohio**

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	7-3-11
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	4-3-11
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	4-3-11
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	4-3-11

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 Exhibit A-14 "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-15 Exhibit A-15 "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 natural gas or electricity to customers in North America.
- A-16 Exhibit A-16 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-17 Exhibit A-17 "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-18 Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

SECTION 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 current 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 natural gas service, or retail/wholesale electric services.
- B-2 Exhibit B-2 "Experience & Plans,"** provide a current 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 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- B-3 Exhibit B-3 "Summary of Experience,"** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking to be certified to provide (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- B-4 Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations 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 Exhibit B-5 "Disclosure of Consumer Protection Violations,"** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has 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 Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas.

☒ 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.

SECTION 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, labeled as 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 whether 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 current financial arrangements to conduct competitive retail natural gas service (CRNGS) 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 CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current 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 current credit report from Experion, 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 since applicant last filed for certification.
- C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

SECTION D - APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 **Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business functions.
- D-2 **Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.
- D-3 **Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

Applicant Signature and Title

[Signature] - President

Sworn and subscribed before me this 2nd day of March Month 2011 Year

[Signature]
Signature of official administering oath

Jon Lindahl
Print Name and Title



JONATHAN LINDAHL
Notary Public, State of Ohio
My Commission Expires 06-11-13

My commission expires on

6-11-13



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

Arc Energy, Inc.)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)

Case No. -

-GA-AGG

County of Franklin

State of Ohio

Christopher J. George c/o Arc Energy, Inc.

[Affiant], being duly sworn/affirmed, hereby states that:

- (1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.
- (2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- (3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.
- (4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- (5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.
- (6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- (7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.

Affiant Signature & Title

Christopher J. George - President

Sworn and subscribed before me this

2nd

day of March

Month

2011

Year

Signature of Official Administering Oath

Jonathan Lindahl

Print Name and Title

Jon Lindahl



JONATHAN LINDAHL My commission expires on 6-11-13
Notary Public, State of Ohio
My Commission Expires 06-11-13

(CRNGS Broker/Aggregator -Version 1.07) Page 7 of 7

Arc Energy, Inc.

Exhibit A-14 "Principal Officers, Director's & Partners"

Christopher George, President

2600 Oakstone Dr.

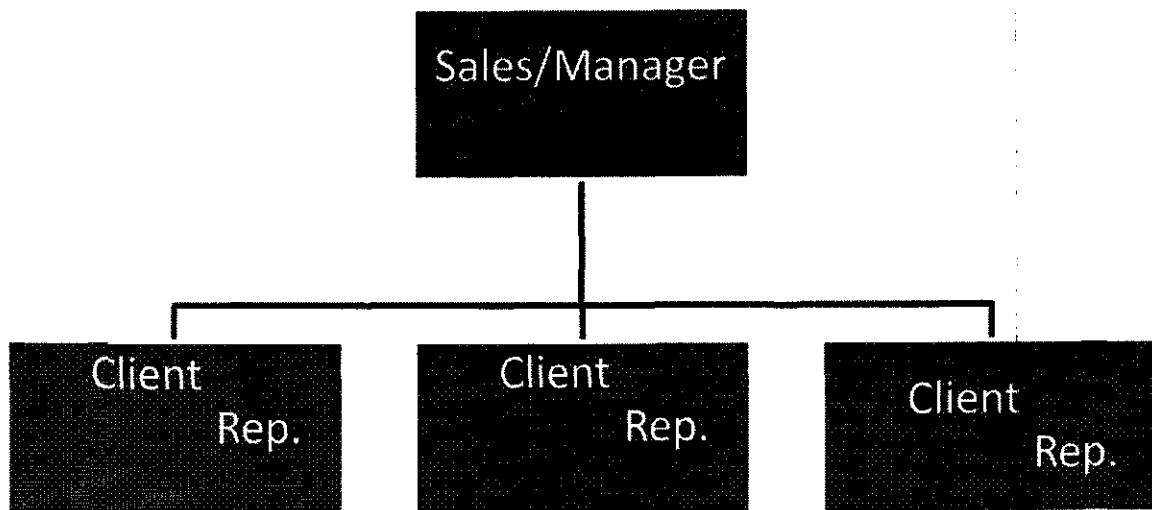
Columbus, Oh. 43231

Bus: (614) 776-5221

(855) 272-6446

Arc Energy, Inc.

Exhibit A-15 "Corporate Structure"



Arc Energy, Inc.

Exhibit A-16 "Company History"

Being a start-up company as of 01-01-2011, Arc Energy has no business history.

Arc Energy, Inc.

Exhibit A-17 "Articles of Incorporation and Bylaws"

(see pages 12-18)



Prescribed by:

Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form	
<input type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input type="radio"/> No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

<input checked="" type="checkbox"/> (1) Articles of Incorporation Profit (113-ARF) ORC 1701	<input type="checkbox"/> (2) Articles of Incorporation Nonprofit (114-ARN) ORC 1702	<input type="checkbox"/> (3) Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785
---	---	---

Complete the general information in this section for the box checked above.

FIRST:	Name of Corporation	<u>Arc Energy, Inc.</u>	
SECOND:	Location	<u>Columbus</u> (City)	<u>Franklin</u> (County)
Effective Date (Optional)	<u>01/01/2011</u> (mm/dd/yyyy)	Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.	
<input type="checkbox"/> Check here if additional provisions are attached			

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD:	Purpose for which corporation is formed
<u>Arc Energy, Inc. is formed to sell various energy services to a variety of clients, to include residential and businesses of various sizes. Acting as a consultant, Arc Energy, Inc. will be a reseller of energy for energy providers and producers.</u>	

Complete the information in this section if box (1) or (3) is checked.

FOURTH:	The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)		
	<u>850</u> (No. of Shares)	_____ (Type)	<u>0000</u> (Par Value)
(Refer to instructions if needed)			

Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

Christopher J. George

(Name)

2600 Oakstone Dr.

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Columbus

(City)

Ohio

(State)

43231

(Zip Code)

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See instructions)



Authorized Representative

Christopher J. George

(print name)

11/15/2010

Date

Authorized Representative

(print name)

Date

Authorized Representative

(print name)

Date

Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Arc Energy, Inc.
hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by
statute to be served upon the corporation may be served. The complete address of the agent is

Christopher J. George

(Name)

2600 Oakstone Dr.

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Columbus

(City)

, Ohio

43231

(Zip Code)

Must be authenticated by an
authorized representative



Authorized Representative

11-15-2010

Date

Authorized Representative

Date

Authorized Representative

Date

ACCEPTANCE OF APPOINTMENT

The Undersigned,

Christopher J. George

, named herein as the

Statutory agent for,

Arc Energy, Inc.

, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature: 

(Statutory Agent)

**BYLAWS
OF
ARC ENERGY, INC.**

**ARTICLE I
SHAREHOLDERS**

Section 1. Annual Meeting. An annual meeting shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at the time and place designated by the Board of Directors from time to time.

Section 2. Special Meetings. Special meetings of the shareholders may be requested by the Presidents, the Board of Directors, or the holders of a majority of the outstanding voting shares.

Section 3. Notice. Written notice of all shareholder meetings shall be provided under this section or as otherwise required by law. The Notice shall state the place, date, and hour of meeting, and if for a special meeting, the purpose of the meeting. Such notice shall be mailed to all shareholders of record at the address shown on the corporate books, at least 10 days prior to the meeting. Such notice shall be deemed effective when deposited in ordinary U.S. mail, properly addressed, with postage prepaid.

Section 4. Place of Meeting. Shareholders' meetings shall be held at the corporation's principal place of business unless otherwise stated in the notice.

Section 5. Quorum. A majority of the outstanding voting shares, whether represented in person or by proxy, shall constitute a quorum at a shareholders' meeting. In the absence of a quorum, a majority of the represented shares may adjourn the meeting to another time without further notice. If a quorum is represented at an adjourned meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The shareholders present at a meeting represented by a quorum may continue to transact business until adjournment, even if the withdrawal of some shareholders results in representation of less than a quorum.

Section 6. Informal Action. Any action required to be taken, or which may be taken, at a shareholders meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the shareholders who own all of the shares entitled to vote with respect to the subject matter of the vote.

ARTICLE II DIRECTORS

Section 1. Number of Directors. The corporation shall be managed by a Board of Directors consisting of 1 director(s).

Section 2. Election and Term of Office. The directors shall be elected at the annual shareholders' meeting. Each director shall serve a term of 2 year(s), or until a successor has been elected and qualified.

Section 3. Quorum. A majority of directors shall constitute a quorum.

Section 4. Adverse Interest. In the determination of a quorum of the directors, or in voting, the adverse interest of a director shall not disqualify the director or invalidate his or her vote.

Section 5. Regular Meeting. An annual meeting shall be held, without notice, immediately following and at the same place as the annual meeting of the shareholders. The Board of Directors may provide, by resolution, for additional regular meetings without notice other than the notice provided by the resolution.

Section 6. Special Meeting. Special meetings may be requested by the President, Vice-President, Secretary, or any two directors by providing five days' written notice by ordinary United States mail, effective when mailed.

Section 7. Informal Action. Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors or of a committee of directors, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by all of the directors or all of the members of the committee of directors, as the case may be.

Section 8. Removal / Vacancies. A director shall be subject to removal, with or without cause, at a meeting of the shareholders called for that purpose. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

Section 9. Committees. To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

ARTICLE III OFFICERS

Section 1. Number of Officers. The officers of the corporation shall be a President, one or more Vice-Presidents (as determined by the Board of Directors), a Secretary, and a Treasurer. Two or more offices may be held by one person.

Section 2. Election and Term of Office. The officers shall be elected annually by the Board of Directors at the first meeting of the Board of Directors following the annual meeting of the shareholders.. Each officer shall serve a one year term or until a successor has been elected and qualified.

Section 3. Removal or Vacancy. The Board of Directors shall have the power to remove an officer or agent of the corporation. Any vacancy that occurs for any reason may be filled by the Board of Directors.

ARTICLE IV CORPORATE SEAL, EXECUTION OF INSTRUMENTS

The corporation shall not have a corporate seal. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or any Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

ARTICLE V AMENDMENT TO BYLAWS

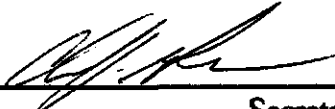
The bylaws may be amended, altered, or repealed by the Board of Directors or the shareholders by a two-thirds majority of a quorum vote at any regular or special meeting; provided however, that the shareholders may from time to time specify particular provisions of the bylaws which shall not be amended or repealed by the Board of Directors.

ARTICLE VI INDEMNIFICATION

Any director or officer who is involved in litigation by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights).

Certification

I certify that the foregoing is a true and correct copy of the bylaws of the above-named corporation, duly adopted by the initial Board of Directors on 11/15/2010.


_____, Secretary

Arc Energy, Inc.

Exhibit A-18 "Secretary of State"

(see page 20)

201032100953

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/18/2010	201032100953	DOMESTIC ARTICLES/FOR PROFIT (ARF)	125.00	.00	.00	.00	.00

Receipt

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

ARC ENCARGY INC.
ATTN: CHRIS GEORGE
2600 OAKSTONE DR.
COLUMBUS, OH 43231

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1977358

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
ARC ENERGY, INC.

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

Document(s)
DOMESTIC ARTICLES/FOR PROFIT

Document No(s):
201032100953



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



As my hand and the seal of
the Secretary of State at Columbus,
Ohio this 1st day of January, A.D.
2011.

Ohio Secretary of State

Arc Energy, Inc.

Exhibit B-1 "Jurisdictions of Operations"

As of 11-23-2010, Arc Energy has no jurisdiction in any State. Arc Energy, Inc. is a new business and has started operations in Ohio on 01-01-2011.

Arc Energy, Inc.

Exhibit B-2 "Experience & Plans"

Arc Energy will be calling on Ohio customers to sell natural gas services on behalf of certified suppliers. Selling will be done over the phone and face to face appointments. We will be utilizing a staff of no more than 5 energy consultants to obtain business. We do not provide any billing statements. Any customer inquiries, positive or negative, will be rectified by Chris George.

Arc Energy, Inc.

Exhibit B-3 " Summary of Experience"

Arc Energy, Inc. will be a new business with experienced management. Management has 4 years consulting experience in natural gas and over 1 year with electricity, previously managed over 800 customers throughout Ohio, Michigan and Pennsylvania.

Arc Energy, Inc.

Exhibit B-4 "Disclosure of Liabilities and Investigations"

Arc Energy, Inc., Its Officers and/or Directors have no pending, existing or past pending liabilities or Investigations that would adversely affect its ability, either financial or operational, to provide the services it is seeking to be certified to provide.

Arc Energy, Inc.

Exhibit C-1 "Annual Reports"

Arc Energy, Inc. is not a publically traded company and does not have annual reports.

Arc Energy, Inc.

Exhibit C-2 "SEC Filings"

Arc Energy, Inc. is not publically traded, therefore, does not have 10-K/8-K filings with the SEC.

Arc Energy, Inc.

Exhibit C-3 "Financial Statements"

Due to Arc Energy, Inc. tentatively beginning to engage in business on 01-01-2011, there are no financial statements available. Audited or officer certified financial statements covering the life of the business are not available due to the Arc Energy Inc. having a recent business opening date .

Arc Energy, Inc.**Exhibit C-4 "Financial Arrangements"**

At the time of application and in the foreseeable future, Arc Energy, Inc. will not have any commitments that would affect its ability to conduct business activities. Any corporate banking needs will be handled through Huntington National Bank.

Arc Energy, Inc.

Exhibit C-5 "Forecasted Financial Statements"

(see page 30)

Arc Energy, Inc.

Exhibit C-5 "Forecasted Financial Statement"

	"FY 2011"	"FY 2012"
1. BEG. CASH	10000	132618
2. SALES		
(a) Sales	360000	530000
(b) Other income	0	0
3. TOTAL SALES	360000	530000
4. GROSS SALES	370000	662618
5. EXPENSES		
(a) Gross wages	32000	47000
(b) Tax liabilities	90144	176000
(c) Supplies	2600	7100
(d) Website & Maint.	2600	3800
(e) Advertising	3600	9000
(f) Trav. & Ent. Exp.	1450	5000
(g) Legal	3000	6700
(h) Rent	3000	9000
(i) Telephone	1488	2700
(j) Insurance	12000	18000
(k) Commissions	81000	147000
(l) Emp Benefits	0	0
(m) Unspecified	4500	10000
6. TOTAL EXPENSES	237382	436300
7. NET PROFIT/LOSS	132618	223318
Op. Margin as %	36.80%	42.14%

Christopher J. George

Chief

3-1-11

Arc Energy, Inc.

Exhibit C-6 "Credit Rating"

Due to the start up of Arc Energy, Inc. in the beginning of January 2011, and being privately held, it does not have a rating or registration numbers for any of the major credit rating agencies.

However, the president's personal credit ratings and reports are available if needed or required.

Arc Energy, Inc.

Exhibit C-7 "Credit Report"

Due to the start up of Arc Energy, Inc. in the beginning of January 2011, and being privately held, it does not have a rating or registration numbers for any of the major credit rating agencies.

However, the president's personal credit ratings and reports are available if needed or required.

Arc Energy, Inc.

Exhibit C-8 "Bankruptcy Information"

Arc Energy, Inc. has not sought any type of bankruptcy or protection from creditors.

Arc Energy, Inc.

Exhibit C-9 "Merger Information"

(Not Applicable)

Arc Energy, Inc.

Exhibit D-1 "Operations"

Arc Energy, Inc. hopes to be a broker/sales agent only and does not plan to take title to natural gas or electricity prior to end user consumption. Operations will be handled by an experienced Office/operations manager once certification is approved. Arc Energy, Inc. has a marketing and sales manager, currently planning to employ 3 Sales Consultants, providing customer relations and service to small to large usage businesses in Ohio.

Arc Energy, Inc.

Exhibit D-2 "Operations Expertise"

Arc Energy, Inc. hopes to be a broker/sales agent only and does not plan to take title to natural gas or electricity prior to end user consumption. Operations will be handled by an experienced Office/operations manager once certification is approved.

Arc Energy, Inc.

Exhibit D-3 "Key Technical Personnel"

www.arcenergyinc.com

2600 Oakstone Dr.

Columbus, Oh. 43231

855-272-6446 Phone Toll Free

614-328-9967 Fax Toll Free

614-328-9967 Phone Local

cgeorge@arcenergyinc.com

Chris George, President

Operations Management, retail and sales businesses, 7 years experience.

Various business ownership, 7 years experience.

Attended multiple seminars on gas & electric rates and operations with Glacial Energy.

Have hired three Sales consultants with 9+ combined years of experience.