



The Public Utilities Commission of Ohio

PUCO USE ONLY

Date Received	Case Number	Version
	12-1143	
	- 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 Unified Energy Services, LLC  
Address 3900 Essex Lane, Suite # 750, Houston, TX 77027  
Telephone # (713) 820-6181 Web site address (if any) www.unifiedenergy.com

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

Legal Name Unified Energy Services, LLC  
Address 3900 Essex Lane, Suite # 750, Houston, TX 77027  
Telephone # (713) 820-6181 Web site address (if any) www.unifiedenergy.com

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

Unified Energy Services, LLC  
\_\_\_\_\_  
\_\_\_\_\_

**A-4 Contact person for regulatory or emergency matters**

Name Michael Harris  
Title CEO

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 TM Date Processed APR 03 2012

Business address 3900 Essex Lane, Suite # 750, Houston, TX 77027  
Telephone # (713) 820-6181 Fax # \_\_\_\_\_  
E-mail address (if any) michael.harris@unifiedenergy.com

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

Name Michael Harris  
Title CEO  
Business address 3900 Essex Lane, Suite # 750, Houston, TX 77027  
Telephone # (713) 820-6181 Fax # \_\_\_\_\_  
E-mail address (if any) michael.harris@unifiedenergy.com

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

Customer Service address 3900 Essex Lane, Suite # 750, Houston, TX 77027  
Toll-free Telephone # (800) 757-2700 Fax # (832) 204-8411  
E-mail address (if any) michael.harris@unifiedenergy.com

**A-7 Applicant's federal employer identification number # 263989748**

**A-8 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 type="checkbox"/> Corporation                         | <input type="checkbox"/> 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).**

- |  |                                      |                                     |                                     |                                     |
|--|--------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| <input type="checkbox"/> First Energy                    |                                      |                                     |                                     |                                     |
| <input type="checkbox"/> Ohio Edison                     | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Toledo Edison                   | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Cleveland Electric Illuminating | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Cincinnati Gas & Electric       | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Monongahela Power               | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> American Electric Power         |                                      |                                     |                                     |                                     |
| <input type="checkbox"/> Ohio Power                      | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Columbus Southern Power         | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Dayton Power and Light          | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |

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

April 1, 2012

**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 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 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.

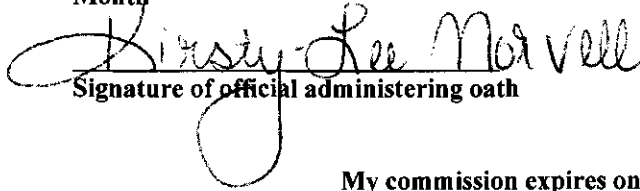


Signature of Applicant & Title

CEO



Sworn and subscribed before me this 2nd day of April, 2012  
Month Year



Signature of official administering oath

KIRSTY-LEE NORVELL (VP)  
Print Name and Title

My commission expires on October 1, 2013

# AFFIDAVIT

State of Texas :

County of Harris : \_\_\_\_\_ ss.  
(Town)

Michael Harris Affiant, being duly sworn/affirmed according to law, deposes and says that:

(He/She) is the CEO (Office of Affiant) of Unified Energy (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)

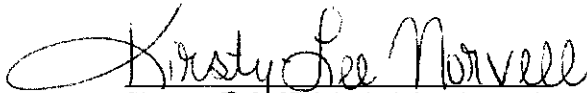
11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

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.

  
Signature of Affiant & Title  
CEO



Sworn and subscribed before me this 2nd day of April, 2012  
Month Year


  
Signature of official administering oath

KIRSTY-LEE NORVELL (CEO)  
Print Name and Title

My commission expires on October 1, 2013



# Exhibit A-7

 IRS DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE  
CINCINNATI OH 45999-0023

" Federal TAX ID "

Date of this notice: 01-07-2009

Employer Identification Number:  
26-3989748

Form: SS-4

Number of this notice: CP 575 A

UNIFIED ENERGY SERVICES LLC  
MICHAEL W HARRIS SOLE MBR  
1111 BAGBY ST STE 4900  
HOUSTON, TX 77002

For assistance you may call us at:  
1-800-829-4933

IF YOU WRITE, ATTACH THE  
STUB AT THE END OF THIS NOTICE.

## WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 26-3989748. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 941	04/30/2009
Form 940	01/31/2010

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes* and Publication 4248, *EFTPS (Brochure)*. If you need to make a deposit before you receive your Welcome Package, please visit an IRS taxpayer assistance center to obtain a Federal Tax Deposit Coupon, Form 8109-B. To locate the taxpayer assistance center nearest you, visit the IRS Web site at <http://www.irs.gov/localcontacts/index.html>. Note: You will not be able to obtain Form 8109-B by calling 1-800-829-TAXFORMS (1-800-829-3676).

## **Exhibit A-11 "Principal Officers, Directors & Partners"**

**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.*

### **Answer:**

*All below officers are located at the same address:*

3900 Essex Lane  
Suite # 750  
Houston, Texas 77027

#### **Michael Harris – CEO**

**Phone: 832.818.7000**

Michael brings more than 15 years of experience in business development and energy solutions sales to Unified Energy Services. Prior to founding Unified Energy Services as CEO, he was a Senior Account Executive for Integrys Energy Services (Wisconsin Public Service), founding that business in Texas and creating a national consultant model for the organization. Additionally, he worked with consultants while a Senior Account Executive with Constellation NewEnergy, also founding the indirect sales channel for the company. Michael holds a Master's in Marketing from Northwestern University and a BS from the University of Kansas.

#### **Bennett Rowe – President**

**Phone: 713.560.5150**

Bennett is President of Unified Energy Services and has more than 20 years experience in the retail and energy markets, primarily as Senior Vice President with Choice Energy Services Retail, the oldest consulting company in Texas. Mr. Rowe is a founding member of TEPA (the Texas Energy Professionals Association) and is widely regarded as one of the premier energy consultants in North America. Bennett holds a BS from the University of Texas.

#### **Sarah Salinas – Vice President of Sales**

**Phone: 832.630.8453**

Sarah has more than six years of energy consulting experience, working with Mr. Rowe at Choice Energy Services Retail. She focuses on commercial real estate, but also has had marked success working with manufacturing associations on a national basis. As Vice President of Sales, Ms. Salinas will focus on sales strategies while managing her existing portfolio of customers and downstream consultants. Sarah holds a BS from the University of Houston.

#### **Kirsty-Lee Norvell – Vice President of Operations**

**Phone: 832.559.8099**

Kirsty is Director of Process Management and Contract Administration for Unified Energy. In this role, she manages all phases of business operations on a tactical basis for both retail and wholesale transactions. Ms. Norvell was previously with Integrys Energy Services, Constellation NewEnergy, AES, AmeriGas and Dynegy, all with a focus on contract administration. Kirsty is a graduate of Sam Houston State University.

#### **Michael Babich – Director of Pricing & Structuring**

**Phone: 713.516.3010**

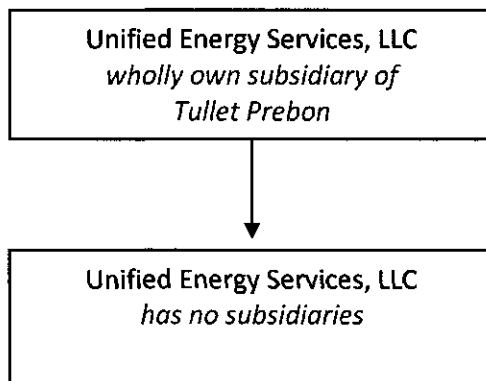
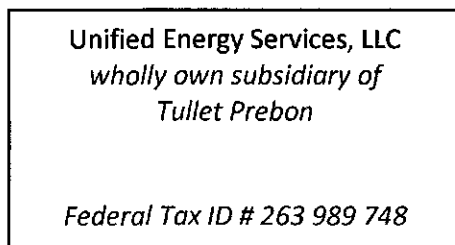
Michael brings energy structuring and consulting experience from Gulf States Energy as well as Seven Utility Management. As Director of Pricing and Structuring, Michael's focus is managing daily customer pricing requests and third-party business including contracts. Michael is a graduate of Texas State University.

## Exhibit A-12 "Corporate Structure"

**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.*

### Answer:

Unified Energy Services is a Limited Liability Corporation and is a wholly-owned subsidiary of Tullett Prebon as of January 1<sup>st</sup>, 2012. Unified Energy Services, LLC operates under their own name, and Tax ID.



### **Exhibit A-13 "Company History"**

**Exhibit A-13 "Company History"** *provide a concise description of the applicant's company history and principal business interests.*

**Answer:**

Unified Energy was founded in November 13<sup>th</sup>, 2008 with the sole purpose of providing its customers with better energy procurement services than could otherwise be found. Unified Energy Services, LLC continues to operate under the same name, and Tax ID, however, are now a wholly-owned subsidiary of Tullett Prebon as of January 1<sup>st</sup>, 2012.

We help small, medium and large customers across multiple SIC codes to procure electricity and natural gas from retail energy providers. Our analysis involves analyzing contract terms and conditions, providing pricing in a true market format accurately portraying one provider's costs versus another, as well as understanding what kind of product would best benefit our customers.

The company has focused on the Texas market since inception, however is now actively engaged on a national basis to become fully licensed where such licenses are required. Additionally, we are a certified member of the Texas Energy Professionals Association.

Our business stems from years of working on both the customer and retail energy provider side and thus gives us a better understanding on how to better answer customer questions and retrieve data quickly and accurately for our clients.

# Exhibit A-14 (Articles of Incorporation)

## CERTIFICATE OF FORMATION OF UNIFIED ENERGY SERVICES, LLC

**FILED**  
In the Office of the  
Secretary of State of Texas  
NOV 13 2008  
Corporations Section

The undersigned, acting as the sole organizer of a limited liability company under the Texas Business Organization Code (the "Code"), does hereby adopt the following Certificate of Formation for Unified Energy Service, LLC (the "Company"):

### ARTICLE I

The name of the Company is Unified Energy Services, LLC.

### ARTICLE II

The purpose for which the Company is formed is for the transaction of any or all lawful business for which limited liability companies may be organized under the Code.

### ARTICLE III

The name of the initial registered agent of the Company in the State of Texas is Robert W. James, and the address of the registered office of such initial registered agent is 1111 Bagby, Suite 4900, Houston, Texas 77002.

### ARTICLE IV

The Company is to be managed by one or more managers. The number of initial managers shall be one (1). The number of managers constituting managers of the Company shall be set forth in the operating agreement of the Company. The name and address of the person who is to serve as the initial manager until the first meeting of the members, or until his successor is elected and qualified, is as follows:

#### NAME

#### ADDRESS

Michael W. Harris II

1111 Bagby, Suite 4900  
Houston, Texas 77002

### ARTICLE V

No member shall have a preemptive right to acquire any membership interests or securities of any class that may at any time be issued, sold, or offered for sale by the Company.

### ARTICLE VI

The right of members to cumulative voting in the election of managers is expressly prohibited.

## **ARTICLE VII**

The Company shall indemnify members, managers and officers of the Company for whom indemnification is permitted by the Code or to the fullest extent permitted by law. The Company may indemnify employees, agents or other persons for whom indemnification is permitted by the Code to the fullest extent permitted by law.

## **ARTICLE VIII**

To the fullest extent permitted by law, managers or officers and former managers or officers of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the manager's or officer's capacity as a manager or officer, respectively. No amendment of this Article VIII shall adversely affect any right or protection of a manager or officer that exists at the time of such amendment, modification or repeal.

## **ARTICLE IX**

Any action which may be taken at any meeting of members, or which is required by law or by the Certificate of Formation or regulations of the Company to be taken at any meeting of members, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

## **ARTICLE XII**

The name and address of the organizer is as follows:

### **NAME**

Robert W. James

### **ADDRESS**

1111 Bagby, Suite 4900  
Houston, Texas 77002

The undersigned, the organizer of this Company, has signed this Certificate of Formation on this 12<sup>th</sup> day of November, 2008.



Robert W. James, Organizer



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Unified Energy Services, LLC  
File Number: 801051774

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 11/13/2008

Effective: 11/13/2008



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

Exhibit A-15



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
02/04/2010	201003400528	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	125.00	100.00	.00	.00	.00

**Receipt**

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

UNIFIED ENERGY SERVICES, LLC  
3900 ESSEX LANE  
SUITE 750  
HOUSTON, TX 77027

"Secretary of State"

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jennifer Brunner**

**1911354**

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

**UNIFIED ENERGY SERVICES, LLC**

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

Document(s):

**REG. OF FOR. PROFIT LIM. LIAB. CO.**

Document No(s):

**201003400528**



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 2nd day of February, A.D. 2010.

*Jennifer Brunner*

Ohio Secretary of State



### **Exhibit B-1 “Jurisdictions of Operations”**

**Exhibit B-1 “Jurisdictions of Operations”**- *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.*

**Answer:**

Unified Energy is currently working in the following jurisdictions:

- California
- Connecticut
- Delaware
- District of Columbia
- Illinois
- Maine
- Maryland
- Massachusetts
- New Hampshire
- New Jersey
- Ohio
- Pennsylvania
- Rhode Island
- Texas

## **Exhibit B-2 “Experience and Plans”**

**Exhibit B-2 “Experience and 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.*

### **Answer:**

With more than 25 years of combined wholesale, retail, and supply side energy experience, Unified Energy Group is a national leader in power purchasing and negotiations. Specializing in price discovery and timely market assessments, Unified Energy simplifies the purchase and management of electricity.

Our retail, wholesale, and supplier experience uniquely shows how Unified Energy has *unified* the services essential to helping businesses navigate complex energy markets and buy energy more cost effectively. We use our procurement experience as well as our demand side/conservation capabilities to develop a holistic energy management program for you that is second to none. Our staff's experience includes working for companies including Constellation Energy, Wisconsin Public Service, Integrys Energy Service, Gulf States Energy, Choice Energy Services, among other retail energy providers and consultants.

Generally speaking, Unified Energy creates a market for its customers among retail energy suppliers interested in their electricity load. We provide insight to customers on contract specifics including: 1) contract disclosure of terms and conditions; 2) service termination provisions; 3) disconnection and service termination requirements of selected retail energy provider; 4) minimum service quality and assurance of retail energy provider credit worthiness and status within the state; 5) generation resource mix for electricity provided and; 6) customer information including load profile usage and historical usage used to provide a fair and competitive price for electricity.

### **Exhibit B-3 “Summary of Experience”**

**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.).*

#### **Answer:**

Unified Energy is comprised of individuals with backgrounds including retail energy provider experience as well as national retail energy consulting services. As such, we have 1000s of customers across the United States for which we provide energy procurement services.

We work with nearly every credit worthy retail energy provider in the competitive North American deregulated energy markets. We have specific strength with commercial real estate customers, however we also work with several industrial as well as small commercial customers.

Our process for procuring energy involves working with customers and provide them with competitive supply options, help them to understand the differences of retail energy provider contracts and negotiate the best term, best price and best contract on their behalf. We are typically paid for these services from the retail energy providers, however we do have customers that pay us on flat fee basis as well depending on the services to be provided.

**Exhibit B-4 “Disclosure of Liabilities and Investigations”**

**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.*

**Answer:**

**None**

### **Exhibit C1 “Annual Reports”**

**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.*

#### **Answer:**

Unified Energy is an energy consultant and does not provide physical power nor do they receive monies in deposit form from the customer and thus this section is not applicable.

## **Exhibit C-2 “SEC Filings”**

**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.*

### **Answer:**

Unified Energy is not required to file with the SEC as it is not a public company, it does not provide physical energy services and provides no derivatives to any customer of any kind.

Exhibit C3 "Financial  
Statements"

**Unified Energy Services, LLC**  
**Compiled Financial Statements**  
**December 31, 2011**



**MacFarlane and Associates, P.C. Certified Public Accountants**

**1801 Kingwood Drive Suite 170 ■ Kingwood, Texas 77339 ■ 281-359-2800**

**Unified Energy Services LLC**  
**Balance Sheet**  
December 31, 2011 and November 30, 2011

	Dec 31, 11	Nov 30, 11
<b>ASSETS</b>		
Current Assets		
Checking/Savings		
1100 · Cash Accounts		
1110 · StarTrust-0413-SO10	121,483	105,227
1120 · StarTrust SvgSO00	29	29
1130 · StarTrustChkgSO11	5	5
Total 1100 · Cash Accounts	121,516	105,261
Total Checking/Savings	121,516	105,261
Total Current Assets	121,516	105,261
Fixed Assets		
1710 · Equipment	1,200	1,200
1730 · Communication Equipment	3,952	3,952
1740 · Computer Equipment	15,413	15,413
1750 · Furniture and Fixtures	18,481	18,481
1790 · Acc Depr - Property & Equip.	(25,439)	(24,552)
Total Fixed Assets	13,606	14,493
Other Assets		
1800 · Other Assets		
1810 · Goodwill	387,375	387,375
Total 1800 · Other Assets	387,375	387,375
Total Other Assets	387,375	387,375
<b>TOTAL ASSETS</b>	<b>522,498</b>	<b>507,130</b>
<b>LIABILITIES &amp; EQUITY</b>		
Liabilities		
Current Liabilities		
Accounts Payable		
2100 · Accounts Payable	395	819
Total Accounts Payable	395	819
Other Current Liabilities		
2200 · Other Current Liability		
2260 · Accrued Investor Preference	193,333	186,666
Total 2200 · Other Current Liability	193,333	186,666
2500 · Sales Commissions Liability		
2509 · Commissions - 2009	6,586	6,586
2510 · Commissions - 2010	103,477	103,477
2511 · Commissions - 2011	797,146	696,616
2591 · PAID - Employee Commissions	(488,235)	(459,383)
2592 · PAID - 3rd Party Commissions	(341,943)	(283,432)
2593 · PREPAID - 3rd Party Commissions	(17,493)	(17,493)
Total 2500 · Sales Commissions Liability	59,538	46,373
Total Other Current Liabilities	252,872	233,039
Total Current Liabilities	253,266	233,858
Total Liabilities	253,266	233,858
Equity		
3200 · Member Equity		
3210 · Acquisition Brokers LLC	700,000	700,000
3220 · CSD Energy Capital LLC	180,000	180,000
3230 · RTP Controls Inc	6,354	6,354
Total 3200 · Member Equity	886,354	886,354
3310 · Retained Earnings	(487,731)	(487,731)
Net Income	(129,392)	(125,352)



**Unified Energy Services LLC**  
**Balance Sheet**  
**December 31, 2011 and November 30, 2011**

	<u>Dec 31, 11</u>	<u>Nov 30, 11</u>
Total Equity	269,231	273,271
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u>522,498</u></b>	<b><u>507,130</u></b>

**Unified Energy Services LLC**  
**Income Statement**  
For the One Month and Twelve Months Ended December 31, 2011

	<u>Dec 11</u>	<u>Jan - Dec 11</u>
<b>Ordinary Income/Expense</b>		
Income		
4100 · Gross Receipts and Sales	227,376	1,875,995
<b>Total Income</b>	<u>227,376</u>	<u>1,875,995</u>
Cost of Goods Sold		
5100 · Purchases		
5131 · Commissions - Sales (Employees)	48,169	535,085
5132 · Commissions - Sales (3rd Party)	52,360	277,832
<b>Total COGS</b>	<u>100,529</u>	<u>812,917</u>
<b>Gross Profit</b>	126,846	1,063,078
Expense		
6110 · Accounting	500	6,683
6120 · Advertising	2,496	10,232
6140 · Automobile Expense	140	474
6160 · Bank Service Charges	35	85
6180 · Investor Preference	6,667	80,000
6210 · Depreciation Expense	887	10,647
6220 · Dues and Subscriptions		2,666
6240 · Donations		1,150
6250 · Insurance	964	24,142
6270 · Legal and Professional	40,000	40,000
6290 · Licenses and Permits		4,364
6300 · Meals and Entertainment	3,059	29,773
6320 · Office Expense	1,747	13,149
6350 · Payroll Expenses	6,049	81,667
6370 · Postage and Delivery	40	895
6380 · Rent	8,279	94,472
6390 · Repairs and Maintenance	195	2,609
6400 · Salaries and Wages	51,750	619,654
6430 · Taxes		354
6440 · Telephone	1,803	16,703
6450 · Travel	105	16,912
6480 · Utilities		175
6490 · Computer & Internet	6,171	36,601
6520 · Professional Development		478
<b>Total Expense</b>	<u>130,886</u>	<u>1,093,886</u>
<b>Net Ordinary Income</b>	(4,040)	(30,808)
Other Income/Expense		
Other Income		
7200 · Other Income		63
<b>Total Other Income</b>		63
Other Expense		
8510 · Other Expense - Unwind Fee(s)		98,647
<b>Total Other Expense</b>		<u>98,647</u>
<b>Net Other Income</b>		(98,584)
<b>Net Income</b>	<u>(4,040)</u>	<u>(129,392)</u>

**Unified Energy Services LLC**  
**Statement of Cash Flows**  
For the Month Ended December 31, 2011

	<u>Dec 11</u>
<b>OPERATING ACTIVITIES</b>	
Net Income	(4,040)
Adjustments to reconcile Net Income	
to net cash provided by operations:	
2100 · Accounts Payable	(424)
2200 · Other Current Liability:2260 · Accrued Investor Preference	6,667
2500 · Sales Commissions Liability:2511 · Commissions - 2011	100,529
2500 · Sales Commissions Liability:2591 · PAID - Employee Commissions	(28,852)
2500 · Sales Commissions Liability:2592 · PAID - 3rd Party Commissions	(58,511)
Net cash provided by Operating Activities	<u>15,368</u>
<b>INVESTING ACTIVITIES</b>	
1790 · Acc Depr - Property & Equip.	887
Net cash provided by Investing Activities	<u>887</u>
Net cash increase for period	16,255
Cash at beginning of period	105,261
Cash at end of period	<u><u>121,516</u></u>

# Exhibit C3

**Unified Energy Services, LLC**  
**Compiled Financial Statements**  
**December 31, 2010**



**MacFarlane and Associates, P.C. Certified Public Accountants**

**1801 Kingwood Drive Suite 170 ■ Kingwood, Texas 77339 ■ 281-359-2800**

**Unified Energy Services LLC**  
**Balance Sheet**  
December 31 and November 30, 2010

	Dec 31, 10	Nov 30, 10
<b>ASSETS</b>		
Current Assets		
Checking/Savings		
1100 · Cash Accounts		
1110 · StarTrustSO10-0413	28,803	25,205
1120 · StarTrust SavingSOOO	208,109	107
Total 1100 · Cash Accounts	236,912	25,312
Total Checking/Savings	236,912	25,312
Other Current Assets		
1300 · Other Current Assets		
1390 · Prepaid Salaries		31,667
Total 1300 · Other Current Assets		31,667
Total Other Current Assets		31,667
Total Current Assets	236,912	56,979
Fixed Assets		
1710 · Equipment	1,200	1,200
1730 · Communication Equipment	3,952	3,952
1740 · Computer Equipment	13,433	13,433
1750 · Furniture and Fixtures	18,481	18,481
1790 · Acc Depr - Property & Equip.	(14,793)	(13,906)
Total Fixed Assets	22,273	23,160
Other Assets		
1800 · Other Assets		
1810 · Goodwill	387,375	387,375
1880 · Uncollected Earned Income		3,380
Total 1800 · Other Assets	387,375	390,755
Total Other Assets	387,375	390,755
<b>TOTAL ASSETS</b>	<b>646,561</b>	<b>470,894</b>
<b>LIABILITIES &amp; EQUITY</b>		
Liabilities		
Current Liabilities		
Other Current Liabilities		
2200 · Other Current Liability		
2250 · Accrued Payroll Arrears		
2251 · Michael Harris	8,747	11,846
2252 · ETTC-Bennett Rowe	5,362	7,262
2253 · Michael Babich	1,902	2,576
2254 · Kirsty Norvell	2,179	2,951
Total 2250 · Accrued Payroll Arrears	18,191	24,635
2260 · Accrued Investor Preference	113,333	106,667
Total 2200 · Other Current Liability	131,524	131,301
Total Other Current Liabilities	131,524	131,301
Total Current Liabilities	131,524	131,301
Long Term Liabilities		
2900 · Sales Commissions Liability		
2909 · Commissions - 2009	6,586	6,586
2910 · Commissions - 2010	103,477	107,741
Total 2900 · Sales Commissions Liability	110,063	114,327
Total Long Term Liabilities	110,063	114,327
Total Liabilities	241,588	245,628
Equity		

**Unified Energy Services LLC**  
**Balance Sheet**  
December 31 and November 30, 2010

	Dec 31, 10	Nov 30, 10
<b>3200 · Member Equity</b>		
3210 · Acquisition Brokers LLC	700,000	700,000
3220 · CSD Energy Capital LLC	180,000	180,000
3230 · RTP Controls Inc	12,704	12,704
<b>Total 3200 · Member Equity</b>	892,704	892,704
<b>3300 · Retained Earnings</b>	(39,919)	(39,919)
<b>3999 · QB-Member Equity</b>	(125,783)	(125,783)
<b>Net Income</b>	(322,028)	(501,735)
<b>Total Equity</b>	404,973	225,266
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>646,561</b>	<b>470,894</b>

**Unified Energy Services LLC**  
**Income Statement**  
For the One Month and Twelve Months Ended December 31, 2010

	Dec 10	Jan - Dec 10
<b>Ordinary Income/Expense</b>		
Income		
4100 · Gross Receipts and Sales	430,093	1,324,313
<b>Total Income</b>	430,093	1,324,313
Cost of Goods Sold		
5000 · Commissions - 3rd Party	66,518	255,298
5110 · Commissions - Employees	64,214	94,138
5120 · Commissions - Accrued Sales	27,403	159,844
<b>Total COGS</b>	158,135	509,280
<b>Gross Profit</b>	271,959	815,033
Expense		
6110 · Accounting	750	5,311
6120 · Advertising		1,738
6160 · Bank Service Charges		165
6180 · Investor Preference	6,667	80,000
6210 · Depreciation Expense	887	9,814
6220 · Dues and Subscriptions		2,845
6240 · Donations		1,180
6250 · Insurance	1,796	33,059
6270 · Legal and Professional	1,155	1,155
6290 · Licenses and Permits	948	4,757
6300 · Meals and Entertainment	1,871	18,033
6320 · Office Expense	267	10,403
6330 · Outside Services (1099)	2,187	12,247
6350 · Payroll Expenses	3,955	70,872
6370 · Postage and Delivery		1,217
6380 · Rent	6,092	51,751
6390 · Repairs and Maintenance	375	3,808
6400 · Salaries and Wages	61,299	773,230
6430 · Taxes		305
6440 · Telephone	2,396	26,277
6450 · Travel		6,570
6480 · Utilities		375
6490 · Computer & Internet	1,594	20,765
6520 · Professional Development	16	1,224
<b>Total Expense</b>	92,254	1,137,101
<b>Net Ordinary Income</b>	179,705	(322,068)
Other Income/Expense		
Other Income		
7200 · Other Income	3	40
<b>Total Other Income</b>	3	40
<b>Net Other Income</b>	3	40
<b>Net Income</b>	179,707	(322,028)

**Unified Energy Services LLC**  
**Statement of Cash Flows**  
For the Month Ended December 31, 2010

	<u>Dec 10</u>
<b>OPERATING ACTIVITIES</b>	
Net Income	179,707
Adjustments to reconcile Net Income to net cash provided by operations:	
1300 · Other Current Assets:1390 · Prepaid Salaries	31,667
2200 · Other Current Liability:2250 · Accrued Payroll Arrears:2251 · Michael ...	(3,099)
2200 · Other Current Liability:2250 · Accrued Payroll Arrears:2252 · ETTC-Be...	(1,900)
2200 · Other Current Liability:2250 · Accrued Payroll Arrears:2253 · Michael ...	(674)
2200 · Other Current Liability:2250 · Accrued Payroll Arrears:2254 · Kirsty N...	(772)
2200 · Other Current Liability:2260 · Accrued Investor Preference	6,667
Net cash provided by Operating Activities	211,597
<b>INVESTING ACTIVITIES</b>	
1790 · Acc Depr - Property & Equip.	887
1800 · Other Assets:1880 · Uncollected Earned Income	3,380
Net cash provided by Investing Activities	4,267
<b>FINANCING ACTIVITIES</b>	
2900 · Sales Commissions Liability:2910 · Commissions - 2010	(4,263)
Net cash provided by Financing Activities	(4,263)
Net cash increase for period	211,600
Cash at beginning of period	25,312
Cash at end of period	<u><u>236,912</u></u>



**Exhibit C-4 “Financial Arrangements”**

**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.,).*

**Answer:**

N/A

Exhibit C-5

Unified Energy Services LLC  
Report of Revenues and Expenses by Month  
For the Twelve Months Ended December 31, 2011

"Forecasted  
Financial  
Statements"

	2011 (Actual) TOTAL	2012 (Forecast) Total	2013 (Forecast) Total
<b>Ordinary Income/Expense</b>			
Income			
4100 · Gross Receipts and Sales	1,875,995	2,626,393	3,676,950
Total Income	1,875,995	2,626,393	3,676,950
Cost of Goods Sold			
5100 · Purchases	-	-	-
5131 · Commissions - Sales (Employees)	535,084	668,855	836,069
5132 · Commissions - Sales (3rd Party)	277,832	347,290	434,113
Total COGS	812,916	1,016,145	1,270,181
Gross Profit	1,063,079	1,610,248	2,406,769
Expense			
6110 · Accounting	6,883	8,354	10,442
6120 · Advertising	10,232	12,790	15,988
6140 · Automobile Expense	474	593	741
6160 · Bank Service Charges	85	106	133
6180 · Investor Preference	80,004	-	-
6210 · Depreciation Expense	10,644	13,305	16,631
6220 · Dues and Subscriptions	2,666	3,333	4,166
6240 · Donations	1,150	1,438	1,797
6250 · Insurance	24,143	30,179	37,723
6270 · Legal and Professional	40,000	40,000	40,000
6290 · Licenses and Permits	4,364	5,455	6,819
6300 · Meals and Entertainment	29,773	32,750	36,025
6320 · Office Expense	13,151	14,466	18,083
6350 · Payroll Expenses	81,667	85,750	90,038
6370 · Postage and Delivery	896	1,120	1,400
6380 · Rent	94,476	94,476	94,476
6390 · Repairs and Maintenance	2,609	3,261	4,077
6400 · Salaries and Wages	619,654	650,637	683,169
6430 · Taxes	354	443	553
6440 · Telephone	16,703	17,538	18,415
6450 · Travel	16,913	17,759	18,647
6480 · Utilities	175	219	273
6490 · Computer & Internet	36,601	38,431	40,353
6520 · Professional Development	477	596	745
Total Expense	1,093,894	1,072,997	1,140,692
Net Ordinary Income	(30,815)	537,251	1,266,077
Other Income/Expense			
Other Income			
7200 · Other Income	62	78	97
Total Other Income	62	78	97
Other Expense			
8510 · Other Expense - Unwind Fee(s)	98,647	103,579	108,758
Total Other Expense	98,647	103,579	108,758
Net Other Income	(98,585)	103,657	108,855
Net Income	(129,400)	433,594	1,157,222

### **Exhibit C-6 "Credit Rating"**

**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.

#### **Answer:**

N/A as we are a private company and will not be providing physical power

**Exhibit C-7 "Credit Report"**

**Exhibit C-7 "Credit Report"**- *provide a copy of the applicant's credit report from Experior, Dun & Bradstreet or a similar organization.*

**Answer:**

Not available

**Exhibit C-8 "Bankruptcy Information"**

**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.*

**Answer:**

N/A

**Exhibit C-9 "Merger Information"**

**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.*

**Answer:**

Unified Energy Services, LLC continues to operate under the same name, and Tax ID, however, are now a wholly-owned subsidiary of Tullett Prebon as of January 1<sup>st</sup>, 2012. Secretary of State of Texas, does hereby certify that Unified Energy Services, LLC continues to operate under the Certificate Formation for Unified Energy Services, LLC (Domestic Limited Liability Company).

Enclosure: Certificate of Fact dated February 17<sup>th</sup>, 2012.



## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Unified Energy Services, LLC (file number 801051774), a Domestic Limited Liability Company (LLC), was filed in this office on November 13, 2008.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 17, 2012.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State