

NC FILE

12-2418-EL-AGG

30 PGS



2727 Tuller Parkway, Suite 250  
Dublin, OH 43017  
August 30, 2012

Public Utilities Commission of Ohio  
Docketing Division 13<sup>th</sup> Floor  
180 East Broad Street  
Columbus, OH 43215-3793

I am enclosing 5 copies of the Electric Power Broker application for your review. Please feel free to contact me at (866) 337-3463 with any questions or issues with the application.

Sincerely,

A handwritten signature in black ink, appearing to read "Frank Warner", written over a horizontal line.

Frank Warner  
CEO/Secretary

PUCO

2012 AUG 31 PM 12:22

RECEIVED-DOCKETING DIV

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 AD Date Processed AUG 31 2012



*The Public Utilities Commission of Ohio*

1202418-EL-AGG

PUCO USE ONLY		
Date Received	Case Number	Version
	- 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 MSI Utilities, Inc.  
Address 2727 Tuller Parkway, Suite 250, Dublin, OH 43017  
Telephone # (800) 490-4427 Web site address (if any) www.msiutilities.com

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

Legal Name MSI Utilities, Inc.  
Address 2727 Tuller Parkway, Suite 250, Dublin, OH 43017  
Telephone # (800) 490-4427 Web site address (if any) www.msiutilities.com

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

MSI Utilities, Inc.  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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

Name Frank Warner  
Title CEO

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2012 AUG 31 PM 12:22  
PUCO

Business address 2727 Tuller Parkway, Suite 250, Dublin, OH 43017

Telephone # (866) 337-3463

Fax # (866) 546-8590

E-mail address (if any) fwamer@msiutilities.com

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

Name Mike Watson

Title Office Manager

Business address 2727 Tuller Parkway, Suite 250, Dublin, OH 43017

Telephone # (800) 490-4427

Fax # (800) 490-2762

E-mail address (if any) mwatson1@msiutilities.com

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

Customer Service address 2727 Tuller Parkway, Suite 250, Dublin, OH 43017

Toll-free Telephone # (800) 490-4427

Fax # (800) 490-2762

E-mail address (if any) information@msiutilities.com

**A-7 Applicant's federal employer identification number # 870712213**

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

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

September 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.

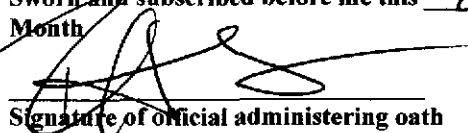
**C-2** **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required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

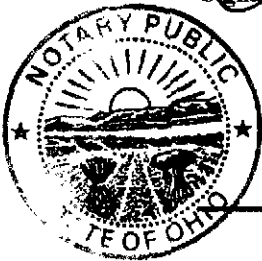
C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

  
Signature of Applicant & Title

Sworn and subscribed before me this 28 day of August, 2012  
Month Year

  
Signature of official administering oath

Robert K. Seiler AUP/Branch Manager  
Print Name and Title



My commission expires on 4-5-2015  
ROBERT K. SEILER  
Notary Public, State of Ohio  
My Commission Expires  
April 5, 2015

# **AFFIDAVIT**

State of OH :

Dublin ss.  
(Town)

County of Franklin :

Frank Warner, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the CEO/Secretary (Office of Affiant) of MSI Utilities, Inc. (Name of Applicant);

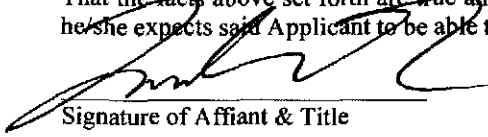
That he/she is authorized to and does make this affidavit for said Applicant,

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)

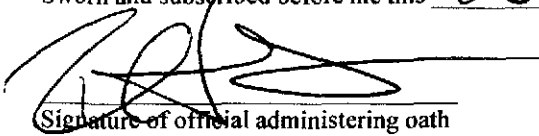


11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

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.

  
Signature of Affiant & Title

Sworn and subscribed before me this 28 day of August, 2012  
Month Year

  
Signature of official administering oath

Robert K. Seiler AVP/Branch Manager  
Print Name and Title

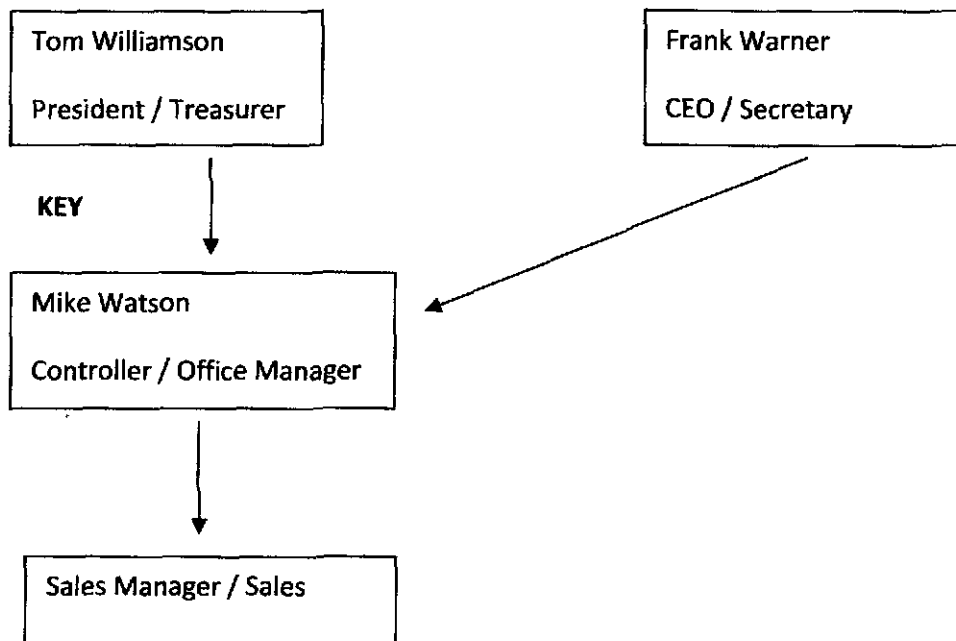


My commission expires on 4-5-2015  
**ROBERT K. SEILER**  
Notary Public, State of Ohio  
My Commission Expires  
April 5, 2015

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

NAME	TITLE	ADDRESS	TELEPHONE #
Tom Williamson	President/Treasurer	2727 Tuller Pkwy., Ste. 250 Dublin, OH 43017	(800) 490-4427 #101
Frank Warner	CEO/Secretary	P.O. Box 1623 Medina, OH 44258-1623	(866) 337-3463

**Exhibit A-12 "Corporate Structure"**



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

MSI Utilities is in the business of Natural Gas and Electricity brokering. We work with commercial customers in various parts of the country to help manage utility costs. We started in the business as a Natural Gas agent for Utilicorp Energy Solutions (Energy One). Energy One's book of retail NG business was sold to Metromedia Energy in approx. 1999. At that point, we began acting as an agent for Metromedia Energy. We still work with MME as an agent in the North East, but have implemented additional suppliers in a number of other areas.

Market Solutions, Inc. was formed in 1995, and then MSI Utilities, Inc. in 2003. MSI Utilities was formed to assume the role of the primary operating company. Market Solutions, Inc. was merged into MSI Utilities in 2011.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/13/2011	201101201175	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00		.00	.00

**Receipt**

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

MSI UTILITIES, INC.  
2727 TULLER PKWY, STE 250  
DUBLIN, OH 43017

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****1419561**

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

**MSI UTILITIES, INC.**

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

Document(s):

**DOMESTIC/AMENDMENT TO ARTICLES**

Document No(s):

**201101201175**

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 10th day of January, A.D.  
2011.

**Ohio Secretary of State**



Prescribed by:

The 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)

☐ YesPO Box 1390  
Columbus, OH 43216

\*\*\* Requires an additional fee of \$160 \*\*\*

☒ NoPO Box 1329  
Columbus, OH 43216

### Certificate of Amendment by Shareholders or Members

(Domestic)

Filing Fee \$50.00

(CHECK ONLY ONE (1) BOX)

(1) Domestic for Profit

☐ Amended  
(122-AMAP)☒ Amendment  
(125-AMDS)

(2) Domestic Nonprofit

☐ Amended  
(128-AMAN)☐ Amendment  
(128-AMD)

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

Name of Corporation MSI Utilities, Inc.Charter Number 1419581Name of Officer Frank WarnerTitle CEO / Secretary☐ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

☐ A meeting of the ☐ shareholders ☐ directors (nonprofit only)☐ members was duly called and held on \_\_\_\_\_  
(Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise \_\_\_\_\_ % as the voting power of the corporation.

☒ In a writing signed by all of the ☒ shareholders ☐ directors (nonprofit amended articles only)☐ members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.

2011 JAN 10 AM 11:41

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

All of the following information must be completed if an amended box is checked.  
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: MSI Utilities, Inc.

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

Dublin

(city, village or township)

Franklin

(county)

THIRD: The purposes of the corporation are as follows:

FOURTH: The number of shares which the corporation is authorized to have outstanding is: \_\_\_\_\_  
(Does not apply to box (2))

**REQUIRED**

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



Authorized Representative

Frank Warner

(Print Name)

2727 Tuller Parkway, Suite 250

Dublin, OH 43017

January 4, 2011

Date

\_\_\_\_\_

Authorized Representative

(Print Name)

\_\_\_\_\_

Date



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/29/2003	200330201434	DOMESTIC ARTICLES/FOR PROFIT (ARF)	125.00	100.00	.00	.00	.00

**Receipt**

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

MARKET SOLUTIONS, INC.  
ATTN: R. A. AHRENS  
6230 BUSCH BLVD. - 200  
COLUMBUS, OH 43229

**STATE OF OHIO****Ohio Secretary of State, J. Kenneth Blackwell**

1419561

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

**MSI UTILITIES, INC.**

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

Document(s)

**DOMESTIC ARTICLES/FOR PROFIT**

Document No(s):

**200330201434**

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 29th day of October, A.D.  
2003.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos

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

Expedite this Form: (Minor Fee)

State Power to Amend the Following:

☐ Yes PO Box 1390  
Columbus, OH 43216

\*\*\* Requires an additional fee of \$100 \*\*\*

☒ No PO Box 670  
Columbus, OH 43216
**INITIAL ARTICLES OF INCORPORATION**

(For Domestic Profit or Non-Profit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) <input checked="" type="checkbox"/> Articles of Incorporation Profit (113-ARP) ORC 1701	(2) <input type="checkbox"/> Articles of Incorporation Non-Profit (114-ARN) ORC 1702	(3) <input type="checkbox"/> Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1705
--	---	--

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

FIRST: Name of Corporation MSI UTILITIES, INC.SECOND: Location COLUMBUS FRANKLIN  
(City) (County)Effective Date (Optional) October 29, 2003 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.  
(mm/dd/yyyy)☐ 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

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)

600  
(No. of Shares)COMMON  
(Type)NO PAR VALUE  
(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.

(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)

(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

THOMAS J. WILLIAMSON

(Print Name)

Date

10/27/03

Authorized Representative

ROBERT A. AHRENS

(Print Name)

Date

10/26/03

Authorized Representative

(Print Name)

Date

EXHIBIT A-14

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 MSI UTILITIES, 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

THOMAS J. WILLIAMSON

(Name)

5224 DEXTER FALLS

(Street)

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

COLUMBUS

(City)

, Ohio

43221

(Zip Code)

Must be authenticated by an  
authorized representative

P. O. Am...

Authorized Representative

10/24/03

Date

J. L. Smith

Authorized Representative

10/27/03

Date

Authorized Representative

Date

## ACCEPTANCE OF APPOINTMENT

The Undersigned,

THOMAS J. WILLIAMSON

, named herein as the

Statutory agent for,

MSI UTILITIES, INC.

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

Signature: J. L. Smith

(Statutory Agent)

EXHIBIT A-14

Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

[www.state.oh.us/sos](http://www.state.oh.us/sos)
e-mail: [busserv@sec.state.oh.us](mailto:busserv@sec.state.oh.us)**CONSENT FOR USE OF SIMILAR NAME**

(For Domestic / Foreign, Profit or Non-Profit)

Must Be Accompanied By Another Form

THE UNDERSIGNED DESIRING TO FILE A:

**(CHECK ONLY ONE (1) BOX) This filing does not extend the registration period**

<input checked="" type="checkbox"/> Where consenting entity is a corporation  (147-CS)	Where consenting entity is a registrant of <input type="checkbox"/> Trade Name <input type="checkbox"/> Service Mark <input type="checkbox"/> Trade Mark (149-CSN)	Where consenting entity is a <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Partnership Having Limited Liability  (148-CSL)
--	--	--

☐ Check here if additional provisions are attached
 Charter or Registration No.  
 of Entity Giving Consent

91268

 Name of Entity  
 Giving Consent

MARKET SOLUTIONS, INC.

Gives Its Consent To

MSI UTILITIES, LLC *Thomas W. Williamson & Robert Andrews*

To Use The Name

MSI UTILITIES

**REQUIRED**
 Must be authenticated  
 (signed) by an authorized  
 representative


  
 Authorized Representative

 10/26/04  
 Date

 \_\_\_\_\_  
 Authorized Representative

 \_\_\_\_\_  
 Date

If the consenting party is a partnership, all general partners must sign. If only one partner is authorized to sign, a copy of the resolution authorizing the signature must be included.

● EXHIBIT A-15 ●

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

*I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show MSI UTILITIES, INC., an Ohio corporation, Charter No. 1419561, having its principal location in Dublin, County of Franklin, was incorporated on October 29, 2003 and is currently in GOOD STANDING upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 8th day of August, A.D. 2012*

*Jon Husted*

Ohio Secretary of State

Validation Number: V2012220A37E3F

**Exhibit B-1 "Jurisdictions of Operation"**

At this point, we have licensing in the state of IL. We are planning to apply in additional states.

**Exhibit B-2 "Experience & Plans"**

MSI has been working with natural gas customers for over 16 years and have started working in the electricity marketplace over the last few years.

We contact business customers to discuss potential savings and utility cost management. We do not provide billing statements. All billing statements are provided by the supplier (or billed by the supplier through the customer's utility). Any customer inquiries/complaints may be directed to our toll-free number and will be dealt with immediately.

**Exhibit B-3 "Summary of Experience"**

MSI has been in the deregulated utility industry since 1995. We work with commercial Natural Gas & Electric customers in deregulated markets across the country.

MSI does not provide any aggregation services. We work with a number of electric suppliers to help commercial customers locate the lowest available pricing and supplier to fit their needs. Information on customers in OH is as follows:

Number of electric customers served in the US – Approx. 700

Electric Utility Areas - Deregulated utilities in CT, IL, ME, MD, MA, NH, NJ, NY, OH, PA, RI, TX,

Amount of Load - Approx. - 430,000,000 annual kWh



**Exhibit B-4 "Disclosure of Liabilities and Investigations"**

MSI does not have any existing, pending or past rulings or judgements as described in this section.

**Exhibit C-1 "Annual Reports"**

This section does not apply as MSI does not file an Annual Report to Shareholders.

**Exhibit C-2 "SEC Filings"**

This section does not apply as MSI does not file these forms with the SEC. We are a privately held company.

**Exhibit C-4 "FINANCIAL ARRANGEMENTS"**

This section does not apply. MSI is not a CRES.

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

There were none.

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

In 2011, we merged Market Solutions, Inc. into MSI Utilities. Financial information on both companies is included in this application.