



The Public Utilities Commission of Ohio

14-1173-EL-AGG 48

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 Green Apple Utilities, LLC
Address P.O. Box 164078 Columbus, Ohio 43216
Telephone # 440-278-0183 Web site address (if any) NA

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

Legal Name Green Apple Utilities, LLC
Address P.O. Box 164078 Columbus, Ohio 43216
Telephone # 440-278-0183 Web site address (if any) NA

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

Green Apple Utilities, LLC
Green Apple Utilities

A-4 Contact person for regulatory or emergency matters

Name Nicole Johnson
Title Administrator

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 [Signature] Date Processed JUL 01 2014

RECEIVED-DOCKETING DIV
2014 JUL -1 PM 2:30

PUCO

Business address P.O. Box 164078 Columbus, Ohio 43216
Telephone # 614-906-3671 Fax # NA
E-mail address (if any) nicole@greenappleutilities.com

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

Name Michael Marlowe
Title Manager
Business address P.O. Box 164078 Columbus, Ohio 43216
Telephone # 440-278-0183 Fax # NA
E-mail address (if any) michael@greenappleutilities.c

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

Customer Service address P.O. Box 164078 Columbus, Ohio 43216
Toll-free Telephone # NA Fax # NA
E-mail address (if any) michael@greenappleutilities.c

A-7 Applicant's federal employer identification number # 462772735

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

- ☐ Sole Proprietorship ☐ Partnership
☐ Limited Liability Partnership (LLP) ☒ Limited Liability Company (LLC)
☐ Corporation ☐ 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 checked="" 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 checked="" 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 checked="" type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Duke Energy | <input checked="" 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 checked="" 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 checked="" 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 checked="" 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 checked="" 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
08/01/2014

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.

EXHIBIT C-9 Merger Information

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013 and has not been subject to any merger or reorganization.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

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.

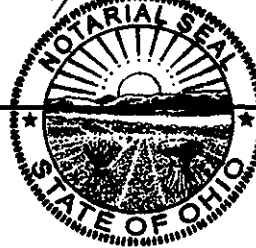
Mir M. Mynabek
Signature of Applicant & Title

Sworn and subscribed before me this 27th day of Jun, 2014
Month Year

Linda J. Greenawalt
Signature of official administering oath

Linda J. Greenawalt
Print Name and Title
Notary

My commission expires on 02/04/2019



Linda J. Greenawalt
Notary Public, State of Ohio
My Commission Expires 02/04/2019

AFFIDAVIT

State of Ohio :

County of Franklin

Columbusss.
(Town)

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

(He/She is the Member (Office of Affiant) of Green Apple (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] Manager
Signature of Affiant & Title

Sworn and subscribed before me this 27th day of Jun, 2014
Month Year

[Signature]
Signature of official administering oath

Linda J. Greenawalt
Print Name and Title
Notary

My commission expires on 02/04/2019



Linda J. Greenawalt
Notary Public, State of Ohio
My Commission Expires 02/04/2019

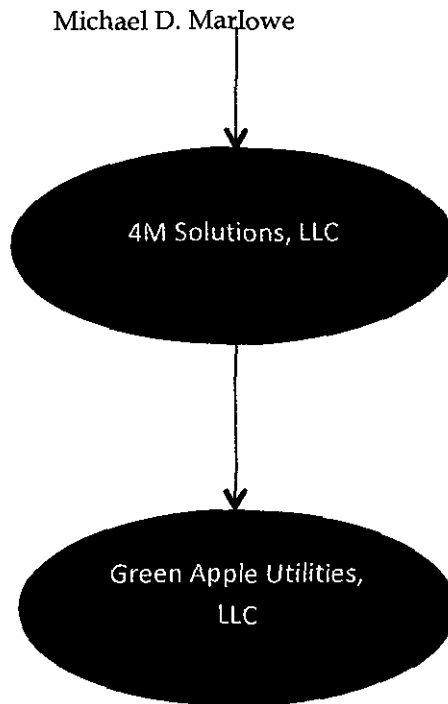
EXHIBIT A-11 Principal Officers, Directors & Partners

Michael Marlowe
Manager
181 Amazon Place
Columbus, Ohio 43214
440-278-0183
michael@greenappleutilities.com

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT A-12 Corporate Structure

Green Apple Utilities, LLC (an Ohio limited liability company) is a wholly owned subsidiary of 4M Solutions, LLC (an Ohio limited liability company) which company is owned by Michael D. Marlowe.



Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT A-13 Company History

Green Apple Utilities, LLC (an Ohio limited liability company) is a wholly owned subsidiary of 4M Solutions, LLC (an Ohio limited liability company) and was organized with the Ohio Secretary of State on April 16, 2013.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT A-14 Articles of Organization and Bylaws

Attached hereto are the Articles of Organization of Green Apple Utilities, LLC as well as Amendments thereto.

The company is not required to have and does not have Bylaws.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/18/2013	201310701188	ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO. (LCP)	125.00	.00		.00	.00

Receipt

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

REMININGER SERVICE COMPANY, INC.
ATTN S ELLSWORTH
101 W PROSPECT AVE #1400
CLEVELAND, OH 44115-1093

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**2191953**

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

MICHAEL MARLOWE ENTERPRISES, LLC

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

Document(s)

ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO.

Document No(s):

201310701188**Effective Date: 04/16/2013**

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 18th day of April, A.D.
2013.

Ohio Secretary of State



Form 533A Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Bussserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Articles of Organization for Domestic
For-Profit Limited Liability Company
(115-LCA)

(2) ☐ Articles of Organization for Domestic
Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd."

Effective Date
(Optional)

mm/dd/yyyy

(The legal existence of the limited liability company begins upon the filing
of the articles or on a later date specified that is not more than ninety days
after filing)

This limited liability company shall exist for
(Optional)

Period of Existence

Purpose
(Optional)

**Note for Nonprofit LLCs

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

Michael Marlowe Enterprises, LLC

Name of Limited Liability Company

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 limited liability company may be served. The name and address of the agent is

Reminger Service Company, Inc.

Name of Agent

101 West Prospect Avenue, Ste. 1400

Mailing Address

Cleveland

City

44115-1093

State

ZIP Code

ACCEPTANCE OF APPOINTMENT

The undersigned, Reminger Service Company, Inc. named herein as the statutory agent

Statutory Agent Name

for Michael Marlowe Enterprises, LLC

Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

Statutory Agent Signature

Individual Agent's Signature / Signature on Behalf of Corporate Agent

Reminger Service Company, Inc.
John Patrick, President

☐ If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.


By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.


Signature

By (if applicable)

John Patrick, Attorney
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/17/2013	201316800125	AMEND/ARTICLES-ORGANIZATION/DOM. LLC (LAM)	50.00	100.00		.00	.00

Receipt

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

REMINER SERVICE COMPANY, INC.
ATTN: SHARON ELLSWORTH / JOHN PATRICK
101 W. PROSPECT AVE., STE. 1400
CLEVELAND, OH 44115

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**2191953**

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

GREEN APPLE GLOBAL ENTERPRISES, LLC

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

201316800125**Effective Date: 06/14/2013**

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 17th day of June, A.D.
2013.

Ohio Secretary of State



Form 543A Prescribed by the:
Ohio Secretary of State

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

www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

**Domestic Limited Liability Company Certificate of
Amendment or Restatement**
Filing Fee: \$50

(CHECK ONLY ONE (1) BOX)

(1) Domestic Limited Liability Company

☒ Amendment (129-LAM)

4/16/13

Date of Formation

(2) Domestic Limited Liability Company

☐ Restatement (142-LRA)

Date of Formation

RECEIVED
SECRETARY OF STATE
2013 JUN 14 PM 12:35
CLIENT SERVICE CENTER

The undersigned authorized representative of:

Michael Marlowe Enterprises, LLC

Name of limited liability company

2191953

Registration Number

If box (1) Amendment is checked, only complete sections that apply. If box (2) Restatement is checked, all sections below must be completed.

The name of said limited liability company shall be:

Green Apple Global Enterprises, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd." or "Ltd."

This limited liability company shall exist for a period of:

Period of Existence

Purpose


By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.


Signature

By (if applicable)

John Patrick
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/30/2013	201324200083	AMEND/ARTICLES-ORGANIZATION/DOM. LLC (LAM)	50.00	100.00		.00	.00

Receipt

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

REMINGER SERVICE COMPANY, INC.
ATTN: SHARON ELLSWORTH / JOHN PATRICK
101 W. PROSPECT AVE., STE. 1400
CLEVELAND, OH 44115

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**2191953**

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GREEN APPLE UTILITIES, LLC

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

201324200083**Effective Date: 08/29/2013**

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 30th day of August, A.D.
2013.

Ohio Secretary of State



Form 543A Prescribed by the:
Ohio Secretary of State

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

www.OhioSecretaryofState.gov
Busseerv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1328
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Domestic Limited Liability Company Certificate of Amendment or Restatement

Filing Fee: \$50

(CHECK ONLY ONE (1) BOX)

(1) Domestic Limited Liability Company

☒ Amendment (129-LAM)

4/16/13
Date of Formation

(2) Domestic Limited Liability Company

☐ Restatement (142-LRA)

Date of Formation

The undersigned authorized representative of:

Green Apple Global Enterprises, LLC

Name of limited liability company

2191953

Registration Number

If box (1) Amendment is checked, only complete sections that apply. If box (2) Restatement is checked, all sections below must be completed.

The name of said limited liability company shall be:

Green Apple Utilities, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd." or "ltd."

This limited liability company shall exist for a period of:


Period of Existence

Purpose

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.


Signature

By (if applicable)

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

John Patrick
Print Name

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

EXHIBIT A-15 Secretary of State

Attached hereto is the Certificate issued by the Ohio Secretary of State to evidence that applicant has registered with the Ohio Secretary of State.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/18/2013	201310701188	ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO. (LCP)	125.00	.00		.00	.00

Receipt

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REMINER SERVICE COMPANY, INC.
ATTN S ELLSWORTH
101 W PROSPECT AVE #1400
CLEVELAND, OH 44115-1093

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

2191953

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

MICHAEL MARLOWE ENTERPRISES, LLC

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

Document(s)

ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO.

Document No(s):

201310701188

Effective Date: 04/16/2013



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 18th day of April, A.D.
2013.

Jon Husted

Ohio Secretary of State



Form 533A Prescribed by:
Ohio Secretary of State

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Bussserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Articles of Organization for Domestic
For-Profit Limited Liability Company
(115-LCA)

(2) ☐ Articles of Organization for Domestic
Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company Michael Marlowe Enterprises, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

Effective Date
(Optional) mm/dd/yyyy

(The legal existence of the limited liability company begins upon the filing
of the articles or on a later date specified that is not more than ninety days
after filing)

This limited liability company shall exist for
(Optional) Period of Existence

Purpose
(Optional)

**Note for Nonprofit LLCs

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

Michael Marlowe Enterprises, LLC

Name of Limited Liability Company

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 limited liability company may be served. The name and address of the agent is

Reminger Service Company, Inc.

Name of Agent

101 West Prospect Avenue, Ste. 1400

Mailing Address

Cleveland

City

44115-1093

State

ZIP Code

ACCEPTANCE OF APPOINTMENT

The undersigned, Reminger Service Company, Inc. named herein as the statutory agent

Statutory Agent Name

for Michael Marlowe Enterprises, LLC

Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

Statutory Agent Signature

Individual Agent's Signature / Signature on Behalf of Corporate Agent

Reminger Service Company, Inc.
John Patrick, President

☐ If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

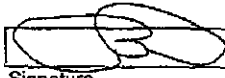
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.


Signature

By (if applicable)

John Patrick, Attorney
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/17/2013	201316800125	AMEND/ARTICLES-ORGANIZATION/DOM. LLC (LAM)	50.00	100.00		.00	.00

Receipt

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

REMINER SERVICE COMPANY, INC.
ATTN: SHARON ELLSWORTH / JOHN PATRICK
101 W. PROSPECT AVE., STE. 1400
CLEVELAND, OH 44115

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

2191953

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

GREEN APPLE GLOBAL ENTERPRISES, LLC

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

201316800125

Effective Date: 06/14/2013



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 17th day of June, A.D.
2013.

Ohio Secretary of State



Form 543A Prescribed by the:
Ohio Secretary of State

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

www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1300
Columbus, OH 43216

Domestic Limited Liability Company Certificate of Amendment or Restatement

Filing Fee: \$50

(CHECK ONLY ONE (1) BOX)

(1) Domestic Limited Liability Company

☒ Amendment (129-LAM)

4/16/13

Date of Formation

(2) Domestic Limited Liability Company

☐ Restatement (142-LRA)

Date of Formation

The undersigned authorized representative of:

Michael Marlowe Enterprises, LLC

Name of limited liability company

2191953

Registration Number

If box (1) Amendment is checked, only complete sections that apply. If box (2) Restatement is checked, all sections below must be completed.

The name of said limited liability company shall be:

Green Apple Global Enterprises, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

This limited liability company shall exist for a period of:

Period of Existence

Purpose

RECEIVED
SECRETARY OF STATE
2013 JUN 14 PM 12:35
CLIENT SERVICE CENTER

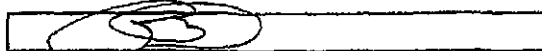
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

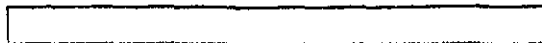
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If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.



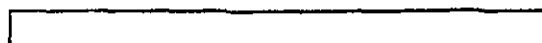
Signature



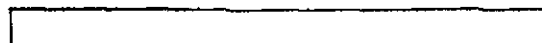
By (if applicable)

John Patrick

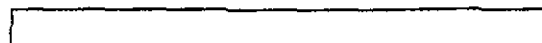
Print Name



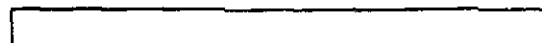
Signature



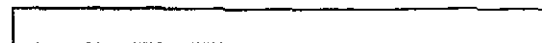
By (if applicable)



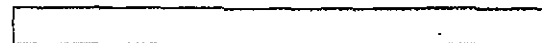
Print Name



Signature



By (if applicable)



Print Name



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/30/2013	201324200083	AMEND/ARTICLES-ORGANIZATION/DOM. LLC (LAM)	50.00	100.00		.00	.00

Receipt

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

REMININGER SERVICE COMPANY, INC.
ATTN: SHARON ELLSWORTH / JOHN PATRICK
101 W. PROSPECT AVE., STE. 1400
CLEVELAND, OH 44115

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

2191953

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

GREEN APPLE UTILITIES, LLC

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

201324200083

Effective Date: 08/29/2013



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 30th day of August, A.D.
2013.

Ohio Secretary of State



**Form 543A Prescribed by the:
Ohio Secretary of State**

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

www.OhioSecretaryofState.gov
Bussew@OhioSecretaryofState.gov

Mail this form to one of the following:

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P.O. Box 1328
Columbus, OH 43216

Expedite Filing (Two-business day processing time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

**Domestic Limited Liability Company Certificate of
Amendment or Restatement
Filing Fee: \$50**

(CHECK ONLY ONE (1) BOX)

(1) Domestic Limited Liability Company

☒ Amendment (129-LAM)

4/18/13
Date of Formation

(2) Domestic Limited Liability Company

☐ Restatement (142-LRA)

Date of Formation

The undersigned authorized representative of:

Green Apple Global Enterprises, LLC

Name of limited liability company

2191953

Registration Number

If box (1) Amendment is checked, only complete sections that apply. If box (2) Restatement is checked, all sections below must be completed.

The name of said limited liability company shall be:

Green Apple Utilities, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd." or "ltd"

This limited liability company shall exist for a period of:

Period of Existence

Purpose


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Signature

By (if applicable)

John Patrick
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

EXHIBIT B-1 Jurisdictions of Operation

None.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT B-2 Experience & Plans

From 1995 to 1999 Michael Marlowe was a Certified Financial Manager at Merrill Lynch. With an emphasis on new business development in small to mid-sized markets, he simultaneously steered sales and marketing efforts and focused on reviving poor and/or inactive client relationships. He graduated from a 2-year Merrill Lynch Professional Development Program in top 20% on national class with \$12 million under management.

After his time at Merrill Lynch, Michael became an Associate Vice President at Morgan Stanley from 1999 to 2003. There he orchestrated and executed comprehensive sales and marketing initiatives while simultaneously acting on investment analysis. He was a member of a team that included four advisors and two support staff that managed over \$180 million, and also served as primary and secondary contact, managing over 300 client relationships. During his tenure, Michael played a pivotal role in sales and marketing, new business development, and relationship management resulting in increased managed assets from \$120 million to \$180 million and increased personal assets under management from \$12 million to \$45 million.

During 2003 to 2006 Michael became the President and Co-Founder of MJS Holdings. He created an ASP for financial services and launched a wireless ISP in Ohio while acquiring two other wireless ISP's. During this time, he was involved with twelve acquisitions and divestitures in the technology space.

From 2006 to 2013, Michael served as co-founder and President of Bluemile, Inc. Bluemile was a company that provided solutions that powered enterprise companies, services providers, and municipalities. These solutions include cloud, virtual data center, disaster recovery, test development, backup, fiber, and colocation. Michael's role was leadership of the overall direction, vision, and product strategy of the company. He developed strategic partnerships and organic business opportunities. He also managed and oversaw all of Bluemile's sales and sales team. Bluemile ranked #445 on the 2011 *Inc. 500*, an exclusive ranking of the nation's fastest-growing private companies, making them the 16th fastest-growing company in its business space. Bluemile also ranked #4 in Columbus's *Columbus Business First Fast 50* companies in 2011.

In 2013, Denver-based WOW (Wide Open West) acquired Bluemile's cloud computing services and fiber-optic cable network. The acquisition added to WOW's cloud-based backup and disaster recovery services to business clients in 13 states and extended its network to New York City and Boston.

As part of his experience at Bluemile, Michael created public-private partnerships with local municipalities to maximize their potential in Fiber Optics. Through his experience, networks like New Albany Net, and Gahanna Net were created. These added revenue, jobs and opportunity to their communities. As part of the translation challenge with technology, to making it useful into everyday citizenry, Michael used the History of Electricity, as the example. This came about in part as to how Fiber Optic cable was laid, what vendors were used, and what physical challenges were presented. As the similar elements, vendors, and permit processes existed, both the history and practical installation of electricity were applicable.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

After the completion of the sale of Bluemile's assets to WOW, Michael decided to move forward with his new venture. He has spent the last six months with current suppliers, construction vendors, marketers, consultants, brokers, and clients learning the business from the ground up. For his marketing plan, Michael intends to use his experience in sales, his vast network of contacts from his previous careers and experience to offer its services. From there he will rely on referrals, product specific marketing strategies, and new business networking to increase revenue.

As for customer complaints, he expects the complaint ratio to be low due to his role in the delivery of product, which is to consult on best possible vendor choice. When they do occur, any complaint would initially be handled by Michael's full time assistant, who has worked for Michael over the last 4 years, and then by Michael directly, if conditions warrant. Michael intends to be paid directly by the suppliers, so the customer will not be billed directly.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT B-3 Summary of Experience

Over the past 8 months, Green Apple Utilities, LLC has consulted with 11 clients on which electric provider they should choose. We have dealt with large commercial factories, schools, restaurants with single locations, restaurants with multi-locations, catering services, real estate developers, real estate investors, buildings of various sizes, ranging from large downtown complexes of 20 stories high, to small buildings roughly 3 stories high. The spend has ranged from \$1,000 to \$50,000 a month in usage. The utilities have predominantly been AEP, Ohio Edison, Columbus Southern Power, and Duke Energy.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT B-4 Disclosure of Liabilities and Investigations

None.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-1 Annual Reports

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013 and therefore does not have any recent Annual Reports to its owners.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-2 SEC Filings

Green Apple Utilities, LLC is a privately owned business with one shareholder and is not required to file with the SEC.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-3 Financial Statements

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013. As a startup company, it has no financial history. Attached hereto is evidence of a banking relationship (account numbers redacted).

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183



WELCOME TO A BETTER BANKING EXPERIENCE

ACCOUNT SUMMARY FOR GREEN APPLE UTILITIES LLC

CONTACT INFORMATION

Address: 181 AMAZON PL
COLUMBUS, OH 43214-3503
Phone Number: (440) 278-0183
Email Address: michael.d.marlowe@gmail.com

WHAT WE DID TODAY

Chase Total Business CheckingSM (account number [REDACTED])

- **Monthly Service Fee**
 - \$10 when enrolled in paperless statements on Chase.com
 - \$12 with paper statement
 - \$16 for accounts converting to Total Business Checking and receiving paper statement with copies of checks
- **Avoid monthly service fee by:**
 - Maintaining a minimum daily balance of \$1,500
 - Linking to a Chase Premier Platinum Checking or Chase Private Client Checking account
 - Service fee is waived for the first 2 statements
- **Outgoing international wires not permitted**
- **The combined total of cash deposits and cash withdrawals cannot exceed \$50,000 per month for 4 or more months out of a rolling 12 month period**
- First \$7,500 cash deposited free each statement cycle
- No annual fee for Business and Associate Debit Card
- No charge for the first 200 transactions each month (debits, credits and deposited items); \$0.40 for each additional transaction
- Expect to get checks in 11-14 days, if applicable; use starter checks in the interim

Chase Total Business Debit Card (account number 509093832)

- Watch for card in a plain white envelope in 7-10 days
- Activate right away by following instructions on the card
- Fast and convenient alternative to paying with cash or checks
- Easy way to track your spending

Important: This document contains confidential information including your account number. Please safeguard this document as you would a checkbook, credit card or debit card. For more information on how to protect your identity and your accounts, visit www.chase.com/identitytheft. The Deposit Account Agreement and other disclosures provided at account opening or included with your debit/credit card govern your agreement with the bank, and outline the terms & conditions associated with the products/services listed.

Customer Initials

Personal Banker: BRYAN R BRZOZOWSKI
Gahanna North
(614) 248-2995

Date: 09/26/2013

Deposit products provided by JPMorgan Chase Bank, N.A. Member FDIC

You receive special benefits for being a Chase business checking customer.



**BETTER
RATES**

**MORE
REWARDS**

**BIGGER
DISCOUNTS**

EXHIBIT C-4 Financial Arrangements

Green Apple Utilities, LLC is acting as a broker and is not taking title to the power.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-5 Forecasted Financial Statements

Green Apple Utilities, LLC projects revenue of \$200,000, expenses of \$120,000, resulting in a net income of \$80,000 for 2014.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-6 Credit Rating

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013 and therefore does not have any credit rating at this time.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-7 Credit Report

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013 and therefore does not have any credit report at this time.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183

EXHIBIT C-8 Bankruptcy Information

Green Apple Utilities, LLC was organized with the Ohio Secretary of State on April 16, 2013 and has not been subject to bankruptcy or reorganization.

Green Apple Utilities, LLC
P.O. Box 164078
Columbus, Ohio 43216
440-278-0183