

FILE



**ENERGY**  
PROFESSIONALS

Energy Independence. More choice. Less waste.

45

Jeannie Mastorides,  
Sr Vice President of Administration

August 10, 2020

State of Ohio  
Public Utility Commission of Ohio  
ATTN: Docking Division  
180 East Broad Street  
Columbus, OH 43215-3793

RE: **Energy Professionals, LLC ~ Renewal Certification application,**  
**Certificate: 12-553E Case: 12-2090-EL-AGG**

To whom it may concern,

Enclosed please find Energy Professionals, LLC's Renewal Certification application for Competitive Power Broker/Aggregators and relevant exhibits.

Energy Professionals, LLC respectfully requests confidential treatment of the following exhibits:

1. C-2 Financial Statements
2. C-3 Forecasted Financial Statements
3. C-5 Credit Rating

I have enclosed a request for confidentiality for the Commission's review. The aforementioned exhibits and three copies of same are enclosed in the envelope marked "CONFIDENTIAL."

Should you have any questions, please feel free to contact me at (727) 278-9020 or via email at [Jmastorides@EnergyProfessionals.com](mailto:Jmastorides@EnergyProfessionals.com)

Regards,

*Jeannie Mastorides*

Jeannie Mastorides  
Sr VP of Administration  
Legal ~ Regulatory & Compliance  
Energy Professionals, LLC

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

(727) 286-3076

JMastorides@EnergyProfessionals.com

1315 Cleveland St, Clearwater FL  
33755

2020 AUG 27 PM 1:23  
PUCO



# Public Utilities Commission

Competitive Retail Electric Service (CRES)  
Provider Application

Case Number: 12 - 2090 -EL- AGG

Please complete all information. Identify all attachments with a label and title (example: Exhibit C-2 Financial Statements). For paper filing, you can mail the original and three complete copies to the Public Utilities Commission of Ohio, Docketing Division, 180 East Broad Street, Columbus, Ohio 43215-3793.

## A. Application Information

### A-1. Provider Type.

Select the competitive retail electric service (CRES) provider type(s) for which the applicant is seeking certification. Please note you can select more than one.

Aggregator

☒

Power Broker

☒

Power Marketer

☐

Retail Electric  
Generation Provider

☐

### A-2. Applicant's legal name and contact information.

Provide the name and contact information of the business entity.

Legal Name: Energy Professionals, LLC  
Street Address: 1315 Cleveland Street  
City: Clearwater State: Florida Zip: 33755  
Telephone: 844-674-5465 Website: www.EnergyProfessionals.com

### A-3. Names and contact information under which the applicant will do business in Ohio.

Provide the names and contact information the business entity will use for business in Ohio. This does not have to be an Ohio address and may be the same contact information given in A-2.

Name: Energy Professionals, LLC  
Street Address: 1315 Cleveland Street  
City: Clearwater State: Florida Zip: 33755  
Telephone: 844-674-5465 Website: www.EnergyProfessionals.com

### A-4. Names under which the applicant does business in North America.

Provide all business names the applicant uses in North America. You do not need to include the names provided in A-2 and A-3.

Name(s): N/A

**A-5. Contact person for regulatory matters.**

Name: Jeannie Mastorides  
Street Address: 1315 Cleveland Street  
City: Clearwater State: Florida Zip: 33755  
Telephone: 727-286-3076 Ext 1003 Email: JMastorides@EnergyProfessionals.com

**A-6. Contact person for PUCO Staff use in investigating consumer complaints.**

Name: Jeannie Mastorides  
Street Address: 1315 Cleveland Street  
City: Clearwater State: Florida Zip: 33755  
Telephone: 727-286-3076 Ext 1003 Email: \_\_\_\_\_

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

Street Address: 1315 Cleveland Street  
City: Clearwater State: Florida Zip: 33755  
Toll-free  
Telephone: 800-920-4631 Email: CustomerService@EnergyProfessionals.com

**A-8. Applicant's federal employer identification number.**

FEIN: 26-1539589

**A-9. Applicant's form of ownership (select one).**

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

**A-10. Identify current or proposed service areas.**

Identify each service area in which the applicant is currently providing service or intends to provide service and identify each customer class that the applicant is currently serving or intends to serve.

Service area selection:

AEP Ohio	DP&L	Duke Energy Ohio	FirstEnergy – Cleveland Electric Illuminating
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

FirstEnergy – Ohio  
Edison



FirstEnergy – Toledo  
Edison



Class of customer selection:

Commercial



Industrial



Mercantile



Residential



**A-11. Start Date.**

Indicate the approximate start date the applicant began/will begin offering services.

Date: 02/08/2010

**A-12. Principal officers, directors and partners.**

Please provide an attachment for all contacts that should be listed as an officer, director or partner.

**A-13. Company history.**

Provide an attachment with a concise description of the applicant's company history and principal business interests.

**A-14. Secretary of State.**

Provide evidence that the applicant is currently registered with the Ohio Secretary of State.

## **B. Managerial Capability**

Provide a response or attachment for each of the sections below.

**B-1. Jurisdiction of operations.**

List all jurisdictions in which the applicant or any affiliated interest of the applicant is certified, licensed, registered or otherwise authorized to provide retail natural gas service or retail/wholesale electric service as of the date of filing the application.

**B-2. Experience and plans.**

Describe the applicant's experience in providing the service(s) for which it is applying (e.g., number and type of customers served, utility service areas, amount of load, etc.). Include the 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 Sections 4928.10 and/or 4929.22 of the Ohio Revised Code.

**B-3. Disclosure of liabilities and investigations.**

For the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant, describe all existing, pending or past rulings, judgments, findings, contingent liabilities, revocation of authority, regulatory investigations, judicial actions, or other formal or informal notices of violations, or any other matter related to competitive services in Ohio or equivalent services in another jurisdiction.

**B-4. Disclosure of consumer protection violations.**

Has the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years? If yes, attach a document detailing the information.

Yes

☐

No

☒

**B-5. Disclosure of certification denial, curtailment, suspension, or revocation.**

Has the applicant, affiliate, or a predecessor of the applicant had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, revoked, or cancelled or been terminated or suspended from any of Ohio's Natural Gas or Electric Utility's Choice programs within the past two years? If yes, attach a document detailing the information.

Yes

☐

No

☒

**B-6. Environmental disclosure.**

This section is only applicable if power marketer or retail electric generation provider have been selected in A-1.

Provide a detailed description of how the applicant intends to determine its generation resource mix and environmental characteristics, including air emissions and radioactive waste. Include the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. See 4901:1-21-09 of the Ohio Administrative Code for additional details of this requirement.

## **C. Financial Capability**

Provide a response or attachment for each of the sections below.

**C-1. Financial reporting.**

Provide a current link to the most recent Form 10-K filed with the Securities and Exchange Commission (SEC) or attach a copy of the form. If the applicant does not have a Form 10-K, submit the parent company's Form 10-K. If neither the applicant nor its parent is required to file Form 10-K, state that the applicant is not required to make such filings with the SEC and provide an explanation as to why it is not required.

**C-2. Financial statements**

Provide copies of the applicant's two most recent years of audited financial statements, including a 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, provide audited or officer certified financial statements covering the life of the business. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns with social

security numbers and bank account numbers redacted.

If the applicant is unable to meet the requirement for two years of financial statements, the Staff reviewer may request additional financial information.

**C-3. Forecasted financial statements.**

*Provide two years of forecasted income statements based solely on the applicant's anticipated business activities in the state of Ohio.*

Include the following information with the forecast: a list of assumptions used to generate the forecast; a statement indicating that the forecast is based solely on Ohio business activities only; and the name, address, email address, and telephone number of the preparer of the forecast.

The forecast may be in one of two acceptable formats: 1) an annual format that includes the current year and the two years succeeding the current year; or 2) a monthly format showing 24 consecutive months following the month of filing this application broken down into two 12-month periods with totals for revenues, expenses, and projected net incomes for both periods. Please show revenues, expenses, and net income (revenues minus total expenses) that is expected to be earned and incurred in business activities only in the state of Ohio for those periods.

If the applicant is filing for both an electric certificate and a natural gas certificate, please provide a separate and distinct forecast for revenues and expenses representing Ohio electric business activities in the application for the electric certificate and another forecast representing Ohio natural gas business activities in the application for the natural gas certificate.

**C-4. Credit rating.**

Provide a credit opinion disclosing the applicant's credit rating as reported by at least one of the following ratings agencies: Moody's Investors Service, Standard & Poor's Financial Services, Fitch Ratings or the National Association of Insurance Commissioners. If the applicant does not have its own credit ratings, substitute the credit ratings of a parent or an affiliate organization and submit a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant. If an applicant or its parent does not have such a credit rating, enter "Not Rated".

**C-5. Credit report.**

Provide a copy of the applicant's credit report from Experian, Equifax, TransUnion, Dun and Bradstreet or a similar credit reporting organization. If the applicant is a newly formed entity with no credit report, then provide a personal credit report for the principal owner of the entity seeking certification. At a minimum, the credit report must show summary information and an overall credit score. Bank/credit account numbers and highly sensitive identification information must be redacted. If the applicant provides an acceptable credit rating(s) in response to C-4, then the applicant may select "This does not apply" and provide a response in the box below stating that a credit rating(s) was provided in response to C-4.

**C-6. Bankruptcy information.**

Within the previous 24 months, have any of the following filed for reorganization, protection from creditors or any other form of bankruptcy? If yes, attach a document detailing the information.

Applicant

Parent company of the applicant

Affiliate company that guarantees the financial obligations of the applicant

Any owner or officer of the applicant

Yes

☐

No

☒

**C-7. Merger information.**

Is the applicant currently involved in any dissolution, merger or acquisition activity, or otherwise participated in such activities within the previous 24 months? If yes, attach a document detailing the information.

Yes

☒

No

☐

**C-8. Corporate structure.**

Provide a graphical depiction of the applicant's corporate structure. Do not provide an internal *organizational chart*. The graphical depiction should include all parent holding companies, subsidiaries and affiliates as well as a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required, and the applicant may respond by stating that it is a stand-alone entity with no affiliate or subsidiary companies.

**C-9. Financial arrangements.**

This section is only applicable if power marketer or retail electric generation provider have been selected in A-1.

Provide copies of the applicant's financial arrangements to satisfy collateral requirements to conduct retail electric/natural gas business activities (e.g., parental guarantees, letters of credit, contractual arrangements, etc., as described below).

Renewal applicants may provide a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements. The statement or letter must be on the utility's letterhead and dated within a 30-day period of the date the applicant files its renewal application.

First-time applicants or applicants whose certificate has expired must meet the requirements of C-9 in one of the following ways:

- .. The applicant itself states that it is investment grade rated by Moody's Investors Service, Standard & Poor's Financial Services, or Fitch Ratings and provides evidence of rating from the rating agencies. If you provided a credit rating in C-4, reference the credit rating in the statement.

- .. The applicant's parent company is investment grade rated (by Moody's, Standard & Poor's, or Fitch) and guarantees the financial obligations of the applicant to the LDU(s). Provide a copy of the most recent credit opinion from Moody's, Standard & Poor's or Fitch.
- .. The applicant's parent company is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The parent company's financials and a copy of the parental guarantee must be included in the application if the applicant is relying on this option.
- .. The applicant can provide evidence of posting a letter of credit with the LDU(s) listed as the beneficiary, in an amount sufficient to satisfy the collateral requirements of the LDU(s).

## **D. Technical Capability**

Provide an attachment for each of the sections below.

### **D-1. Operations.**

Power brokers/aggregators: Include details of the applicant's business operations and plans for arranging and/or aggregating for the supply of electricity to retail customers.

Power Marketers/Generators: Describe the operational nature of the applicant's business, specifying whether operations will include the generation of power for retail sales, the scheduling of retail power for transmission and delivery, the provision of retail ancillary services, as well as other services used to arrange for the purchase and delivery of electricity to retail customers.

### **D-2. Operations expertise and key technical personnel.**

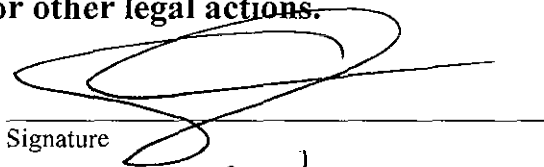
Provide evidence of the applicant's experience and technical expertise in performing the operations described in this application. Include the names, titles, e-mail addresses, telephone numbers and background of key personnel involved in the operational aspects of the applicant's business.

### **D-3. FERC power marketer authorization.**

Provide the FERC docket granting the applicant power marketer authority.

**As authorized representative for the above company/organization, I certify that all the information contained in this application is true, accurate and complete. I also understand that failure to report completely and accurately may result in penalties or other legal actions.**

Signature



Date

8/10/2020

Title

President/Owner



# **Competitive Retail Electric Service Affidavit**

County of Pinellas :

State of Florida :


Jim Mathers

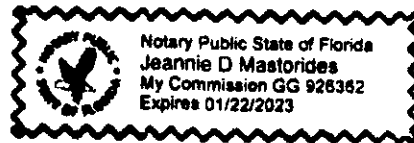
, Affiant, being duly sworn/affirmed, hereby states that:

1. The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant, and that it will amend its application while it is pending if any substantial changes occur regarding the information provided.
2. The applicant will timely file an annual report of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Sections 4905.10(A), 4911.18(A), and 4928.06(F), Ohio Revised Code.
3. The applicant will timely pay any assessment made pursuant to Sections 4905.10, 4911.18, and 4928.06(F), Ohio Revised Code.
4. The applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
5. The applicant 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 will fully comply with Section 4928.09, Ohio Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The applicant will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The applicant 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 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, 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.
11. The Applicant will inform the Public Utilities Commission of Ohio 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 consumer complaints.

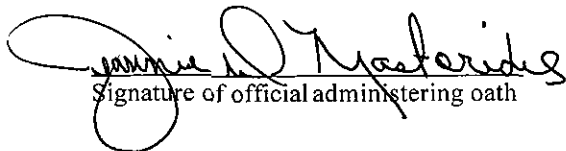
12. The facts set forth above are true and accurate to the best of his/her knowledge, information, and belief and that he/she expects said applicant to be able to prove the same at any hearing hereof.

13. Affiant further sayeth naught.

  
Signature of Affiant & Title



Sworn and subscribed before me this 10 day of August, 2020  
Month Year

  
Signature of official administering oath

Jeannie D. Mastorides  
Print Name and Title Notary Public

My commission expires on 1/22/2023

**OHIO PUBLIC UTILITIES COMMISSION**

**Competitive Retail Electric Service (CRES) Provider Application  
ENERGY PROFESSIONALS, LLC**

**Case Number 12-2090-EL-AGG**

**A-12 - Principal Officers, Directors & Partners**

**A-13 - Company History**

**A-14 - Secretary of State**

**A-12 - Principal Officers, Directors & Partners**

*"Provide an attachment for all contacts that should be listed as an officer, director, or partner."*

**Jim Mathers, President  
1315 Cleveland Street  
Clearwater, FL 33755  
(844) 674-5465**

**A-13 - Company History**

*"Provide an attachment with a concise description of the applicant's company history and principal business interests."*

Energy Professionals, LLC, was formed in 2007 for the purpose of being a broker in the deregulated energy market, specifically, natural gas and electricity. Energy Professionals is a full-service energy consulting firm that assists its clients in securing the best possible energy prices for their business. Through an easy, straightforward process, it educates its clients on their options and rights under deregulation, provides fast and accurate analysis of their existing energy services, and negotiates on their behalf with energy suppliers for the best possible rates and solutions to meet their energy needs.

**OHIO PUBLIC UTILITIES COMMISSION**

**Competitive Retail Electric Service (CRES) Provider Application  
ENERGY PROFESSIONALS, LLC**

**Case Number 12-2090-EL-AGG**

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**A-14 - Secretary of State**

*"Provide evidence that the applicant is currently registered with the Ohio Secretary of State."*

**See enclosed State of Florida, Department of State – Division of Corporations Certificate of Status Verification - which shows that Applicant is an active LLC in Good Standing - Dated August 2020**

# *State of Florida*

## *Department of State*

I certify from the records of this office that ENERGY PROFESSIONALS, LLC is a limited liability company organized under the laws of the State of Florida, filed on December 7, 2007.

The document number of this limited liability company is L07000121944.

I further certify that said limited liability company has paid all fees due this office through December 31, 2020, that its most recent annual report was filed on January 27, 2020, and that its status is active.

*Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this  
the Fourteenth day of August,  
2020*



*Randy Be*  
**Secretary of State**

Tracking Number: 5215451659CU

To authenticate this certificate, visit the following site, enter this number, and then follow the instructions displayed.

<https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication>

Florida Department of State

DIVISION OF CORPORATIONS

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Florida Limited Liability Company  
ENERGY PROFESSIONALS, LLC

**Filing Information**

**Document Number** L07000121944  
**FEI/EIN Number** 26-1539589  
**Date Filed** 12/07/2007  
**State** FL  
**Status** ACTIVE  
**Last Event** LC AMENDMENT  
**Event Date Filed** 05/10/2016  
**Event Effective Date** NONE

**Principal Address**

1315 Cleveland St  
Clearwater, FL 33755

Changed: 04/13/2018

**Mailing Address**

1315 Cleveland St  
Clearwater, FL 33755

Changed: 04/13/2018

**Registered Agent Name & Address**

MASTORIDES, JEANNIE  
1315 Cleveland St  
Clearwater, FL 33755

Name Changed: 04/13/2018

Address Changed: 04/13/2018

**Authorized Person(s) Detail****Name & Address**

Title AMBR

QUANTUM ENERGY HOLDINGS, LLC  
6275 S. PEARL STREET  
SUITE #100  
LAS VEGAS, NV 89120



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# W07000121944

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

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Fax Number : (850) 617-6383

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Phone : (813) 223-7333  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

ENERGY PROFESSIONALS, LLC

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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MA Thomas DEC 10 2007

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MA Thomas ((H07000294959 3)))  
DEC 10 2007

## ARTICLES OF ORGANIZATION

OF

### ENERGY PROFESSIONALS, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

#### ARTICLE I NAME

The name of the Company shall be: Energy Professionals, LLC

#### ARTICLE II ADDRESS AND PLACE OF BUSINESS

The address for the Company's principal office is 13100-56<sup>th</sup> Court, Suite 750, Clearwater, Florida 33760. The mailing address for the Company's office is 14201 Carol Manor Drive, Largo, Florida 33774.

#### ARTICLE III PERIOD OF DURATION

The period of duration of the Company shall be perpetual.

#### ARTICLE IV GENERAL POWERS

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

#### ARTICLE V MANAGEMENT

The Company is managed as described more fully in the operating agreement of the Company ("Operating Agreement").

07 DEC -7 AM 9:01  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

## ARTICLE VII RESTRICTIONS ON MEMBERSHIP

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

## ARTICLE VIII OPERATING AGREEMENT

The members of the Company may adopt an Operating Agreement pertaining to regulation, management, and other affairs of the Company.

## ARTICLE IX REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 515 Park Avenue, Tallahassee, Florida 32301, and the name of its initial registered agent is ComDirect Agents, Inc. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

(TP339197;1)

07 DEC -7 AM 9:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(((H07000294959 3)))

ARTICLES OF ORGANIZATION  
OF ENERGY PROFESSIONALS, LLC  
PAGE 3

ARTICLE X  
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of ENERGY PROFESSIONALS, LLC. These Articles of Organization may be amended from time to time by consent of the members in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 7<sup>th</sup> day of December, 2007.

  
Drew LaGrande, Esq.  
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Energy Professionals, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 7<sup>th</sup> day of December, 2007.

CorpDirect Agents, Inc.

By:  Assistant Secretary  
Ricky Soto

(TP333197:1)

07 DEC -7 AM 9:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(((H07000294959 3)))

L07000121944

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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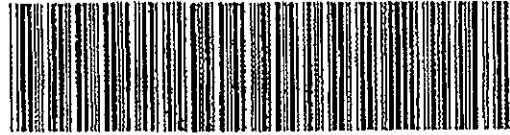
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 12 2016

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: ENERGY PROFESSIONALS, LLC  
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

KRISTIN ONTIVEROS

Name of Person

EXECUTIVE ENERGY MANAGEMENT

Firm/Company

1801 E. EDINGER AVENUE, SUITE #200

Address

SANTA ANA, CA 92705

City/State and Zip Code

KONTIVEROS@EXECUTIVEENERGY.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KRISTIN ONTIVEROS

714

242-3219 X 2443

at ( )

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

### STREET/COURIER ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

ENERGY PROFESSIONALS, LLC

(Name of the Limited Liability Company as it now appears on our records.)  
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on 12/07/2007 and assigned  
Florida document number L07000121944.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

FILED  
2016 MAY 10 P 4:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

\_\_\_\_\_, Florida \_\_\_\_\_  
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

If Changing Registered Agent, Signature of New Registered Agent

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
AMBR	Quantum Energy Holdings, LLC	6275 S. PEARL STREET	<input type="checkbox"/> Add
		SUITE #100	<input type="checkbox"/> Remove
		LAS VEGAS, NV 89120	<input checked="" type="checkbox"/> Change
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:

(b) The 90th day after the record is filed.

2016

Signature of a member or authorized representative of a member

Typed or printed name of signee

Page 3 of 3

**Filing Fee: \$25.00**

FILED  
28 MAY 10 P 4:53  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Entity#: 1927880  
Filing Type: FOREIGN LIMITED LIABILITY COMPANY  
Original Filing Date: 04/08/2010  
Location: --  
Business Name: ENERGY PROFESSIONALS, LLC  
  
Status: Active  
Exp. Date: -

## Agent/Registrant Information

CORPORATION SERVICE COMPANY  
50 WEST BROAD STREET  
SUITE 1330  
COLUMBUS OH 43215  
11/10/2016  
Active

## Filings

Filing Type	Date of Filing	Document ID
REG. OF FOR. PROFIT LIM. LIAB. CO.	04/08/2010	201009900504
SUBSEQUENT AGENT APPOINT/LIMITED/LIABILITY/PARTNERS	05/27/2011	201114700590
AGENT ADDRESS CHANGE/LIMITED/LIABILITY/PARTNERS	11/10/2016	201632602630

UNITED STATES OF AMERICA  
STATE OF OHIO  
OFFICE OF SECRETARY OF STATE

*I, Frank LaRose, Secretary of State of the State of Ohio, do hereby certify that this is a list of all records approved on this business entity and in the custody of the Secretary of State.*



*Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 3rd of January, A.D. 2020*

Ohio Secretary of State

**B. Managerial Capability**

**B-1 - Jurisdiction of Operations**

**B-2 - Experience and Plans**

**B-3 - Disclosure of Liabilities and Investigations**

**B-4 - Disclosure of Consumer Protection Violations**

**B-5 - Disclosure of Certification Denial, Curtailment, Suspension, or Revocations**

**B-6 - Environmental Disclosure**

**OHIO PUBLIC UTILITIES COMMISSION**

Competitive Retail Electric Service (CRES) Provider Application  
ENERGY PROFESSIONALS, LLC

Case Number 12-2090-EL-AGG

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**B. Managerial Capability**

**B-1 - Jurisdiction of Operations**

*"List all jurisdictions in which the applicant or any affiliated interest of the applicant is certified, licensed registered or otherwise authorized to provide retail natural gas service or retail/wholesale electric service as of the date of filing the application."*

See enclosed list of states that Applicant is registered in.

**OHIO PUBLIC UTILITIES COMMISSION**

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**Jurisdiction of Operations**

**ENERGY PROFESSIONALS, LLC**

ARIZON	5/2/2012
D. C.	11/24/2009
DELAWARE	2/22/2012
FLORIDA	12/7/2007
IOWA	5/3/2012
ILLINOIS	7/14/2010
MASSACHUSETTES	7/14/2012
MARYLAND	11/25/2009
MAINE	1/4/2012
NEW HAMPSHIRE	7/12/2010
NEW JERSEY	11/9/2010
OHIO	2/8/2010
PENNSYLVANIA	8/4/2011
RHODE ISLAND	6/8/2015
TEXAS	8/16/2012

## **B. Managerial Capability**

### **B-2 - Experience and Plans**

*"Describe the applicant's experience in providing the service(s) for which it is applying (e.g., number and type of customers served, utility service areas, amount of load, etc.) Include the plan for contracting with customers, providing contracted services, providing billing statements and responding to customers inquires and complaints in accordance with Commission rules adopted pursuant to Sections 4928.10 and/or 4929.22 of the Ohio Revised Code."*

Energy Professionals, LLC, was formed in 2007 for the purpose of being a broker in natural gas and electricity. Energy Professionals is a full-service energy consultant who assists its clients in securing the best possible energy rates for their business. Through an easy, straight forward process, it educates its clients on their options and rights under deregulation, provides fast and accurate analysis of their existing energy services, and negotiates on their behalf with energy suppliers and does not take title to the commodity or traditional "aggregating" and/or combining load.

Any and all customer inquires and/or complaints would be handled in full accordance with Commission Rules Section 4928.10 of the Ohio Revised Code.

Energy Professionals represents the end user in identifying the best retail suppliers for that particular end-user. Energy Professionals focuses mainly on commercial and industrial accounts in the State of Ohio, with the anticipation of bringing the customers lower rates than what they are now paying with their current suppliers. At no time will Energy Professionals, LLC be taking title to the commodity.

**B. Managerial Capability**

**B-3 - Disclosure of Liabilities and Investigations**

*"For the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant, describe all existing, pending or past rulings, judgments, findings, contingent liabilities, revocation of authority regulatory investigations, judicial actions, or other formal or informal notices of violations, or any other matter related to competitive services in Ohio or equivalent service in another jurisdiction."*

As of the date of this filing, there are no rulings, judgements, contingent liabilities, revocations of authority, regulatory investigations or any other matters that could adversely impact the applicant's financial or operational status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

**B. Managerial Capability**

**B-4 - Disclosure of Consumer Protection Violations**

*"Has the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years? If yes, attach a document detailing the information"*

**NO**



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**B. Managerial Capability**

**B-5 - Disclosure of Certification Denial, Curtailment, Suspension, or Revocations**

*"Has the applicant, affiliate, or a predecessor of the applicant had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, revoked, or cancelled or been terminated or suspended from any of Ohio's Natural Gas or Electric Utility's Choice programs within the past two years? If yes, attach a document detailing the information"*

NO

**B. Managerial Capability**

**B-6 - Environmental Disclosure**

*"This section is only applicable if power marketer or retail electric generation provider have been selected in A-1"*

*"Provide a detailed description of how the applicant intends to determine its generation resource mix and environmental characteristics, including air emissions and radioactive waste. Include the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. See 4901:1-21-09 of the Ohio Administrative Code for additional details of this requirement."*

**N/A**

**D. Technical Capability**

**D-1 – Operations**

**D-2 – Operations Expertise and Key Technical Personnel**

**D-3 – FERC Power Marketer Authorization**

**D. Technical Capability**

**D-1 – Operations**

*“Power Brokers/Aggregators: Include details of the applicant’s business operations and plans for arranging and/or aggregating for the supply of electricity to retail customers.”*

Energy Professionals, LLC is an energy brokerage company that organizes and presents complex energy information in an objective, easy to understand format, enabling retail customer to make energy decisions that best meet their needs. Energy Professionals is not a third-Party Supplier (“TPS”) and/or Marketer and does not purchase the commodity, but advised the clients concerning their energy needs. Energy Professionals works with various TPS companies and its customers concerning various product offerings, including but not limited to variable and fixed price rates.

Energy Professionals offers its brokering services to all areas of Ohio in which it is legally permitted to do so and does not limit itself to any specific geographic area of the state.

## **D. Technical Capability**

### **D-2 – Operations Expertise and Key Technical Personnel**

*“Provide evidence of the applicants experience and technical expertise in performing the operations described in this application. Include the names, titles, email addresses, telephone numbers and background of key personnel involved in the operational aspects of the applicant’s business.”*

#### **Operational Expertise**

Energy Professionals assists its clients in securing the best possible energy prices for their business. Through an easy, straightforward process, it educates its clients on their options and rights under deregulation, provides fast and accurate analysis of their existing energy service, and negotiates on their behalf with energy suppliers in search of a better deal. The Executive team brings a combined 30 years’ experience in the energy industry.

Energy Professionals is not a Third-Party Supplier and does not purchase or deliver the commodity but will be advising clients concerning their energy needs. We work with various Third-Party Supplier companies and their customers concerning various product offerings, including but not limited to variable and fixed price offerings.

Energy Professionals is currently in Good Standing with the Secretary of State and carries the appropriate licenses as required by the Public Utility Commission for Electric and Natural Gas Broker Marketing in each of the following States/Territories: D.C., Delaware, Iowa, Illinois, Massachusetts, Maryland, Maine, New Hampshire, New Jersey, Ohio, Pennsylvania, Rhode Island & Texas

## **OHIO PUBLIC UTILITIES COMMISSION**

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**Case Number 12-2090-EL-AGG**

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### **Key Technical Personnel**

#### **1) Jim Mathers, President**

Jim is an entrepreneurial visionary whose efforts have shaped retail sales and consultancy since the earliest days of energy deregulation. Most recently he served as President of North American Energy Advisory prior to its merger with Energy Professionals.

He co-founded Customer Acquisition Specialists of America, Inc (CASA) and Consumer Energy Solutions (CES) in 1999 and helped build one of the most respected and successful energy consulting companies, with over 200,000 commercial energy customers across the United States and Canada. In July 2014 Jim acquired sole ownership of CASA, Inc. and began doing business as North American Energy Advisory (NAEA).

After receiving a degree in Nuclear Engineering from the U.S. Naval Academy in 1983, Jim served in that capacity aboard U.S. Fast-Attack Submarines until 1988. He was licensed as a Professional engineer in the State of Maryland in 1989. He worked for Booz-Allen as a Nuclear Engineering consultant and then for the U.S. Government Naval Sea Systems Command, managing the U.S. Navy's Trident Submarine new construction program until 1991. Jim's contact information is: [JMathers@EnergyProfessionals.com](mailto:JMathers@EnergyProfessionals.com) (877) 343-9044

#### **2) Mark Hoover, Vice President of Operations**

Currently the VP of Operations, Mark oversees developing and maintaining successful energy management strategies for large Commercial and Industrial organizations. Over 30 years of marketing and management experience to include developing the organizations team in 2004 that has transformed into Energy Professionals.

Responsibilities include maintaining Energy Professionals' existing clientele through continued development of our staff utilizing his extensive industry knowledge and experience. Over the past decade he developed multiple pricing and product strategies for numerous energy service companies that Energy professionals works with.

Mark worked with company President, Jim Mathers to create and develop the Commercial and Industrial Sales Division of Energy Professionals. He attended the University of Akron where he earned a B.A. in Business Administration. Marks contact information is: [MHoover@EnergyProfessionals.com](mailto:MHoover@EnergyProfessionals.com) (877) 343-9044

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**D. Technical Capability**

**D-3 – FERC Power Marketer Authorization**

**N/A** - *“Energy Professionals is a Power Broker, therefore, this does not apply.”*

**C. Financial Capability**

**C-1 – Financial Reporting**

**C-2 – Financial Statements**

**C-3 – Forecasted Financial Statements**

**C-4 – Credit Rating**

**C-5 – Credit Report**

**C-6 – Bankruptcy Information**

**C-7 – Merger Information**

**C-8 – Corporate Structure**

**C-9 – Financial Arrangements**

**INCLUDING C-2, C-3 & C-5 "CONFIDENTIAL"**

Filed under seal, enclosed.

Prepared by:

John Cole, Chief Financial Officer  
Energy Professionals, LLC  
1315 Cleveland Street  
Clearwater, FL 33755  
(702) 978-6165  
[JCole@ExecutiveEnergy.com](mailto:JCole@ExecutiveEnergy.com)



**C. Financial Capability**

**C-1 – Financial Reporting**

*“Provide a current link to the most recent Form 10-K filed with the Securities and Exchange Commission (SEC) or attach a copy of the form. If the applicant does not have a Form 10-K, submit the parent company’s Form 10-K. If neither the applicant nor its parent is required to file Form 10-K, state that the applicant is not required to make such filings with the SEC and provide an explanation as to why it is not required.”*

**Energy Professionals, LLC does not trade any securities, will not be taking title to any commodities and as such is not required to file with the SEC**

**C. Financial Capability**

**C-6 – Bankruptcy Information**

*“Within the previous 24 months, have any of the following filed for reorganization, protection from creditors or any other form of bankruptcy? If yes, attach a document detailing the information. Applicant, Parent company of the applicant, Affiliate company that guarantees the financial obligations of the applicant any owner or officer of the applicant.”*

**NO – Energy Professionals has not filed for any reorganizations, protection from creditors or any other form of bankruptcy.**

**C. Financial Capability**

**C-7 – Merger Information**

*“Is the applicant currently involved in any dissolution, merger or acquisition activity, or otherwise participated in such activities within the previous 24 months? If yes, attach a document detailing the information.”*

On January 1, 2018 Customer Acquisition Specialists of America, Inc. (“CASA”) dba North American Energy Advisory entered into a revenue sharing agreement with Energy Professionals, LLC whereby CASA was granted a 22.5% membership interest in Energy Professionals, LLC.

**C. Financial Capability**

**C-8 – Corporate Structure**

*“Provide a graphical depiction of the applicants corporate structure. Do not provide an internal organization chart. The graphical depiction should include all parent holding companies, subsidiaries, and affiliates as well as a list of all affiliate and subsidiary companies that supply retail or wholesales electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required, and the applicant may respond by stating that it is a stand-alone entity with no affiliate or subsidiary companies.”*

**Applicant does not have affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America.**

**C. Financial Capability**

**C-9 – Financial Arrangements**

“This section is only applicable if power marketer or retail electric generation provider have been selected in A-1.”

N/A