

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

### **Hamed Babai:**

Hamed is the CEO of NRG Kiosk dba Power Kiosk. He is the former CTO of Best energy, licensed energy consultants operating in more than 10 states. Hamed has a Ph.D. in engineering from the Northwestern University. He is specialized in business intelligence, energy and logistics data analysis and risk management. For the past 4 years he has devoted himself to energy market and helping customers navigate through their energy choices.

### **Siamak Abdoullahi Pour:**

Siamak is the VP of New Initiatives at NRG Kiosk. He has a Ph. D. from Northwestern University. He is an Electrical engineer and works as a merger and acquisition specialist at Microsoft Corp.

### **Eddie Gordon:**

Eddie Gordon is the VP of indirect sales at Power Kiosk. Eddie has over 10 years' experience in business development and channel sales in energy and over 20 years of experience in sales and marketing.

### **Peruz Carlson:**

Peruz is the CTO of NRG Kiosk. He holds a B.Sc. from Macon University in Information Technology.

## **Exhibit A-12 Corporate Structure**

NRG Kiosk is a LLC registered and based in state of Illinois. The company is made up of a CEO, Hamed Babai. Under Hamed, are VPs and under the VP are the sales managers and sales people.

Siamak Pour is the VP of New Initiatives.

Eddie Gordon is the VP of indirect sales.

## **Exhibit A-13 Company History, Principal Interest**

NRG Kiosk is a start-up founded at August 2013. The firm places a large emphasis on education and transparency in Energy market. NRG Kiosk has bright intellectuals at its core and believes that long-term outlook and sustainable business is good for the economy and the globe.

Our experience with energy industry has motivated us to fight and think for customers and make the deregulated market a better and easier place for its customers.

**Exhibit A-14 Articles of Incorporation**

Form <b>LLC-5.5</b>	<b>Limited Liability Company Act Articles of Organization</b>	FILE # <b>04466187</b>
Secretary of State <b>Jesse White</b> Department of Business Services Limited Liability Division www.cyberdriveillinois.com	Filing Fee: \$500 Expedited Fee: \$100 Approved By: <b>JMD1</b>	FILED <b>JUL 26 2013</b> <b>Jesse White</b> Secretary of State

1. Limited Liability Company Name: NRG KIOSK LLC

2. Address of Principal Place of Business where records of the company will be kept:  
215 W. WASHINGTON AVE; #3102  
CHICAGO, IL 60606

3. Articles of Organization effective on the filing date.

4. Registered Agent's Name and Registered Office Address:

JONATHAN D OPPENHEIMER  
 4054 N. LINCOLN AVE; 2ND FLOOR  
 CHICAGO, IL 60618

5. Purpose for which the Limited Liability Company is organized:  
 "The transaction of any or all lawful business for which Limited Liability Companies may be organized under this Act."

6. The LLC is to have perpetual existence.

7. The Limited Liability Company has management vested in the member(s).

BABAI, HAMED  
 3102 W WASHINGTON AVE #3102  
 CHICAGO, IL 60606

**8. Name and Address of Organizer**

I affirm, under penalties of perjury, having authority to sign hereto, that these Articles of Organization are to the best of my knowledge and belief, true, correct and complete.

Dated: JULY 26, 2013

JONATHAN D OPPENHEIMER  
 4054 N. LINCOLN AVE; 2ND FLOOR  
 CHICAGO, IL 60618

**Exhibit A-15 Secretary of State**

NRG KIOSK  
ATTN: HAMED BABAI  
215 WEST WASHINGTON STREET UNIT 3102  
CHICAGO, IL 60606

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2221005**

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

**NRG KIOSK**

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

Document(s)

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

Document No(s):

**201322400257**

**Effective Date: 08/12/2013**



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 12th day of August, A.D. 2013.

A handwritten signature in black ink that reads "Jon Husted".

Ohio Secretary of State

## Exhibit B-1 Jurisdictions of Operation

1. Summary and proof of licenses as a supplier of electric services in other states or jurisdiction

### OHIO LICENSE

FILE

**Ohio**

**Public Utilities  
Commission**

John Kasich, Governor  
Todd A. Snitchler, Chairman

Commissioners  
Steven D. Lesser  
Asim Z. Haque  
Lynn Slaby  
M. Beth Trombold

#### **PUBLIC UTILITIES COMMISSION OF OHIO**

*Certified as a Competitive Retail Electric Service Provider*

Certificate Number:

**13-746E (1)**

Issued Pursuant to Case Number(s):

**13-1733-EL-AGG**

A certificate as a Competitive Retail Electric Service Provider is hereby granted to, **NRG Kiosk LLC** whose office or principal place of business is located at **34 East Ohio Street, Suite 2008, Chicago, IL 60611** to provide **aggregation and power broker** services within the State of Ohio effective **October 20, 2013**.

The certification of competitive retail electric suppliers is governed by Section 4901:1-24-(01-13) of the Ohio Administrative Code, Section 4901:1-21-(01-15) of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: **10/22/2013**

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO



Barcy F. McNeal, Secretary  
Betty McCauley, Acting Secretary  
Tanowa M. Troupe, Acting Secretary

IL

## ILLINOIS LICENSE

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

NRG Kiosk LLC	:	
	:	
Application for Licensure of	:	13-0624
Agents, Brokers and Consultants	:	
under Section 16-115C of the	:	
Public Utilities Act.	:	

### ORDER

By the Commission:

#### I. INTRODUCTION

On November 12, 2013, NRG Kiosk LLC ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting a certificate of service authority to operate as an agent, broker, or consultant ("ABC") in Illinois pursuant to Section 16-115C of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 454, "Licensure of Retail Electric Agents, Brokers and Consultants" ("Part 454"). Applicant requests authority to offer services as an ABC for the procurement or sale of retail electricity supply for third parties in the State of Illinois. Upon review of the application, Staff of the Commission ("Staff") requested additional information and clarification of certain matters. On January 27, 2014, Applicant filed a verified Addendum. Since all of the information to grant the requested relief was contained in the application, the Hearing was waived.

#### II. REQUIREMENTS FOR ALL APPLICANTS UNDER SECTION 16-115C OF THE ACT

Applicant is a business organized under the laws of and authorized to transact business in the State of Illinois. Applicant has certified that it will comply with all applicable regulations; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-115C of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ABC. Applicant has agreed to ensure that any person who acts on its behalf will comply with all applicable sections of Part 454. Applicant agrees that it will remain in compliance with the provisions of the Act and Part 454, and will ensure that authorizations received from customers, and all other applicable records are retained for a period of not less than three calendar years after the calendar year in which they were created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data. The Applicant has also attested that no complaints have been filed against it for its provision

# Pennsylvania LICENSE

## PENNSYLVANIA PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-2014-2435574

The Application of Power Kiosk LLC to begin to offer, render, furnish or supply electric generation supplier services as a broker/marketer to residential, small commercial (25 kW and under demand), large commercial (over 25 kW demand), industrial, and governmental customers in the electric distribution company service territory of PECO Energy Company, within the Commonwealth of Pennsylvania.

EFFECTIVE DATE: NOVEMBER 13, 2014

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues, evidencing the Commission's approval, to the applicant this:

### LICENSE FOR ELECTRIC GENERATION SUPPLIER.

In Witness Whereof, the PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 13<sup>TH</sup> DAY OF NOVEMBER 2014.




Secretary



## Maryland LICENSE

TO: W. Kevin Hughes, Chairman  
Harold D. Williams, Commissioner  
Lawrence Brenner, Commissioner  
Kelly Speakes-Backman, Commissioner  
Anne E. Hoskins, Commissioner

FROM: Anthony Myers, Acting Executive Director 

RE: NRG Kiosk d/b/a Power Kiosk Application for a License to Supply Electricity or Electric Generation Services In Maryland.

---

### Description of Application:

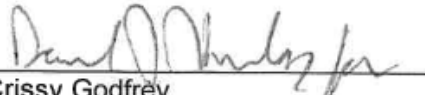
On June 5, 2014, NRG Kiosk d/b/a Power Kiosk ("Kiosk") filed an application for a license to supply electricity or electric generation services in Maryland.

### Groups which should receive a copy of Staff Recommendations:

NRG Kiosk d/b/a Power Kiosk  
Office of People's Counsel

### Recommended Action:

Staff recommends that the Commission grant Kiosk a license to operate as an electricity supplier in Maryland, limited to broker services. The license should include a condition that prohibits Kiosk from using the name NRG Kiosk in Kiosk's marketing or contract materials, or in Kiosk's communications with customers. Additionally, Kiosk is directed to provide marketing and training materials specific to its Maryland operations to the Commission Staff and Office of People's Counsel 30 days prior to commencing operations in Maryland. Finally, Staff recommends the Commission direct Kiosk to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license.

  
Crissy Godfrey  
Director, EAP

  
Leslie Romine  
Staff Counsel 

Commission Action on \_\_\_\_\_  
Approved \_\_\_\_\_ Disapproved \_\_\_\_\_ Accepted for Filing \_\_\_\_\_

## 2. Jurisdictions of Operation

NRG Kiosk (Power kiosk) is licensed to sell energy in OH, IL, PA, MD, DE, TX, NY. We are waiting for our New Jersey license approval very soon.

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

Hamed Babai, CEO of NRG Kiosk, has sold energy contract while he was a CTO at Best energy. He has 4 years' experience in energy retail, marketing and market analysis as an executive.

Our VP Level staff has over 50 years' experience in retail and marketing of energy in the deregulated market. .

Power kiosk has taken the energy industry one step further by creating an online platform where the different energy suppliers are compared by the customer and a decision can be made quickly and transparently.

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

Power Kiosk has helped close to 1,500 customer shop for their electricity or natural gas in Illinois. We have dealt with customers as small as a retail shop and as big as a group of 20 schools. Our total load under management is close to 100 million kWh We help the customers with market timing. Optimizing the quantity and finding the best supplier.

**Exhibit B-4 Disclosure of Liabilities**

Not applicable

## **Exhibit C1**

NRG kiosk is less than 2 year old and this exhibit is not applicable.

## **Exhibit C2 SEC filings**

We have not filed with SEC so far. Not Applicable

### **Exhibit C3 Financial Statement**

The company is a new start-up and this is not applicable.



**Exhibit C4 Financial Arrangement:**

We do not have financial arrangement at this point. In a few month, we may seek VC funding.

## Exhibit C5 Forecasted Financial Statement

Below is a projected sales and cash flow for the next 5 years. We are a heavily technology-based company that will add a margin of 3-5 Mils on top of the raw price we receive from our suppliers. This is the base of our income. Our average customer consumes 100,000 kWh of electricity and gives us annual revenue of \$500 approximately. We are looking for 1,000 account at the end of year1 and over 200,000 accounts at the end of year5. This amount to \$700,000 and \$33,000,000 of revenue for those years.

Year	1	2	3	4	5
Growth (%)	0.0%	1000.0%	200.0%	200.0%	200.0%
Agent-Based Units per year	1650	16500	33000	66000	132000
Customer Direct Units per year	1667	8333	20000	40000	80000
Agent-Based	\$330,000	\$1,650,000	\$3,300,000	\$6,600,000	\$13,200,000
Customer Direct	\$416,750	\$2,083,333	\$5,000,000	\$10,000,000	\$20,000,000
<b>Totals</b>	<b>\$746,750</b>	<b>\$3,733,333</b>	<b>\$8,300,000</b>	<b>\$16,600,000</b>	<b>\$33,200,000</b>

## **Exhibit C6 Credit rating**

Not applicable. NRG Kiosk is a new start-up.

# Exhibit C7 Credit Report

The entire report is attached as a separate file for your attention. This is the snapshot of the main page.

**Hamed Alibabai's homepage**  
Membership ID#: 100106064

[See Credit Card Offers](#) [Order Your Experian Report](#)

**It's September 19!** Your Credit Reports & Scores are ready. Fast, secure delivery online!  
Get all 3 of my national Credit Reports and all 3 Scores. Check for potential inaccuracies. See who's been viewing my Reports. [See My 3!](#)

**Member Resources**

- Dispute Center
- Credit Education
- Financial Calculators
- Product Guarantee
- Member Rewards **New!**
- Credit Card Offers

**Helpful Information**

- Frequently Asked Questions
- About Us

**Contact Us**

- Credit Information Hotline
- Customer Care
- Fraud Resolution Assistance

**Your Credit Score** [Visit Score Center >](#)

Get notified when your score changes by updating your Score Alert Settings.

**712** Score Date: 09/19/2013 See all 3 Scores

[View Full Size Graph >](#)

**Your Alerts** [Visit Alerts Center >](#)

Alerts Emailed to: h300al@datagearbox.com [\(Edit\)](#)

**Your Enrollment is in Progress.**

Your enrollment in 3-bureau credit monitoring is currently in progress. It typically takes three to five days for each of the bureaus (Experian, Equifax, and TransUnion) to verify your identity and begin monitoring your Credit Report. We will send you an email to let you know when your enrollment is complete.

**These are some of the areas we monitor:**

- New Accounts
- New Inquiries
- Late/Missed Payments
- Address Changes
- Court Judgments
- Collection Accounts

**See All 3!**

It's **Thursday!** Get all 3 of my national Credit Reports and all 3 Scores. Check for potential inaccuracies. See who's been viewing my Reports.

[Experian](#)  
[EQUIFAX](#)  
[TransUnion](#)

[3 Credit Reports & Scores](#)

[See My 3!](#)

**Your Experian Credit Summary** [Visit Report Center >](#)

See the same type of information lenders see when assessing your credit. [Confirm all 3 Scores](#)

**CREDIT AND DEBT** [Negative Information](#) [Length of History](#) [Hard Inquiries](#) [Account Types](#)

Two of the most important figures lenders consider when you apply for a loan are your total debt and the amount of credit you have available. For more information, visit our [Glossary of Terms](#).  
Manage credit usage with a low APR credit card.

**Your Debt Profile**

Real Estate/Other	\$0
Installment Debt:	\$0
Revolving Debt:	\$7,163
Credit Available:	\$1,697
% of Credit Available*:	20%
Total Credit Limit:	\$8,860
<b>Total Debt:</b>	<b>\$7,163</b>
Total Monthly Payment:	\$207

**Revolving Credit to Debt Ratio**

**Did you know?**  
The national average credit to debt ratio is about 48% (Available Credit) to 52% (Debt).

**Exhibit C8 Bankruptcy**

Not applicable. We have not gone bankrupt.

**Exhibit C9 Merger**

Not Applicable. We have not been involved in M&A.