



LibertyPower®

FILE

06-1387-EL-CRS

38

January 13, 2009

Public Utilities Commission of Ohio
Docketing Division
180 East Broad Street
Columbus, OH 43215-3793

RECEIVED-DOCKETING DIV
2009 JAN 14 AM 10:00

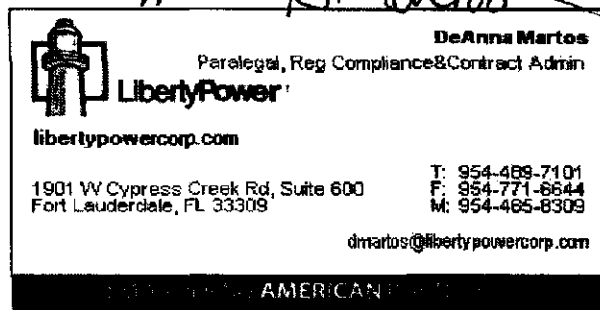
PUCO

Re: Liberty Power Delaware LLC ("Liberty Power")
Renewal Application for Retail Generation Providers and Power Marketers
("Application")
PUCO Certificate #: 07-136(1)
Date Certified: February 7, 2007

Please find enclosed a completed Application filed on behalf of Liberty Power. Please note the following information with respect to the financial statements and the financial arrangements for Liberty Power. These are considered by the company to be highly confidential and proprietary items. In accordance with the instructions to the Application, Liberty Power has filed a Motion for Confidential Treatment and Protective Order, as stipulated in Rule 4901-1-24 of the Ohio Administrative Code. This Motion has been filed under separate cover. Therefore, these items are not included in the Application's Exhibits.

Should you have any questions regarding this application, please feel free to contact me directly. Thank you in advance for your assistance in filing this Application.

Sincerely,



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Empowering American Business



The Public Utilities Commission of Ohio

Renewal Instructions for Retail Electric Generation Providers and Power Marketers

I. Where to File: Renewal applications should be sent to: Public Utilities Commission of Ohio, Docketing Division 13th Floor, 180 East Broad Street, Columbus Ohio 43215-3793.

II. What to File: Applicant must submit one original notarized application signed by a principal officer and ten copies including all exhibits, affidavits, and other attachments. All attachments, affidavits, and exhibits should be clearly identified. For example, Exhibit A-11 should be marked "Exhibit A-11 'Corporate Structure.'" All pages should be numbered and attached in a sequential order. **VERY IMPORTANT: The renewal application must be docketed in the applicant's original EL-CRS case number.**

III. Renewal Application Form: The renewal application is available on the Commission's web site, www.puco.ohio.gov or directly from the Commission at: Public Utilities Commission of Ohio, Docketing Division 13th Floor, 180 East Broad Street, Columbus Ohio 43215-3793.

IV. Confidentiality: If any of an applicant's answers require the applicant to disclose what the applicant believes to be privileged or confidential information not otherwise available to the public, the applicant should designate at each point in the application that the answer requires the applicant to disclose privileged and confidential information. Applicant must fully support its request to maintain confidentiality for the information it believes to be confidential or proprietary in a motion for protective order filed pursuant to Rule 4901-1-24 of the Ohio Administrative Code.

V. Commission Process for Certification Renewal: An application for renewal shall be made on forms approved and supplied by the Commission. The applicant shall complete the appropriate renewal form in its entirety and supply all required attachments, affidavits, and evidence of capability specified by the form at the time an application is filed. The Commission renewal process begins when the Commission's Docketing Division receives and time/date stamps the application. An incomplete application may be suspended or rejected. An application that has been suspended as incomplete will cause delay in renewal.

The Commission may approve, suspend, or deny a renewal application within 30 days. If the Commission does not act within 30 days, the renewal application is deemed automatically approved on the 31st day after the official filing date. If the Commission suspends the application, the Commission shall notify the applicant of the reasons for such suspension and may direct the applicant to furnish additional information. The Commission shall act to approve or deny a suspended application within 90 days of the date that the renewal application was suspended. Upon Commission approval, the applicant shall receive notification of approval and a

numbered certificate that specifies the service(s) for which the applicant is certified and the dates for which the certificate is valid.

Unless otherwise specified by the Commission, a competitive retail electric service provider's certificate is valid for a period of two years, beginning and ending on the dates specified on the certificate. The applicant may renew its certificate in accordance with Rule 4901:1-24-09 of the Ohio Administrative Code.

CRES providers shall inform the Commission of any material change to the information supplied in a renewal application within thirty days of such material change in accordance with Rule 4901:1-24-10 of the Ohio Administrative Code.

VI. Questions: Questions regarding filing procedures should be directed to Tamara Turkenton at (614) 995-7096 or Tammy.Turkenton@puc.state.oh.us or Chuck Stockhausen at (614) 728-5049 or Charles.Stockhausen@puc.state.oh.us.

VII. Governing Law: The certification/renewal of competitive retail electric suppliers is governed by Chapter 4901:1-24 of the Ohio Administrative Code, Chapter 4901:1-21 of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.



The Public Utilities Commission of Ohio

Original PUCO Case Number	Original PUCO Case Number
16-136(1) LL-CRS	August 2004

RENEWAL APPLICATION FOR RETAIL GENERATION PROVIDERS AND POWER MARKETERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-11 Corporate Structure). 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. RENEWAL INFORMATION

A-1 Applicant intends to be renewed as: (check all that apply)

- | | |
|---|---------------------------------------|
| <input type="checkbox"/> Retail Generation Provider | <input type="checkbox"/> Power Broker |
| <input checked="" type="checkbox"/> Power Marketer | <input type="checkbox"/> Aggregator |

A-2 Applicant's legal name, address, telephone number, PUCO certificate number, and web site address

Legal Name Liberty Power Delaware LLC
Address 1901 West Cypress Creek Rd., Ste. 600, Fort Lauderdale, Florida 33309
PUCO Certificate # and Date Certified 07-136(1) effective February 07, 2007
Telephone # (866) 769-3799 Web site address (if any) www.libertypowercorp.com

A-3 List name, address, telephone number and web site address under which Applicant does business in Ohio

Legal Name Liberty Power Delaware LLC
Address 1901 West Cypress Creek Rd., Ste. 600, Fort Lauderdale, Florida 33309
Telephone # (866) 769-3799 Web site address (if any) www.libertypowercorp.com

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PUCO

A-4 List all names under which the applicant does business in North America
none _____

A-5 Contact person for regulatory or emergency matters

Name DeAnna Martos

Title Paralegal, Regulatory Compliance and Contracts

Business address 1901 W. Cypress Creek Rd., Ste. 600, Ft. Lauderdale, FL 33309

Telephone # (954) 489-7101

Fax # (954) 771-6644

E-mail address (if any) dmartos@libertypowercorp.com

A-6 Contact person for Commission Staff use in investigating customer complaints

Name Claus Kursell

Title Vice President

Business address 1901 W. Cypress Creek Rd., Ste. 600, Ft. Lauderdale, FL 33309

Telephone # (954) 598-7069

Fax # (954) 771-5270

E-mail address (if any) ckursell@libertypowercorp.com

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

Customer Service address 1901 W. Cypress Creek Rd., Ste. 600, Ft. Lauderdale, FL

Toll-free Telephone # (866) 769-3799

Fax # (877) 772-2354

E-mail address (if any) customercare@libertypowercorp.c

A-8 Applicant's federal employer identification number # 20-5844437

A-9 Applicant's form of ownership (check one)

☐ Sole Proprietorship

☐ Limited Liability Partnership (LLP)

☐ Corporation

☐ Partnership

☒ Limited Liability Company (LLC)

☐ Other _____

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

A-10 Exhibit A-10 "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-11 Exhibit A-11 "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 in North America.

B. 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.
- 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 "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-4** 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-4 "Disclosure of Consumer Protection Violations" detailing such violation(s) and providing all relevant documents.

- B-5** Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service denied, curtailed, suspended, revoked, or cancelled within the past two years.
☒ No ☐ Yes

If yes, provide a separate attachment labeled as Exhibit B-5 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation" detailing such action(s) and providing all relevant documents.

C. FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- C-1** Exhibit C-1 "Annual Reports," provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why.

- C-2** **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3** **Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business.
- C-4** **Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).
- C-5** **Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRES operation, along with a list of assumptions, and the name, address, e-mail address, and telephone number of the preparer.
- C-6** **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7** **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's credit report from Experian, Dun and Bradstreet or a similar organization.
- C-8** **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.
- C-9** **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

D. TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- D-1 Exhibit D-1 "Operations" provide a written description of the operational nature of the applicant's business. Please include whether the applicant's operations 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 Exhibit D-2 "Operations Expertise," given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations.
- D-3 Exhibit D-3 "Key Technical Personnel," provide the names, titles, e-mail addresses, telephone numbers, and the background of key personnel involved in the operational aspects of the applicant's business.
- D-4 Exhibit D-4 "FERC Power Marketer License Number," provide a statement disclosing the applicant's FERC Power Marketer License number. (Power Marketers only)



Signature of Applicant and Title
Alberto Daire
Chief Operating Officer

Sworn and subscribed before me this _____ day of _____, 2009
Month Year


Signature of official administering oath


Print Name and Title

My commission expires on _____

NOTARY PUBLIC-STATE OF FLORIDA
 Angelica A. Santiago
Commission # DD562685
Expires: JUNE 12, 2010
BONDED THRU ATLANTIC BONDING CO., INC.

AFFIDAVIT

State of FLORIDA : FORT LAUDERDALE^{ss.}
(Town)

County of BROWARD :

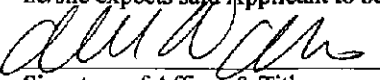
ALBERTO DAIRE, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the COO (Office of Affiant) of Liberty Power (Name of Applicant);
Delaware LLC
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 renewal 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 comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
7. 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.
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 renewal application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

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


Signature of Affiant & Title
Alberto Daire
Chief Operating Officer

Sworn and subscribed before me this
Month

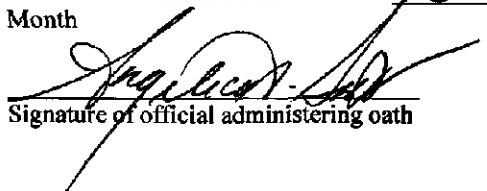
13

day of

January, 2009

Year

Signature of official administering oath



Print Name and Title

Angelica A. Santiago

My commission expires on

June 12, 2010


NOTARY PUBLIC-STATE OF FLORIDA
 Angelica A. Santiago
Commission # DD562685
Expires: JUNE 12, 2010
BONDED THRU ATLANTIC BONDING CO., INC.

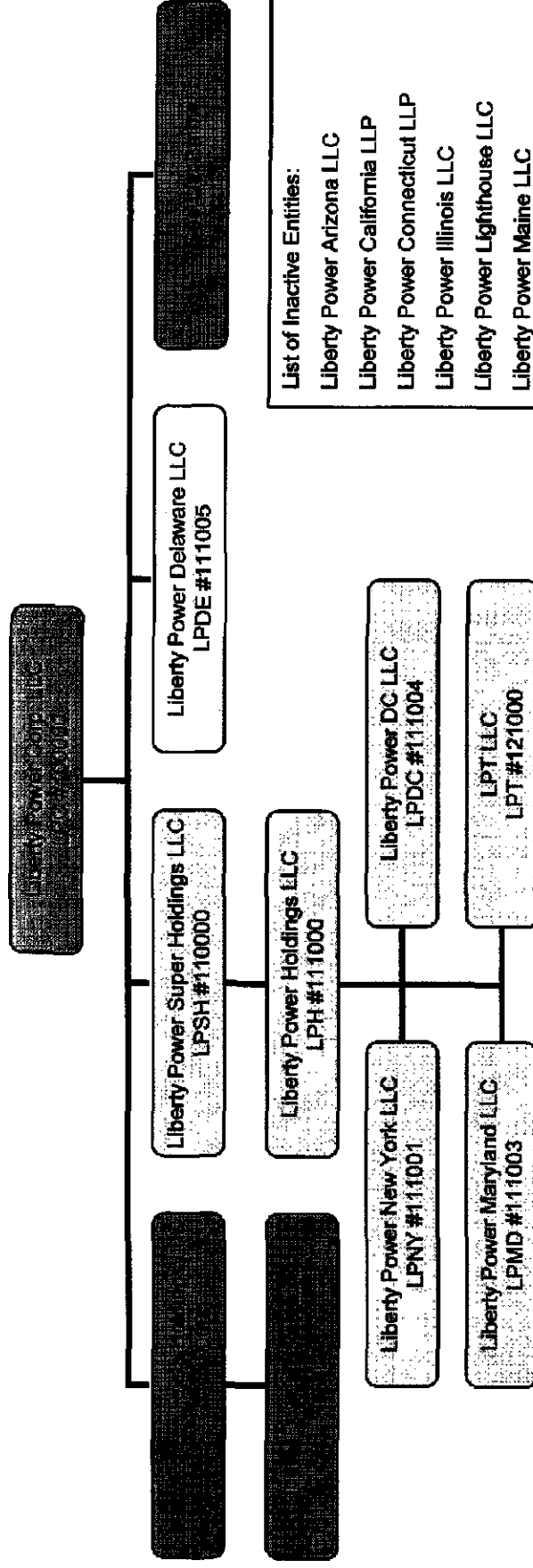
EXHIBIT A-10

Principal Officers, Directors & Partners

Name	Title	Phone	Address
David Hernandez	CEO - Partner	954 771 1463 x 107	1901 W Cypress Creek Rd Suite 600 Fort Lauderdale, FL 33309
Alberto Daire	COO - Partner	954 771 1463 x 103	1901 W Cypress Creek Rd Suite 600 Fort Lauderdale, FL 33309
Eliezer Hernandez	CRO - Partner	954 771 1463 x 170	1901 W Cypress Creek Rd Suite 600 Fort Lauderdale, FL 33309

Exhibit A-11
Corporate Structure

Liberty Power Entities Legal Structure as of 12/31/06



List of Inactive Entities:

- Liberty Power Arizona LLC
- Liberty Power California LLP
- Liberty Power Connecticut LLP
- Liberty Power Illinois LLC
- Liberty Power Lighthouse LLC
- Liberty Power Maine LLC
- Liberty Power Massachusetts LLC
- Liberty Power Michigan LLC
- Liberty Power Montana LLC
- Liberty Power Nevada LLC
- Liberty Power New Hampshire LLC
- Liberty Power New Jersey LLC
- Liberty Power New York Holdings LLC
- Liberty Power Ohio LLC
- Liberty Power Oregon LLC
- Liberty Power Pennsylvania LLC
- Liberty Power Rhode Island LLC
- Liberty Power Virginia LLC

EXHIBIT B-1**Jurisdictions of Operation**

State	Issuer	LPD	
		License #	Date Granted
CA	Public Utilities Commission	1371	6/28/2007
CT	Department of Public Utility Control	06-12-06	2/16/2007
DC	Public Service Commission	none	none
DE	Public Service Commission	7150	4/4/2007
IL	Commerce Commission	none	none
ME	Public Utilities Commission	2006-683	1/30/2007
MD	Public Service Commission	IR-962	3/7/2007
MA	Department of Telecommunications and Energy	CS-058	4/10/2007
MI	Public Service Commission	U-15140	4/24/2007
NJ	Board of Public Utilities	EE06110826L	2/7/2007
NY	Department of Public Service	n/a	12/13/2006
OH	Public Utilities Commission	07-136(1)	2/16/2007
PA	Public Utility Commission	A-110174	4/11/2008
RI	Division of Public Utilities and Carriers	D-96-6 (H3)	3/6/2006
TX	Public Utility Commission	33509	11/17/2006
VA	State Corporation Commission	PUE-2006-00123	4/10/2007

EXHIBIT B-2

“Experience & Plans”

EXHIBIT B-2

“Experience & Plans”

Liberty Power has been selling electricity in U.S. deregulated markets since 2002. Customers are acquired through telemarketing, energy broker relationships and direct sales. Liberty Power's contracted Sales Channels phone or visit prospective small/medium-sized business (SMB) customers; company representatives contact large commercial/industrial and public sector prospects. If the business' authorized person accepts the rate and terms presented, the enrollment process begins.

Liberty Power does not enroll customers until they have met the following qualifications:

- 1) They have provided a signed agreement or Third Party Verified verbal authorization.
- 2) For SMB customers: welcome letter has been sent from Liberty Power. The customer has a 3-day rescission period from the date of receipt of the letter. (# days should be based on Ohio law)

Billing is managed through an internal proprietary system. Liberty Power utilizes Utility Consolidated Billing as available; if dual or direct billing is required, Liberty Power has a Third-Party billing partner.

All inquiries can be directed to the Liberty Power in-house Customer Care team via toll-free phone or email. Members of this team receive initial entry and on-going training to ensure a high level of knowledge and attention to meeting customer needs. Customer Care tracking metrics are regularly assessed by management to ensure compliance with expected customer service levels.

Liberty Power also maintains a Quality Assurance team that monitors Sales Channel calls, verifies Third-Party Verbal Verifications and manages any escalation in complaints. It is the company's policy to pro-actively manage all customer services to significantly reduce the possibility of complaints and to handle every customer concern seriously. Senior management regularly reviews Quality Assurance reports to ensure customer service levels are maintained.

Exhibit B-3

Disclosure of Liabilities and Investigations

Liberty Power Delaware LLC has neither pending, nor past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact our financial or operation status or ability to provide services to our customers.

EXHIBIT C-1

Annual Reports

Liberty Power Delaware LLC is an independent, privately-held company. As such, the company is not required to and does not create "Annual Reports" or similar information at this time.

EXHIBIT C-2

SEC filings

Liberty Power Delaware LLC is an independent, privately-held company. As such, the company is not required to submit 10-K/8-K SEC filings.

EXHIBIT C-3

Financial Statements

Liberty Power currently has no customers and serves no load in Ohio. Liberty Power is a privately held company. Requested financial statements are considered **CONFIDENTIAL AND PROPRIETARY**. Pursuant to Rule 4901-1-24 of the Ohio Administrative Code, a Motion for Protective Order is submitted in place of the requested statements. Upon ruling on the Motion, the appropriate further action will be taken.

EXHIBIT C-4

Financial Arrangements

Liberty Power does not currently have any customers or serve any load in Ohio.

Liberty Power's financial arrangements are governed by a credit facility agreement which is confidential and proprietary. A Motion for Confidential Treatment and Protective Order has been filed under separate cover. Once a ruling has been made on the Motion, the appropriate action will be taken.

EXHIBIT C-5

Forecasted Financial Statements

Liberty Power does currently have any customers or serve any load in Ohio. Consequently, Liberty Power has not prepared forecasted financial statements.

EXHIBIT C-6

Credit Rating

Liberty Power Delaware LLC is an independent, privately-held company. As such, Liberty Power Delaware LLC does not have a credit rating, nor does its parent or affiliates which are also privately-held.

EXHIBIT C-7

Credit Report

Please find enclosed a copy of Liberty Power Corp LLC most recent credit report.

Business Profile - LIBERTY POWER CORP LLC

Subcode: 451590

Ordered: 01/07/2009 15:47:56 CST

Transaction number: C036666067

Search Inquiry: Liberty Power Holdings / 1901 West Cypress Creek Road / Fort Lauderdale / FL / 33309



Company Information

LIBERTY POWER CORP LLC
800 W CYPRESS CREEK RD STE 330
FT LAUDERDALE, FL 33309-2057
(954) 771-1463

Business Identification Number: 846385603
Experian File Established: 08/2000
Date of Incorporation: 03/05/2002
SIC code: ELECTRIC SERVICES - 4911

Executive Summary

Current DBT range compared to all industries*

0 DBT
(\$137,600 Balance)



DBT Norms:

All industries: 7 DBT Same industry: 12 DBT

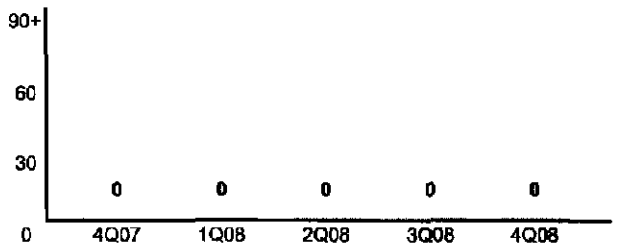
Legal Filings and Collections

Bankruptcy filings:	0
Tax lien filings: details (FILED 01/08-02/08)	2
Judgment filings:	0
Total collections:	0
Sum of legal filings:	\$225,906
UCC filings: details (FILED 09/04-02/08)	16
Cautionary UCC filings present?	Yes**

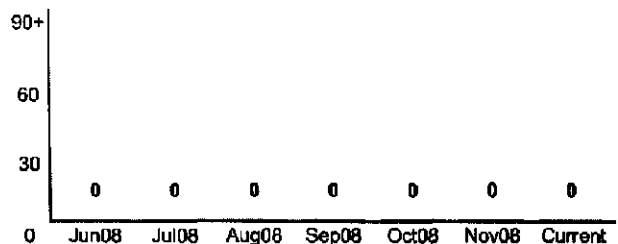
Trade Information

Monthly average DBT:	0
Highest DBT previous 6 months:	0
Highest DBT previous 5 quarters:	0
Total continuous trades:	7
Current continuous trade balance:	\$137,600
Trade balance of all trades (10):	\$159,500
Average balance previous 5 quarters:	\$148,740
Highest credit amount extended: details	\$100,000
6 month balance range:	\$137,600 - \$390,600

Quarterly DBT trends (previous 5 quarters)



7 month DBT trends



Performance Analysis

Predicted DBT for 03/04/2009: 1 DBT

Payment Trend Indication:
Are Stable

Industry payment comparison:
Has paid sooner than 50% of similar firms

Most Frequent Industry Purchasing Terms:
NET 30, CREDIT, and 0000000

* Days Beyond Terms (DBT) is a dollar weighted calculation of the average number of days that payment was made beyond the invoice due date based on trades on file that have been updated in the previous 3 months.

** Cautionary UCC Filings include one or more of the following collateral: Accounts, Accounts Receivables, Contract Rights, Hereafter Acquired Property, Inventory, Leases, Notes Receivable or Proceeds.

Legal Filings and Collections

Tax Liens

File Date	Filing Type	Status	Amount	Filing Number	Jurisdiction
02/29/2008	State Tax Lien	Filed	\$16,463	7110097692231001	HARRIS COUNTY CLERK
01/01/2008	State Tax Lien	Filed	\$208,443	10102512	ALBANY COUNTY CLERK

Trade Payment Information

Trade Payment Experiences (Trade Lines With an (*) after date are newly reported)							Account Status Days Beyond Terms				Comments
Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	1-30	31-60	61-90	91+	
AIR TRANS	10/2008	10/2008		\$19,100	\$1,200	100%					CUST 6 YR
BANK	11/2008	08/2008	CONTRCT	+\$100,000	+\$100,000	100%					CUST 2 YR
BUREAU	11/2008		NET 30	\$6,800	\$2,600	100%					
COMPUTERS	12/2008			\$92,800	\$33,300	100%					CUST 3 YR
GENL MERCH	12/2008	03/2008	CREDIT	\$700	\$0						ACCTCLOSED
OFFC SUPPL	12/2008	06/2007	CREDIT	\$700	\$0						
RETL TRADE	12/2008	12/2008	CREDIT	\$2,200	\$500	99%	1%				

Trade Payment Totals

Trade Payment Experiences				Account Status Days Beyond Terms						
Type	Lines Reported	Recent High Credit	Balance	Cur	1-30	31-60	61-90	91+	Comments	
Continuously Reported	7	+\$222,300	+\$137,600	100%					DBT: 0	
Newly Reported	0								DBT:	
Trade Lines Totals	7	+\$222,300	+\$137,600	100%					DBT: 0	

Additional Payment Experiences

Trade Payment Experiences (Trade Lines With an (*) after date are newly reported)							Account Status Days Beyond Terms				Comments
Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	1-30	31-60	61-90	91+	
AIR TRANS	07/2008		NET 30		\$0						CUST 6 YR
LEASING	11/2008		CONTRCT	\$5,900	\$5,900	100%					
LEASING	12/2008		CONTRCT	\$64,400	\$16,000	100%					CUST 2 YR

Monthly Payment Trends

Payment Trends Analysis ELECTRIC SERVICES INDUSTRY SIC: 4911						Account Status Days Beyond Terms				
Date Reported	Industry	Cur	DBT	Business DBT	Balance	Cur	1-30	31-60	61-90	91+
CURRENT	N/A	N/A	N/A	0	+\$137,600	100%				
NOV08	73%	12	0	0	\$268,900	100%				
OCT08	77%	11	0	0	\$267,900	100%				
SEP08	74%	12	0	0	\$269,700	100%				
AUG08	70%	13	0	0	\$373,200	100%				

JUL08	74%	11	0	\$366,500	100%
JUN08	78%	10	0	\$390,600	100%

Quarterly Payment Trends

Payment History - Quarterly Averages					Account Status Days Beyond Terms			
Quarter	Months	DBT	Balance	Cur	1-30	31-60	61-90	91+
Q4 - 08	OCT-DEC	0	+\$161,400	100%				
Q3 - 08	JUL-SEP	0	+\$140,600	100%				
Q2 - 08	APR-JUN	0	+\$125,400	100%				
Q1 - 08	JAN-MAR	0	+\$172,500	100%				
Q4 - 07	OCT-DEC	0	+\$143,800	100%				

Inquiries

Summary of Inquiries									
Business Category	JAN09	DEC08	NOV08	OCT08	SEP08	AUG08	JUL08	JUN08	MAY08
BANK			1					2	3
DP SERVCS			1	1					
ELEC DISTR									1
ELEC SUPLR								1	
FACTOR						1			
Totals			2	1		1		3	4

UCC Profile

The number of UCC Filings is summarized with the 10 most recent listed below.

A full UCC detail report is available the same business day by entering UCC-846385603-C036666067 into the Business ID Number field on the BizApps order page.

UCC Summary				Filings		
Date Range	Year	Cautionary UCCs**	Total Filed	Released/Term'd	Cont	Amended/Assigned
JAN - PRESENT	2009					
JUL - DEC	2008					
JAN - JUN	2008	1	1			
JUL - DEC	2007					
JAN - JUN	2007	2	2			
PRIOR TO JAN	2007	2	13			
Total		5	16			

** Cautionary UCC Filings include one or more of the following collateral: Accounts, Accounts Receivables, Contract Rights, Hereafter Acquired Property, Inventory, Leases, Notes Receivable or Proceeds.

UCC Filings

UCC FILED Date: 02/11/2008
Filing Number: 2008 0559409
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: CISCO SYSTEMS CAPITAL CORP PA WAYNE 19087 1111 OLD EAGLE SCH
Collateral: EQUIP, HEREFTER AQUIRED PROP, UNDEFINED

UCC FILED Date: 06/19/2007
Filing Number: 2007 2318235
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DELL FINANCIAL SERVICES L.P. TX AUSTIN 78753 12234 N. IH-35
Collateral: EQUIP, HEREFTER AQUIRED PROP, UNDEFINED

UCC FILED Date: 05/30/2007
Filing Number: 2007 2187978
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: CISCO SYSTEMS CAPITAL CORPORATION PA WAYNE 19087 1111 OLD EA
Collateral: EQUIP, HEREFTER AQUIRED PROP, UNDEFINED

UCC FILED Date: 08/10/2006
Filing Number: 6278884 2
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DEUTSCHE BANK AG, NEW YORK BRANCH, AS AD NY NEW YORK 10005 6
Collateral: UNDEFINED

UCC FILED Date: 08/10/2006
Filing Number: 6278885 9
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DEUTSCHE BANK AG, NEW YORK BRANCH, AS AD NY NEW YORK 10005 6
Collateral: UNDEFINED

UCC FILED Date: 08/10/2006
Filing Number: 6278888 3
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DEUTSCHE BANK AG, NEW YORK BRANCH, AS AD NY NEW YORK 10005 6
Collateral: UNDEFINED

UCC FILED Date: 08/10/2006
Filing Number: 6278890 9
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DEUTSCHE BANK AG, NEW YORK BRANCH, AS AD NY NEW YORK 10005 6
Collateral: UNDEFINED

UCC FILED Date: 08/10/2006
Filing Number: 6278892 5
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: DEUTSCHE BANK AG, NEW YORK BRANCH, AS AD NY NEW YORK 10005 6
Collateral: HEREFTER AQUIRED PROP, UNDEFINED

UCC FILED Date: 08/08/2006
Filing Number: 6274657 6
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: LIBERTY POWER DISTRICT OF COLUMBIA LLC FL FORT LAUDERDALE 33
Collateral: UNDEFINED

UCC FILED Date: 08/08/2006
Filing Number: 6274683 2
Jurisdiction: SEC OF STATE DELAWAR
Secured Party: LIBERTY POWER NEW YORK LLC FL FORT LAUDERDALE 33309 800 W. C
Collateral: UNDEFINED

Company Background Information

Additional Company Background Information

Key Personnel

Principal(s): ALBERTO DAIRE, VICE PRESI
LEA LOPEZ
RENATO CORRALES

Operating Information

Business Type: Institutions

Primary SIC Code: ELECTRIC SERVICES - 4911
Secondary SIC Code: COMBINATION UTILITY SERVICES, NEC - 4939
Additional SIC Code: 7389

Years in Business: 7
Number of Employees: 8
Sales: \$1,000,000

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End of report

1 of 1 report

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EXHIBIT C-8

Bankruptcy Information

Liberty Power Delaware LLC, its parent or affiliates have not made any reorganizations, protection from creditors, or any other form of bankruptcy filings within the last two years.

EXHIBIT C-9

Merger Information

Liberty Power Delaware LLC has not any dissolution or merger or acquisition within the last 5 years

EXHIBIT D-1

Operations

Liberty Power Delaware LLC customers will be serviced by the same team of professionals that have supported all Liberty Power operating companies since 2002. As such, Liberty Power maintains capabilities to comply with all scheduling, operating, planning, reliability, customer registration and settlement policies, rules, guidelines, and procedures established by the PUCO.

Liberty Power Delaware LLC can purchase capacity and reserves, or other ancillary services as may be required by PJM ISO or other independent organization to provide adequate electricity to all of Liberty Power Delaware LLC customers in its certified areas.

Liberty Power Delaware LLC will purchase all capacity, reserve, and other ancillary service requirements, either through bilateral purchases with qualified wholesalers, or directly from PJM. Liberty Power Delaware LLC will satisfy all PJM credit/collateral requirements for direct purchases of the same.

Exhibit D-2

Operations Expertise

Founded in Houston in 2001, Liberty Power began serving retail electricity customers in 2002. Liberty Power is certified by the Federal Energy Regulatory Commission (FERC) in 2003 to market wholesale electricity nationally. Liberty Power is profitable, liquid, and has no debt. We have a proven track record with customers such as the Department of Defense, Department of Homeland Security, and companies like NY Life, JCPenney, and Ryder and now serve approximately 20,000 customers. Liberty Power has operations in Texas, New York, Maryland and Washington DC, with plans to expand into new markets across the country later this year.

EXHIBIT D-3

Key Technical Personnel

Joe Holtman

Vice President Wholesale Operations Group & Risk Management

jholtman@libertypowercorp.com

Office: 954-489-7104

Fax: 954-771-5851

Derik Viner

Vice President Pricing Group

itaveras@libertypowercorp.com

Office: 954-598-7037

Fax: 954-208-0387

Derik B. Viner

708 Orange Grove Terrace, South Pasadena, CA 91030

H: (626) 799-0402

C: (626) 773-6624

derik_viner@yahoo.com

SKILLS SUMMARY

- Proved leader with the ability to identify, develop and deliver maximum value from energy-related business opportunities in highly competitive and challenging market environments.
- Managing electricity and natural gas risks: price, volumetric, operational, cash flow, regulatory and credit.
- Structuring, pricing, forecasting, portfolio management and valuation associated with demand, assets, physical and financial instruments.
- Developing and implementing policies, trading and risk controls and governance structures.
- Demonstrated ability to develop highly enthusiastic, effective and efficient teams.

EXPERIENCE

Independent Consultant

April 2008 – Present: Los Angeles, California

- Due diligence research supporting potential investments in electricity storage technology and services.

Vice President – Geographic Business Line

Constellation NewEnergy – The Largest Competitive Retail Energy Supplier in the US

August 2007 – March 2008: Los Angeles, California

(Position eliminated in organizational restructuring)

- Developed and lead a sales and support team responsible for managing the California and Oregon geographic energy and services business line, including responsibility for its P&L.
- Products: retail electricity services, including full suite of pricing and customer risk management options; green energy; demand response; customer electricity usage and billing analysis tools.
- Responsible as senior location manager. Office included sales, sales support, pricing and analysis, finance, operations and contract administration.
- Developed and implemented strategic plans and budgets for the region, and managed the group's business development pipeline.
- Developed effective relationships with senior executives in client companies and institutions.
- Led contract structuring and negotiations for the group's largest clients and prospects
- Coordinated internal resources to effectively meet clients' needs and expectations and to deliver on financial commitments.

Energy Risk Manager

San Diego Gas & Electric – a Sempra Energy Utility

June 2003 – August 2007: San Diego, California

- Developed and oversaw the risk management and middle office function for a \$1.5 billion per year electricity and natural gas procurement enterprise, including many generation technologies, gas pipelines and storage, electricity and gas demand, physical and financial transactions.
- Forecasted energy procurement costs and tracked portfolio performance, including valuing generation assets and contracts and determined their underlying physical and financial positions.
- Measured market, credit and liquidity risks (VaR, stress tests, sensitivity analyses), and collaborated with front office to formulate risk mitigation strategies, procurement and hedge plans.
- Worked with originators and planners to assess the impact on the generation portfolio's positions and value by adding new renewable and thermal resources and contracts.
- Reviewed all structured and long-term power purchase contracts (including EEI) prior to execution.
- Established credit and market risk review methods and processes for long-term renewable generation contracts to reflect project development lifecycle risks while supporting new technologies and sub-investment grade developers.
- Assessed the Renewable Portfolio Standard (RPS) forecast positions (to get to 20% by 2010) for impacts from potential project failures.
- Prepared regulatory testimony; served as expert witness; supported filings.
- Attracted, developed and retained a qualified team of eight that managed a scope of work comparable to what the other California utilities managed with staffs 5 to 7 times as large.
- Systems: Inherited a set of MS Access and Excel-based risk systems (with FEA functionality) incompletely developed by consultants. Hired staff, phased out consultants, completed system development and achieved efficient operation within 6 months. Subsequently championed implementation of a comprehensive energy trading and risk management (ETRM) system, from developing the business case through testing and production.

Derik B. Viner

Director of Pricing and Risk

AES NewEnergy Ltd – An Electricity Supplier to Commercial and Industrial Customers in the UK
January 2001 – May 2003: Oxford, Great Britain

- Led power planning efforts, determining optimal hedge strategies and making recommendations to front office on long-term and day-ahead wholesale buy/sell decisions that maintained forecasted profit margins.
- Crafted and implemented optimal customer pricing methodology to maximize margin and volume at low risk, ensuring profitable operations.
- Designed, built and implemented the demand forecasting and internal reporting systems.
- Created tools and procedures to individually price tens of thousands of customer sites each year using historical interval meter data and very limited staff.
- Managed credit positions with the transmission system operator and distribution companies.
- Supported business forecasting and budgeting.
- Researched and evaluated a reforestation social responsibility and emissions offset project.
- I helped establish this business from inception, including development of a business plan, getting funding from the parent company (AES Corp), conducting recruitment, gaining industry accreditation, setting up systems, building tools and procedures in preparation for market entry.
- I helped close this business, including the profitable sale of all customer contracts.

Director of Pricing and Risk (California)

AES NewEnergy LLC – An Electricity Service Provider for Commercial and Industrial Customers
1999 – 2000: Los Angeles, California

- Created the group's retail electricity products: fixed, indexed and block pricing, bands, triggers, etc. that are still in use today at Constellation NewEnergy and other electricity retailers.
- Managed a team of pricing and customer risk analysts.
- Established optimal hedge positions and placed buy/sell orders with the trading floor.
- Monitored wholesale market conditions and regulatory changes; recommended risk mitigation actions, helping to save \$10-20 million through early intervention as the California energy crisis approached.
- Acted as technical liaison (product structuring, risk and market analysis) helping to sign and serve major customers, including Department of Defense, Kroger, and the Association of California Water Agencies.
- Originated and negotiated long-term structured wholesale purchases, including multiple embedded options on physical delivery, providing the company with a competitive price advantage.
- Successfully implemented a successful load curtailment program (demand reduction), having headed the research and development efforts, including regular and vigorous advocacy at the California ISO.
- Championed and implemented a customer "green" power purchasing program.
- Provided technical and analytical support for the company's very active regulatory efforts, including aiding preparation of testimony and making external presentations.
- Developed and managed cost and revenue models that supported business forecasting and budgeting.
- Supported regular financial reporting and audits.
- Helped to develop my analytical staff's technical expertise and involvement in projects, resulting in elevated self-confidence and motivation amid an environment of overwhelming challenges.

Manager, Product Development (1998-99)

Analyst (1996-98)

New Energy Ventures, Inc. – Acquired by AES Corp June '99
Los Angeles, California

- Established and ran the retail pricing group in California.
- Supported group's operational entry to Direct Access – retail electricity customer choice.
- Acted as RFP (requests for proposals) coordinator and public relations manager.
- Headed the team effort that secured a profitable \$250 million contract with the Dept. of Defense
- Helped establish the wholesale power trading function.
- Developed profitability and risk analyses, budget forecasting and standard reporting processes.
- Helped define Customer Information Systems requirements and create data management group.
- Provided technical and analytical support for the company's very active regulatory efforts.
- Provided technical and analytical support through the due diligence and acquisition by AES Corp.

Derik B. Viner

Analyst, Gas and Electricity Trading Floor

Lower Colorado River Authority – State Agency Wholesale Gas and Electricity Utility

1995 – 1996: Austin, Texas

- Established a "book" that allowed company traders to easily visualize natural gas futures and physicals positions in terms of locational and temporal basis.
- Researched the Value-at-Risk methodology for exposure calculations, summarized it into a working chapter of the company's trading procedures, and created the analytical tools to calculate Value-at-Risk and Earnings-at-Risk.
- Helped write the company's natural gas Commodity Swap Master Agreement.
- Completed a statistical study on the relationship between the company's system marginal cost, system load, weather data and natural gas prices.

Professor's Assistant

University of Texas at Austin – Energy & Mineral Resource Management Program

1996: Austin, Texas

Course Title: Economic Evaluation of Projects

- Discounted cash flow analysis, capital structures, project financing, tax effects, sensitivity and risk analyses.
- Delivered lectures on a substitute basis, kept office hours for ad hoc tutorial, created and corrected exams, created an in-depth final project requiring students to evaluate an acquisition of an existing overseas oil field.

Editor

Moscow Magazine – A Monthly, Bilingual Journal

1993: Moscow, Russian Federation

- Edited content and language.
- Assisted sales of advertising space to Western firms.
- Developed a "City Resources" section and a Restaurant Reviews section (the first in Moscow).

EDUCATION

University of Texas at Austin

1994 – 1996: Austin, Texas

Masters Coursework Complete, Energy and Mineral Resource Management

- Collaborative program between the Graduate School of Business (MBA) and the Petroleum and Electrical Engineering Departments.
- Coursework included: Futures, Options and Other Derivatives; Financial Management; Energy Finance; Economic Evaluation of Projects; Economic Analysis of Power Systems; Environmental Management; Statistics and Data Analysis; etc.

Johns Hopkins University

1989 – 1993: Baltimore, Maryland

BA, International Relations; BA, Russian Language

- Economics focus.
- Junior Year study abroad in St. Petersburg, Russia.

Joseph A. Holtman

15 Dickens Street, Stony Point, NY 10980

(845) 826-5834

holtman@optonline.net

Summary

A results-oriented leader with strong communication, finance and computer skills. Experience includes general management of energy supply and strategic planning teams and senior management of a competitive retail energy supplier. In-depth knowledge of and experience in energy and public utility matters.

Areas of Expertise

- General Management
- Energy Supply and Trading
- Regulatory Affairs
- Strategic Planning
- Business Development
- Financial Analysis and Forecasting

Experience

Consolidated Edison Company of New York, Inc. 2002-Present

Director - Electricity Supply

Conducted innovative solicitation for new generation, resulting in 500 MW of needed new supply in New York City.

Responsible for purchase of \$3.5 billion of electricity supply annually, including financial hedging and accounting, for four regulated utilities operating in three states.

- Developed innovative auction process for financial hedging for Orange and Rockland.
- Directs a multi-faceted hedge program, including trading of electricity and natural gas derivatives and financial transmission rights
- Driving corporate initiatives as a member of the Enterprise Risk Management, Shared Services, and Human Resources Strategy Teams
- Provides expert testimony before regulatory commissions

Mirant New York, LLC

2000-2002

Director, Regulatory Affairs

Negotiated policies at NYISO in support of business development.

Responsible for relationships with New York Independent System Operator and New York Public Service Commission. Supported external and media affairs.

- Negotiated process for new generation to equitably share costs of transmission system upgrades required for interconnection to the transmission grid, obtaining favorable treatment for Mirant's planned New York expansion.
- Provided timely insights and analysis of regulatory trends to company's energy traders, helping to formulate profitable strategies.
- Ensured NYISO's bidding rules accommodated traders' risk management strategies.
- Elected Vice Chair of NYISO's Business Issues Committee
- Member of Board of Independent Power Producers of New York

Consolidated Edison Company of New York, Inc.

1999-2000

Director - Corporate Planning

Key member of teams pursuing strategic mergers.

Conducted due diligence on domestic and international acquisition opportunities. Lead member of team pursuing consolidation of regulated and unregulated supply trading organizations to achieve greater efficiencies.

Orange and Rockland Utilities, Inc. (O&R)

1985-1999

Director - Energy Resources

Instituted energy risk management program, including obtaining Board approvals, establishing controls and implementing trading process.

Responsible for purchase of \$220 million of electricity and natural gas annually. With staff of 13, performed electric and gas capacity and energy planning and procurement, supply contracting, accounting, regulatory affairs and risk management.

- Provided expert testimony before New York Public Service Commission in rate and divestiture proceedings, before New Jersey Board of Public Utilities in fuel cost recovery proceedings, before Pennsylvania Public Utilities Commission in electric and gas rate cases, and filed affidavits with the Federal Energy Regulatory Commission.
- Member of O&R's Generation Divestiture Team, which sold 1700 MW, with direct responsibility for negotiating transition power supply agreements
- Member of Con Edison's Merger Transition team, establishing synergies, process integration methods, timelines and work space plans for \$760 million acquisition
- Developed and implemented new gas supply tracking and accounting system.
- Assisted in O&R's unwinding of its retail gas marketing subsidiary, with responsibility for general management of the multi-regional firm of 130 employees while assisting in selling its operations

Manager - Fuel Resources

Expanded use of natural gas for power generation, unlocking benefits for both electric and gas customers.

Responsible for purchase of over \$200 million of coal, oil and natural gas for power generation, and natural gas for resale.

- Designed and obtained regulatory approval for pricing of gas transferred from Gas Department to generation units, lowering costs for both electricity and natural gas customers.
- Designed gas supply, transportation and hedging provisions for innovative contract with O&R's largest industrial customer.

Program Administrator - Demand-Side Management

Obtained 100% of regulatory incentives for achievement of peak demand and energy reduction goals.

Managed two large commercial and industrial programs and seven residential programs

Economic Analyst

Developed cost allocation software comparable to that costing over \$10,000.

Responsible for sales forecasting, capital project analysis, pricing experiments, peak demand normalization, Qualifying Facility analysis and billing.

- Developed tariff and billing software for innovative residential real-time pricing program
- Developed software to calculate revenue requirements of capital investments

Education

Iona College Hagan School of Business

1986 - 1989

Master of Business Administration / Financial Management

State University of New York College at Plattsburgh

1981 - 1984

Bachelor of Arts / Physics (Cum Laude)

EXHIBIT D-4

FERC Registrations

Please find enclosed a copy of Liberty Power FERC Registration Certificates.