

July 16, 2012

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

RECEIVED-DOCKETING DIV  
2012 OCT 16 PM 2:01

PUCO

Re: Certification Application For Retail Generation Providers and Power Marketers

To Whom It May Concern:

Please find in a FedEx box, one (1) original executed Certification Application for Retail Generation Providers and Power Marketers for the State of Ohio with required exhibits attached, along with ten (10) copies of same.

Please process this application in accordance with the Public Utilities Commission of Ohio.

If there is any missing information or additional information needed please advise me and I will forward that to you immediately.

Thank you for your consideration.

Very Truly Yours,



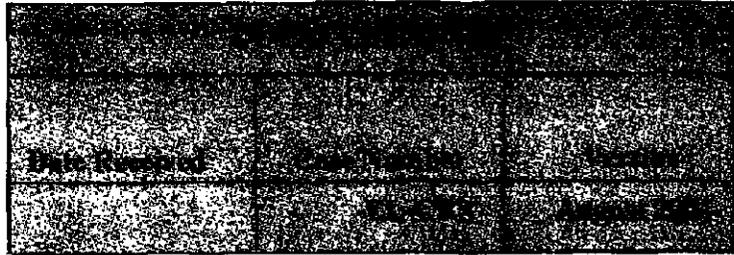
David Feldman  
Vice President of Operations  
Discount Power, Inc.

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2012 JUL 24 AM 11:40  
PUCO

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 AND Date Processed 7/24/12



The Public Utilities Commission of Ohio



**CERTIFICATION 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-13 Company History). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

**This PDF form is designed so that you may input information directly onto the form. You may also download the form, by saving it to your local disk, for later use.**

**A. APPLICANT INFORMATION**

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

- Retail Generation Provider
- Power Broker
- Power Marketer
- Aggregator

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

Legal Name Discount Power, Inc.  
 Address 6 Armstrong Road, Shelton, CT 06484  
 Telephone # (203) 929-3299 Web site address (if any) discountpowerinc.com

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

Legal Name \_\_\_\_\_  
 Address \_\_\_\_\_  
 Telephone # \_\_\_\_\_ Web site address (if any) \_\_\_\_\_

**A-4 List all names under which the applicant does business in North America**

Discount Power, Inc. \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

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 2012 JUL 24 AM 11:41  
 PUCO

**A-5 Contact person for regulatory or emergency matters**

Name David Feldman  
Title Vice President of Operations  
Business address 6 Armstrong Road, Shelton, CT 06484  
Telephone # (203) 929-3200 Fax # (203) 909-6617  
E-mail address (if any) david@discountpowerinc.com

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

Name Janet Widgren  
Title Director of Customer Service  
Business address 6 Armstrong Road, Shelton, CT 06484  
Telephone # (203) 929-3200 Fax # (203) 909-6617  
E-mail address (if any) jwidgren@discountpowerinc.com

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

Customer Service address 6 Armstrong Road, Shelton, CT 06484  
Toll-free Telephone # (877) 259-7693 Fax # \_\_\_\_\_  
E-mail address (if any) jwidgren@discountpowerinc.com

**A-8 Applicant's federal employer identification number # 262613507**

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

- Sole Proprietorship
- Partnership
- Limited Liability Partnership (LLP)
- Limited Liability Company (LLC)
- Corporation
- Other \_\_\_\_\_

**A-10 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).**

- |  |                                      |                                     |                                     |                                     |
|--|--------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| <input type="checkbox"/> First Energy                    |                                      |                                     |                                     |                                     |
| <input type="checkbox"/> Ohio Edison                     | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Toledo Edison                   | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Cleveland Electric Illuminating | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Cincinnati Gas & Electric       | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Monongahela Power               | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> American Electric Power         |                                      |                                     |                                     |                                     |
| <input type="checkbox"/> Ohio Power                      | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |

- |  |                                      |                                     |                                     |                                     |
|--|--------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| <input type="checkbox"/> Columbus Southern Power | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Dayton Power and Light  | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |

A-11 Provide the approximate start date that the applicant proposes to begin delivering services

September 1, 2012

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

A-12 **Exhibit A-12 "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-13 **Exhibit A-13 "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.

A-14 **Exhibit A-14 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

A-15 **Exhibit A-15 "Articles of Incorporation and Bylaws,"** if applicable provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.

A-16 **Exhibit A-16 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

**B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE**

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

B-1 **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services.

B-2 **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

**B-3** Exhibit B-3 "Summary of Experience," provide a concise summary of the applicant's experience in providing the service(s) it is seeking to be certified to provide (e.g. number and types of customers served, utility service areas, amount of load, etc.).

**B-4** Exhibit B-4 "Environmental Disclosure," provide a detailed description of how the applicant intends to determine its (a) generation resource mix, and (b) environmental characteristics, including air emissions and radioactive waste. This information shall include sufficient discussion so as to detail both the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. Additional details on this requirement may be obtained by referring to 4901:1-21-09.

**B-5** Exhibit B-5 "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-6** 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-6 "Disclosure of Consumer Protection Violations" detailing such violation(s) and providing all relevant documents.

**B-7** 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-7 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation" detailing such action(s) and providing all relevant documents.

## **C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE**

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

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

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

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

**D. APPLICANT TECHNICAL CAPABILITY**

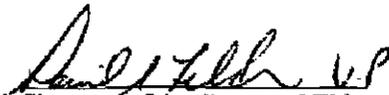
PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

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 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.

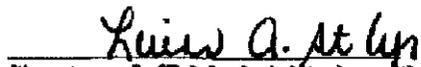
D-2 Exhibit D-2 "Operations Expertise," given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations.

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

Sworn and subscribed before me this 16 day of July, 2012  
Month Year

  
Signature of official administering oath

Linda A. St. Cyr  
Print Name and Title  
Notary

My commission expires on June 2015

# AFFIDAVIT

State of Connecticut :

Shelton ss.  
(Town)

County of Fairfield :

David S. Feldman, Affiant, being duly sworn/affirmed according to law, deposes and says that:

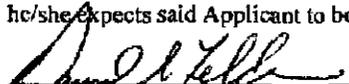
I(e)/She is the VP of Operations (Office of Affiant) of Discount Power, Inc. (Name of Applicant);

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

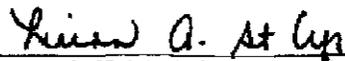
1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

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

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

  
Signature of Affiant & Title

Sworn and subscribed before me this 16 day of July, 2012  
Month Year

  
Signature of official administering oath

Linda A. St. Cyr  
Print Name and Title  
Notary

My commission expires on June 2015

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**Exhibit A-12**

**'Principle Officers, Directors & Partners'**

**Exhibit A-12 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

David Feldman –Vice President – 6 Armstrong Road, Shelton, CT 06484

David Gable –President-6 Armstrong Road, Shelton, CT 06484

Gino Tarantino-CFO-6 Armstrong Road, Shelton, CT 06484

William Petroccio-Director-One Post Road, Fairfield CT

Michael Ferreri-Director-98 Center Street, Southington, CT

Michael Parrella-Sr. Director-500 Post Road, East Westport, CT

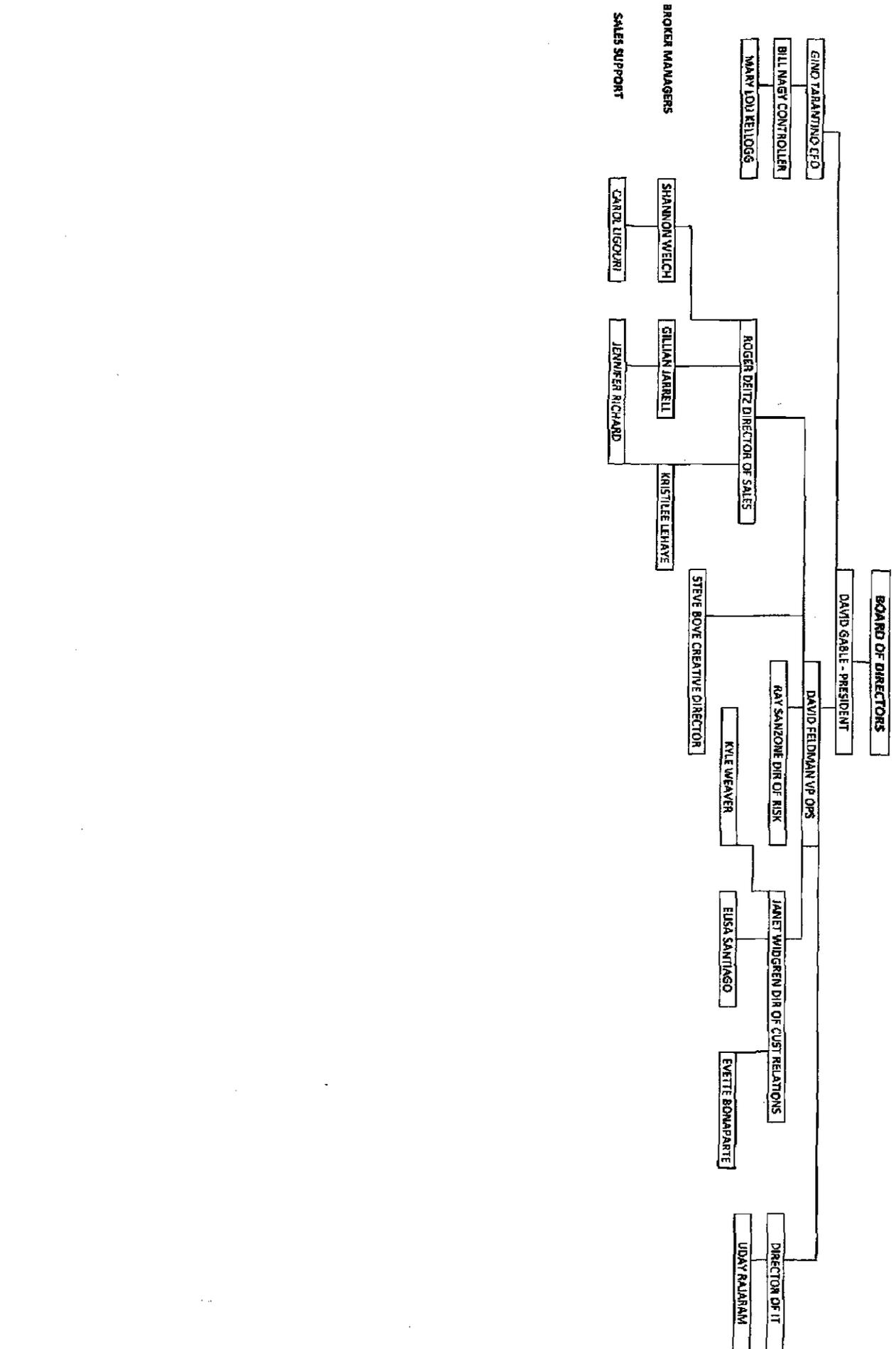
Bruce Dubow-Director-500 Post Road, East Westport, CT

Michael Parrella-Jr. Director-500 Post Road, East Westport, CT

**Exhibit A-13**

**Corporate Structure**

**DISCOUNT POWER, INC. ORGANIZATIONAL CHART**



**Exhibit A-15**

**Articles of Incorporation and**  
**Bylaws**

# CERTIFICATE OF INCORPORATION

CONNECTICUT STOCK

FILING 00003677549 PG 01 OF 01 VOL 8-0115:  
FILED 05/06/2006 09:00 AM PAGE 03043  
SECRETARY OF THE STATE  
CONNECTICUT SECRETARY OF THE STATE

**1. Name of the Corporation:**

The name of the corporation is: Discount Power, Inc.

**2. Total Number of Authorized Shares:**

The corporation shall be authorized to issue only one class of shares. The number of shares the corporation shall be authorized to issue is 10,000.

**3. Appointment of Registered Agent:**

Name of Agent: Michael Parvella	Business Address: 40 Kellogg Hill Rd. Wheaton, Connecticut 06883
	Residence Address: 40 Kellogg Hill Rd. Wheaton, Connecticut 06883

*Michael Parvella*  
\_\_\_\_\_  
Michael Parvella, Registered Agent

**EXECUTION:**

Dated this 23 day of April, 2006.

*Michael Parvella*  
\_\_\_\_\_  
Parvella, LLC, Incorporator  
40 Kellogg Hill Rd.  
Wheaton, Connecticut 06883

**CERTIFICATE OF AMENDMENT  
STOCK CORPORATION**

Office of the Secretary of the State

**MAILING ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
P.O. Box 189470  
Hartford, CT 06118-0470  
203-526-6000

**DELIVERY ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
39 Trinity Street  
Hartford, CT 06106  
203-526-6000

Refer to the following for amendment date.

**For Use Only**  
FILING #0004049840 PG 01 OF 03 VOL B-01346  
FILED 11/13/2009 03:23 PM PAGE 02985  
SECRETARY OF THE STATE  
CONNECTICUT SECRETARY OF THE STATE

<b>1. NAME OF CORPORATION</b> Eiacoust Power, Inc.
<b>2. THIS CERTIFICATE OF INCORPORATION IS (Stock, A, B or C)</b> <input type="checkbox"/> A. AMENDED <input type="checkbox"/> B. RESTATED <input checked="" type="checkbox"/> C. AMENDED AND RESTATED <i>The original certificate consolidates all amendments into a single document.</i>
<b>3. TEXT OF EACH AMENDMENT / RESTATMENT</b> See Exhibit A attached hereto.

*Check release at 0:02 X 11 amendment without search mark*

### 3. TEXT OF EACH AMENDMENT / RESTATEMENT

1. That Section Two of the Certificate of Incorporation be amended to authorize the issuance of an additional Two Hundred Thousand (200,000) shares of Common stock so that the company has a total of Four Hundred Thousand (400,000) shares of Common stock authorized.
2. That Section Two of the Certificate of Incorporation be amended to authorize the issuance of an additional Two Thousand (2,000) shares of Preferred A stock so that the company has a total of Four Thousand (4,000) shares of Preferred A stock authorized.
3. That Section One of the Certificate of Incorporation be restated to state that the name of the corporation is *Discount Power, Inc.*
4. That Section Two of the Certificate of Incorporation be restated to authorize and issue Four Hundred Thousand (400,000) shares of Common Stock with a par value of \$0.01.
5. That Section Two of the Certificate of Incorporation be restated to authorize the issuance of Four Thousand (4,000) shares of Preferred A stock.
6. That Section Three of the Certificate of Incorporation be restated to authorize and issue two classes of shares. One class shall be known as Preferred A stock and one class shall be known as Common stock. Each share of Preferred A stock shall have voting rights equal to One Hundred (100) shares of Common stock. The holders of the Preferred A stock shall not be entitled to dividends or any equity distributions. Said Preferred A stock shall be voting shares only. The holders of the Common stock shall be entitled to one vote per share owned. In addition the holders of Common stock shall be entitled to dividends and equity distributions.
7. That Section Four of the Certificate of Incorporation be restated to state that Michael Parrella is appointed as Agent for Service. His home address is 40 Kellogg Hill Rd., Weston, CT 06883. His business address is 40 Kellogg Hill Rd., Weston, CT 06883.

FILED 499049384 PG 03 OF 03 VOL B-01346  
FILED 11/14/2009 03:13 PM STATE  
SECRETARY OF THE STATE  
CONNECTICUT SECRETARY OF THE STATE

*Michael Parrella*  
DATA REPORTING CORP  
300 ROBERTS STREET, SUITE 200  
EAST HARTFORD, CT 06108-0054

STATE OF CONNECTICUT }  
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record  
in this Office

In Testimony whereof, I have hereunto set my hand,  
and affixed the Seal of said State, at Hartford,

this 17<sup>th</sup> day of October A.D. 2009

Sam B. Jernigan  
SECRETARY OF THE STATE gpc

# CERTIFICATE OF AMENDMENT STOCK CORPORATION

Office of the Secretary of the State

**MAILING ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
P.O. Box 150470  
Hartford, CT 06115-0470  
860-509-6003

**DELIVERY ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
30 Trinity Street  
Hartford, CT 06106  
860-509-6003

Space For Office Use Only

Filing Fee \$50.00

Make Checks Payable To "Secretary of the State"

## 1. NAME OF CORPORATION

Discount Power, Inc.

## 2. THE CERTIFICATE OF INCORPORATION IS (check A, B or C)

A. AMENDED

B. RESTATED

C. AMENDED AND RESTATED

The restated certificate consolidates all amendments into a single document.

## 3. TEXT OF EACH AMENDMENT / RESTATEMENT

1. That the corporation be authorized to issue two classes of shares. Class One to be known as Preferred A stock and Class Two be known as Common Stock.

2. That the corporation be authorized to issue <sup>2,000</sup>~~2,125~~ shares of Preferred A Stock. Preferred A Stock shall be voting stock with each share of Preferred Stock being equal to 100 shares of Common Stock. The holders of Preferred A Stock shall not be entitled to dividends and shall be voting stock only.

3. That the corporation be authorized to issue <sup>170,000</sup>~~327,500~~ shares of common stock. Each share of common stock is entitled to one vote. Common stockholders are entitled to receive dividends if so declared.

(Please reference an 8 1/2 X 11 attachment if additional space is needed)

Space For Office Use Only

4. VOTE INFORMATION (check A, B or C)

A. The amendment was approved by shareholders in the manner required by sections 33-600 to 33-998 of the Connecticut General Statutes, and by the Certificate of Incorporation.

B. The amendment was approved by the incorporators.  
No shareholder approval was required.

C. The amendment was approved by the board of directors.  
No shareholder approval was required.

5. EXECUTION

Dated this 16th day of September, 2008.

David S. FELdman Print or type name of signatory	Secretary Capacity of signatory	 Signature
---	------------------------------------	---

**DISCOUNT POWER, INC**

**AMENDED BY-LAWS**

**ARTICLE I**

**OFFICES**

**Section 1.1. Registered Office.** The registered office of the Corporation shall be in the City of Shelton, County of Fairfield, State of Connecticut, or at any such place as the Board of Directors may approve.

**Section 1.2. Other Offices.** The Corporation may also have offices at such other places both within and without the State of Connecticut as the board of directors may from time to time determine or the business of the Corporation may require.

**ARTICLE II**

**MEETING OF STOCKHOLDERS**

**Section 2.1. Time and Place of Meetings.** All meetings of the stockholders for the election of directors or for any other purpose shall be held at such time and place, within or without the State of Connecticut, as shall be stated in the notice of the meeting or in a duly executed waiver of notice thereof.

**Section 2.2. Annual Meetings.** Annual meetings of stockholders shall be held at such date and time as shall be designated from time to time by the board of directors and stated in the notice of the meeting, at which meeting, the stockholders shall elect by a plurality vote or by written ballot a board of directors and transact such other business as may properly be brought before the meeting.

**Section 2.3. Notice of Annual Meetings.** Written notice of the annual meeting stating the place, date and hour of the meeting shall be given to each stockholder entitled to vote at such meeting not less than ten or more than sixty days before the date of the meeting.

**Section 2.4. Special Meeting.** Special meetings of the stockholders, for any purpose or purposes, unless otherwise prescribed by statute or by Certificate of Incorporation, may be called by the president and shall be called by the president or secretary at the request in writing of a majority of the board of directors, or at the request in writing of stockholders owning a majority in amount of the entire capital stock of the Corporation issued and outstanding and entitled to vote. Such request shall state the purpose or purposes of the proposed meeting.

**Section 2.5. Notice of a Special Meeting.** Written notice of a special meeting stating the place, date and hour of the meeting and the purpose or purposes for which the meeting is

called, shall be given not less than ten nor more than sixty days before the date of the meeting, to each stockholder entitled to vote at such meeting.

**Section 2.6. Quorum.** To constitute a quorum for the transaction of business at any meeting of the Stockholders, there must be present, in person or by proxy, the holders of a majority of the issued and outstanding shares of stock of the Corporation.

**Section 2.7. Action by Stockholders.** When a quorum is present at any meeting, the vote of the holders of Sixty (60%) percent of the stock having voting power present in person or represented by the proxy shall decide any question brought before such meeting, unless the question is one upon which by express provision of the statutes or of these By-Laws, a different vote is required in which case such express provision shall govern and control the decision of such question.

**Section 2.8 Action by Stockholders Requiring Super Majority.** The affirmative vote of the holders of Seventy Five (75%) percent of the issued and outstanding stock of the Corporation shall be required for the following actions to be decided at any Stockholders' meeting: Any sale of all or substantially all of the company's assets, A reverse stock split; The filing of any Registration Statement in connection with the public offering of the company's shares.

**Section 2.9. Voting.** Each stockholder shall at every meeting of the stockholders be entitled to one vote in person or by proxy for each share of the common stock having voting power held by such stockholder. Each stockholder shall at every meeting of the stockholders be entitled to one hundred votes in person or by proxy for each share of the preferred stock having voting power held by such stockholder

**Section 2.10. Written Action.** Any action required to be taken at any annual or special meeting of stockholders of the Corporation, or any action which may be taken at any annual or special meeting of such stockholders, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less the minimum number of votes that would be necessary to authorize or to take such action at a meeting at which all shares entitled to vote thereon were present and voted.

### ARTICLE III

### DIRECTORS

**Section 3.1. Number and Term.** The board of directors shall consist of six (6) directors. For so long as Hocon Power, Inc. holds shares of Class A Preferred Stock and at least One

Hundred Thousand (100,000) shares of Common Stock, it shall designate three (3) of the directors to be elected to the Board (each a "Hocon Designee" and collectively, the "Hocon Designees"). For so long as Pardev, LLC holds shares of Class A Preferred Stock and at least One Hundred Thousand (100,000) shares of Common Stock, it shall designate three (3) of the directors to be elected to the Board (each a "Pardev Designee" and collectively, the "Pardev Designees") and one of those Designees shall serve as Chairman of the Board. Thereafter, within the limits above specified, the number of directors shall be determined by resolution of the board of directors or by the stockholders at the annual meeting or special meeting. The directors shall be elected at the annual meeting of the stockholders, except as provided in Section 3.2, and each director elected shall hold office until his or her successor is elected and qualified. Directors need not be stockholders.

**Section 3.2. Vacancies and New Directorships.** Vacancies on the Board will be filled by the party or parties who designated the Director creating the vacancy. Newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, though less than a quorum, or by a sole remaining director, and the directors so chosen shall hold office until the next annual election and until their successors are duly elected and shall qualify, unless sooner displaced. If there are no directors in office, then an election of directors may be held in the manner provided by statute.

**Section 3.3. Powers.** The business and affairs of the Corporation shall be managed by or under the direction of its board of directors which may exercise all such powers of the Corporation and do all such lawful acts and things as are not by statute or by the Certificate of Incorporation or by these By-laws directed or required to be exercised or done by the stockholders.

**Section 3.4. Action by the Board of Directors.** Any action of the Board, except as for those actions identified below, shall require approval of at least 51% of the votes allocated to the directors at a meeting of the Board at which a quorum is present. For so long as Hocon Power, LLC has any indebtedness owed to it by the Corporation, or is a guarantor of any liability of the Corporation, each Hocon Designee shall be entitled to one and one half votes each, at any meeting of the Board. The following actions of the Board shall require a super majority of the Board. A super majority is defined as eighty percent (80%) of the members of the Board of Directors. Those actions that require a super majority are:

(a) appointment, removal and compensation (including benefits) of any employee or Officer other than the Chief Financial Officer of Discount;

(b) approve the Annual Plan of Discount or make or commit to capital expenditures in excess of those contemplated by the then applicable Annual Plan;

(c) materially change, amend or modify the scope of Discount's operations or business;

(d) enter into any transaction or series of related transactions involving the disposition, sale or other transfer of all or substantially all of the assets (including securities of Subsidiaries) or properties of Discount or any of its Subsidiaries ;

(e) enter into any transaction or series of related transactions involving the purchase or acquisition of assets (including securities of Subsidiaries) or properties in an amount exceeding US\$1 Million in a single transaction or series of related transactions ;

(f) incur any Indebtedness or provide Guarantees in an amount exceeding US\$5 million in a single transaction or series of related transactions (exclusive of the Indebtedness and Guarantees that have been included in the Annual Plan approved by the Board);

(g) issue any Shares of Discount other than Exempted Shares;

(h) amend, modify or restate the Bylaws or Articles of Incorporation;

(i) declare or pay any dividend or make any distribution on or with respect to the Shares (including, without limitation, by way of repurchase); or

(j) make any filing for the appointment of a receiver or administrator for the winding up, liquidation, bankruptcy or insolvency of Discount or any of its Subsidiaries or otherwise pursue bankruptcy or insolvency proceedings, unless otherwise required by applicable Law.

**Section 3.5. Place of Meetings.** The board of directors of the Corporation may hold meetings, both regular and special, either within or without the State of Connecticut.

**Section 3.6. Regular Meetings.** Regular meetings of the board of directors may be held without notice at such time and such place as shall from time to time be determined by the board.

**Section 3.7. Special meetings.** Special meetings of the board may be called by the chairman of the board or by the president on three day's written notice to each director, either personally or by mail or by telegram; special meetings of the board shall be called by the president or secretary in like manner and on like notice on written request of any director

**Section 3.8. Quorum.** The parties hereto will cause the Board to meet at least once every quarter. A quorum of the Board shall consist of a properly called meeting of the Board at which at least 51% of the full Board is present including at least (i) one Hocon Designee and one Pardev Designee. Resolutions of the Board shall be adopted by a vote of 51% of the votes allocated to members of the Board at a meeting of the Board at which a quorum is present except as otherwise expressly provided in this Agreement. If a quorum shall not be present at any meeting of the board of directors, the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

**Section 3.9. Written Action.** Unless otherwise restricted by the Certificate of Incorporation or these By-laws, any action required or permitted to be taken at any meeting of the board of directors or any of the committee thereof may be taken without meeting, if all members of the board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes or proceedings of the board or committee.

**Section 3.10. Participation in Meetings by Conference Telephone.** Unless otherwise restricted by the Certificate of Incorporation or these By-laws, members of the board of directors, or any committee designated by the board of directors, may participate in a meeting of the board of directors, or any committee, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

**Section 3.11. Committees.** The board of directors may from time to time, by resolution passed by a majority of the whole board of directors, designate one or more committees, each committee to consist of one or more of the directors of the Corporation. The board of directors may designate one or more directors of the Corporation. The board of directors may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee, and in the absence or disqualification of a member of the committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or she or they constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the board of directors, shall have and may exercise all the powers and authority of the board of directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which it may require it; but no such committee shall have the power or authority in reference to amending the Certificate of Incorporation (except that a committee may, to the extent authorized in the resolution or resolutions providing for the same issuance of shares of stock adopted by the board of directors, fix designation and any of the preferences or rights of such shares relating to dividends, redemption, dissolution, any distribution of assets of the Corporation or the conversion into, or the exchange of such shares for, shares of any other class or classes or any other series of the same or any other class or classes of stock of the Corporation), adopting an agreement of merger or consolidation under the General Corporation Laws of the State of Connecticut, recommending to the stockholders the sale, lease or exchange of all or substantially all of the Corporation's property and assets, recommending to the stockholder a dissolution of the Corporation or a revocation of a dissolution, or amending the By-laws of the Corporation; and, unless the resolution designating such committee expressly so provides, no such committee shall have the power or authority to declare a dividend, to authorize the issuance of stock or to adopt a certificate of ownership and merger pursuant to the General Corporation Laws of the State of Connecticut.

Unless otherwise ordered by the board of directors, a majority of the members of any committee appointed by the board of directors pursuant to this section shall constitute a quorum at any meeting thereof, and the act of a majority of the members present at a meeting at which a

quorum is present shall be the act of such committee. Any such committee shall prescribe its own rules for calling and holding meetings and its method of procedure, subject to any rules prescribed by the board of directors, and shall keep written record of all action taken by it and report the same to the board of directors when required.

#### ARTICLE IV

##### NOTICES

**Section 4.1. Generally.** Whenever, under the provisions of the statutes or of the Certificate of Incorporation or these By-laws, notice is required to be given to any director or stockholder, it shall not be construed to mean personal notice, but such notice may be given in writing, by mail, addressed to such director or stockholder, at his or her address as it appears on the records of the Corporation, with postage thereon prepaid, and such notice shall be deemed to be given at the same time when the same shall be deposited in the United States mail. Notice to directors may also be given by telegram or telephone.

**Section 4.2. Waiver.** Whenever any notice is required to be given under the provisions of the statutes or the Certificate of Incorporation or of these By-laws, a waiver thereof in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

#### ARTICLE V

##### OFFICERS

**Section 5.1 Generally.** The officers of the Corporation shall be chosen by the board of directors and shall be a President, a vice president and a secretary. The board of directors may also choose a chairman of the board of directors, a vice chairman of the board of directors, one or more additional vice-presidents, a treasurer, and one or more assistant secretaries and assistant treasurers. Any number of offices may be held by the same person, unless the Certificate of Incorporation or these By-laws otherwise provide.

**Section 5.2. Compensation.** The compensation of all officers and agents of the Corporation who are directors of the Corporation shall be fixed by the board of directors. The board of directors may delegate the power to fix the compensation of all other officers and agents of the Corporation to an officer of the Corporation.

**Section 5.3. Succession.** The officers of the Corporation shall hold office until their successors are chosen and qualified. Any officer elected or appointed by the board of directors may be removed at any time by the affirmative vote of a majority of the board of directors. Any vacancy occurring in any office of the Corporation shall be filled by the board of directors.

**Section 5.4. Authorities and Duties.** The officers of the Corporation shall have such authority and shall perform such duties as are customarily incident to their respective offices, or

as may be specified from time to time by the directors regardless of whether such authority and duties are customarily incident to such office.

## ARTICLE VI

### CERTIFICATES OF STOCK

**Section 6.1. Certificates.** Every holder of stock in the Corporation shall be entitled to have certificate, signed by, or in the name of the Corporation by the president or a vice-president and the secretary or an assistant secretary of the Corporation, certifying the number of shares owned by him in the Corporation.

**Section 6.2. Transfer.** Upon surrender to the Corporation or the transfer of agent of the Corporation of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignation or authority to transfer, it shall be the duty of the Corporation to, or to cause its transfer agent to, issue a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

**Section 6.3. Lost, Stolen or Destroyed Certificates.** In the event of loss, theft or destruction of any certificate for shares, another may be issued in its place pursuant to such requirements as the board of directors may establish concerning proof of such loss, theft or destruction and concerning the giving of a satisfactory bond or bonds of indemnity.

## ARTICLE VII

### IDEMNIFICATION OF DIRECTORS AND OFFICERS

Each person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise (including the heirs, executors, administrators or estate of such person) shall be indemnified by the Corporation to the full extent permitted or authorized by the General Corporation Laws of the State of Connecticut. The Corporation may, but shall not be obligated to, maintain insurance, at its expense, for its benefit in respect of such indemnification and that any such person whether or not the Corporation would otherwise have the power to indemnify such person.

## ARTICLE VIII

### GENERAL PROVISIONS

**Section 8.1.** Dividends upon the capital stock of the Corporation, subject to the provisions of the Certificate of Incorporation, if any, may be declared by the board of directors at regular or special meeting, pursuant to law. Dividends may be paid in cash, in property, or in shares of the capital stock, subject to the provisions of the Certificate of Incorporation.

Section 8.2. Before payment of any dividend, there may be set aside out of any funds of the Corporation available for dividends such sum or sums as the directors from time to time, in absolute discretion, think proper as a reserve or reserves to meet contingencies, or for equalizing dividends, or for repairing or maintaining any property of the Corporation, or for such other purpose as the directors shall think conducive to the interest of the Corporation, and the directors may modify or abolish any such reserve in the manner in which it was created.

Section 8.3. All checks or demands for money and notes of the Corporation shall be signed by such officer or officers or such other person or persons as the board of directors may from time to time designate.

Section 8.4. The fiscal year of the Corporation shall be fixed by resolution of the board of directors.

Section 8.5. The board of directors may adopt a corporate seal and use the same by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

#### ARTICLE IX

#### AMENDMENTS

These By-laws may be altered, amended or repealed or new By-laws may be adopted by the stockholders or the board of directors.

I, Jonathan Parrella, as President of Discount Power, Inc., hereby certifies that the foregoing Bylaws were adopted by a super-majority of the Stockholders and all of the Board of Directors of Discount Power, Inc. on the 12th day of November, 2009.

  
Jonathan Parrella -President

**Exhibit A-14**

**Company History**

**A-14 Exhibit A-14 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

### **Company History**

Discount Power was incorporated in Connecticut in May of 2008 as a C corporation. The company applied for its supplier's license in Connecticut in July of 2008 and was granted a license by the Connecticut Department of Public Utility Control in November of 2008. Concurrently the company applied for and was granted membership in the New England Power Pool as a market participant. Rate based tariff authority was granted by FERC in March of 2009.

In June of this year Discount Power received a provisional license from the New York Public Service Commission pending its acceptance as a member of the New York ISO, which membership application is currently pending.

In March of 2012, Discount Power applied for a license to sell electricity in the Commonwealth of Massachusetts. That Application is currently awaiting action by the Massachusetts Public Utility Control with a decision expected by the end of June, 2012.

In November of 2009 the company closed on a \$2,510,000 debt and equity investment and launched business operations. During December of 2009, an initial group of independent sales brokers were trained and customer acquisition efforts commenced. Discount Power delivered its initial kilowatt hour of electricity in January of 2010. During 2010, Discount Power grew to 23,190 customers while serving 232,532,328 kwh of load with gross revenues of \$21,455,197.00.

The company continued its impressive growth in 2011. DPI added an additional 13,210 customers reaching 586,741,000 kwh of load producing \$51,478,000 of gross revenue.

2012 has seen Discount Power maintain its current position in the Connecticut marketplace. Customer counts and annualized load have been maintained at final 2011 levels to date with growth expected in the third and fourth quarters.

**Exhibit A-16**

**Secretary of State**

**\*201218801100\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/09/2012	201218801100	FOREIGN FOR PROFIT CORPORATION - LICENSE (FLF)	125.00	100.00	.00	.00	.00

**Receipt**

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

DISCOUNT POWER INC  
6 ARMSTRONG RD.  
SHELTON, CT 06484

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2119688**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**DISCOUNT POWER, INC.**

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

Document(s)

**FOREIGN FOR PROFIT CORPORATION - LICENSE**

Authorization to transact business in Ohio is hereby given, until surrender, expiration or cancellation of this license.

Document No(s):

**201218801100**



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 6th day of July, A.D. 2012.

*Jon Husted*

Ohio Secretary of State

[Print this report](#)

**Corporation Details**

Corporation Details		
Entity Number	2119888	
Business Name	DISCOUNT POWER, INC.	
Filing Type	FOREIGN CORPORATION	
Status	Active	
Original Filing Date	07/06/2012	
Expiry Date		
Location:	County:	State: CONNECTICUT
Agent / Registrant Information		
NATIONAL REGISTERED AGENTS, INC. 145 BAKER STREET WENDY REA MARION, OH 43302 Effective Date: 07/06/2012 Contact Status: Active		
Filings		
Filing Type	Date of Filing	Document Number/Image
FOREIGN LICENSE/FOR-PROFIT	07/06/2012	201218801100

**Exhibit B-1**

**Jurisdiction of Operations**

**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.

State of Connecticut (Licensed)

State of Massachusetts (Licensed)

State of New York (Licensed)

**Exhibit B-2**

**Experience & Plans**

**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.

## **Technical Fitness**

Discount Power, Inc. and its management team have extensive energy industry experience. Discount Power was licensed by the Connecticut Public Utilities Regulatory Authority in 2009.

Discount Power sold its first kilowatt hour of electricity in January of 2010 and has grown to 35,000 customers and an annual load of approximately 600,000,000 kwh by the end of 2011. During that time Discount Power did not have a single substantiated customer complaint with PURA. In fact there have been less than 25 unsubstantiated complaints during the past three years.

The Discount Power management team is also very experienced in the energy field. Company President David Gable has run Hocon Gas, a wholesale and retail Propane distributor for over 20 years. Director of Risk & Trading Raymond Sanzone has been involved in energy, procurement and pricing for years. Vice President of Operations David Feldman has been with Discount Power since inception and has several years of energy experience.

Discount Power is licensed in Connecticut has its provisional license in New York and has pending applications in three other jurisdictions. The company provides a full suite of products to the residential, commercial, industrial and municipal market places. The company has just under 39,000 active meters in Connecticut.

Discount Power currently employs 18 people in departments Finance; Operations; Risks; and Sales and Marketing. Each department functions within a cooperative atmosphere to provide a superior customer experience both in times of customer service and the products and pricing offered.

**Exhibit B-3**

**Summary of Experience**

## **MANAGEMENT BIOGRAPHIES**

### **David Gable**

#### **President**

Davis is the President of Discount Power as well as President of Hocon Gas, Inc. since the early 1980's (taking over for from his father who started the company in 1952). David has been the leader of many distinguished propane and professional associations, including:

- Past President of the New England Gas Association (PGANE)
- Past President Bench Marking, NPGA
- Past President of Marketing Management Forum (propane industry support group)
- Better Business Bureau
- National Pool and Spa Association
- CT Home Hearth and Patio Association

David is driven to see the business work well and to see the coordination of his employees working to serve our customers in an efficient manner. In addition, he works to expand the line of propane products and services, driving the business into new territories thereby serving new customers. As a trained architect, David designs, builds and implements of new energy systems.

David is the driving force behind Hocon's efforts to earn the honor of providing propane, related products and services at competitive prices. In addition he leads several Fairfield County conservation groups as well as a number of local charities.

David is a graduate of Tulane University, 1978.

### **David Feldman**

#### **VP of Operations**

After 15 years in the private practice of law, where Mr. Feldman represented small business clients, he took over as General Counsel and Chief Operating Officer of Colorpix Systems of America where he had complete authority over day to day operations of multimillion dollar marketing and printing company. In addition to the day to day operations of the company, Mr. Feldman exercised full control and decision making authority over the company's legal affairs and served as lead member of management and point of contact for funding sources and company investors.

Following his time at ColorPix Mr. Feldman served as President of Feldman Management Consultants d/b/a Phoenix Management and Law Offices of David S. Feldman. That company provided management consulting services for several small and startup businesses that lacked sufficient managerial resources. He engaged in providing operational, logistical, legal, financial, marketing and sales support wherein he designed and implemented systems to improve overall productivity of the business. Other services

Included the development of business, marketing and financial plans for the continued growth of the client companies.

For the past two years Mr. Feldman has managed the day to day operations and legal affairs for Discount Power. His responsibilities include strategic planning, capital fundraising, human resources, and the structure and organization of the company. Mr. Feldman serves as one of the company's main point of contact for company investors and finance partners. He is responsible for preparation and maintenance of all Due Diligence materials.

### **Raymond Sanzone**

#### **Director of Trading and Risk Management**

Mr. Sanzone is a twenty year veteran of the energy industry. Starting at Catex Energy (later a Vitol Company) Mr. Sanzone worked in the operation, marketing and sales divisions of the natural gas group before starting the electricity team in 1994. He then ran the trading floor for two years at the Power Company of America before branching off into the trading and risk management software end of the energy business. Mr. Sanzone architected and successfully launched the Bloomberg PowerMatch real time energy trading product and designed and managed the Kiodex Risk Management solution (Now a SunGard company). Most recently Mr. Sanzone has been advising commercial and industrial customers throughout New England, New York, Pennsylvania, New Jersey and Maryland on the procurement of the energy needs including both electricity and natural gas. He acted as both agent and consultant to his clients assisting them in procurement, budgeting, pricing, pipeline negotiation and bypass, cogeneration installation and financing, and overall energy risk and strategy.

### **Gino Tarantino**

#### **CFO**

Gino has served Hocon for more than two decades and directed all of the financial operations for the company. His responsibilities include oversight of the branch expansion from one branch into a statewide five branch propane network.

He led the acquisition and start-up operation of an industrial gas division

Prior to joining Hocon, Gino served in various financial management capacities with Grolier, CBS magazine, and Petrocci Companies.

Gino is a dual degree graduate from Sacred Heart University. He has a BS, Accounting and a secondary MBA Finance, 1989.

**William J. Nagy, CPA**

**Controller**

Mr. Nagy spent 23 years in public accounting handling all financial and tax requirements of assigned clients. He is a graduate of Sacred Heart University with a degree in Accounting and The University of New Haven with an MS in Taxation.

**Exhibit C-3**

**Financial Statements**

[REDACTED AND FILED UNDER SEAL]

**Exhibit C-4**

**Financial Arrangements**

[REDACTED AND FILED UNDER SEAL]

**Exhibit C-5**

**Forecasted Financial Statements**

[REDACTED AND FILED UNDER SEAL]

**Exhibit D-1**

**Operations**

**Exhibit D-2**

**Operations Expertise**

## **Technical Fitness**

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**Exhibit D-3**

**Key Technical Personnel**

**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.

**David Gable, 6 Armstrong Road, Shelton, CT 06484 – 203-929-3200**

**President**

Davis is the President of Discount Power as well as President of Hocon Gas, Inc. since the early 1980’s (taking over for from his father who started the company in 1952). David has been the leader of many distinguished propane and professional associations, including:

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Gino is a dual degree graduate from Sacred Heart University. He has a BS, Accounting and a secondary MBA Finance, 1989.

**Exhibit D-4**

**FERC Power Marketer License Number**

**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)

FERC Docket# - ER-09-898-000