

NC

18-0680-EL-AGG

Ohio

**Public Utilities
Commission**

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	-EL-AGG	May 2016

FILE

INITIAL CERTIFICATION APPLICATION FOR ELECTRIC AGGREGATORS/ POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-12 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)



Power Broker



Aggregator

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

Legal Name Liberty Power Brokers, LLC

Address 143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Telephone # 330-758-5174

Web site address (if any) www.libertypowerbrokers.com

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

Legal Name Liberty Power Brokers, LLC

Address 143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Telephone # 330-758-5174

Web site address (if any) www.libertypowerbrokers.com

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

Liberty Power Brokers, LLC

Liberty Power Brokers

A-5 Contact person for regulatory or emergency matters

Name Robert C. Haehn

Title President

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2018 APR 13 PM 12:42

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Technician AN Date Processed APR 13 2018

Business address 143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Telephone # 330-758-5174 Fax # 330-319-8999

E-mail address robert_haehn@live.com

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

Name Robert C. Haehn

Title President

Business address 143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Telephone # 330-758-5174 Fax # 330-319-8999

E-mail address robert_haehn@live.com

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

Customer Service address 143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Toll-free Telephone # N.A. Fax # 330-319-8999

E-mail address robert_haehn@live.com

A-8 Applicant's federal employer identification number # 82-4890000

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

- | | |
|--|--|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> 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"/> Duke Energy | <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
January 1, 2019

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 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-14** **Exhibit A-14 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.
- A-15** **Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1** **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services including aggregation services.
- B-2** **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. (e.g. number and types of customers served, utility service areas, amount of load, etc.).

B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.

B-5 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☒ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-5 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-6 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☒ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

C-1 **Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why. (This is generally only applicable to publicly traded companies who publish annual reports)

C-2 **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

C-4 **Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial to satisfy collateral requirements to conduct retail electric/gas business activity (e.g., parental or third party guarantees, contractual arrangements, credit agreements, etc.).

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU’s collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

1. The applicant itself stating that it is investment grade rated by Moody’s, Standard & Poor’s or Fitch and provide evidence of rating from the rating agencies.
2. Have a parent company or third party that is investment grade rated by Moody’s, Standard & Poor’s or Fitch guarantee the financial obligations of the applicant to the LDU(s).
3. Have a parent company or third party that is not investment grade rated by Moody’s, Standard & Poor’s or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company’s financials must be included in the application if the applicant is relying on this option.
4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter “N/A” in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

C-5 **Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted income statements for the applicant’s **ELECTRIC related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

- 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. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.
- 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. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.
- 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 two most recent years preceding the application.
- C-10 Exhibit C-10 "Corporate Structure,"** provide a description of the applicant's corporate structure, not an internal organizational chart, 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. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

Robert C. Hark - President
Signature of Applicant & Title

Sworn and subscribed before me this 11th day of April, 2018

Debbie D. Edling
Signature of official administering oath

Month Year
Debbie D. Edling - Notary
Print Name and Title

My commission expires on Nov 28, 2019

AFFIDAVIT

State of Ohio :

Boardman ss.
(Town)

County of Mahoning :

Robert C. Haehn, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the President (Office of Affiant) of Liberty Power Brokers^{LLC} (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.

Robert C. Hark - President
Signature of Affiant & Title

Sworn and subscribed before me this 11th day of April, 2018
Month Year

Debbie D. Edling
Signature of official administering oath

Debbie D. Edling - Notary
Print Name and Title

My commission expires on NOV. 28, 2019

Exhibit A-12

“Principal Officers, Directors & Partners”

Liberty Power Brokers

Liberty Power Brokers, LLC is wholly owned by Robert C. Haehn.

Robert C. Haehn – Owner Liberty Power Brokers, LLC

Percentage Ownership – 100%

143 Boardman Canfield Road # 332 Boardman, Ohio 44512

Phone: 330-758-5174

Exhibit A-13

"Company History"

Liberty Power Brokers

Liberty Power Brokers, LLC is wholly owned by Robert C. Haehn. The company's primary business interests are providing Electric and Natural Gas Brokerage Services for commercial and residential accounts. Liberty Power Brokers is a new Energy Brokerage company and does not have customers. Mr. Haehn owns the website domain www.libertypowerbrokers.com but it is not an active site.

Mr. Haehn also owns Summit Power Brokers. Summit Power Brokers is licensed as a commercial electric and gas broker in Ohio.

Exhibit A-14
"Articles of Incorporation and Bylaws"
Liberty Power Brokers

**LIMITED LIABILITY COMPANY OPERATING AGREEMENT
OF
Liberty Power Brokers, LLC**

This Single-member LLC Operating Agreement represents Liberty Power Brokers, LLC that was formed in the State of Ohio on March 17th 2018, hereinafter known as the "Company".

Robert Haehn of 143 Boardman Canfield Road # 332, Boardman, Ohio, 44512 is recognized as the sole member of the Company (the "Member(s)").

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, it is agreed as follows:

1. Name and Principal Place of Business

The name of the Company is Liberty Power Brokers, LLC with a principal place of business at 143 Boardman Canfield Road # 332, Boardman, Ohio, 44512. The mailing address shall be the same address as the principal office location.

2. Registered Agent

The name of the Registered Agent is Robert Haehn with a registered office located at 143 Boardman Canfield Road # 332, Boardman, Ohio, 44512 for the service of process as of April 10th 2018. This may change at any time by the Company filing an amendment with the Secretary of State, or respective office, in the State of Ohio.

3. Formation

The Company was formed on March 17th 2018, when the Member(s) filed the Articles of Organization with the office of the Secretary of State pursuant to the statutes governing limited liability companies in the State of Ohio (the "Statutes").

4. Purpose

The purpose of the Company is to engage in and conduct any and all lawful businesses, activities or functions, and to carry on any other lawful activities in connection with or incidental to the foregoing, as the Member(s) in their discretion shall determine.

5. Term

The term of the Company shall be perpetual, commencing on the filing of the Articles of Organization of the Company, and continuing until terminated under the provisions set forth herein.

6. Member(s) Capital Contributions

The Member(s) shall be making a Capital Contribution described as: 1000.00

7. Distributions.

The Member may make such capital contributions (each a "Capital Contribution") in such amounts and at such times as the Member shall determine. The Member shall not be obligated to make any

Exhibit A-14
"Articles of Incorporation and Bylaws"
Liberty Power Brokers

Capital Contributions. The Member may take distributions of the capital from time to time in accordance with the limitations imposed by the Statutes.

A "Capital Account" for the Member's shall be maintained by the Company. The Member's Capital Account shall reflect the Member's capital contributions and increases for any net income or gain of the Company. The Member's Capital Account shall also reflect decreases for distributions made to the Member and the Member's share of any losses and deductions of the Company.

8. Books, Records and Tax Returns

The Company shall maintain complete and accurate books and records of the Company's business and affairs as required by the Statutes and such books and records shall be kept at the Company's Registered Office and shall in all respects be independent of the books, records and transactions of the Member.

The Company's fiscal year shall be the calendar year with an ending month of December. The Member intends that the Company, as a single member LLC, shall be taxed as a Sole Proprietorship in accordance with the provisions of the Internal Revenue Code.

9. Bank Accounts

All funds of the Company shall be deposited in the Company's name in a bank account or accounts as chosen by the Member(s). Withdrawals from any bank accounts shall be made only in the regular course of business of the Company and shall be made upon such signature or signatures as the Member(s) from time to time may designate.

10. Management of the Company

The business and affairs of the Company shall be conducted and managed by the Member(s) in accordance with this Agreement and the laws of the State of Ohio.

Robert Haehn, as sole member of the Company, has sole authority and power to act for or on behalf of the Company, to do any act that would be binding on the Company, or incur any expenditures on behalf of the Company. The Member shall not be liable for the debts, obligations or liabilities of the Company, including under a judgment, decree or order of a court. The Company is organized as a "member-managed" limited liability company. The Member is designated as the initial managing member.

11. Ownership of Company Property

The Company's assets shall be deemed owned by the Company as an entity, and the Member shall have no ownership interest in such assets or any portion thereof. Title to any or all such Company assets may be held in the name of the Company, one or more nominees or in "street name", as the Member may determine.

Except as limited by the Statutes, the Member may engage in other business ventures of any nature, including, without limitation by specification, the ownership of another business similar to that operated by the Company. The Company shall not have any right or interest in any such independent ventures or to the income and profits derived therefrom.

12. Dissolution and Liquidation

Exhibit A-14
"Articles of Incorporation and Bylaws"
Liberty Power Brokers

The Company shall dissolve and its affairs shall be wound up on the first to occur of (i) At a time, or upon the occurrence of an event specified in the Articles of Organization or this Agreement. (ii) The determination by the Member that the Company shall be dissolved.

Upon the death of the Member, the Company shall be dissolved. By separate written documentation, the Member shall designate and appoint the individual who will wind down the Company's business and transfer or distribute the Member's Interests and Capital Account as designated by the Member or as may otherwise be required by law.

Upon the disability of a Member, the Member may continue to act as Manager hereunder or appoint a person to so serve until the Member's Interests and Capital Account of the Member have been transferred or distributed.

13. Indemnification

The Member (including, for purposes of this Section, any estate, heir, personal representative, receiver, trustee, successor, assignee and/or transferee of the Member) shall not be liable, responsible or accountable, in damages or otherwise, to the Company or any other person for: (i) any act performed, or the omission to perform any act, within the scope of the power and authority conferred on the Member by this agreement and/or by the Statutes except by reason of acts or omissions found by a court of competent jurisdiction upon entry of a final judgment rendered and un-appealable or not timely appealed ("Judicially Determined") to constitute fraud, gross negligence, recklessness or intentional misconduct; (ii) the termination of the Company and this Agreement pursuant to the terms hereof; (iii) the performance by the Member of, or the omission by the Member to perform, any act which the Member reasonably believed to be consistent with the advice of attorneys, accountants or other professional advisers to the Company with respect to matters relating to the Company, including actions or omissions determined to constitute violations of law but which were not undertaken in bad faith; or (iv) the conduct of any person selected or engaged by the Member.

The Company, its receivers, trustees, successors, assignees and/or transferees shall indemnify, defend and hold the Member harmless from and against any and all liabilities, damages, losses, costs and expenses of any nature whatsoever, known or unknown, liquidated or unliquidated, that are incurred by the Member (including amounts paid in satisfaction of judgments, in settlement of any action, suit, demand, investigation, claim or proceeding ("Claim"), as fines or penalties) and from and against all legal or other such costs as well as the expenses of investigating or defending against any Claim or threatened or anticipated Claim arising out of, connected with or relating to this Agreement, the Company or its business affairs in any way; provided, that the conduct of the Member which gave rise to the action against the Member is indemnifiable under the standards set forth herein.

Upon application, the Member shall be entitled to receive advances to cover the costs of defending or settling any Claim or any threatened or anticipated Claim against the Member that may be subject to indemnification hereunder upon receipt by the Company of any undertaking by or on behalf of the Member to repay such advances to the Company, without interest, if the Member is Judicially Determined not to be entitled to indemnification as set forth herein.

All rights of the Member to indemnification under this Agreement shall (i) be cumulative of, and in addition to, any right to which the Member may be entitled to by contract or as a matter of law or equity, and (ii) survive the dissolution, liquidation or termination of the Company as well as the death, removal, incompetency or insolvency of the Member.

Exhibit A-14
"Articles of Incorporation and Bylaws"
Liberty Power Brokers

The termination of any Claim or threatened Claim against the Member by judgment, order, settlement or upon a plea of *nolo contendere* or its equivalent shall not, of itself, cause the Member not to be entitled to indemnification as provided herein unless and until Judicially Determined to not be so entitled.

14. Miscellaneous

This Agreement and the rights and liabilities of the parties hereunder shall be governed by and determined in accordance with the laws of the State of Ohio. If any provision of this Agreement shall be invalid or unenforceable, such invalidity or unenforceability shall not affect the other provisions of this Agreement, which shall remain in full force and effect.

The captions in this Agreement are for convenience only and are not to be considered in construing this Agreement. All pronouns shall be deemed to be the masculine, feminine, neuter, singular or plural as the identity of the person or persons may require. References to a person or persons shall include partnerships, corporations, limited liability companies, unincorporated associations, trusts, estates and other types of entities.

This Agreement, and any amendments hereto may be executed in counterparts all of which taken together shall constitute one agreement.

This Agreement sets forth the entire agreement of the parties hereto with respect to the subject matter hereof. It is the intention of the Member(s) that this Agreement shall be the sole agreement of the parties, and, except to the extent a provision of this Agreement provides for the incorporation of federal income tax rules or is expressly prohibited or ineffective under the Statutes, this Agreement shall govern even when inconsistent with, or different from, the provisions of any applicable law or rule. To the extent any provision of this Agreement is prohibited or otherwise ineffective under the Statutes, such provision shall be considered to be ineffective to the smallest degree possible in order to make this Agreement effective under the Statutes.

Subject to the limitations on transferability set forth above, this Agreement shall be binding upon and inure to the benefit of the parties hereto and to their respective heirs, executors, administrators, successors and assigns.

No provision of this Agreement is intended to be for the benefit of or enforceable by any third party.

IN WITNESS WHEREOF, the Member(s) have executed this Agreement on April 10th 2018.

The Member(s) of Liberty Power Brokers, LLC



Robert Haehn

"Secretary of State"

Jon Husted
Ohio Secretary

Liberty Power Brokers

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Business Filing Portal

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Corporation Details

Corporation Details		
Entity Number	4147929	
Business Name	LIBERTY POWER BROKERS, LLC	
Filing Type	DOMESTIC LIMITED LIABILITY COMPANY	
Status	Active	
Original Filing Date	03/17/2018	
Expiry Date		
Location:	County:	State:
Agent / Registrant Information		
ROBERT C. HAEHN 143 BOARDMAN CANFIELD ROAD # 332 BOARDMAN, OH 44512 Effective Date: 03/17/2018 Contact Status: Active		
Incorporator Information		
ROBERT C. HAEHN		
Filings		
Filing Type	Date of Filing	Document Number/Image
ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO.	03/17/2018	201806703262

Exhibit B-1

“Jurisdictions of Operation”

Liberty Power Brokers

Liberty Power Brokers is not licensed to provide Electric or Natural Gas Brokerage Services in any jurisdiction at the date of this filing.

Mr. Robert C. Haehn is the owner of Summit Power Brokers, LLC. Summit Power Brokers, LLC is licensed as a commercial Electric and Natural Gas Broker in Ohio under the following license numbers:

Electric Case Number - 12-828-EL-AGG

Electric Certificate Number – 12-491E (3)

Natural Gas Case Number – 12-921-GA-AGG

Natural Gas Certificate Number – 12-245G(3)

Robert C. Haehn is also authorized to provide retail electric and natural gas service in all deregulated states as an authorized agent for brokers and direct suppliers.

Exhibit B-2

“Experience and Plans”

Liberty Power Brokers

Applicant is seeking approval to provide electric brokerage services to commercial and residential accounts. The direct supplier is solely responsible for billing and receiving payment from customer. The customer contracts with the direct supplier through the energy broker and therefore pays direct supplier for agreed electric supply. Applicant does not receive out of pocket compensation from customer. Applicant does not bill or receive payment from customer. The direct supplier pays applicant a monthly commission based on a predetermined rate per kwh multiplied by the actual kwh used by the customer.

Applicant and direct suppliers that applicant contracts with are both subject to Commission rules pursuant to Section 4928.10 of the Revised Code. Applicant will review proposed electric offers to ensure direct suppliers are compliant with ORC 4928.10.

If the PUCO requires applicant to make available a dedicated toll free complaint number or otherwise dedicated complaint number for Liberty Power Brokers, LLC applicant will do so on the company website. Applicant will provide local customer assistance for customer complaints that can be made in writing by fax, mail or email. Applicant will send notification to one or more of the following within 3 business days of receiving customer complaint: PUCO, office of the consumers’ counsel, attorneys general office. Applicant will make available complaint telephone numbers for the electric utility, electric service company as well as telephone numbers for state agencies including the commission, office of the consumers’ counsel, and attorney general’s office with the available hours upon request.

Applicant will abide by the procedures set forth in the energy agreement in the event of a customer complaint. This includes but is not limited to mediation, arbitration or otherwise acceptable remedy as set forth by PUCO, office of the consumers’ counsel, and/or attorneys general office. In the event procedures were not set forth in the energy agreement or regulatory authority initiates an investigation applicant will adhere to the recommendation of the regulatory authority.

Exhibit B-3

"Summary of Experience"

Liberty Power Brokers

Robert C. Haehn started working in Ohio's deregulated energy industry in October 2009 when he accepted a position as a Business Development Manager with an alternative electric supplier. As a lifelong resident of Ohio, Mr. Haehn was well positioned to work with business customers in his home state. In November 2010 Mr. Haehn became an independent agent and in 2012 he applied and was approved for an electric and natural gas brokerage license by The Public Utilities Commission of Ohio. He became active with his license in June 2012.

Since acquiring his own license and starting Summit Power Brokers, a commercial energy brokerage firm, Mr. Haehn has acquired a large number commercial accounts as of 12-31-17. Summit Power Brokers operates primarily as a commercial electric broker in Northeast Ohio. The company also services commercial natural gas accounts in the Columbia Gas of Ohio and Dominion East Ohio markets. Summit Power Brokers currently services commercial gas accounts representing over 30,000 mcf annually.

Applicant Liberty Power Brokers, LLC is seeking an Ohio Electric Power Broker/Aggregator License.

Exhibit B-4

“Disclosure of Liabilities and Investigations”

Liberty Power Brokers

Liberty Power Brokers does not have any existing, pending or past rulings, judgements, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the company’s financial or operational status or ability to provide the services it is licensed to provide.

Exhibit C-1

“Annual Reports”

Liberty Power Brokers

Exhibit C-1 “Annual Reports” is not applicable to Liberty Power Brokers. Liberty Power Brokers is wholly owned by Robert C. Haehn and will begin operating as a licensed electric and natural gas broker on January 1, 2019. The energy brokerage firm is privately held and does not have shareholders. Liberty Power Brokers does not issue annual reports.

Exhibit C-2

“SEC Filings”

Liberty Power Brokers

Exhibit C-2 “SEC Filings” is not applicable to Liberty Power Brokers. Liberty Power Brokers is wholly owned by Robert C. Haehn and will began operating as a licensed electric and natural gas broker on January 1, 2019. The energy brokerage firm is privately held and not subject to “SEC Filings.”

Exhibit C-3

“Financial Statements”

Liberty Power Brokers

Liberty Power Brokers is a new company and therefore does not yet have Financial Statements.
N.A.

Exhibit C-4

“Financial Arrangements”

Liberty Power Brokers

N.A.

Exhibit C-5

“Forecasted Financial Statements”

Liberty Power Brokers

Prepared by:

Robert C. Haehn

93 Gertrude Avenue

Youngstown, Ohio 44512

Email: robert_haehn@live.com

Phone: 330-208-0335

Education: Bachelor of Business Administration, Major: Finance, Kent State University May 2000

Master of Business Administration, Concentration: Finance, Kent State University May 2005

Exhibit C-5
“Forecasted Financial Statements”
Liberty Power Brokers

List of Assumptions

Electric

Financials are based on 36 million new kilowatt hour customers in year 1 and 48 million new Kilowatt hour customers in year 2

Commission rate is .003 per kilowatt hour

Customer Retention Rate is 75% after year 1

Rolling Residual is defined as recurring commission that is received after the first month of applicable commissions

LLC may accept short term operational loans made available from owner Robert C. Haehn

Exhibit C-5
"Forecasted Financial Statements"
Liberty Power Brokers

2 Year Forecasted Revenues in Kilowatt Hours - 2019 - 2020

	Jan	Feb	March	April	May	June	July	Aug	Sept	Oct	Nov	Dec
New York sales (averaged yearly average)	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000	3,000,000
New York sales (averaged yearly average)	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000
Illinois sales (averaged yearly average)	250,000	250,000	500,000	750,000	1,000,000	1,250,000	1,500,000	1,750,000	2,000,000	2,250,000	2,500,000	2,750,000
Illinois sales (averaged yearly average)	500,000	500,000	750,000	1,000,000	1,250,000	1,500,000	1,750,000	2,000,000	2,250,000	2,500,000	2,750,000	3,000,000
monthly commission 66% mills	\$750	\$1,500	\$2,250	\$3,000	\$3,750	\$4,500	\$5,250	\$6,000	\$6,750	\$7,500	\$8,250	\$9,000

	Jan	Feb	March	April	May	June	July	Aug	Sept	Oct	Nov	Dec
New York sales (averaged yearly average)	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000	4,000,000
New York sales (averaged yearly average)	333,333	333,333	333,333	333,333	333,333	333,333	333,333	333,333	333,333	333,333	333,333	333,333
Illinois sales (averaged yearly average)	3,000,000	2,583,333	2,916,667	3,250,000	3,583,333	3,916,667	4,250,000	4,583,333	4,916,667	5,250,000	5,583,333	5,916,667
Illinois sales (averaged yearly average)	750,000	645,833	729,167	812,500	895,833	979,167	1,062,500	1,145,833	1,229,167	1,312,500	1,395,833	1,479,167
Illinois sales (averaged yearly average)	2,250,000	1,937,500	2,187,500	2,437,500	2,687,500	2,937,500	3,187,500	3,437,500	3,687,500	3,937,500	4,187,500	4,437,500
Illinois sales (averaged yearly average)	2,583,333	2,916,667	3,250,000	3,583,333	3,916,667	4,250,000	4,583,333	4,916,667	5,250,000	5,583,333	5,916,667	6,250,000
monthly commission 66% mills	\$7,750	\$8,750	\$9,750	\$10,750	\$11,750	\$12,750	\$13,750	\$14,750	\$15,750	\$16,750	\$17,750	\$18,750

Exhibit C-5
"Forecasted Financial Statements"
Liberty Power Brokers

2019 Forecasted Cash Flow Statement

Cash Flow												
Year 1 Forecast - 2019	Jan	Feb	March	April	May	June	July	Aug	Sep	Oct	Nov	Dec
CASH-IN												
Beginning Cash Balance	\$1,000	(\$1,950)	(\$4,150)	(\$5,600)	(\$6,300)	(\$6,250)	(\$5,450)	(\$4,100)	(\$1,800)	\$1,250	\$5,050	\$9,600
New Cash Injection for Working Capital	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	0
CASH RECEIVED FROM OPERATIONS												
Electric Sales	\$750	\$1,500	\$2,250	\$3,000	\$3,750	\$4,500	\$5,250	\$6,000	\$6,750	\$7,500	\$8,250	\$9,000
Gas Sales												
TOTAL CASH-IN	\$750	\$1,500	\$2,250	\$3,000	\$3,750	\$4,500	\$5,250	\$6,000	\$6,750	\$7,500	\$8,250	\$9,000
CASH-OUT												
Cost of Goods Sold												
(Purchases on Account)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Payment of Current Accounts P;	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Fixed (Equipment) Asset F	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
OPERATING EXPENSES												
Advertising	200	200	200	200	200	200	200	200	200	200	200	2,400
Website Design	100	100	100	100	100	100	100	100	100	100	100	1,200
Dues and Subscriptions							200					200
Lodging and Meals	125	125	125	125	125	125	125	125	125	125	125	1,500
Office - Rent	155	155	155	155	155	155	155	155	155	155	155	1,860
Office - Answering Service	74	74	74	74	74	74	74	74	74	74	74	888
Office - Internet - Phone - Fax	249	249	249	249	249	249	249	249	249	249	249	2,988
Payroll Officer	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
Office Expense	149	149	149	149	149	149	149	149	149	149	149	1,788
Payroll Taxes 13.3%	266	266	266	266	266	266	266	266	266	266	266	3,192
Professional Fees												\$0
Legal Fees	75	75	75	75	75	75	75	75	75	75	75	900
Auto Expense	75	75	75	75	75	75	75	75	75	75	75	900
Tolls												
Cell Phone	149	149	149	149	149	149	149	149	149	149	149	1,788
Utilities	33	33	33	33	33	33	33	33	33	33	33	396
Interest Expense - Credit Card												-
CC Pmt (less int. expense)												-
Misc.	50	50	50	50	50	50	50	50	50	50	50	600
TOTAL CASH-OUT	\$3,700	\$3,700	\$3,700	\$3,700	\$3,700	\$3,700	\$3,900	\$3,700	\$3,700	\$3,700	\$3,700	\$3,700
Net Cash Flow	(\$2,950)	(\$2,200)	(\$1,450)	(\$700)	\$50	\$800	\$1,350	\$2,300	\$3,050	\$3,800	\$4,550	\$5,300
Ending Cash Balance	(\$1,950)	(\$4,150)	(\$5,600)	(\$6,300)	(\$6,250)	(\$5,450)	(\$4,100)	(\$1,800)	\$1,250	\$5,050	\$9,600	\$14,900

Exhibit C-5
 "Forecasted Financial Statements"
 Liberty Power Brokers

Income Statement

Sales	2019
Total Sales	\$58,500
Cost of Sales	\$0
Depreciation	
Total Cost of Goods Sold	\$0
GROSS PROFIT MARGIN	\$58,500
Gross Profit	\$58,500
Operating Expenses	
Advertising	\$2,400
Website Design	\$1,200
Dues and Subscriptions	\$200
Lodging and Meals	\$1,500
Office - Rent	\$1,860
Office - Answering Service	\$888
Office - Internet - Phone - Fax	\$2,988
Payroll Office	\$24,000
Office Expense	\$1,788
Payroll Taxes 13.3%	\$3,192
Professional Fees	\$0
Legal Fees	\$900
Auto Expense	\$900
Tolls	
Cell Phone	\$1,788
Utilities	\$396
Interest Expense - Credit Card	
CC Pmt (less int. expense)	
Misc.	\$600
	0
	\$0
Total Expenses	\$44,600
Net Profit	\$13,900
Net Sales	\$58,500

Exhibit C-5
"Forecasted Financial Statements"

Liberty Power Brokers

Balance Sheet Year 2019

ASSETS

Current Assets

Cash	\$14,900
Accounts Receivable	\$0
Inventory	\$0
Other	\$0
Total Current Assets	\$14,900

Long Terms / Fixed Assets

Land and Building	\$0
Furniture, Fixtures and Equipment	\$0
Less: Accumulated Depreciation	\$0
Other	\$0
Total Fixed Assets	\$0

Intangible Assets

Patents / Trademarks / Copyrights	\$0
Goodwill	\$5,000
Total Intangible Assets	\$5,000

Total Assets	\$19,900
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LIABILITIES

Current Liabilities

Note Payable	\$0
Accounts Payable	\$0
Wages/Payroll Expenses/Commissions Payable	\$0
Current Long Term Debt	\$0
Other	\$0
Total Current Liabilities	\$0

Long Term Liabilities

Long Term Debt	\$0
Other	\$0
Total Long Term Liabilities	\$0

Total Liabilities	\$0
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OWNERS EQUITY

Owner's Equity	\$19,900
Total Equity	\$19,900

Total Liabilities and Equity	\$19,900
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Exhibit C-5
"Forecasted Financial Statements"
Liberty Power Brokers

2020 Forecasted Cash Flow Statement

Cash Flow													TOTALS
Year 2 Forecast - 2020													
	Jan	Feb	March	April	May	June	July	Aug	Sep	Oct	Nov	Dec	
Beginning Cash Balance	\$14,900	\$17,412	\$20,924	\$25,436	\$30,948	\$37,460	\$44,972	\$53,284	\$62,796	\$73,308	\$84,820	\$97,332	
New Cash Injection for Working Capital	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Cash Received from Operations													
Electric Sales	\$7,750	\$8,750	\$9,750	\$10,750	\$11,750	\$12,750	\$13,750	\$14,750	\$15,750	\$16,750	\$17,750	\$18,750	\$159,000
Gas Sales													\$0
													\$0
													\$0
													\$0
													\$0
													\$0
													\$0
TOTAL CASH-IN	\$7,750	\$8,750	\$9,750	\$10,750	\$11,750	\$12,750	\$13,750	\$14,750	\$15,750	\$16,750	\$17,750	\$18,750	\$159,000
Cost of Goods Sold													
(Purchases on Account)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Payment of Current Accounts Payable	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Fixed (Equipment) Asset F	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Operating Expenses													
Advertising	400	400	400	400	400	400	400	400	400	400	400	400	4,800
Website Design	100	100	100	100	100	100	100	100	100	100	100	100	1,200
Dues and Subscriptions							200						200
Lodging and Meals	125	125	125	125	125	125	125	125	125	125	125	125	1,500
Office - Rent	155	155	155	155	155	155	155	155	155	155	155	155	1,860
Office - Answering Service	74	74	74	74	74	74	74	74	74	74	74	74	888
Office - Internet - Phone - Fax	249	249	249	249	249	249	249	249	249	249	249	249	2,988
Payroll Officer	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
Office Expense	149	149	149	149	149	149	149	149	149	149	149	149	1,788
Payroll Taxes 13.3%	399	399	399	399	399	399	399	399	399	399	399	399	4,788
Professional Fees													\$0
Legal Fees	149	149	149	149	149	149	149	149	149	149	149	149	1,788
Auto Expense	135	135	135	135	135	135	135	135	135	135	135	135	1,620
Tolls													
Cell Phone	149	149	149	149	149	149	149	149	149	149	149	149	1,788
Utilities	55	55	55	55	55	55	55	55	55	55	55	55	660
Interest Expense - Credit Card													-
CC Pmt (less int. expense)													-
Misc.	99	99	99	99	99	99	99	99	99	99	99	99	1,188
	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
TOTAL CASH-OUT	\$5,238	\$5,238	\$5,238	\$5,238	\$5,238	\$5,238	\$5,438	\$5,238	\$5,238	\$5,238	\$5,238	\$5,238	\$63,056
Net Cash Flow	\$2,512	\$3,512	\$4,512	\$5,512	\$6,512	\$7,512	\$8,312	\$9,512	\$10,512	\$11,512	\$12,512	\$13,512	\$95,944
Ending Cash Balance	\$17,412	\$20,924	\$25,436	\$30,948	\$37,460	\$44,972	\$53,284	\$62,796	\$73,308	\$84,820	\$97,332	\$110,844	\$110,844

Exhibit C-5
 "Forecasted Financial Statements"
 Liberty Power Brokers

Income Statement

Sales	2020
Total Sales	\$159,000
Cost of Sales	\$0
Depreciation	
Total Cost of Goods Sold	\$0
GROSS PROFIT	\$159,000
Gross Profit Margin	100.00%
Operating Expenses	
Advertising	\$4,800
Website Design	\$1,200
Dues and Subscriptions	\$200
Lodging and Meals	\$1,500
Office - Rent	\$1,860
Office - Answering Service	\$888
Office - Internet - Phone - Fax	\$2,988
Payroll Office	\$36,000
Office Expense	\$1,788
Payroll Taxes 13.3%	\$4,788
Professional Fees	\$0
Legal Fees	\$1,788
Auto Expense	\$1,620
Tolls	
Cell Phone	\$1,788
Utilities	\$660
Interest Expense - Credit Card	
CC Pmt (less int. expense)	
Misc.	\$1,188
Total Expenses	\$63,056
Net Income	\$95,944
Net Income Margin	60.34%

Exhibit C-5
"Forecasted Financial Statements"

Liberty Power Brokers

Balance Sheet Year 2020

ASSETS

Current Assets	
Cash	\$110,844
Accounts Receivable	\$0
Inventory	\$0
Other	\$0
Total Current Assets	\$110,844
Long Terms / Fixed Assets	
Land and Building	\$0
Furniture, Fixtures and Equipment	\$0
Less: Accumulated Depreciation	\$0
Other	\$0
Total Fixed Assets	\$0
Intangible Assets	
Patents / Trademarks / Copyrights	\$0
Goodwill	\$10,000
Total Intangible Assets	\$10,000

Total Assets **\$120,844**

LIABILITIES

Current Liabilities	
Note Payable	\$0
Accounts Payable	\$0
Wages/Payroll Expenses/Commissions Payable	\$0
Current Long Term Debt	\$0
Other	\$0
Total Current Liabilities	\$0
Long Term Liabilities	
Long Term Debt	\$0
Other	\$0
Total Long Term Liabilities	\$0
Total Liabilities	\$0

OWNERS EQUITY

Owner's Equity	\$120,844
Total Equity	\$120,844

Total Owners Equity **\$120,844**

Exhibit C-6

"Credit Rating"

Liberty Power Brokers

Liberty Power Brokers will start energy brokerage services on January 1, 2019 and does not yet have a credit rating. The company did acquire a DUNS number in 2018.

Exhibit C-7

“Credit Report”

Liberty Power Brokers

Liberty Power Brokers will start energy brokerage services on January 1, 2019 and does not yet have a known credit report. The company did acquire a DUNS number in 2018.

Exhibit C-8

“Bankruptcy Information”

Liberty Power Brokers

Liberty Power Brokers does not have reorganizations, protection from creditors or any other form of bankruptcy filings to report. Liberty Power Brokers is an affiliate of Summit Power Brokers.

Exhibit C-9

“Merger Information”

Liberty Power Brokers

Summit Power Brokers does not have dissolution, merger or acquisition to report.

Exhibit C-10

"Corporate Structure"

Liberty Power Brokers

Liberty Power Brokers, LLC is wholly owned by Robert C. Haehn. Liberty Power Brokers is an affiliate of Summit Power Brokers, LLC. Summit Power Brokers, LLC is wholly owned by Robert C. Haehn.

Summit Power Brokers, LLC has been in business since June 1, 2012. Summit Power Brokers, LLC services commercial electric and natural gas accounts in the state of Ohio.

Liberty Power Brokers, LLC will begin operating as commercial and residential electric and natural gas broker on January 1, 2019.

Liberty Power Brokers, LLC
143 Boardman Canfield Road # 332
Boardman, Ohio 44512
President - Robert C. Haehn
Percentage Ownership - 100%

Affiliate Companies

Affiliate Companies

Summit Power Brokers, LLC
4381 Hudson Drive
Stow, Ohio 44224
President - Robert C. Haehn
Percentage Ownership - 100%