

FILE



The Public Utilities Commission of Ohio

Original AGG Case Number	Version
04 -1330EL-AGG	August 2004

54

## RENEWAL APPLICATION FOR AGGREGATORS/POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-10 Corporate Structure). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may input information directly onto the form.  
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PUCO

2006 SEP 11 AM 10:50

### A. RENEWAL INFORMATION

#### A-1 Applicant's legal name, address, telephone number, PUCO certificate number, and web site address

Legal Name Viking Energy Resources, Inc.  
 Address 16615 Delaware Avenue Lakewood, Ohio 44107  
 PUCO Certificate # and Date Certified 04-1330-EL-AGG 2004 AUG 25  
 Telephone # (216) 228-7147 Web site address (if any) www.vikingenergyresources.com

#### A-2 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name Viking Energy Resources, Inc.  
 Address 16615 Delaware Avenue Lakewood, Ohio 44107  
 Telephone # (216) 228-7147 Web site address (if any) www.vikingenergyresources.com

#### A-3 List all names under which the applicant does business in North America

No other names  
 \_\_\_\_\_  
 \_\_\_\_\_

#### A-4 Contact person for regulatory or emergency matters

Name Sidney L. Spencer  
 Title Secretary / Engineer  
 Business address 16615 Delaware Avenue Lakewood, Ohio. 44107  
 Telephone # (216) 228-7147 Fax # (000) 000-0000  
 E-mail address (if any) info@vikingenergyresources.com

1

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 JS Date Processed 9-11-06

**A-5 Contact person for Commission Staff use in investigating customer complaints**

Name Steve A. Bozza Jr  
Title President  
Business address 16615 Delaware Avenue Lakewood, Ohio, 44107  
Telephone # (216) 228-7147 Fax # (000) 000-0000  
E-mail address (if any) info@vikingenergyresources.com

**A-6 Applicant's address and toll-free number for customer service and complaints**

Customer Service address 16615 Delaware Avenue Lakewood, Ohio, 44107  
Toll-free Telephone # (000) 000-0000 Fax # (000) 000-0000  
E-mail address (if any) info@vikingenergyresources.com

**A-7 Applicant's federal employer identification number # 341932569**

**A-8 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 checked="" type="checkbox"/> Corporation              | <input type="checkbox"/> Other _____                     |

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

**A-9 Exhibit A-9 "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-10 Exhibit A-10 "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 and companies that aggregate customers in North America.**

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

**B-4** Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☒ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-4 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

**B-5** Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service 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-5 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

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

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

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

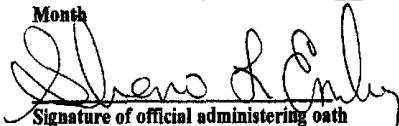
**C-2** **Exhibit C-2 "SEC Filings."** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.

**C-3** **Exhibit C-3 "Financial Statements."** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business.

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

  
Signature of Applicant & Title

Sworn and subscribed before me this 7<sup>th</sup> day of September, 2006  
Month Year

  
Signature of official administering oath

\_\_\_\_\_  
Print Name and Title

My commission expires on SHARON L. EMLING, Notary Public  
State of Ohio  
My Commission Expires March 31, 2007

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**A-10** Provide the approximate start date that the applicant proposes to begin delivering services  
\_\_\_\_\_ Before the end of 2004

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

**A-11 Exhibit A-11 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

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## **Exhibit A-11**

### **"Principal Officers, Directors & Partners"**

**VIKING ENERGY RESOURCES, INC.**

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16615 Delaware Avenue Lakewood, Ohio. 44107

1-(440) 665-8342: / [vikingenergyresources.com](http://vikingenergyresources.com).

President-Steve A. Bozsa Jr.,  
Vice-President Mark C. DeLorean,  
Secretary-Sidney L. Spencer,  
Treasurer-Jeffrey K. Lange PhD.

**A-12 Exhibit A-12 "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 and companies that aggregate customers in North America.

**A-12 "Corporate Structure,"**

VIKING ENERGY RESOURCE, INC.

President-Steve A. Boza Jr

Vice-President-Mark C. DeLorean

Secretary-Sidney L. Spencer

Treasurer-Jeffrey K. Lange PhD.

**A-13 Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

**A-13 "Company History,"**

VIKING ENERGY RESOURCES, INC. is an Ohio corporation; its principal business interest is to act as a power broker to serve municipal & governmental aggregators.

**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.

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## **Exhibit A-14**

### **"Articles of Incorporation and Bylaws,"**

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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/26/2000	200019900090	DOMESTIC ARTICLES/FOR PROFIT (ARF)	88.00	..	.00	.00	.00

**Receipt**

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

STEVE A. BOZSA JR  
16815 DELAWARE AVE  
LAKEWOOD, OH 44107

# STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1171274

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

**NEOHIO INC. (NEW ENERGY OPTIONS OHIO INCORPORATED)**

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

Document(s)  
**DOMESTIC ARTICLES/FOR PROFIT**

Document No(s):  
**200019900090**



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 26th day of July, A.D.  
2000.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Forms Inventory List (using the 3 digit form # located at the bottom of this form). To obtain the Forms Inventory List or for assistance, please

call Customer Service:

Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)



**APPROVED**

By R.H.  
Date 7/10/00  
Amount \$85.00

## ARTICLES OF INCORPORATION

(Under Chapter 1701 of the Ohio Revised Code)

Profit Corporation

The undersigned, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Ohio Revised Code, do hereby state the following:

**FIRST.** The name of said corporation shall be:  
NEOhio Inc. (New Energy Options Ohio Incorporated)

**SECOND.** The place in Ohio where its principal office is to be located is

Lakewood, CUYAHOGA County, Ohio  
(city, village or township)

**THIRD.** The purpose(s) for which this corporation is formed is:  
Energy Aggregating Agent for Local Municipalities

**FOURTH.** The number of shares which the corporation is authorized to have outstanding is: 850  
(Please state whether shares are common or preferred, and their par value, if any. Shares will be Recorded  
as common with no par value unless otherwise indicated.)

IN WITNESS WHEREOF, we have hereunto subscribed our names, on July 7, 2000  
(date)

Signature: Jeffrey K. Lange  
Name: Jeffrey K. Lange Ph.D.

, Incorporator

Signature: STEVE A. BERGE  
Name: STEVE A. BERGE OK

, Incorporator

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_

, Incorporator

**RECEIVED**  
**JUL 10 2000**  
**J. KENNETH BLACKWELL**  
**SECRETARY OF STATE**



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Forms Inventory List (using the 3 digit form # located at the bottom of this form). To obtain the Forms Inventory List or for assistance, please call Customer Service:  
Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

## ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of NEOhio Inc. (New Energy Options Ohio Incorporated)  
hereby appoint Steve A. Bozza Jr, to be statutory agent upon whom any process, notice or  
demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:  
16615 Delaware Avenue  
(street name and number P.O. Boxes are not acceptable)  
Lakewood, Ohio 44107  
(city, village or township) (zip code)

Signature: Jeffrey K. Lange  
Name: Jeffrey K. Lange Ph.D.

Signature: Steve A. Bozza Jr  
Name: Steve A. Bozza Jr

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_

RECEIVED  
JUL 10 2000  
J. KENNETH BLACKWELL  
SECRETARY OF STATE

## ACCEPTANCE OF APPOINTMENT

The undersigned, Steve A. Bozza Jr, named herein as the statutory agent for,  
NEOhio Inc. (New Energy Options Ohio Incorporated), hereby acknowledges and accepts the  
appointment of statutory agent for said corporation.

Signature: Steve A. Bozza Jr  
Statutory Agent



DATE*	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
05/05/2004	200412502622	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

**Receipt**

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

6/7/04

WESTON HURD  
2500 TERMINAL TOWER  
50 PUBLIC SQUARE  
CLEVELAND, OH 44113

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1171274

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

**VIKING ENERGY RESOURCES, INC.**

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

Document(s)

**DOMESTIC/AMENDMENT TO ARTICLES**

Document No(s):

**200412502622**



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 4th day of May, A.D.  
2004.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

[www.state.oh.us/sos](http://www.state.oh.us/sos)  
e-mail: [busserv@sos.state.oh.us](mailto:busserv@sos.state.oh.us)

**Expedite this Form: (Select One)**

☐ Yes

PO Box 1390  
Columbus, OH 43216

\*\*\* Requires an additional fee of \$100 \*\*\*

☒ No

PO Box 1028  
Columbus, OH 43216

**Certificate of Amendment by Directors  
or Incorporators to Articles**

(Domestic)

Filing Fee \$50.00

**(CHECK ONLY ONE (1) BOX)**

(1) ☐ Amendment by Directors

☐ Amended by Directors

(123-AMDD)

(2) ☒ Amendment by Incorporators

☐ Amended by Incorporators

(124-AMD)

**Complete the general information in this section for the box checked above.**

Name of Corporation NEOhio Inc. (New Energy Options Ohio Incorporated)

Charter Number 1171274

☐ Please check if additional provisions attached hereto are incorporated herein and made a part of these articles of organization.

**Complete the information in this section if box (1) is checked.**

Name and Title of Officer

(name)

(title)

**(CHECK ONLY ONE (1) BOX)**

☐ A meeting of the directors was duly called and held on

(Date)

☐ In an writing signed by all the Directors pursuant to section 1701.54 of the ORC

The following resolution was adopted pursuant to section 1701.70(B) \_\_\_\_\_ of the ORC:  
(insert proper paragraph number)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_


**Complete the information in this section if box (2) is checked.**

WE, the undersigned, being all of the incorporators of the above named corporation, do certify that the subscriptions to shares have not been received and the initial directors are not named in the articles. We hereby have elected to amend the articles as follows:


FIRST. The name of said corporation shall be: Viking Energy Resources, Inc.

**REQUIRED**


Must be authenticated (signed)  
by an authorized representative  
(See Instructions)


  
Authorized Representative  
Steve A. Bozsa Jr.  
(Print Name)

April 28 2004  
Date

  
Authorized Representative  
Jeffrey K. Lange Ph.D.  
(Print Name)

April 28 2004  
Date

  
Authorized Representative  
(Print Name)

  
Date

**REGULATIONS**  
**OF**  
**VIKING ENERGY RESOURCES, INC.**

**ARTICLE I**

**OFFICES**

Section 1. **Principal Office.** The principal place of business of Viking Energy Resources, Inc. ("the Corporation") shall be in the City of Lakewood, County of Cuyahoga, State of Ohio.

Section 2. **Additional Offices.** The Corporation may also have offices at such other places both within and without the State of Ohio as the board of directors may from time to time determine or the business of the Corporation may require.

**ARTICLE II**

**SHAREHOLDERS**

Section 1. **Annual Meetings.**

(a) **Place.** All annual meetings of the shareholders shall be held at such place within or without the State of Ohio as shall be designated from time to time by the board of directors and stated in the notice of the meeting.

(b) **Date and Time.** Annual meetings of shareholders, commencing with the year 2005, shall be held on the first business day of July, at 10:00 a.m., or at such other day and time as shall be designated from time to time by the board of directors and stated in the notice of the meeting.

(c) Business Transacted. At the annual meeting, the shareholders shall elect a board of directors and transact such other business as may properly be brought before the meeting.

(d) Notice. Written notice of the annual meeting stating the place, if any, date, hour and purpose of the meeting and the means, if any, by which shareholders can be present and vote at the meeting by communications equipment, shall be given to each shareholder entitled to vote at such meeting not less than seven nor more than sixty days before the date of the meeting.

Section 2. Special Meetings.

(a) Who May Call. Special meetings of the shareholders, for any purpose or purposes, unless otherwise prescribed by statute or by the Articles of Incorporation, may be called by the chairman of the board, president, or in the case of the president's absence, death or disability, the vice president authorized to exercise the authority of the president. The president or secretary shall call a special meeting at the request in writing of a majority of the board of directors or at the request in writing of shareholders owning twenty-five percent of the capital stock of the Corporation issued and outstanding and entitled to vote. Such request shall state the purpose or purposes of the proposed meeting.

(b) Notice of Special Meeting. Written notice of a special meeting stating the place, if any, date, hour, and purposes of the meeting and the means, if any, by which shareholders can be present and vote at the meeting by communications equipment, shall be given, not less than seven nor more than sixty days before the date of the meeting, to each shareholder entitled to vote at the meeting.

Section 3. Shareholder List. At least ten days before every meeting of shareholders, the officer who has charge of the stock ledger of the Corporation shall make a complete list of all the



shareholders entitled to vote at the meeting, arranged in alphabetical order, and showing the address of each shareholder and the number of shares registered in the name of each shareholder. The list shall be produced and kept at the time and place of the meeting during the whole time thereof, and may be inspected by any shareholder who is present.

Section 4. Quorum. The holders of a majority of the stock issued and outstanding and entitled to vote thereat, present in person or represented by proxy or by the use of communication equipment, shall constitute a quorum at all meetings of the shareholders for the transaction of business except as otherwise provided by statute or by the Articles of Incorporation. If, however, such quorum shall not be present or represented at any meeting of the shareholders, the shareholders entitled to vote thereat, present in person or represented by proxy, may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented any business may be transacted which might have been transacted at the meeting as originally notified. If the adjournment is for more than thirty days, or if after the adjournment a new record date is fixed for the adjourned meeting, a notice of the adjourned meeting shall be given to each shareholder of record entitled to vote at the meeting.

Section 5. Voting.

(a) Majority Vote. When a quorum is present at any meeting, the vote of the holders of a majority of the stock having voting power present in person or represented by proxy or by the use of communication equipment shall decide any question brought before such meeting unless the question is one upon which, by express provision of statute or of the Articles of Incorporation, a different vote is required, in which case such express provision shall govern the decision of such question.

(b) Proxy. Unless otherwise provided in the Articles of Incorporation, each shareholder shall at every meeting of the shareholders be entitled to one vote in person or by proxy for each share of the capital stock having voting power held by such shareholder. The Board of Directors may designate a sufficient verifiable system of obtaining proxies from the shareholders. Telegrams, cablegrams, electronic mail and other electronic, telephone or other transmissions that appear to be sent by the shareholder are valid. A photographic, photostatic or facsimile transmission or equivalent reproduction signed by the shareholder and appointing a proxy is sufficient. No proxy shall be voted after eleven months from its date unless the proxy specifies the date on which the proxy is to expire or the length of time it is to continue in force.

(c) Denial of Voting Rights. No shareholder shall be entitled to vote at any meeting of the shareholders unless his shares have been fully paid.

Section 6. Written Consent of All Shareholders. Unless otherwise provided in the Articles of Incorporation or by statute, any action required to be taken at any annual or special meeting of shareholders of the Corporation 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 all the holders of outstanding stock that are entitled to vote thereon. A telegram, cablegram, electronic mail and other electronic, telephonic or other transmission that appears to be sent by the shareholder is a valid writing.

Section 7. Fixing Record Date. To determine the shareholders entitled to notice of or to vote at any meeting of shareholders, or to express consent to corporate action in writing without a meeting, or to receive payment of any dividend or other distribution or allotment of any rights, or to exercise any rights in respect of any change, conversion or exchange of stock or for the purpose of any other lawful action, the board of directors may fix, in advance, a record date, which shall not be more

than sixty days before the date of such meeting nor more than sixty days before any other action. A determination of shareholders of record entitled to notice of or to vote at a meeting of shareholders shall apply to any adjournment of the meeting; but the board of directors may fix a new record date for the adjourned meeting.

Section 8. Registered Shareholders. The Corporation may recognize the exclusive right of a person registered on its books as the owner of shares to receive dividends and to vote as such owner. The Corporation may hold liable for calls and assessments a person registered on its books as the owner of shares and shall not be bound to recognize any equitable or other claim to or interest in such share or shares on the part of any other person, whether or not it shall have express or other notice thereof, except as otherwise provided by the laws of Ohio.

### ARTICLE III

#### DIRECTORS

Section 1. Number and Election. The number of directors which shall constitute the whole board shall be not less than three (3) nor more than five (5). The first board shall consist of three (3) directors. Within the limits above specified, the number of directors shall be determined by resolution of the board of directors or by the shareholders at the annual meeting. The directors shall be elected at the annual meeting of the shareholders, except as provided in Section 2 of this Article, and each director elected shall hold office until his successor is elected and qualified. Directors need not be shareholders.

Section 2. Vacancies. Vacancies and 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 qualified,

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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. Powers. The business of the Corporation shall be managed by 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 Articles of Incorporation or by these Regulations directed or required to be exercised or done by the shareholders.

Section 4. Place of Meeting. The board of directors of the Corporation may hold meetings, both regular and special, either within or without the State of Ohio.

Section 5. Time of First Meeting. The first meeting of each newly elected board of directors shall be held at such time and place as shall be fixed by the vote of the shareholders at the annual meeting and no notice of such meeting shall be necessary to the newly elected directors in order legally to constitute the meeting, provided a quorum shall be present. In the event of the failure of the shareholders to fix the time or place of such first meeting of the newly elected board of directors, or in the event such meeting is not held at the time and place so fixed by the shareholders, the meeting may be held at such time and place as shall be specified in a notice given as hereinafter provided for special meetings of the board of directors, or as shall be specified in a written waiver signed by all of the directors.

Section 6. Notice of Regular Meetings. Regular meetings of the board of directors may be held without notice at such time and at such place as shall from time to time be determined by the board.

Section 7. Calling Special Meetings. Special meetings of the board may be called by the president or chairman of the board of directors on notice to each director, either personally or by mail

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or by telegram. Special meetings shall be called by the president or secretary in like manner and on like notice on the written request of two directors.

Section 8. Quorum; Majority of Those Present. At all meetings of the board a majority of the directors shall constitute a quorum for the transaction of business, and the act of a majority of the directors present at any meeting of which there is a quorum shall be the act of the board of directors. 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. Present at the meeting includes those present by communications equipment which allows the one not present to hear the directors present at the meeting and to speak to the directors present at the meeting.

Section 9. Written Consent Action. Unless otherwise restricted by the Articles of Incorporation, these Regulations, or statute, any action required or permitted to be taken at any meeting of the board of directors or of any committee thereof may be taken without a 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 of proceedings of the board or committee. A telegram, cablegram, electronic mail or other electronic, telephonic or other transmission that appears to be sent by a director shall be a valid writing.

Section 10. Committees.

(a) Composition. The board of directors may, by resolution passed by a majority of the whole board, designate one or more committees, each committee to consist of one or more of the directors of the Corporation. The board 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.

(b) Names. Such committee or committees shall have such name or names as may be determined from time to time by resolution adopted by the board of directors.

(c) Powers. Any such committee, to the extent provided in the resolution of the board of directors, shall have all the powers and authority of the board of directors in the management of the business and affairs of the Corporation. No such committee shall have the power or authority to amend the Articles of Incorporation, adopt an agreement of merger or consolidation, recommend to the shareholders the sale, lease or exchange of all or substantially all of the Corporation's property and assets, recommend to the shareholders a dissolution of the Corporation or a revocation of a dissolution, or amend these Regulations.

(d) Minutes. Each committee may keep regular minutes of its meetings and report the same to the board of directors when required.

Section 11. Compensation of Directors. Unless otherwise restricted by the Articles of Incorporation, the board of directors shall have the authority to fix the compensation of directors. The directors may be paid their expenses, if any, of attendance at each meeting of the board of directors and a fixed sum for attendance at each meeting of the board of directors or a stated salary as director. No such payment shall preclude any director from serving the Corporation in any other capacity and receiving compensation therefor. Members of special or standing committees may be allowed like compensation for attending committee meetings.

#### **ARTICLE IV**

##### **NOTICES**

Section 1. Notices. Notice required, under any statute or the Articles of Incorporation or these Regulations, to be given to any director or shareholder shall be given in writing and may be given either by personal delivery, overnight delivery service, or by mail, addressed to such director

or shareholder, at his address as it appears on the records of the Corporation. Notice may be given by any means of communication authorized by the shareholder to the address furnished by the shareholder. Such notice shall be deemed to be given when delivered, deposited in the United States mail, or communicated to the telegraph company.

Section 2. Waiver of Notice. Notice required under any statute or the Articles of Incorporation or these Regulations may be waived in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein. The attendance of any shareholder or director at any such meeting without protesting the lack of proper notice before or at the commencement of the meeting shall be deemed to be a waiver by him of notice of such meeting.

## ARTICLE V

### OFFICERS

Section 1. Identity and Qualification. The officers of the Corporation shall be elected by the board of directors and shall be a president, vice president, a secretary and a treasurer. The board of directors may also elect a chairman of the board of directors, additional vice presidents, and one or more assistant secretaries and assistant treasurers. The same person may hold more than one office, other than that of president and vice president, or secretary and assistant secretary, or treasurer and assistant treasurer. The board of directors may appoint such other officers and agents as it shall deem necessary. Such officers and agents shall hold their offices for such terms and shall exercise such powers and perform such duties as the board of directors shall determine from time to time.

Section 2. Election. The board of directors shall elect the officers of the Corporation at its first meeting after each annual meeting of shareholders.

Section 3. Compensation. The salaries of all officers and agents of the Corporation shall be fixed by the board of directors unless otherwise determined by the board of directors.

Section 4. Term of Office. The officers of the Corporation shall hold office until their successors are elected, qualified, and serving. Any officer elected or appointed by the board of directors may be removed with or without cause 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. Duties of President. The president shall be chief executive officer of the Corporation, shall in the absence of a chairman of the board of directors preside at all meetings of the shareholders and the board of directors, shall have general and active management of the business of the Corporation, and shall see that all orders and resolutions of the board of directors are carried into effect. He shall perform all duties incident to the office and such other duties as assigned him by the board of directors. He shall execute, acknowledge, and deliver contracts, on behalf of the Corporation, except where required or permitted by law to be otherwise executed or where the board of directors expressly delegates the execution thereof to some other officer or agent of the Corporation.

Section 6. Duties of Vice President. In the absence of the president or in the event of his inability or refusal to act, the vice president (or if there be more than one vice president, the vice presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. The vice presidents shall perform such other duties and have such other powers as the board of directors may from time to time prescribe.

Section 7. Duties of Secretary. The secretary shall (a) attend all meetings of the board of directors and all meetings of the shareholders, (b) record all the proceedings of the meetings of the shareholders and of the board of directors in a book to be kept for that purpose and perform like duties



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for the standing committees when required, (c) give, or cause to be given, notice of all meetings of the shareholders and special meetings of the board of directors, and (d) perform such other duties as may be prescribed by the board of directors or president, under whose supervision he shall be.

Section 8. Duties of Assistant Secretary. The assistant secretary, or if there be more than one, the assistant secretaries in the order determined by the board of directors (or if there be no such determination, then in the order of their election), shall in the absence of the secretary or in the event of his inability or refusal to act, perform the duties and exercise the powers of the secretary in case of the secretary's absence or inability or refusal to act and shall perform such other duties and have such other powers as the board of directors may from time to time prescribe.

Section 9. Duties of Treasurer.

(a) General. The treasurer shall have the custody of the Corporation's funds and securities, shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation, and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the board of directors.

(b) Disbursements of Funds. The treasurer shall disburse the funds of the Corporation as may be ordered by the board of directors, taking proper vouchers for such disbursements, and shall render to the president and the board of directors, at its regular meetings, or when the board of directors so requires, an account of all his transactions as treasurer and of the financial condition of the Corporation.

(c) Bond May Be Required. If required by the board of directors, the treasurer shall give the Corporation a bond in such sums and with such surety or sureties as shall be satisfactory to the board of directors for the faithful performance of the duties of his office and for the restoration to the Corporation, in case of his death, resignation, retirement or removal from office, of

all books, papers, vouchers, money and other property in his possession or under his control belonging to the Corporation.

Section 10. Duties of Assistant Treasurer. The assistant treasurer, or if there shall be more than one, the assistant treasurers in the order determined by the board of directors (or if there be no such determination, then in the order of their election), shall, in the absence of the treasurer or in the event of his inability or refusal to act, perform the duties and exercise the powers of the treasurer and shall perform such other duties and have such other powers as the board of directors may from time to time prescribe.

## **ARTICLE VI**

### **CERTIFICATES OF STOCK**

Section 1. Entitlement to Certificates. Every holder of stock in the Corporation shall be entitled to have a certificate certifying the number of shares owned by him in the Corporation.

Section 2. Signatures.

(a) Authorized Signatures. Certificates of shares shall be signed in the name of the Corporation by (i) the chairman of the board of directors or the president or a vice president, and (ii) the treasurer, an assistant treasurer, the secretary, or an assistant secretary of the Corporation.

(b) Facsimile Signature. Where a certificate is countersigned (i) by a transfer agent other than the Corporation or its employee, or, (ii) by a registrar other than the Corporation or its employee, any other signature on the certificate may be facsimile. If any officer, transfer agent or registrar who has signed or whose facsimile signature has been placed upon a certificate shall have ceased to be such officer, transfer agent or registrar before such certificate is issued, the

certificate may be issued by the Corporation with the same effect as if the signer were such officer, transfer agent or registrar at the date of issue.

Section 3. Lost Certificates. The board of directors may direct a new certificate or certificates to be issued in place of any certificate or certificates theretofore issued by the Corporation alleged to have been lost, stolen or destroyed, upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, stolen or destroyed. When authorizing such issue of a new certificate or certificates, the board of directors, as a condition precedent to the issuance thereof, may require the owner of such lost, stolen or destroyed certificate or certificates, or his legal representative, to advertise the same in such manner as the board of directors shall require and/or to give the Corporation a bond in such sum as the board of directors may direct as indemnity against any claim that may be made against the Corporation with respect to the certificate alleged to have been lost, stolen or destroyed.

Section 4. Transfers of Stock. Upon surrender to the Corporation or the transfer agent of the Corporation of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment or authority to transfer, the Corporation shall issue a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

Section 5. Authorization for a Shareholders Agreement. The Corporation may enter into an agreement or agreements with some or all of its shareholders limiting the right to buy, sell, transfer and assign shares of the capital stock of the Corporation to the method provided in such agreement. Such agreement shall be in the form and contain the terms and conditions established or approved by the board of directors. Upon the execution of any such agreement, the board of directors shall cause all shares of the Corporation, whether issued and outstanding or thereafter issued, to bear upon them the following legend:

"The shares represented by this certificate are subject to an agreement dated the 8 day of June, 2009 by and between VER, and the then owners of the outstanding shares of the Corporation. That Agreement provides certain restrictions on the transfer of this certificate. A copy of that Agreement containing the restrictions on transfer is on file at the office of the Corporation and will be sent without charge within five (5) days of receipt of a written request of a shareholder."

Such agreement or agreements shall bind all shareholders of the Corporation.

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## **ARTICLE VII**

### **INDEMNIFICATION OF CORPORATE DIRECTORS,**

#### **OFFICERS AND EMPLOYEES**

Section 1. Obligation to Indemnify. If any person is made or threatened to be made a party to any action or proceeding, whether criminal, civil, administrative or investigative, because he or his testator or intestate is or was a director, officer or employee of the Corporation or any predecessor of the Corporation or serves or served any other enterprise as a director, officer or employee at the request of the Corporation or any predecessor of the Corporation, then the Corporation shall indemnify such person to the full extent authorized by law.

Section 2. Expenses Advanced. The Corporation may pay expenses incurred in defending a civil or criminal action, suit or proceeding before the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the director, officer, trustee, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized by this Article.

Section 3. Indemnification Not Exclusive Remedy. The indemnification provided by this Article shall not be exclusive of any other rights to which a person seeking indemnification may be entitled by any law of the State of Ohio, these Regulations, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office.

Section 4. Duration of Indemnification. The indemnification provided by this Article shall continue as to a person who has ceased to be a director, officer, trustee, employee or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 5. Insurance. The Corporation may purchase and maintain insurance on behalf of any 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, trustee, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

## **ARTICLE VIII**

### **GENERAL PROVISIONS**

Section 1. Dividends. Subject to the Articles of Incorporation, the board of directors, at any regular or special meeting or by written consent resolution, may declare dividends on the capital stock of the Corporation. Dividends may be paid in cash, in property, or in shares of capital stock, subject to the Articles of Incorporation. Before payment of any dividend, the board of directors may set aside out of any funds of the Corporation available for dividends such sum or sums as the directors think proper as a reserve or reserves to meet contingencies, or to equalize dividends, or to repair or maintain 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 2. Annual Report. The board of directors shall present at each annual meeting, and at any special meeting of the shareholders when called for by vote of the shareholders, a full and

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clear statement of the business and condition of the Corporation. At every annual meeting of shareholders, the board of directors shall cause to be presented a balance sheet and statement of profit and loss for a period ended not more than four months before the meeting.

Section 3. Checks. 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 4. Fiscal Year. The fiscal year of the Corporation shall be fixed by resolution of the board of directors.

Section 5. Seal. The Corporation shall have no corporate seal.

Section 6. Amendments. These Regulations may be altered, amended, repealed or replaced by an affirmative vote of a majority of the shares empowered to vote thereon at any meeting called and held for that purpose.

**A-15 Exhibit A-15 "Secretary of State," provide evidence that the applicant has registered with the Ohio Secretary of the State.**



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## **Exhibit A-15**

**"Secretary of State,"**

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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
05/05/2004	200412502622	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

**Receipt**

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

1171274

WESTON HURD  
2500 TERMINAL TOWER  
50 PUBLIC SQUARE  
CLEVELAND, OH 44113

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1171274

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

**VIKING ENERGY RESOURCES, INC.**

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

Document(s)

**DOMESTIC/AMENDMENT TO ARTICLES**

Document No(s):

**200412502622**



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 4th day of May, A.D.  
2004.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

[www.state.oh.us/sos](http://www.state.oh.us/sos)  
e-mail: [busserv@sos.state.oh.us](mailto:busserv@sos.state.oh.us)

**Expedite this Form: (Select One)**

☐ Yes **PO Box 1390**

**Columbus, OH 43216**

\*\*\* Requires an additional fee of \$100 \*\*\*

☒ No **PO Box 1028**

**Columbus, OH 43216**

**Certificate of Amendment by Directors  
or Incorporators to Articles**

*(Domestic)*

Filing Fee \$50.00

**(CHECK ONLY ONE (1) BOX)**

(1) <input type="checkbox"/> Amendment by Directors <input type="checkbox"/> Amended by Directors (123-AMDD)	(2) <input checked="" type="checkbox"/> Amendment by Incorporators <input type="checkbox"/> Amended by Incorporators (124-AMDI)
---	--

**Complete the general information in this section for the box checked above.**

Name of Corporation NEOhio Inc. (New Energy Options Ohio Incorporated)

Charter Number 1171274

☐ Please check if additional provisions attached hereto are incorporated herein and made a part of these articles of organization.

**Complete the information in this section if box (1) is checked.**

Name and Title of Officer

(name)

(title)

**(CHECK ONLY ONE (1) BOX)**

☐ A meeting of the directors was duly called and held on

(Date)

☐ In an writing signed by all the Directors pursuant to section 1701.54 of the ORC

The following resolution was adopted pursuant to section 1701.70(B) \_\_\_\_\_ of the ORC:  
(Insert proper paragraph number)


**Complete the information in this section if box (2) is checked.**

WE, the undersigned, being all of the incorporators of the above named corporation, do certify that the subscriptions to shares have not been received and the initial directors are not named in the articles. We hereby have elected to amend the articles as follows:

FIRST. The name of said corporation shall be: Viking Energy Resources, Inc.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**REQUIRED**

Must be authenticated (signed)  
by an authorized representative  
(See Instructions)

  
Authorized Representative

Steve A. Bozsa Jr.  
(Print Name)

April 28 2004  
Date

  
Authorized Representative

Jeffrey K. Lange Ph.D.  
(Print Name)

April 28 2004  
Date

\_\_\_\_\_  
Authorized Representative

(Print Name)

\_\_\_\_\_  
Date

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**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-1 "Jurisdictions of Operation,"**

Not operating in any jurisdiction at this time.

**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-2 "Experience & Plans,"**

VIKING ENERGY RESOURCES, INC. is an Ohio corporation; its principal business interest is to act as a power broker to serve municipal & governmental aggregators.

**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-3 "Summary of Experience,"**

- VIKING ENERGY RESOURCES is a start up company. The principal officers of the company have collectively and individually decades of experience with the following:
- Understanding of Electricity Suppliers, Networks, and Customers
- Facilitation of Regulatory Procedures
- Knowledge of Regional Government Bodies
- Economic and Financial Analysis
- Business Administration
- Marketing Research and Analysis
- Operations Research
- Public Opinion Research
- Public Education Campaigns
- Public/Private Partnership Development

**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-4 "Disclosure of Liabilities and Investigations,"**

None

**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.

**B-5**

No

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.

**B-6**

No

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.

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**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.

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**C-1 "Annual Reports,"**

VIKING ENERGY RESOURCES is a start up company. The First meeting of the shareholders and Board of Directors was held on June 8, 2004 copies of the minutes are attached.

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# **Exhibit C-1**

## **“Annual Reports, Minutes”**

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Minutes of the First Meeting of the Directors of  
Viking Energy Resources, Inc.  
Held at Lakewood, Ohio  
On this 8th day of June, 2004

The first meeting of the Board of Directors of Viking Energy Resources, Inc. (the "Corporation") was held on June 8, 2004 at 4:00 p.m. There were present: Steve A. Bozsa, Jr., Mark C. DeLorean, and Jeffrey K. Lange being all of the persons elected to serve as directors at the shareholders' first meeting, who hereby waive notice and consent to the holding of the meeting.

On motion duly made and seconded, Steve A. Bozsa, Jr. was elected Chairman of the meeting, and Jeffrey K. Lange was elected Secretary.

The Secretary presented to the meeting a written waiver of notice and consent to the holding of the meeting, signed by all the directors. On motion duly made and seconded, it was ordered that the waiver and consent be filed with the minutes of this meeting.

The Secretary presented to the meeting the Proceedings of Incorporators of the Corporation, the Regulations adopted by the shareholders at the first shareholders meeting held on June 8, 2004.

On motion duly made and seconded, it was resolved as follows:

1. Approval of the Proceedings of Incorporators. The Proceedings of Incorporators of the Corporation are in all respects approved and all action of every nature thereby shown to have been taken or authorized is in all respects ratified, approved and confirmed.
2. Adoption of Regulations. The Regulations adopted by the shareholders at the first meeting of the shareholders held on June 8, 2004 are adopted by this Board as and for the Regulations of the Corporation.

The meeting then proceeded to the election of officers to serve until the next annual meeting or until their successors are elected and qualified. The following nominations were made and seconded:

President:	Steve A. Bozsa, Jr.
Vice-President:	Mark C. DeLorean
Secretary:	Sidney L. Spencer
Treasurer:	Jeffrey K. Lange

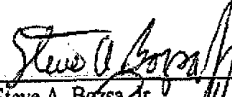
There being no further nominations, the foregoing persons were unanimously elected to the offices set forth opposite their respective names.

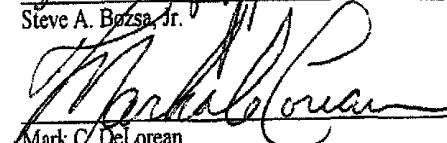
The Chairman then suggested that the Secretary of the Corporation should be authorized to procure the necessary books and that the President of the Corporation should be authorized to pay all expenses and to reimburse all persons for expenditures made in connection with the organization of the Corporation. After discussion and consideration, on motion duly made and seconded, it was resolved as follows:

1. Authority to procure corporate books and records. The Secretary of the Corporation is authorized and directed to procure all corporate books, books of account, and such other books and records as may be required by the statutes of the State of Ohio or necessary or appropriate in connection with the business of the Corporation.

2. Payment of Expenses and other disbursements. The President of the Corporation is authorized to pay all charges and expenses incident to or arising out of the organization of the Corporation, and to reimburse any person who has made any such disbursements.

There being no further business, the meeting was adjourned.

  
Steve A. Bozza, Jr.

  
Mark C. DeLorean

  
Jeffrey H. Lange

PROCEEDINGS OF THE INCORPORATORS  
OF

VIKING ENERGY RESOURCES, INC.

Minutes of the Meeting of Incorporators of  
Viking Energy Resources, Inc.  
Held at Lakewood, Ohio  
On this 7th day of June, 2004

A meeting was held at the above time and place at which the incorporators of Viking Energy Resources, Inc. (the "Corporation") set the time and place for the receipt of subscriptions for shares of the Corporation, fixed the amount of consideration per share for which subscriptions for the shares of the Corporation were to be received prior to the election of Directors, received subscriptions for such shares of the Corporation, and adopted the following resolutionS:

WHEREAS, the Incorporators wish to offer for sale and issue shares of common stock of the Corporation authorized by its Articles of Incorporation; and

WHEREAS, it is further deemed desirable that the offer, sale and issue of such shares be carried out in such a manner that, in the hands of qualified shareholders, such shares will receive the benefits of Section 1244 of the Internal Revenue Code; and

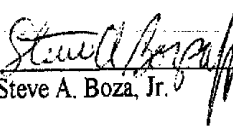
WHEREAS, there is not now outstanding any offer of the Corporation to sell or to issue any of its stock; and


WHEREAS, the Corporation is a small business corporation as defined in Section 1244(c) of the Internal Revenue Code;

NOW, THEREFORE, BE IT RESOLVED: That the Corporation offer for sale and issue up to five hundred (500) shares of its common stock in the total amount of Five Hundred Dollars (\$1.00) per share, payable in cash or other property, other than stock or securities, on the date hereof.

RESOLVED FURTHER: That subscriptions for shares of the Corporation having been received in an amount at least equal to the amount of stated capital set forth in the Articles of Incorporation as that with which the Corporation may commence business, such subscriptions be and they are hereby accepted, and not less than \$500 of the proceeds therefrom shall be allocated to stated capital.

RESOLVED FURTHER: That the Incorporators hereby give notice that the first meeting of the shareholders of the Corporation will be held on the 8th day of June, 2004, at 4:00 p.m., at 16615 Delaware Ave., Lakewood, Ohio 44107, provided notice of such meeting be waived in writing by all shareholders of the Corporation, for the purpose of adopting Regulations, electing a Board of Directors, and transacting such other business as may come before the meeting.

  
Steve A. Boza, Jr.

  
Jeffrey A. Lange

Minutes of the First Meeting of the Shareholders of  
Viking Energy Resources, Inc.  
Held at Lakewood, Ohio  
On this 8th day of June, 2004

A meeting of the shareholders Viking Energy Resources, Inc. (the "Corporation") was held at the above time and place for the purpose of adopting Regulations, electing a Board of Directors, and transacting such other business as may come before the shareholders.

The undersigned, being all of the shareholders of the Corporation who would be entitled to notice of a meeting for such purposes, hereby waive any required notice and any notice period for the first meeting of the shareholders of the Corporation.

RESOLVED: That the undersigned shareholders approve and ratify all acts of the incorporators in their capacity as incorporators of this Corporation and further agree to indemnify such incorporators for costs, expenses, judgments, decrees, fines, and penalties or amounts paid in settlement as provided in the Ohio Revised Code by deeming such incorporators as employees of the Corporation for such purpose only.

RESOLVED, That the undersigned shareholders hereby adopt the Regulations for the Corporation as set forth in this Corporate Record Book immediately following this page, and authorize in writing the government of this Corporation by these Regulations henceforth, subject to any additions or amendments thereto by appropriate action of the shareholders of the Corporation.

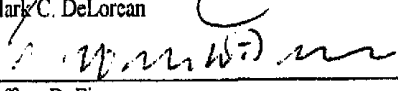
RESOLVED, That the Board of Directors shall consist of three (3) directors, and that the following individuals are hereby elected to serve as Directors of the Corporation until the next annual meeting of the shareholders, or until their respective successors have been duly elected, qualified and are serving:

Steve A. Bozsa, Jr.  
Mark C. DeLorean  
Jeffrey K. Lange

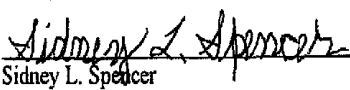
There being no further business, the meeting was adjourned.

  
Steve A. Bozsa, Jr.

  
Mark C. DeLorean

  
Jeffrey D. Fincun

  
Jeffrey K. Lange

  
Sidney L. Spencer

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**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-2 “SEC Filings,”**

VIKING ENERGY RESOURCES Viking does not have any 10-k/8-K filings as it is not a publicly traded company.

**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-3 “Financial Statements,”**

VIKING ENERGY RESOURCES commenced business operations on June 8, 2004 it has had \$ 164.00 in expenses and \$500.00 in subscription fees.

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## **ExhibitC-3**

### **“Financial Statements, Cash Flow”**

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**Twelve-Month Cash Flow**  
**VIKING ENERGY RESOURCES**

**EXHIBIT C-3**

Fiscal Year Begins: Jun-06

	Pre-Startup EST	Jun-06	Jul-06	Aug-06	Sep-06	Oct-06	Nov-06	Dec-06	Jan-07	Feb-07	Mar-07	Apr-07	May-07	Total Item EST
Cash on Hand (beginning of month)														
<b>CASH RECEIPTS</b>														
Cash Sales														
Collections from CR accounts														
Subscriptions / loans		500	336	336										
<b>TOTAL CASH RECEIPTS</b>	0	500	336	336	0	0	0	0	0	0	0	0	0	0
Total Cash Available (before cash out)	0	500	336	336	0	0	0	0	0	0	0	0	0	0
<b>CASH PAID OUT</b>														
Purchases (merchandise)														
Purchases (specify)														
Purchases (specify)														
Gross wages (exact withdrawal)														
Payroll expenses (taxes, etc.)														
Outside services														
Supplies (office & oper.)														
Repairs & maintenance														
Advertising														
Car, delivery & travel														
Accounting & legal		164												
Rent														
Telephone														
Utilities														
Insurance														
Taxes (real estate, etc.)														
Interest														
Other expenses														
Subscription Fees														
Other (specify)														
Miscellaneous														
<b>SUBTOTAL</b>	0	492	0	0	0	0	0	0	0	0	0	0	0	0
Loan principal payment														
Capital purchase (specify)														
Other startup costs														
Reserve and/or Escrow														
Owners' Withdrawal														
<b>TOTAL CASH PAID OUT</b>	0	492	0	0	0	0	0	0	0	0	0	0	0	0
<b>Cash Position (end of month)</b>	0	8	1,008	1,008	0	0	0	0	0	0	0	0	0	0
<b>ESSENTIAL OPERATING DATA (non cash flow information)</b>														
Sales Volume (dollars)														
Accounts Receivable														
Bad Debt (end of month)														
Inventory on hand (eom)														
Accounts Payable (eom)														
Depreciation														

*Sharon L. Emling*  
9/7/06

*Steve A. B. Smith*

SHARON L. EMLING, Notary Public  
State of Ohio  
My Commission Expires March 31, 2007



**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-4 "Financial Arrangements,"**

VIKING ENERGY RESOURCES is engaged in business as a power broker and will not be directly active in the retail market.

**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-5 "Forecasted Financial Statements,"**

VIKING ENERGY RESOURCES is engaged in business as a power broker and will not be directly active in the retail market.

**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-6 "Credit Rating,"**

None

**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-7 "Credit Report,"**

None

**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-8 "Bankruptcy Information**

None

**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.

**C-9 "Merger Information,"**

None

Steve A. Bypa CEO  
Signature of Applicant & Title

Sworn and subscribed before me this 23rd day of August, 2004  
Month Year

Debra L. Andres

Signature of official administering oath

Print Name and Title

My commission expires on \_\_\_\_\_

Debra L. Andres, Notary Public  
For the State of Ohio  
Resident Lorain County  
My Commission Expires  
November 27th 2006

# AFFIDAVIT

State of OHIO :

Jakewood  
(Town)

County of Cuyahoga :

Stuart H. Bopp

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

He/She is the CEO (Office of Affiant) of State A. B254 (Name of Applicant);

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

Vidberg Energy Resources Inc.

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

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

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

Steve A. Bopp, President  
Signature of Affiant & Title

Sworn and subscribed before me this 7<sup>th</sup> day of September, 2006  
Month Year

Sharon L. Emung  
Signature of official administering oath

\_\_\_\_\_  
Print Name and Title

My commission expires on SHARON L. EMUNG, Notary Public  
State of Ohio  
My Commission Expires March 31, 2007



*The Public Utilities Commission of Ohio*

### **Renewal Instructions for Aggregators/Power Brokers**

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

**II. What To File:** Applicant must submit one original notarized application signed by a principal officer and ten copies including all exhibits, affidavits, and other attachments. All attachments, affidavits, and exhibits should be clearly identified. For example, Exhibit A-10 should be marked "Exhibit A-10 'Corporate Structure.'" All pages should be numbered and attached in a sequential order. **VERY IMPORTANT: The renewal application must be docketed in the applicant's original EL-AGG case number.**

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

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

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

The Commission may approve, suspend, or deny a renewal application within 30 days. If the Commission does not act within 30 days, the application is deemed automatically approved on the 31<sup>st</sup> day after the official filing date. If the Commission suspends the application, the Commission shall notify the applicant of the reasons for such suspension and may direct the applicant to furnish additional information. The Commission shall act to approve or deny a suspended application within 90 days of the date that the application was suspended. Upon Commission approval, the applicant shall receive notification of approval and a numbered certificate that specifies the service(s) for which the applicant is certified and the dates for which the certificate is valid.

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

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

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

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