

**Section 454.40: Required Application Filings and Procedures**

**Attachment 1  
Illinois Business License**

A copy is attached.

Lower Electric, LLC certifies that it is licensed to do business in the State of Illinois.

Lower Electric, LLC Certifies that it is in compliance with all other applicable laws, regulations and Commission rules.



**Whereas,**

**ARTICLES OF ORGANIZATION OF**

**LOWER ELECTRIC LLC,  
ORGANIZED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED  
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE LIMITED  
LIABILITY COMPANY ACT OF ILLINOIS, IN FORCE JANUARY 1, 1994.**

*Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate of organization under the Illinois Limited Liability Company Act.*

***In Testimony Whereof, I hereto set my hand and cause to***

*be affixed the Great Seal of the State of Illinois, at*

*the City of Springfield, this* \_\_\_\_\_ **5TH**

*day of* **JANUARY** *A.D. 2001 and*

*of the Independence of the United States*

*the two hundred and* \_\_\_\_\_ **25TH**



*Jesse White*

SECRETARY OF STATE

**Illinois  
Limited Liability Company Act  
Articles of Organization**

This space for use by  
Secretary of State

Jesse White  
Secretary of State  
Department of Business Services  
Limited Liability Company Division  
Room 359, Howlett Building  
Springfield, IL 62756  
<http://www.sos.state.il.us>

**[Redacted]**  
Must be typewritten

This space for use by Secretary of State

Date 1-5-01  
Assigned File # 0050-294-4  
Filing Fee 5400.00  
Approved: [Signature]

**FILED**

JAN 05 2001

JESSE WHITE  
SECRETARY OF STATE

1. Limited Liability Company Name: Lower Electric LLC

(The LLC name must contain the words limited liability company, L.L.C. or LLC and cannot contain the terms corporation, corp., incorporated, inc., hd., co., limited partnership, or L.P.)

2. If transacting business under an assumed name, complete and attach Form LLC-1.20.

3. The address of its principal place of business: (Post office box alone and c/o are unacceptable.)  
3907 Kiess Drive, Glenview, IL 60025 Cook

4. The Articles of Organization are effective on: (Check one)

a)  the filing date, or b)  another date later than but not more than 60 days subsequent to the filing date: \_\_\_\_\_  
(month, day, year)

5. The registered agent's name and registered office address is:

Registered agent:	<u>Harold S. Dembo</u>		
	<small>First Name</small>	<small>Middle Initial</small>	<small>Last Name</small>
Registered Office:	<u>333 W. Wacker Drive, Suite 1800</u>		
(P.O. Box and c/o are unacceptable)	<u>Chicago, IL 60606</u>	<u>Cook</u>	
	<small>Number</small>	<small>Street</small>	<small>Suite #</small>
	<small>City</small>	<small>ZIP Code</small>	<small>County</small>

6. Purpose or purposes for which the LLC is organized: Include the business code # (IRS Form 1065).

(If not sufficient space to cover this point, add one or more sheets of this size.)

"The transaction of any or all lawful business for which limited liability companies may be organized under this Act."

IRS Business Code: 541990

7. The latest date, if any, upon which the company is to dissolve December 31, 2031  
(month, day, year)

Any other events of dissolution enumerated on an attachment. (Optional)

LLC-5.5

8. Other provisions for the regulation of the internal affairs of the LLC per Section 5-5 (a) (8) included as attachment:

If yes, state the provisions(s) from the ILLCA.  Yes  No

9. a) Management is by manager(s):  Yes  No

If yes, list names and business addresses.

b) Management is vested in the member(s):  Yes  No  
If yes, list names and addresses.

Ira Holtzman  
3907 Kiess Drive  
Glenview, IL 60025

William Schloss  
1458 Kingsport Court  
Northbrook, IL 60062

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

Dated January 4, 2001  
(Month/Day) (Year)

Signature(s) and Name(s) of Organizer(s)

Business Address(es)

1. Becky Jo Eytcheson  
Signature

Becky Jo Eytcheson, Organizer  
(Type or print name and title)

(Name if a corporation or other entity)

2. \_\_\_\_\_  
Signature

(Type or print name and title)

(Name if a corporation or other entity)

3. \_\_\_\_\_  
Signature

(Type or print name and title)

(Name if a corporation or other entity)

1. 333 W. Wacker Drive, Suite 1800  
Number Street

Chicago  
City/Town

IL 60606  
State ZIP Code

2. \_\_\_\_\_  
Number Street

City/Town

State ZIP Code

3. \_\_\_\_\_  
Number Street

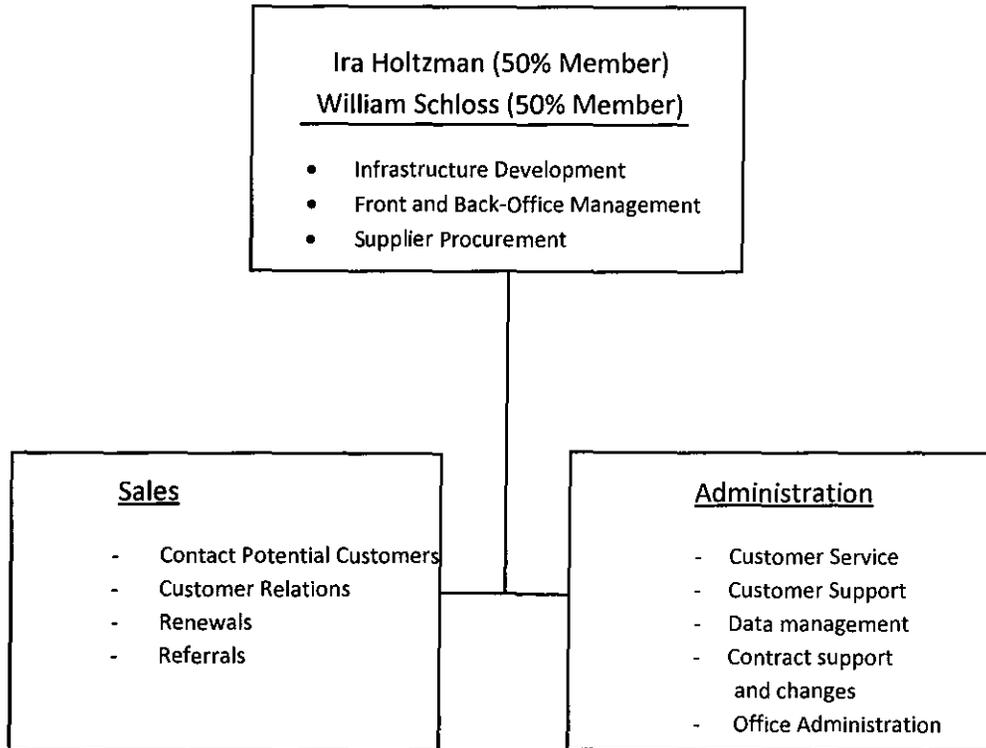
City/Town

State ZIP Code

(Signatures must be in ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

Exhibit A to Attachment 2

Company Organizational Chart



## **Section 454.60: Managerial Licensing Qualifications**

### **Attachment 2; Exhibit B Managerial Qualifications**

Occupational Background Information on persons being used to meet the requirements of Section 454.60(a)

Ira Holtzman is a Certified Public Accountant and started his utility consulting company in 1994. Since the industry was deregulated in 1999, Mr. Holtzman has worked with the following ARES: Peoples Energy (now Integrys Energy), WPS (now Integrys), Central Illinois Light Company, Exelon, Pepco, Hudson Energy Services, MidAmerican Energy Services, Constellation New Energy, Direct Energy, and mc<sup>2</sup>. He has helped hundreds of clients take advantage of ComEd's PPO. He has extensive knowledge of ComEd's rates and tariffs.

William Schloss is a Certified Public Accountant and an Attorney. He joined Mr. Holtzman's firm in February of 2000. Lower Electric, LLC was formed as a separate legal entity in January 2001. Mr. Schloss and Mr. Holtzman each own fifty percent of the entity. Mr. Schloss was a trader at the Board of Trade since 1982 and he has extensive experience in the commodities industry.

## **Section 454.70: Technical Licensing Qualifications**

### **Attachment 3 Exhibit A Technical Qualifications**

Ira Holtzman started his utility consulting company in 1994 prior to deregulation. Since the industry was deregulated in 1999, Mr. Holtzman has worked with the following ARES: Peoples Energy (now Integrys Energy), WPS (now Integrys), Central Illinois Light Company, Exelon, Pepco, Hudson Energy Services, MidAmerican Energy Services, Constellation New Energy, Direct Energy, and mC<sup>2</sup>. He has helped hundreds of clients take advantage of ComEd's PPO. He has extensive knowledge of ComEd's rates and tariffs.

William Schloss, an attorney, joined Mr. Holtzman's firm in February of 2000. He has had nine years of experience in the electric consulting industry. He worked closely with the same ARES Mr. Holtzman worked with. He reviewed the contracts offered by the suppliers and counseled the clients on the terms. Mr. Schloss has extensive knowledge of the electricity tariffs and has counseled clients on the five components of electricity costs so they could make informed decisions on the best electricity rate for their purposes.

**Section 454.80: Financial Licensing Qualifications**

**Attachment 4  
Financial Qualifications**

In accordance with Section 454.80(a), a Surety Bond in the amount of \$5,000 is attached. Attached surety bond is issued by Old Republic Surety Company. Old Republic is on the Department of the Treasury's Listing of Certified Companies for Surety Bonds.

KNOW ALL MEN BY THESE PRESENTS: That OLD REPUBLIC SURETY COMPANY, a Wisconsin stock insurance corporation, does make, constitute and appoint:

GERRI VELARDE, JOHNNIE ALLEN, THERESE ANICHINI, MATTHEW S. MELIKER, FRANK J. SZATKOWSKI, DIANE SENO, ERIC R. BURNS, OF ROLLING MEADOWS, IL

its true and lawful Attorney(s)-in-Fact, with full power and authority, not exceeding \$10,000,000, for and on behalf of the company as surety, to execute and deliver and affix the seal of the company thereto (if a seal is required), bonds, undertakings, recognizances or other written obligations in the nature thereof, (other than bail bonds, bank depository bonds, mortgage deficiency bonds, mortgage guaranty bonds, guarantees of installment paper and note guaranty bonds, self-insurance workers compensation bonds guaranteeing payment of benefits, asbestos abatement contract bonds, waste management bonds, hazardous waste remediation bonds or black lung bonds), as follows:

ALL WRITTEN INSTRUMENTS IN AN AMOUNT NOT TO EXCEED AN AGGREGATE OF FIVE HUNDRED THOUSAND DOLLARS (\$500,000) ----- FOR ANY SINGLE OBLIGATION, REGARDLESS OF THE NUMBER OF INSTRUMENTS ISSUED FOR THE OBLIGATION.

and to bind OLD REPUBLIC SURETY COMPANY thereby, and all of the acts of said Attorneys-in-Fact, pursuant to these presents, are ratified and confirmed. This document is not valid unless printed on colored background and is multi-colored. This appointment is made under and by authority of the board of directors at a special meeting held on February 18, 1982. This Power of Attorney is signed and sealed by facsimile under and by the authority of the following resolutions adopted by the board of directors of the OLD REPUBLIC SURETY COMPANY on February 18, 1982.

RESOLVED that, the president, any vice-president, or assistant vice president in conjunction with the secretary or any assistant secretary, may appoint attorneys-in-fact or agents with authority as defined or limited in the instrument evidencing the appointment in each case, for and on behalf of the company to execute and deliver and affix the seal of the company to bonds, undertakings, recognizances, and suretyship obligations of all kinds; and said officers may remove any such attorney-in-fact or agent and revoke any Power of Attorney previously granted to such person.

RESOLVED FURTHER, that any bond, undertaking, recognizance, or suretyship obligation shall be valid and binding upon the Company (i) when signed by the president, any vice president or assistant vice president, and attested and sealed (if a seal be required) by any secretary or assistant secretary; or (ii) when signed by the president, any vice president or assistant vice president, secretary or assistant secretary, and countersigned and sealed (if a seal be required) by a duly authorized attorney-in-fact or agent; or (iii) when duly executed and sealed (if a seal be required) by one or more attorneys-in-fact or agents pursuant to and within the limits of the authority evidenced by the Power of Attorney issued by the company to such person or persons.

RESOLVED FURTHER, that the signature of any authorized officer and the seal of the company may be affixed by facsimile to any Power of Attorney or certification thereof authorizing the execution and delivery of any bond, undertaking, recognizance, or other suretyship obligations of the company, and such signature and seal when so used shall have the same force and effect as though manually affixed.

IN WITNESS WHEREOF, OLD REPUBLIC SURETY COMPANY has caused these presents to be signed by its proper officer, and its corporate seal to be affixed this 13TH day of JANUARY, 2009.

*[Signature]*  
Assistant Secretary



OLD REPUBLIC SURETY COMPANY  
*[Signature]*  
President

STATE OF WISCONSIN, COUNTY OF WAUKESHA - SS

On this 13TH day of JANUARY, 2009, personally came before me, GERALD C. LEACH and RICK A. JOHNSON to me known to be the individuals and officers of the OLD REPUBLIC SURETY COMPANY who executed the above instrument, and they each acknowledged the execution of the same, and being by me duly sworn, did severally depose and say; that they are said officers of the corporation aforesaid, and that the seal affixed to the above instrument is the seal of the corporation, and that said corporate seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority of the board of directors of said corporation.



*[Signature]*  
Notary Public  
My commission expires: 12/02/2012

CERTIFICATE

I, the undersigned, assistant secretary of the OLD REPUBLIC SURETY COMPANY, a Wisconsin corporation, CERTIFY that the foregoing and attached Power of Attorney remains in full force and has not been revoked; and furthermore, that the Resolutions of the board of directors set forth in the Power of Attorney, are now in force.

63-0288



Signed and sealed at the City of Brookfield, WI this 13 day of October 2009

ASSOCIATED AGENCIES, INC.

*[Signature]*  
Assistant Secretary



OLD REPUBLIC SURETY COMPANY

License or Permit Bond  
License or Permit Bond No JLI1179179  
Old Republic Surety Company  
53 W. Jackson Suite 1215  
Chicago, IL 60604

KNOW ALL MEN BY THESE PRESENTS, That we, **Lower Electric, LLC** as Principal, and **Old Republic Surety Company** a Wisconsin Corporation, and authorized to do business in Illinois, as Surety, are held and firmly bound unto THE PEOPLE OF THE STATE OF ILLINOIS as Oblige, in the sum of FIVE THOUSAND AND NO/100 Dollars (\$5,000.00), for which sum, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, by these presents.

THE CONDITIONS OF THIS OBLIGATION ARE SUCH, That WHEREAS, the Principal has been or is about to be granted a license or permit to do business to operate as an ABC (Agent, Broker, or Consultant) under 220 ILCS 5/16-115C and is required to execute this bond under 83 Illinois Administrative Code Part 454.80 by the Oblige.

NOW, Therefore, if the Principal fully and faithfully perform all duties and obligations of the Principal as an ABC, then this obligation to be void; otherwise to remain in full force and effect.

This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to 527 East Capitol Avenue, Springfield, Illinois 62701, of the aforesaid State of Illinois, by certified mail.

Dated this 13th day of October, 2009

Lower Electric, LLC Principal

by: [Signature] Member  
[Name] [title]

Old Republic Insurance Company Surety

by: [Signature]  
Diane Seno Attorney-in-fact

