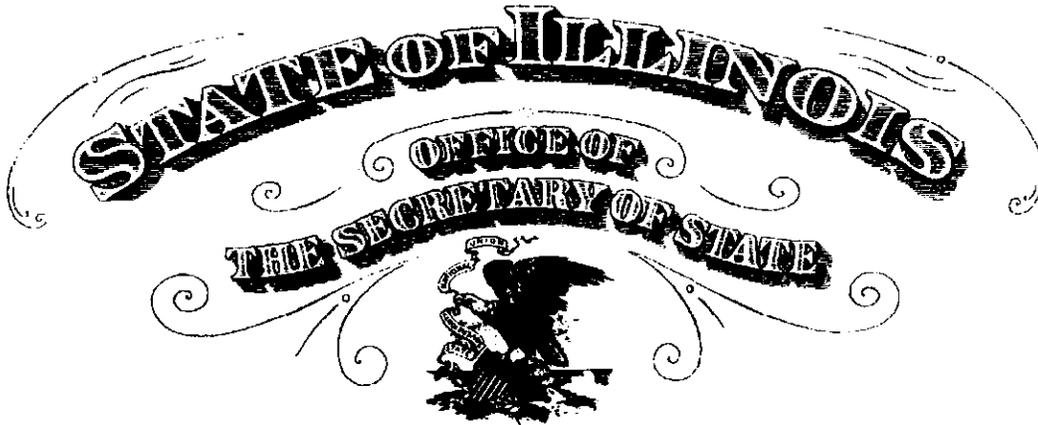


File Number 0216847-2



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

DM & ASSOCIATES ENERGY, LLC, HAVING ORGANIZED IN THE STATE OF ILLINOIS ON APRIL 20, 2007, APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED LIABILITY COMPANY ACT OF THIS STATE, AND AS OF THIS DATE IS IN GOOD STANDING AS A DOMESTIC LIMITED LIABILITY COMPANY IN THE STATE OF ILLINOIS.



Authentication #: 0914101740
Authenticate at: <http://www.cyberdriveillinois.com>

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 21ST day of MAY A.D. 2009 .

Jesse White

SECRETARY OF STATE

Ronald J. Marolda
6033 N. Sheridan Rd. Unite # G31
Chicago, 60660
Office 312-953-4935
Email: ronmarolda@cox.net

Resume

Summary of Qualifications

40 years of Sales and Marketing experience in many industries including information technology, mass merchandising, pension investments, publishing and solicitation of electricity.

Work experience

2007 to Current DM & Associates Energy, LLC.
Managing Partner

Agent broker, representing numerous energy companies for solicitation of electricity for commercial business entities.

1973 to 2007 Namar Sales Co. Principal
Manufacturers Representative

Owner of firm selling various products to mass merchandising chain stores including K Mart, Wal-Mart, Rite Aid, Walgreens, Albertsons, Safeway, Home Depot, Sears and Costco.

10/98 to 11/00 PurchasePro Company Las Vegas Nevada
Senior Account Executive- National Sales

National sales territory for comprising Fortune 500 companies and governmental agencies including federal, state and local agencies to develop and close accounts for the sale of business to business e commerce solutions. Clients included IBM, Ford Motor Corporation, Chrysler, Universal Studios, Los Angeles Chamber of Commerce, Bank of America, Philadelphia Chamber of Commerce, Komatsu, City of Chicago, Illinois Tool Works, Service Masters, McDonalds Corporation Wrigley Corp., Quaker Oats.

10/94- 10/98 Marolda Investment Consulting
Business Consultant

Represented union pensions relating to investments with national investment banking firms.

9/85 – 9/94 Marolda, Nadell and Reilly Corp.
Chief Executive Officer of institutional stock brokerage firm

Active member of Chicago Stock Exchange trading large blocks of stock for international firms. Developed new business by bringing in investment pension fund money from local and international unions pensions and welfare funds.

1968-1973 Allied News Corporation
Sales and Marketing

Established sales and markets for national magazine publication selling to drug stores and supermarkets.

Richard Donofrio

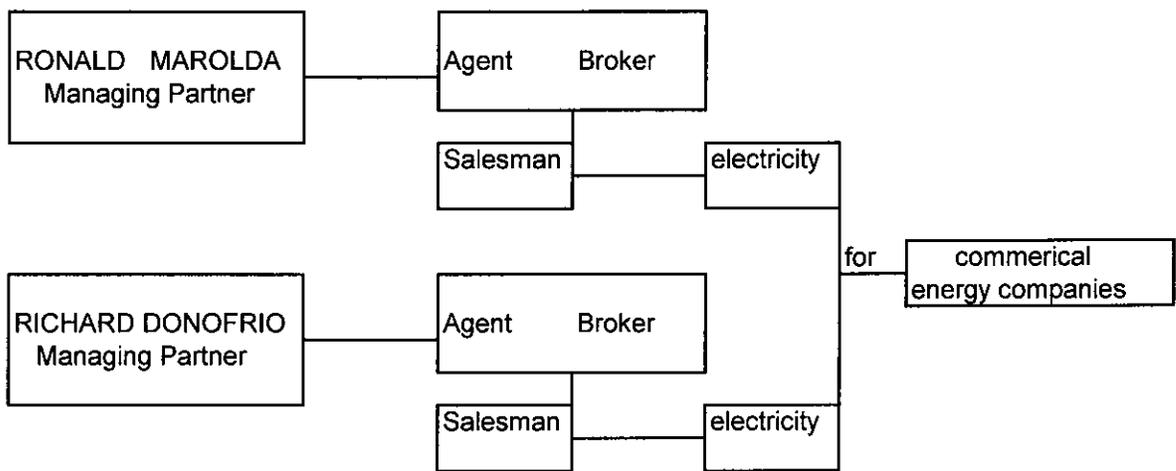
Managing Partner
DM & Associates Energy, LLC

Richard Donofrio is currently a Managing Partner of DM & Associates Energy, LLC. As a broker agent representing numerous energy companies for the sole purpose to solicit electricity for commercial business entities.

Richard Donofrio is a corporate executive and management consultant with over three decades of experience in management, sales and marketing, franchise development and corporate finance. He is a founding partner of Urban 2000 Corporation, which is a commercial real estate investment, hotel and franchise development firm. In addition, he is the co-founder of Arlington Hospitality, Inc. As executive Vice President of the company Mr. Donofrio built and expanded the operation throughout the US and Canada. He also oversaw the firm's public offering. As a founder of both public and private companies, he has considerable strategic management and operation experience. He works with corporate executives and their management teams to assist in structuring capital raises including public of offerings and private equity.

CORPORATE ORGANIZATION CHART

DM & ASSOCIATES ENERGY, LLC



Managing Partner:
Ronald J. Marolda

INTERNATIONAL FIDELITY INSURANCE COMPANY
LICENSE OR PERMIT BOND

Bond Number 0529348

KNOW ALL MEN BY THESE PRESENTS, That We, DM&Associates Energy, LIC of 247 W. Scott Street, Chicago IL 60610, as Principal, and INTERNATIONAL FIDELITY INSURANCE COMPANY a New Jersey corporation, having its principal office in the City of Newark, New Jersey, as Surety, are held and firmly bound unto The People of the State of Illinois hereinafter called OBLIGEE in the penal sum of Five Thousand and NO/100's DOLLARS (\$5,000) lawful money of the United States of America, to be paid to said Obligee, for which payment well and truly to be made we bind ourselves, our heirs, executors and administrators, successors and assigns, jointly and severally, firmly by these presents.

WHEREAS, a LICENSE or PERMIT has been granted by the Obligee to the above bounden Principal authorizing said Principal to Alternative RETail Electric Supplier.

Sealed with our seals and dated the 20th day of May, 2010.

NOW, Therefore, the Condition of this Obligation is such, that if the said Principal shall faithfully observe the provisions of the Laws, Ordinances, and Resolutions, governing the issuance of this License or Permit, then this Obligation shall be null and void, otherwise to be and remain in full force and effect.

Liability under this bond shall terminate as of the 20th day of May, 2011, as to any acts subsequent thereto, unless said bond continues in force from year to year by the issuance of a continuation certificate signed by the surety. The Surety may cancel this bond at any time by filing with the Obligee thirty (30) days written notice of its desire to be relieved of liability. The Surety shall not be discharged from any liability already accrued under this bond, or which shall accrue hereunder before the expiration of the thirty day period.

Principal

[Signature]
Title

Agency Name: The Rockwood Company

INTERNATIONAL FIDELITY INSURANCE COMPANY
By *[Signature]*
Attorney-in-Fact

STATE OF ILLINOIS
COUNTY OF DUPAGE
The foregoing instrument was acknowledged before me by Robert W. Minister, Attorney-in-Fact of International Fidelity Insurance Company on this 1st day of May, 2010.
[Signature]
KATHLEEN M. BERT
Notary Public, State of Illinois
My Commission Expires 06-30-11

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, That International Fidelity Insurance Company, being a New Jersey Corporation having its principal office in the City of Newark, County of Essex, State of New Jersey, does hereby make, constitute and appoint Robert W. Minister, Illinois its true and lawful attorney-in-fact, with full power and authority hereby conferred in its name, place and stead, to sign, execute, acknowledge and deliver its charter and as its act and deed, the herein Bond, and to bind International Fidelity Insurance Company thereby as fully and to the same extent as if such bond was signed by the duly authorized officers of the Company. Article 3-Section, of the By-Laws adopted by the Board of Directors of International Fidelity Insurance Company states: "The Senior Vice President(s) and Vice President(s) of the Company Bond Profit Center may appoint and remove Attorneys-in-Fact and assign to them and revoke as appropriate such duties, powers and authority as may be advantageous to the Company including the execution and attestation of bonds, undertakings, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof and other documents on behalf of the Company with power to redelegate such authority." Use of facsimile signatures by International Fidelity Insurance Company is made pursuant to Resolution of the Board of Directors of International Fidelity Insurance Company, dated 31st day of Aug. 4, A.D. 1996. In Witness Whereof INTERNATIONAL FIDELITY INSURANCE COMPANY has caused these presents to be signed by its Vice President, and its Corporate Seal to be hereto affixed by its Secretary, this 1st day of May, 2010.

INTERNATIONAL FIDELITY INSURANCE COMPANY

By: *[Signature]*
Vice President



INTERNATIONAL FIDELITY INSURANCE COMPANY

Attest: *[Signature]*
Assistant Secretary



STATE OF NEW JERSEY
COUNTY OF ESSEX

The foregoing instrument was acknowledged before me this 1st day of May, 2010, by Norman Korvitz, Secretary of International Fidelity Insurance Company and Maria H. Branco, Assistant Secretary of International Fidelity Insurance Company, a New Jersey Corporation, on behalf of the Corporation.

I, Maria H. Branco, Assistant Secretary of International Fidelity Insurance Company do hereby certify that the above and foregoing is a true and correct copy of Power of Attorney executed by the Company designated above which is still in force and effect. In witness whereof, I have hereto set my hand and affixed the Seal of the Company, at Newark, New Jersey, this 1st day of May, 2010.

[Signature]
Notary Public



[Signature]
Maria H. Branco
Assistant Secretary



THE COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF PUBLIC UTILITIES

DEVAL L. PATRICK
GOVERNOR

TIMOTHY P. MURRAY
LIEUTENANT GOVERNOR

IAN A. BOWLES
SECRETARY

ONE SOUTH STATION
BOSTON, MA 02110
(617) 305-3500

PAUL J. HIBBARD
CHAIRMAN

TIM WOOLF
COMMISSIONER

JOLETTE A. WESTBROOK
COMMISSIONER

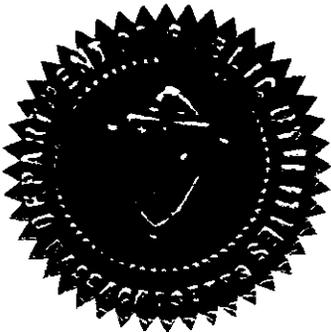
October 28, 2009

Ronald Marolda
DM & Associates Energy, LLC
247 West Scott Street
Chicago, IL 60610

The Department of Public Utilities ("Department") has reviewed your application for licensing as an **Electricity Broker** in the Commonwealth of Massachusetts and is pleased to inform you that your application has been approved. Your license number is **EB-133**.

Consistent with the information included in your application, the activities that DM & Associates Energy, LLC ("DM & Associates") is licensed to provide are limited to electricity brokerage services that are directly related to facilities owned by or affiliated with Entertainment Cruises, Inc. Taking into account this single-customer limitation, the Department waives the requirement for DM & Associates to maintain a toll-free telephone number for its customer service person. If, at a later date, DM & Associates seeks to provide brokerage services to other customers, it must seek and obtain approval to do so from the Department.

As a condition of maintaining this license, you must file updated information within 30 days of any material or organic change in the information required by 220 C.M.R. § 11.05(2), and you must comply with all relevant requirements of G.L. c. 164 and the regulations promulgated there under, including 220 C.M.R. §§ 11.00, 12.00 *et seq.* If you decide to request renewal of your license next year, please submit renewal application no later than October 1, 2010.




Mark Marini, Secretary

FAX: (617) 345-9101
www.mass.gov/dpu