

**OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION**

ORIGINAL

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

11-05916

Utilities Marketing Group, LLC :

Application for Licensure of :
Agents, Brokers, and Consultants :
under Section 16-115C :
of the Public Utilities Act. :

Docket No.

APPLICATION

Utilities Marketing Group, LLC ("Applicant"), hereby requests that the Illinois Commerce Commission ("Commission") grant it a license pursuant to Section 16-115C of the Public Utilities Act ("Act"). In support of its application, Applicant states as follows:

CHIEF CLERK'S OFFICE
2011 AUG 24 11 A 10:54
ILLINOIS COMMERCE COMMISSION

GENERAL [454.40, 454.50, 454.100]

1. Applicant's name and street address.

Utilities Marketing Group, LLC
13100-56th CT
Suite 705
Clearwater, Florida 33760

2. Related Information:

- Type of business entity: LLC
- Jurisdiction in which and under whose laws business entity was created: Florida
- Other names under which Applicant does business (D/B/A): N/A

3. Contact Persons for the following:

Provide each contact person's name, title, mailing address, telephone number, and e-mail address for a) and b).

a) issues related to processing this application:

Kristin Kreuder
(On behalf of Utilities Marketing Group, LLC)
48 Dora Street, #3

Stamford, Connecticut 06902
203-803-8714
kristinkreuder@optonline.net

- b) issues related to complaint resolution [454.130]:

Steve Upham
Executive Director
Utilities Marketing Group, LLC
13100-56th CT
Suite 705
Clearwater, Florida 33760
727-572-0600
supham@energyprofessionals.com

4. Description of Applicant's business. [454.40(c)(1)]

Utilities Marketing Group, LLC was formed on December 7, 2001 and is looking to establish a broker business in Illinois. It is currently registered as a telemarketer in New Jersey and Pennsylvania. Additionally, Utilities Marketing Group has no complaints in any of the jurisdictions in which it operates. Utilities Marketing Group was formed to provide natural gas and electric brokerage services. Utilities Marketing Group will not be taking title to the natural gas and/or electricity. Utilities Marketing Group will be representing the end user in identifying the best retail suppliers for that particular end user. Utilities Marketing Group will be calling on commercial, industrial and residential accounts in the State of Illinois with the anticipation of bringing them lower rates than they are now paying from their current suppliers.

5. A statement in support of application (including supporting documents and schedules if necessary) certifying the applicant meets the requirements of Section 16-115C of the Act. [454.40(d)(1)]

See Attachment A hereto.

6. The name, address, telephone number, any facsimile number and any e-mail address of the agent registered with the Illinois Secretary of State. This information shall be kept current and any change regarding the licensee shall be reported within 15 days after the change occurs. The required information shall be filed with the Chief Clerk of the Commission at its Springfield office. [454.40(c)(3)]

Corporation Service Company
422 North Northwest Highway, Suite 150
Park Ridge, Illinois 80068

7. Utilities Marketing Group, LLC is licensed as an agent, broker and/or consultant in the following jurisdictions, which have similar licensure requirements as under Section 16-115C of the Illinois Public Utilities Act:

Utilities Marketing Group is currently registered as a telemarketer in New Jersey and Pennsylvania. Additionally, Utilities Marketing Group has no complaints in any of the jurisdictions in which it operates.

8. Applicant certifies that it:
- a) is licensed to do business in the State of Illinois and is in compliance with all other applicable laws, regulations and Commission rules and orders; [454.40(c)(2)]
 - b) shall comply with all terms and conditions required by Section 16-115C of the Act; [454.40(d)(2)]
 - c) shall ensure any person who acts on behalf of the entity will comply with all sections of Part 454 applicable to the function or functions to be performed; [454.40(d)(3)]
 - d) shall remain in compliance with the provisions of the Act and Part 454; [454.50]
 - e) shall ensure that authorizations received from customers, and all other applicable records are retained for a period of not less than three calendar years after the calendar year in which they were created; and [454.100(a)]
 - f) shall preserve the confidentiality of its customers' data. [454.100(b)]

MANAGERIAL LICENSING QUALIFICATIONS [Section 454.60]

9. Applicant meets the managerial qualifications set forth in Part 454.60, as demonstrated in Attachments B, C, D and E. Attachment C includes an exhibit containing a corporate organizational chart and identifying the persons who are being used to meet the requirements of Part 454.60(a). Attachments D and E include an exhibit containing occupational background information on the person or persons who are being used to meet the requirements of Part 454.60(a).

TECHNICAL LICENSING QUALIFICATIONS [Section 454.70]

10. Applicant meets the technical qualifications set forth in Part 454.70, as demonstrated in Attachments B, D and E. Attachments B, D and E include an exhibit containing occupational background information on the person or persons who are being used to meet the requirements of Part 454.70(a).

FINANCIAL LICENSING REQUIREMENTS [SECTION 454.80]

11. Applicant is required to execute and maintain a license or permit bond in the name of the People of the State of Illinois issued by a qualifying surety or insurance company authorized to transact business in the State of Illinois. The amount of the bond shall equal \$5,000.

[Department of the Treasury's Listing of Approved Sureties (Department Circular 570) (<http://www.fms.treas.gov/c570/c570.html>)]

See Attachment G - \$5,000.00 qualified bond by a company authorized to do business in the State of Illinois.

CODE OF CONDUCT [SECTION 454.90]

12. Applicant certifies that it shall:

- a) Disclose in plain language in writing the nature of the services offered by the ABC;
- b) Disclose in plain language in writing to all persons it solicits the total anticipated remuneration to be paid to it by any third party over the period of the proposed underlying customer contract. Any such disclosure must be made prior to entering into the contract and signed by the customer;
- c) Not hold itself out as independent or unaffiliated with any RES, or both, or use words calculated to give that impression, unless the person or entity offering service under this Section 16-115C of the Act has no contractual relationship with any RES or its affiliates regarding retail electric service in Illinois;
- d) Not utilize false, misleading, materially inaccurate, defamatory, or otherwise deceptive language or materials in the soliciting or providing of its services;
- e) Maintain copies of all marketing materials disseminated to third parties for a period of not less than three years;
- f) Maintain copies of all disclosure statements required in subsections (a) and (b) for a period of not less than three years;
- g) Not present electricity pricing information in a manner that favors one supplier over another, unless a valid pricing comparison is made utilizing all relevant costs and terms; and

- h) Comply with the requirements of Sections 2EE, 2FF, 2GG, and 2HH of the Consumer Fraud and Deceptive Business Practices Act [815 ILCS 505/2EE, 2FF, 2GG, and 2HH].

REPORTING REQUIREMENTS [SECTION 454.110]

13. Applicant agrees to submit reports in accordance with annual reporting requirements. [454.110]

WHEREFORE, Applicant requests that the Commission grant its application for licensure as an agent, broker, or consultant to engage in the procurement or sale of retail electricity supply for third parties.

Respectfully submitted,

UTILITIES MARKETING GROUP, LLC

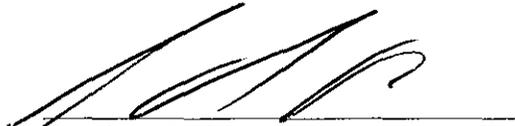
By: _____


Stephen Upham
Executive Director

VERIFICATION

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Stephen Upham, being first duly sworn, deposes and says that he is the Executive Director of Utilities Marketing Group, LLC; that he has read the foregoing Application of Utilities Marketing Group, LLC, and all of the attachments accompanying and referred to within the Application; and that the statements contained in the Application and the attachments are true, correct and complete to the best of his knowledge, information and belief.



Stephen Upham

Subscribed and sworn to before me
this 2nd day of August, 2011.



Notary Public

[Stamp of Notary]

ANITA KEPA
Notary Public, State of Florida
My Comm. Expires June 10, 2012
No. DD796644

ATTACHMENT A

CERTIFICATION UNDER OATH

1. I hereby certify that I am the Executive Director of Utilities Marketing Group, LLC ("Applicant") and have been authorized to file this application and certification on behalf of the Applicant.
2. I hereby certify that I have carefully examined all of the statements contained in this application and in the attachments hereto and made a part hereof, that I have knowledge of the matters set forth herein, that all statements made and matters set forth herein are true and correct to the best of my knowledge, information and belief, and that I know of no material omission.
3. I hereby certify that the Applicant shall provide such information as the Board or its staff shall require to assist the Board in making any determination concerning revocation, suspension, issuance, or renewal of the registration pursuant to 220 ILCS 5/16-115C.

Dated 2nd day of August, 2011 at _____ E.S.T.

Signature: _____


Stephen Upham
Executive Director

Notarization:

ANITA KEPA
Notary Public, State of Florida
My Comm. Expires June 10, 2012
No. DF796644



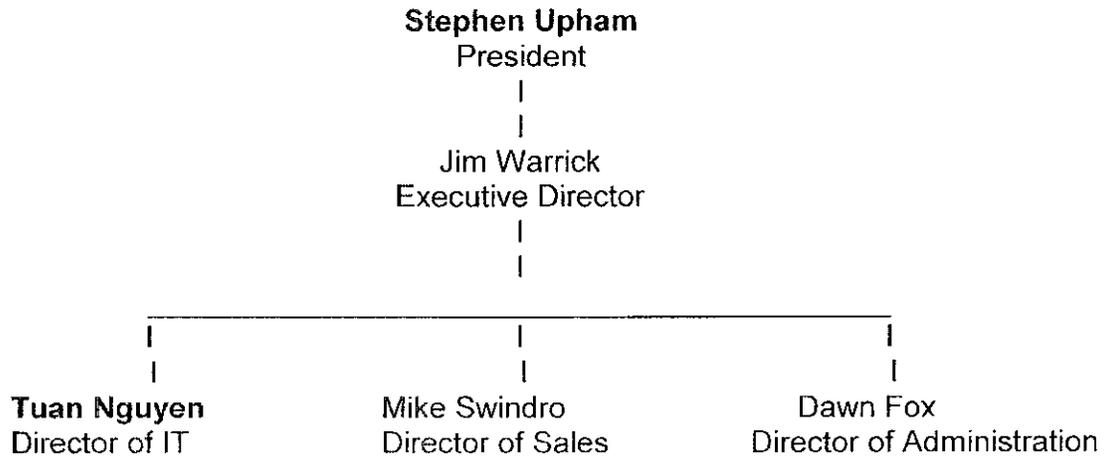
ATTACHMENT B

The Executive Director, Stephen Upham, has extensive managerial and energy related experience. Steve has well over seven (7) years of extensive energy experience dating back to 2002, where he was co-owner and Director of operations for On Target Marketing which sold for various energy suppliers. Steve has been with Utilities Marketing Group, LLC since 2003 and oversees the east coast facility in Florida. With about twenty (20) years in call center management, he is well qualified to run the day-to-day operations. Steve's call center experience started in the telecom industry, where he was a manager for a successful long distance company. He gained experience in the deregulated energy industry when he joined a verification company and then had an opportunity to open and manage a call center specializing in customer acquisition and customer service campaigns with 100% focus on the deregulated gas and electric markets. See attached resume for Steve in Attachment D.

Tuan Nguyen, has been an application developer for five (5) years and has successfully completed many web and winform development projects. In 2003, Tuan received a Bachelor of Science in Computer Information Systems from Marist College. Prior to joining Utilities Marketing Group, LLC, I was the web developer for VB Studios. During the span of his career, Tuan has held positions in both Web Design and Desktop Support.

Additionally, Utilities Marketing Group has no complaints filed against it for its provision of any services in the electric or gas industries in the state of Illinois or any other jurisdiction. .

ATTACHMENT C
CORPORATE ORGANIZATIONAL CHART



ATTACHMENT D

STEPHEN UPHAM—RESUME

EXPERIENCE

1993-1999 Verification Company, Co-Owner/Director of Operations

Provided Third-Party Verification services to long distance companies such as LCR, Trescom TTI and Primus

Provided Third-Party Verification services to energy suppliers such as Keyspan Energy Services, MXenergy and Direct Energy

1999-2003 Target Marketing, Co-Owner/Director of Operations

Sold for different companies including Worldcom Wireless, Dish TV, appointment setting programs and sold for various energy suppliers

2003-Present Utilities Marketing Group, LLC, Executive Director

Manager of call center, conducting various lead generation and sales programs for energy suppliers

ATTACHMENT E

TUAN NGUYEN—RESUME

Skills

- **Languages:** C#, VB.Net, HTML, CSS, JavaScript, and T-SQL.
- **Technologies:** ASP.NET 2.0 & 3.5, ADO.NET, XML Web services.
- **Databases:** Microsoft SQL Server 2005 & 2008, and MySQL.
- **Development Tools:** MS Visual Studio 2008, Microsoft SQL Server Management Studio, MS Office.
- **Web Servers:** MS IIS and Apache.
- **Web Software:** Amazon EC2/EBS, Magento, SugarCRM, and Joomla.
- **Operating Systems & Software:** Windows (2K, NT, XP, 2003 Server, & Vista) and Linux.
- **Software:** MS SharePoint, AS/400, Tivoli, and Lotus Notes.
- **Multimedia:** Photoshop and Flash.

Experience

Web Developer

VB Studios, Inc.

April 2007 – October 2009

- Develop Web Service APIs using C# and .Net Framework for exposing functionalities to client applications.
- Use XML Web Service (WSDL and SOAP) from Salesforce.com, Celltrust.com, and Cakemail.com.
- Parsing multi-node XML document using XPathNavigator and displaying information in a gridview.
- Develop the business and data access layers using C#.
- Design front end using Data Grids, Details view, Data List, Form View and Validation controls, .NET controls, C#, common controls and Master Pages.
- Develop GUI using ASP.NET and code behind logic using C#.
- Use ADO.Net for database connectivity, executing queries & stored procedures.
- Use AJAX Control Toolkit extended controls.
- Use JavaScript for all client-side scripting.
- Create database tables, stored procedures and triggers in SQL Server 2005 using SQL.
- Built images hosting service on Amazon's EC2 and S3.
- Responsible for the administration of Apache and Window servers (physical and cloud-based).
- Responsible for domain name registrations, transfers, and re-directs.
- Production support.

Web Developer

The Computer Guy.

January 2006 – Present

- Designed and developed online shopping carts, blogs and forums for websites using C#, VB.NET, SQL, ASP.NET, AJAX, CSS, HTML and Photoshop.
- Implemented PayPal consuming PayPal web service.
- Implemented internet security using SSL/https.
- Used AJAX Control Toolkit extended controls.
- Relational database design, creating stored procedure and functions in SQL Server 2005.
- Provided ongoing website support and maintenance, including bug-fixes and upgrades.
- Responsible for Domain name registrations, transfers, and re-directs.
- Deployed websites and databases to Godaddy hosted accounts.

Help Desk Analyst

PharMerica.

March 2005 – October 2008

- Provided 1st and 2nd level technical support to company customers and employees by effectively using the appropriate skills and technology tools.
- Troubleshoot, diagnosed, documented, and resolved technical issues surrounding Windows 2000 Professional, Windows XP, MS Office & Outlook, VPNs, Dial-Up connections, AS/400, PDAs, Laptops, Internet connections, and hardware peripherals.

Help Desk Analyst

IBM Global Services.

October 2003 – March 2005

- Troubleshoot, researched, diagnosed, documented, and resolved technical issues surrounding Windows NT, Windows 2000 Professional, Windows XP, MS Office & Outlook, Lotus Notes, VPNs, Dial-Up connections, AS/400, Mainframes, PDAs, Laptops (including IBM ThinkPad, HP, & Gateway models), Internet connections, and hardware peripherals.

Computer Technician

PSCE Inc.

March 2003 – October 2003

- Performed computer service by diagnosing, repairing, and installing both software and hardware.
- Updated operating systems and software with latest security patches and program updates in order to protect workstations from viruses and Trojans.
- Resolved Windows operating system issues such as driver conflicts, hardware failures, and software corruption.

ATTACHMENT F
ADMISSION TO TRANSACT BUSINESS IN ILLINOIS

[Please see the attached]



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JUNE 06, 2011

0356591-2

CORPORATION SERVICE COMPANY
422 N. NORTHWEST HIGHWAY 150
PARK RIDGE, IL 60068-0000

RE UTILITIES MARKETING GROUP, LLC

DEAR SIR OR MADAM:

IT HAS BEEN OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE APPROVED APPLICATION FOR ADMISSION.

PLEASE NOTE! THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF THIS MONTH OF QUALIFICATION NEXT YEAR. FAILURE TO TIMELY FILE WILL RESULT IN A \$300 PENALTY AND/OR REVOCATION. A PRE-PRINTED ANNUAL REPORT WILL BE MAILED TO THE REGISTERED AGENT AT THE ADDRESS ON OUR RECORDS APPROXIMATELY 45 DAYS BEFORE THE DUE DATE.

MANY OF OUR SERVICES ARE AVAILABLE AT OUR CONTINUOUSLY UPDATED WEBSITE. VISIT WWW.CYBERDRIVEILLINOIS.COM TO VIEW THE STATUS OF THIS COMPANY, PURCHASE A CERTIFICATE OF GOOD STANDING, OR EVEN FILE THE ANNUAL REPORT REFERRED TO IN THE EARLIER PARAGRAPH.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY DIVISION
(217) 524-8008

03565912

Form **LLC-45.5**
June 2010

Illinois Limited Liability Company Act
Application for Admission to
Transact Business

FILE #:

This space for use by Secretary of State.

Secretary of State
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62766
217-624-8008
www.cyberdriveillinois.com

SUBMIT IN DUPLICATE
Type or Print Clearly.

FILED

JUN 06 2011

JESSE WHITE
SECRETARY OF STATE

Payment must be made by certified check, cashier's check, Illinois attorney's check, C.P.A.'s check or money order payable to Secretary of State.

This space for use by Secretary of State.

Filing Fee: \$500

Penalty: \$

Approved: *Jm.*

1. Limited Liability Company Name: UTILITIES MARKETING GROUP, LLC

2. Assumed Name: _____
(This item is only applicable if the company name in Item 1 is not available for use in Illinois, in which case form LLC 1.20 must be completed and submitted with this application.)

3. Jurisdiction of Organization: Florida

4. Date of Organization: December 7, 2001

5. Period of Duration: Perpetual
(Enter Perpetual unless there is a Date of Dissolution provided in the agreement, in which case enter that date.)

6. Address of the Office required to be maintained in the jurisdiction of its organization or, if not required, of the Principal Place of Business: (P.O. Box alone or c/o is unacceptable.)

13100 Number 56th Court Street 705 Suite #
Clearwater, FL City, State 33760 ZIP Code

7. Registered Agent: Corporation Service Company
First Name Middle Name Last Name

Registered Office: 422 Number North Northwest Highway Street 150 Suite #
(P.O. Box alone or c/o is unacceptable.) Park Ridge City Illinois 60068 Zip Code

8. If applicable, Date on which Company first conducted business in Illinois: _____

(continued on back)

LLC-45.5

9. Purpose(s) for which the Company is Organized and Proposes to Conduct Business in Illinois: Marketing - Telesales

10. The Limited Liability Company: (check one)

a. Is managed by the manager(s) (List names and addresses.)

ERM Management Inc, 7110 E. Cambria Circle, Orange, CA 92869

HNH, Inc, 14201 Carol Manor Drive, Largo, FL 33774

QL4, 2321 4th Street, C112, Santa Ana, CA 92705

b. has management vested in the members(s) (List names and addresses.)

11. The Illinois Secretary of State is hereby appointed the agent of the Limited Liability Company for service of process under circumstances set forth in subsection (b) of Section 1-50 of the Illinois Limited Liability Company Act.

12. This application is accompanied by a Certificate of Good Standing or Existence, duly authenticated within the last 60 days, by the officer of the state or county wherein the LLC is formed.

13. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated: June 2, 2011
Month, Day, Year

[Signature]
Signature

HEAR ZERDEN ~~HEAR~~ president
Name and Title (type or print)

HNH, INC. - MANAGER
If applicant is signing for a Company or other Entity, state Name of Company and indicate whether it is a member or manager of the LLC.

State of Florida

Department of State

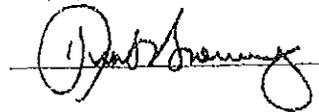
I certify from the records of this office that UTILITIES MARKETING GROUP, LLC is a limited liability company organized under the laws of the State of Florida, filed on December 7, 2001.

The document number of this limited liability company is L01000021142.

I further certify that said limited liability company has paid all fees due this office through December 31, 2011, that its most recent annual report was filed on January 30, 2011, and its status is active.

I further certify that said limited liability company has not filed Articles of Dissolution.

*Given under my hand and the Great Seal of
Florida, at Tallahassee, the Capital, this the
Second day of June, 2011*



Secretary of State



Authentication ID: 900208411459-060211-L01000021142

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed.

<https://efile.sunbiz.org/certauthver.html>

ATTACHMENT G

BOND

[Please see the attached]

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

AMERICAN STATES INSURANCE COMPANY
INDIANAPOLIS, INDIANA
POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that American States Insurance Company, an Indiana corporation, does hereby appoint
***** JOHN JOSEPH *****

Its true and lawful attorney(s)-in-fact, with full authority to execute on behalf of the company the following surety bond:

Surety Bond Number: **6771043**
Principal: UTILITIES MARKETING GROUP LLC

Bond Amount: Five Thousand Dollars And Zero Cents
DOLLARS (\$ 5,000.00)

and to bind AMERICAN STATES INSURANCE COMPANY thereby as fully as if such instruments had been duly executed by its regularly elected officers at its home office.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE IV - Execution of Contracts: Section 12. Surety Bonds and Undertakings.

Any officer or other official of the Corporation authorized for that purpose in writing by the Chairman or the President, and subject to such limitations as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and executed, such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article IV, Section 12 of the By-laws, Gregory W. Davenport, Vice President of American States Insurance Company, is authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Corporation and the corporate seal of American States Insurance Company has been affixed thereto in Seattle, Washington this 12th day of July, 2011.



AMERICAN STATES INSURANCE COMPANY

By *Gregory W. Davenport*
Gregory W. Davenport, Vice President

STATE OF WASHINGTON ss
COUNTY OF KING

On this 12th day of July, 2011, before me, a Notary Public, personally came Gregory W. Davenport, to me known and acknowledged that he is a Vice President; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of American States Insurance Company thereto with the authority and at the direction of said corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Seattle, Washington, on the day and year first above written.



By *KDRiley*
KD Riley, Notary Public

CERTIFICATE

I, the undersigned, Assistant Secretary of American States Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article IV, Section 12 of the By-laws of American States Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of American States Insurance Company at a meeting duly called and held on the 18th day of September, 2009.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this 17th day of August, 2011.



By *David M. Carey*
David M. Carey, Assistant Secretary

Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees.

To confirm the validity of this Power of Attorney call 1-888-844-2663 between 8:00 am and 7:30 pm EST on any business day.