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ILLINOIS COMMERCE COMMISSION

CHIEF CLERK'S OFFICE

[SIMEC, LLC]

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

Docket No. 11-0620

APPLICATION

[SIMEC, 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:

GENERAL [454.40, 454.50, 454.100]

1. Applicant's name and street address.

SIMEC, LLC  
1608 S. Ashland Ave, Suite 69707  
Chicago, IL, 60608

2. Related Information:

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

3. Contact Persons for the following:

a) issues related to processing this application and  
Stephen Thayer, President, 1608 S Ashland Ave, Suite 69707, Chicago, IL, 60608

b) issues related to complaint resolution [454.130]  
Stephen Thayer, President, 1608 S Ashland Ave, Suite 69707, Chicago, IL, 60608

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

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

SIMEC, LLC will provide electricity and natural gas aggregation, consulting and brokering services to end users, who wish to partake in the procurement process.

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)]
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)]

**Registered Agent:**

**National Registered Agents, Inc.**  
200 West Adams Street  
Ste 2007  
Chicago, IL 60606

Phone: 800-550-6724

Fax: 913-851-0713

Email: apurdy@nrai.com

7. A statement to disclose whether the Applicant is licensed as an agent, broker or consultant in any other jurisdictions, similar to the licensure required under Section 16-115C of the Illinois Public Utilities Act. Additionally, the Applicant is directed to disclose whether it has had any complaints filed against it for its provision of any services in the electric or gas industry in this or any other jurisdiction. If yes, the Applicant is directed to include in its response the nature of the complaint, the jurisdiction, and the ultimate resolution.

Applicant is not licensed as an agent, broker, or consultant in any other jurisdictions at this point. SIMEC, LLC has not had any complaints filed against it for its provision of any services in the electric or gas industry in this or any other jurisdiction

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)]

## Form for ABC Applicants

- 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 Attachment "A". Attachment "A" 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). Attachment "B" includes 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 Attachment "C". Attachment "C" includes 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.

### 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].

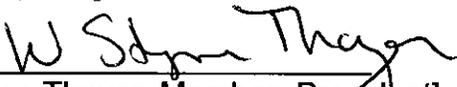
REPORTING REQUIREMENTS [SECTION 454.110]

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,

[SIMEC, LLC]

By:   
[Stephen Thayer, Member, President]

Attorney:  
Steven Gold  
Steven T. Gold PA  
1161 York ave 10E NY, NY 10065  
212-308-8500  
steventgold@gmail.com

VERIFICATION

STATE OF New York  
COUNTY OF New York

\_\_\_\_\_, being first duly sworn, deposes and says that she/he is [the] [a(n)] Member [of][for] SIMEC, LLC; that he/she has read the foregoing Application of SIMEC, 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 [her][his] knowledge, information and belief.

W. Scott Thayer  
[Name of person verifying application]

Subscribed and sworn to before me  
this 7<sup>th</sup> day of Sept, 2011.

[Signature]  
Notary Public

[Stamp of Notary]



# Attachment A

## Corporate Organizational Chart

Michael Slapp – Principal, Managing Member

Stephen Thayer – Employee, Member/President

# Attachment B

## Michael R. Slapp

173 Macdougall St - PHW  
New York, NY 10011

msslapp@gmail.com

Ph: (917) 620-0249

### Experience    **Trading Personal Account**    **March 2008 - Present**

- Left Barclays to put on a large financial short position through equity put options. I have achieved outsized returns being short Bear, Citigroup, Washington Mutual, Wachovia and others.

### **Barclays Capital Markets**    **September 2006 - February 2008**

*Associate Director, Principal Mortgage Finance*

*Originally the hedging arm of a CDO group*

- As Associate Director I managed at least 6 professionals on our trading desk as well as others on both research and technology desks.
- Analyzed the components of the ABX indices as well as other sub prime securities to pick best long as short candidates.
- Received trader mandate in December 06 and began trading ABX and single name CDS.
- Resident Bear on desk, slowly moved position from flat to short.
- As market deteriorated analyzed mortgage loans or MBS being held across the firm, worked on a model to value abs CDO's from bottom up by projecting losses on specific MBS according to each bonds delinquency pipeline, projected roll rates, loss severity and collateral characteristics.

### **Credit Suisse First Boston, New York, NY**    **September 2004-September 2006**

*Associate, Sub prime Mortgage Trading*

*Member of eight person trading team purchasing, securitizing, and selling over 12 billion in mortgages a year*

- Screened on average 40 whole loan pools a week for bid, eliminating collateral representing the highest risk of default.
- Structured each bid as if it were its own securitization by sizing the bonds according to loss coverage levels from both S&P and Moody's.
- Estimated the value of the Net Interest Margin (NIM) and the back end residual for each deal at varying yields.
- Worked on every Home Equity Asset Trust (HEAT) securitization in 2005.
- Calculated break-even default rates of different tranches of securitizations under specified investor stresses of prepayment rates and loss severities.

### **Financial Security Assurance, New York, NY**    **June 2001 - September 2004**

*Associate, Residential Mortgage Group*

*Member of six person deal team insuring over 9.5 billion in sub prime mortgages a year*

- Valued the credit enhancement of each deal structure to determine its risk.
- Responsible for implementing Intex by tying out existing cash flow models to system.
- Participated in Credit Review meetings with senior management.
- Promoted to Associate after one year as an analyst.
- Cracked tapes from originators and mortgage trading desks.
- Performed on-site due-diligence with firms such as Clayton and Bohan to ensure file review was performed in accordance with guidelines.

### Education    **Cornell University, Ithaca, NY**

*College of Arts and Sciences, Bachelors of Arts 2001*

*Economics Major*

*GPA: 3.3*

- Varsity Tennis: Freshman and Sophomore years - Won Yale Invitational.
- President of Cornell Investment Club for two years, increasing the Clubs' assets by 200%.

### **The Lawrenceville School, Lawrenceville, NJ**

- Dean's List - Varsity Tennis: # 1 Singles - Three years in a row - Captain.
- Received Kraft Award for Highest Standards of Sportsmanship and Academic Excellence.

## **Attachment C**

### **Stephen Thayer - Technical Requirements**

**College of Charleston**, Charleston, SC

**May 2008**

B.A. Political Science,

Activities: Captain of Mock Trial Team, Marketing Club, Political Science Club

I worked as an aggregator, broker, and consultant, for Good Energy from November 2009 to beginning of August 2011. I provided electricity and natural gas aggregation, brokerage, and consulting services to end users. I worked there for 1 year and eight months. Prior to this, I worked for an electricity supplier starting in February 2009. Altogether I have almost 3 years of electricity experience.

License or Permit Bond

COPY

License or Permit Bond No 6772193

AMERICAN STATES INSURANCE COMPANY

1001 4th Avenue, Suite 1700, Seattle, WA 98154

KNOW ALL MEN BY THESE PRESENTS, That we, SIMEC LLC  
Michael Slapp as Principal, and AMERICAN STATES  
INSURANCE COMPANY, an INDIANA Corporation, and  
 authorized to do business in Illinois, as Surety, are held and firmly bound unto  
 THE PEOPLE OF THE STATE OF ILLINOIS as Obligee, 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 Obligee.

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 30th day of August, 2011

SIMEC LLC Principal

BY: [Signature]

AMERICAN STATES INSURANCE COMPANY

BY: [Signature]  
JOSHUA KAYSER Attorney-in-Fact



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

COPY

KNOW ALL PERSONS BY THESE PRESENTS that American States Insurance Company, an Indiana corporation, does hereby appoint  
\*\*\*\*\* JOSHUA KAYSER \*\*\*\*\*

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: 6772193

Principal: SIMEC 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 KD Riley  
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.

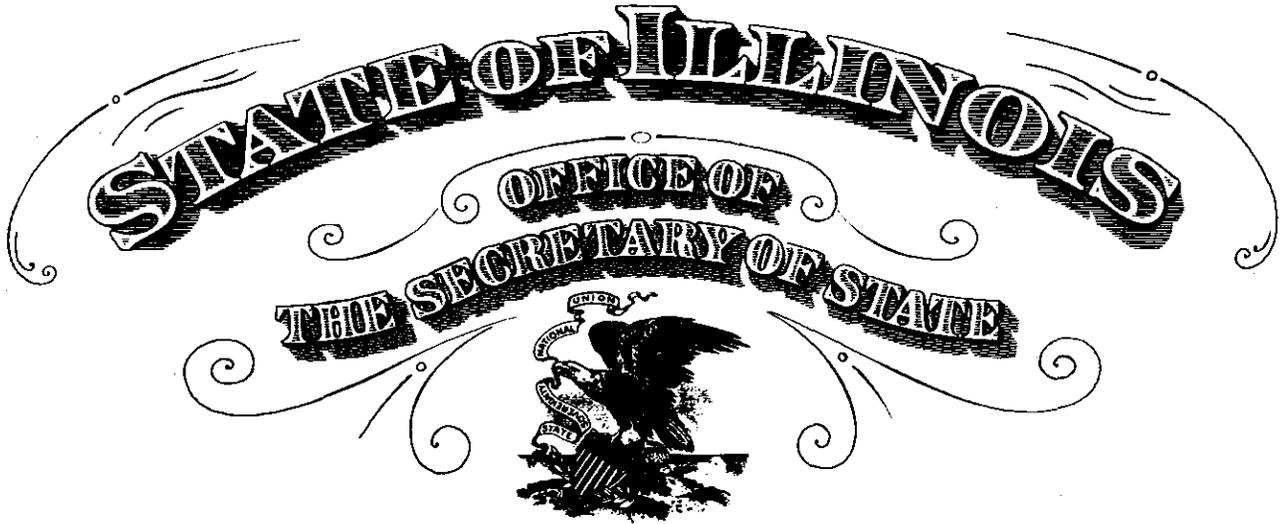
IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this 30th day of August, 2011



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 1-888-844-2683 between 8:00 am and 7:30 pm EST on any business day.



**To all to whom these Presents Shall Come, Greeting:**

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

SIMEC, LLC, A DELAWARE LIMITED LIABILITY COMPANY HAVING OBTAINED ADMISSION TO TRANSACT BUSINESS IN ILLINOIS ON AUGUST 19, 2011, 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 FOREIGN LIMITED LIABILITY COMPANY ADMITTED TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS.



Authentication #: 1124401370

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 1ST  
day of SEPTEMBER A.D. 2011 .*

*Jesse White*

SECRETARY OF STATE

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "SIMEC LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF AUGUST, A.D. 2011, AT 10:50 O'CLOCK A.M.

5020822 8100

110893367

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8954415

DATE: 08-08-11