



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

APRIL 07, 2014

0467624-6

INCorp SERVICES INC
901 S 2ND STREET STE 201
SPRINGFIELD, IL 62704-7909

RE PROSOURCE ENERGY CONSULTANTS 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,

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

Form **LLC-45.5**
May 2012

Secretary of State
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-8008
www.cyberdriveillinois.com

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.

Illinois
Limited Liability Company Act
**Application for Admission to
Transact Business**

SUBMIT IN DUPLICATE

Type or Print Clearly.

This space for use by Secretary of State.

Filing Fee: \$500

Penalty: \$

Approved: *JB*

FILE #

This space for use by Secretary of State.

FILED

APR 07 2014

**JESSE WHITE
SECRETARY OF STATE**

- Limited Liability Company Name: ProSource Energy Consultants LLC
- 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.)
- Jurisdiction of Organization: State of Texas
- Date of Organization: March 16, 2010
- Period of Duration: Perpetual
(Enter Perpetual unless there is a Date of Dissolution provided in the agreement, in which case enter that date.)
- Address of the Principal Place of Business: (P.O. Box alone or c/o is unacceptable.)
12303 Hamsfield Ct.
Number Street Suite #
Tomball Texas 77377
City State ZIP Code
- Registered Agent: InCorp Services, Inc.
First Name Middle Name Last Name
Registered Office: 901 S. 2nd Street Ste. 201
Number Street Suite #
(P.O. Box alone or c/o is unacceptable.) Springfield Illinois 62704-7909
City IL Zip Code
- If applicable, Date on which Company first conducted business in Illinois: _____

(continued on back)

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

Conduct electricity and natural gas brokerage and consulting services for commercial and industrial clients.

10. The Limited Liability Company: (check one)

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

Keith Bulls

12303 Hamsfield Ct.

Tomball, Texas 77377

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

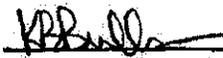
11. The Illinois Secretary of State is hereby appointed the agent of the Limited Liability Company for service of process under circumstances set forth in subsection (b) of Section 1-5C of the Illinois Limited Liability Company Act.

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 country 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: March 21, 2014

Month, Day, Year



Signature

Keith B. Bulls - President mgr

Name and Title (type or print)

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.

License Bond

Bond No. 0650538

KNOW ALL MEN BY THESE PRESENTS, That we, ProSource Energy Consultants, LLC, as Principal, and International Fidelity Insurance Company 4965 Preston Park Blvd., Suite 200 E, Plano, TX 75093, 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.

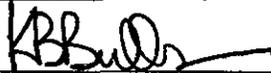
THE CONDITIONS OF THIS OBLIGATION ARE SUCH, That WHEREAS, the Principal has been or is about to be granted a license to do business to operate as an Broker under 220 ILCS 5/16-115C and is required to execute this bond under the 83 Illinois Administrative Code Part 454.80 by the Obligee.

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

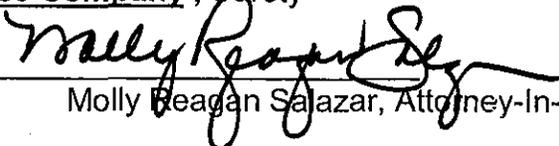
This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to **527 East Capitol Avenue, Springfield, Illinois 62701**, of the aforesaid State of Illinois, by certified mail.

Dated this 12th day of May, 2014

ProSource Energy Consultants, LLC, Principal

by: 
Keith Bulls, Managing Member

International Fidelity Insurance Company, Surety

by: 
Molly Reagan Salazar, Attorney-In-Fact

POWER OF ATTORNEY

INTERNATIONAL FIDELITY INSURANCE COMPANY ALLEGHENY CASUALTY COMPANY

ONE NEWARK CENTER, 20TH FLOOR NEWARK, NEW JERSEY 07102-5207

KNOW ALL MEN BY THESE PRESENTS: That INTERNATIONAL FIDELITY INSURANCE COMPANY, a corporation organized and existing under the laws of the State of New Jersey, and ALLEGHENY CASUALTY COMPANY a corporation organized and existing under the laws of the State of Pennsylvania, having their principal office in the City of Newark, New Jersey, do hereby constitute and appoint

MOLLY REAGAN SALAZAR

Houston, TX.

their true and lawful attorney(s)-in-fact to execute, seal and deliver for and on its behalf as surety, any and all bonds and undertakings, contracts of indemnity and other writings obligatory in the nature thereof, which are or may be allowed, required or permitted by law, statute, rule, regulation, contract or otherwise, and the execution of such instrument(s) in pursuance of these presents, shall be as binding upon the said INTERNATIONAL FIDELITY INSURANCE COMPANY and ALLEGHENY CASUALTY COMPANY, as fully and amply, to all intents and purposes, as if the same had been duly executed and acknowledged by their regularly elected officers at their principal offices.

This Power of Attorney is executed and may be revoked, pursuant to and by authority of the By-Laws of INTERNATIONAL FIDELITY INSURANCE COMPANY and ALLEGHENY CASUALTY COMPANY and is granted under and by authority of the following resolution adopted by the Board of Directors of INTERNATIONAL FIDELITY INSURANCE COMPANY at a meeting duly held on the 20th day of July, 2010 and by the Board of Directors of ALLEGHENY CASUALTY COMPANY at a meeting duly held on the 15th day of August, 2000:

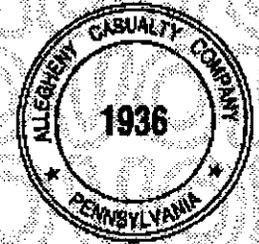
"RESOLVED, that (1) the President, Vice President, Executive Vice President or Secretary of the Corporation shall have the power to appoint, and to revoke the appointments of, Attorneys-in-Fact or agents with power and authority as defined or limited in their respective powers of attorney, and to execute on behalf of the Corporation and affix the Corporation's seal thereto, bonds, undertakings, recognizances, contracts of indemnity and other written obligations in the nature thereof or related thereto; and (2) any such Officers of the Corporation may appoint and revoke the appointments of joint-control custodians, agents for acceptance of process, and Attorneys-in-fact with authority to execute waivers and consents on behalf of the Corporation; and (3) the signature of any such Officer of the Corporation and the Corporation's seal may be affixed by facsimile to any power of attorney or certification given for the execution of any bond, undertaking, recognizance, contract of indemnity or other written obligation in the nature thereof or related thereto, such signature and seals when so used whether heretofore or hereafter, being hereby adopted by the Corporation as the original signature of such officer and the original seal of the Corporation, to be valid and binding upon the Corporation with the same force and effect as though manually affixed."

IN WITNESS WHEREOF, INTERNATIONAL FIDELITY INSURANCE COMPANY and ALLEGHENY CASUALTY COMPANY have each executed and attested these presents on this 12th day of March, 2012.



STATE OF NEW JERSEY
County of Essex

ROBERT W. MINSTER
Executive Vice President/Chief Operating Officer
(International Fidelity Insurance Company)
and President (Allegheny Casualty Company)



On this 12th day of March 2012, before me came the individual who executed the preceding instrument, to me personally known, and, being by me duly sworn, said he is the therein described and authorized officer of INTERNATIONAL FIDELITY INSURANCE COMPANY and ALLEGHENY CASUALTY COMPANY; that the seals affixed to said instrument are the Corporate Seals of said Companies; that the said Corporate Seals and his signature were duly affixed by order of the Boards of Directors of said Companies.

IN TESTIMONY WHEREOF, I have hereunto set my hand affixed my Official Seal, at the City of Newark, New Jersey the day and year first above written.



A NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Mar. 27, 2014

CERTIFICATION

I, the undersigned officer of INTERNATIONAL FIDELITY INSURANCE COMPANY and ALLEGHENY CASUALTY COMPANY do hereby certify that I have compared the foregoing copy of the Power of Attorney and affidavit, and the copy of the Sections of the By-Laws of said Companies as set forth in said Power of Attorney, with the originals on file in the home office of said companies, and that the same are correct transcripts thereof, and of the whole of the said originals, and that the said Power of Attorney has not been revoked and is now in full force and effect.

IN TESTIMONY WHEREOF, I have hereunto set my hand this

12th

day of

May 2014

MARIA BRANCO, Assistant Secretary

ATTACHMENT A

Keith Bulls
Managing Partner
ProSource Energy Consultants, LLC
www.prosourceenergy.com

SUMMARY

Over 25 years of very broad based and progressive experience in the energy producing and utility industries, specifically in the areas of natural gas and electricity marketing, risk management, business development, regulatory affairs and restructuring, and oil, gas, and electricity economics and pricing. Specific experience in business development analysis, tariff analysis, cost and margin audit, and natural gas and electricity least-cost calculations and energy marketing. Expert in identifying value component drivers for both natural gas and electricity sales and procurement, and maximizing business opportunities within deregulated energy markets across the U.S.

PROFESSIONAL EXPERIENCE

2010-Current Principal and Managing Partner, ProSource Energy Consultants LLC

- Own and operate full services electricity and natural gas consulting and brokerage firm providing energy sales and procurement related services to large commercial, industrial, municipal, and utility clients in both regulated and deregulated states.

2004--2009 Energy Consulting Services

- Marketed procurement consulting services to medium and large sized commercial and industrial customers with multiple national locations and varying types/sizes of facilities.
- Initiate contact with CFO/COO or purchasing managers; developed and detailed the energy cost savings and value proposition. Develop short and long terms strategies before and after arrangement of lowest cost energy supply.
- Researched demand response and green opportunities for interested/qualified clients.
- Provided utility tariff analysis and audit services.

2002 - 2004 Chevron Pipe Line Company - Regulatory Specialist

- Performed all regulatory and business development pricing, analysis and required financial and regulatory filings for Chevron's interstate natural gas pipeline businesses.
- Performed related duties to all Louisiana intrastate pipeline activity for Chevron Pipe Line (natural gas, natural gas liquids, LNG offload/transport locations, etc.)
- Performed various crude oil and product pipeline regulatory and new business analysis for Chevron productions in the Gulf of Mexico (deepwater/OCS) and State of California.

2000 – 2002 Shell Energy Services, L.L.C. - Business Development Manager

- Directed all calculations of ground up retail residential and commercial electricity pricing for the newly deregulated Texas electricity market - by compiling risk management, heat rate power purchase contract, marketing, administrative, and IT system costs information, etc. with [regulated] TDSP charges to develop numerous electricity product and price options for residential and small commercial business.

- Established electronic calculation models of total charges under utility tariffs and built numerous 'savings calculator' (vs. tariff/price to beat) analyses for use as internet and direct sales tools and internal margin calculations under various flat rate and percentage savings scenarios.
- Built numerous economic models and forecasts for business case/NPV scenarios for the Texas retail market, depending on customer acquisition and internal cost expectations
- Structured and negotiated various sales proposals for small and medium sized electricity customers; provided educational and technical support to customers regarding regulatory changes and purchase options.

1997 – 2000 Pacific Gas & Electric Energy Services – Manager, New Business Development and Tariff Compliance

- Developed and advocated regulatory and marketing strategies to enhance business and risk management opportunities in unregulated markets.
- Directed complete responses to gas and electricity Requests for Proposals from commercial and industrial customers nationwide.
- Directed regulatory affairs efforts with state PUCs and utilities regarding business tariff, or general regulatory and operational matters to support marketing setup/entry into approximately 75 utilities.
- Designed saving analyses to support numerous commercial and industrial sales proposals and contracts
- Built national LDC/UDC tariff library.

1988 -1996 Conoco Inc.: Various Positions - Natural Gas & Gas Products

- **Legal Coordinator:** Served as business unit single point of contact for research and response to royalty owner inquiries, demands, and litigation. Led cross-functional, interdisciplinary teams comprised of the exploration and production staff, and the crude oil or natural gas marketing, transportation, and accounting functions toward resolution of legal matters.
- **Senior Regulatory Affairs Analyst:** Monitored, analyzed, and informed management regarding the implications and status of Federal and State regulatory matters affecting gas producer interests such as gathering, transmission, storage, and distribution. Conducted analyses of interstate pipeline rate cases, certificated construction or expansion applications, Order 636 compliance filings, etc. in light of FERC orders, policy statements, or rulemakings to support internal or Indicated Shipper/Producer trial group positions.
- **Gas Contract Analysis and Transportation Representative:** Managed newly negotiated (late 1980's) major take-or-pay offshore pipeline omnibus settlements with to ensure that nominations, pricing, invoicing, etc. were completed in accordance with settlement terms. Served as the primary internal interface between the commercial, operational, and accounting functions related to offshore gas sales and accounting issues; coordinated external meetings with pipelines to discuss operational matters and transportation or accounting issues to enhance business processes and efficiency. Backup responsibility for sales/transportation of 100 Mmcf/d of Conoco equity gas onshore and offshore Louisiana.

PRIOR EXPERIENCE

- **Supervising Oil and Gas Auditor - State of Texas General Land Office, 1984-1988**

Performed detailed review of all aspects of oil and gas company production and revenue accounting records and processes to ensure proper payment to State in accordance with oil and gas leases. Work involved review of production records, accounting records, commodity sales contracts, processing or refining agreements, FERC or state PUC Orders or precedent(s), and previously existing royalty litigation settlements. Objective was to identify and collect unpaid royalties for deposit to the State's Permanent School and University Funds.

- **Petroleum Landman Intern, Amoco Production Company (now British Petroleum) Summer, 1982**

EDUCATION

- BBA, Petroleum Land Management, University of Texas at Austin, 1984
- Thomas Edison High School, Tulsa Oklahoma, 1978
- Various Utility Distribution Company (electricity) or Local Distribution Company (natural gas) deregulation workshops in numerous states: 1997- 2002
- Various FERC/ I.N.G.A.A./COPAS Energy Cost & Regulatory Accounting Seminars
- Energy Economics Evaluation & Investment Decision Making: Colorado School of Mines

CERTIFICATIONS AND MEMBERSHIPS

- Certified Energy Professional (CEP)
- Certified Energy Procurement Manager (CPM)
- Member – East Texas Association of Petroleum Landmen (ETAPL)