



October 30, 2014

Ameren Illinois
300 Liberty St.
Peoria, IL 61602

RE: Notification of Intent to Supply Power Pursuant to Section 451.30(c)(3) of the Illinois Commerce Commission

To Whom It May Concern:

Please take notice, Pursuant to Section 451.30(c)(3) of the Illinois Commerce Commission that Agera Energy LLC has submitted to the Illinois Commerce Commission an application for Alternative Retail Electric Suppliers. Agera Energy LLC has intent to service the Ameren territory and will be in contact with your company regarding the steps required to become a certified supplier.

If you have any questions regarding this notification, please do not hesitate to contact me at 914-236-1406.

Respectfully submitted,

Michael Joseph Nordlicht
General Counsel
555 Pleasantville Road, Suite 107-S
Briarcliff Manor, NY 10510
Email: joseph.nordlicht@ageraenergy.com
Direct office line: 914.236.1406





October 30, 2014

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P.O. Box 805379
Chicago, IL 60680-5379

RE: Notification of Intent to Supply Power Pursuant to Section 451.30(c)(3) of the Illinois Commerce Commission

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EXHIBIT 8.a - BUSINESS LICENSE

Form LLC-45.5 June 2010 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	Illinois Limited Liability Company Act Application for Admission to Transact Business <hr/> <div style="border: 1px solid black; padding: 2px; display: inline-block;">SUBMIT IN DUPLICATE</div> Type or Print Clearly. <hr/> This space for use by Secretary of State. Filing Fee: \$600 Penalty: \$ - Approved:	FILE #: <u>0457-582-7</u> This space for use by Secretary of State. <div style="text-align: center; font-size: 1.5em; font-weight: bold;">FILED</div> <div style="text-align: center; font-size: 1.2em; font-weight: bold;">APR 09 2014</div> <div style="text-align: center; font-weight: bold;">JESSE WHITE SECRETARY OF STATE</div>
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1. Limited Liability Company Name: Agera Energy 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: Delaware

4. Date of Organization: 03/5/2014

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.)

<u>1811</u>	<u>Silverside Road</u>	
Number	Street	Suite #
<u>Wilmington, Delaware</u>		<u>19810</u>
City, State		ZIP Code

7. Registered Agent: Vcorp Agent Services, Inc.

First Name	Middle Name	Last Name
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Registered Office: <u>2920</u>	<u>W. Coyle Avenue</u>	
(P.O. Box alone or c/o is unacceptable.)	Number Street	Suite #
<u>Chicago</u>	<u>Illinois</u>	<u>60645</u>
City		Zip Code

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

(continued on back)

EXHIBIT 8.a - BUSINESS LICENSE

LLC-45.5

9. Purpose(s) for which the Company is Organized and Proposes to Conduct Business in Illinois: _____
Marketing Retail Energy, natural gas, and electricity

10. The Limited Liability Company: (check one)

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

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

Aaron Sputz, 688 Crown Street, Brooklyn NY 11213

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 1-80 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: 4/9/14
Month, Day, Year

A. Sputz
Signature

Aaron Sputz, Member
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.

EXHIBIT 21 – FINANCIAL DOCUMENTS

REDACTED FROM ORIGINAL FOR PUBLIC COPY

EXHBIT 23.a – TEHCNIAL RESUMES

The following individuals (with biographies below) meet the specific requirements of Part 451.230

The following individuals on Applicant's staff have experience working with Applicant's facilities or an electric generation, transmission, or distribution facility that is substantially similar to the facility that Applicant owns:

Phil Spillane

Andrew Luszcz

The following individuals on Applicant's staff have experience buying and selling power and energy in wholesale markets:

Phil Spillane

Andrew Luszcz

The following individuals on Applicant's staff have experience working for an entity that is either a member of PJM, a market participant in the Midwest ISO, or has a system operator certificate from NERC, or has earned Certified Energy Procurement Professional status by the Association of Energy Engineers (or equivalent certification):

Phil Spillane

Andrew Luszcz

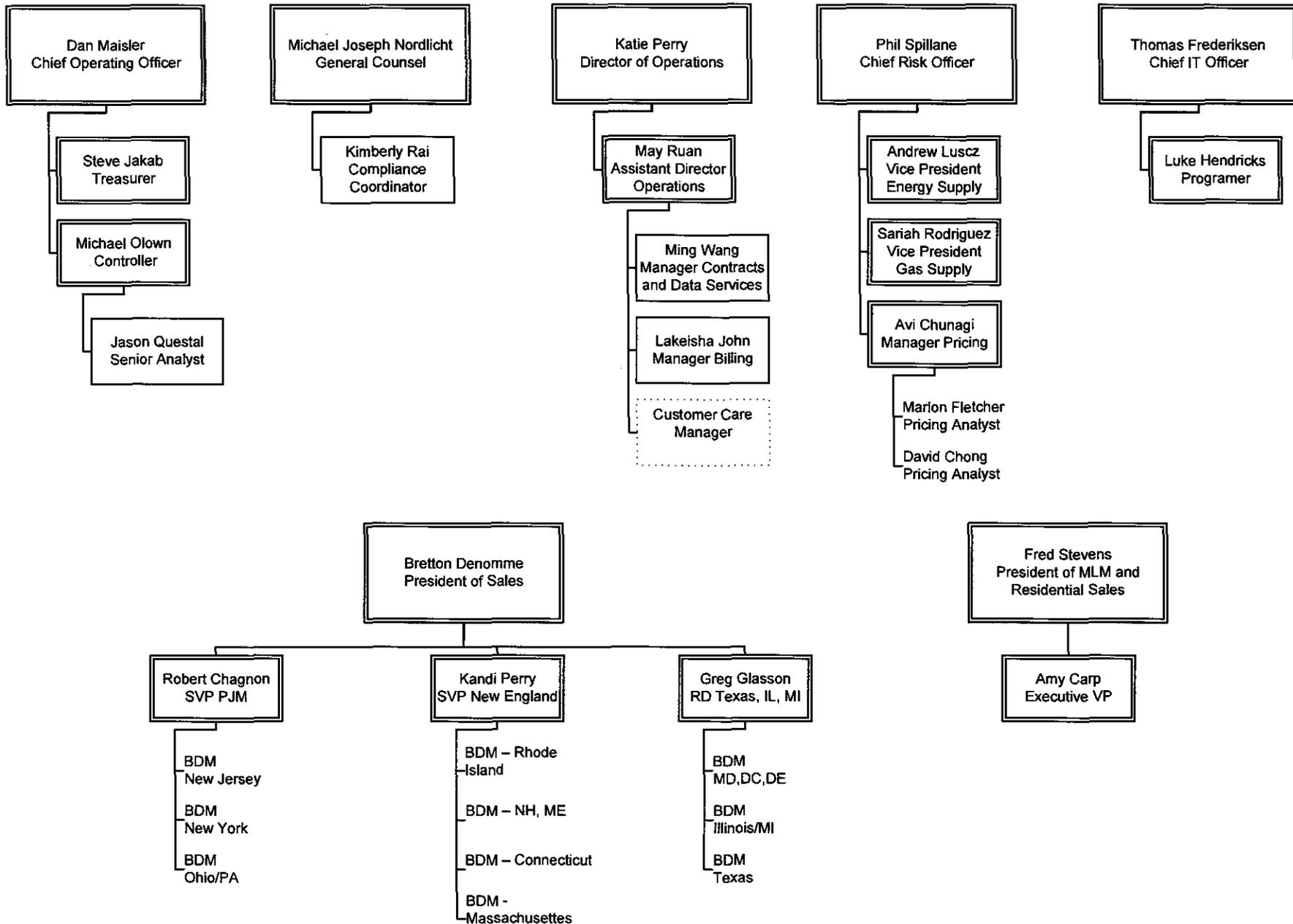
Phil Spillane - Chief Risk Officer

Philip Spillane is an energy industry executive with experience in electricity that covers PJM, MISO, ISO-NE, CASIO and NYISO. His roles have spanned the areas of wholesale supply, trading, operations and energy forecasting. He offers expertise in the leadership of technical and cross functional teams, systems analysis, data analysis, financial management, and market analysis.

Andrew Luszcz – Vice President of Electric Supply

- **Portfolio Management:**
 - Extensive experience with NEPOOL, NYISO, PJM, MISO, ERCOT & CAISO
 - Co-developed Matlab-based trade capture & position management system
 - Trade physical & financial blocks, swaps, American, European & Asian options
 - Select ARR/CRR nominations for PJM, MISO & CAISO
- Supervise team of four responsible for daily forecasting, scheduling & invoice validation
- Review wholesale costs & volumes for monthly billing
- Provide pricing with forecasted cost determinant detail by market
- Insure compliance to Renewable Portfolio Standards in MD, TX, OH, MI, DC, MA, ME, RI, NH, IL, PA, DE, NJ, NY, CT & CA
- Product development: Index, Managed Index, Block & Index, Green-E®, Capped Price & Fixed Price
- Spearhead entry in to new markets
 - Retail entry into Michigan & California
 - First Energy & Duke integration into PJM
 - Transition from monthly to annual capacity in MISO
- Manage large customer accounts
 - Cost build-up & billing of marquee accounts
 - Directly field all cost-related questions from these select customers
- Energy Industry since 2009, formerly VP of Electric Supply and Portfolio Manager at Glacial Energy

Agera Energy LLC Company Organization



Agera Energy LLC Manager Org Chart

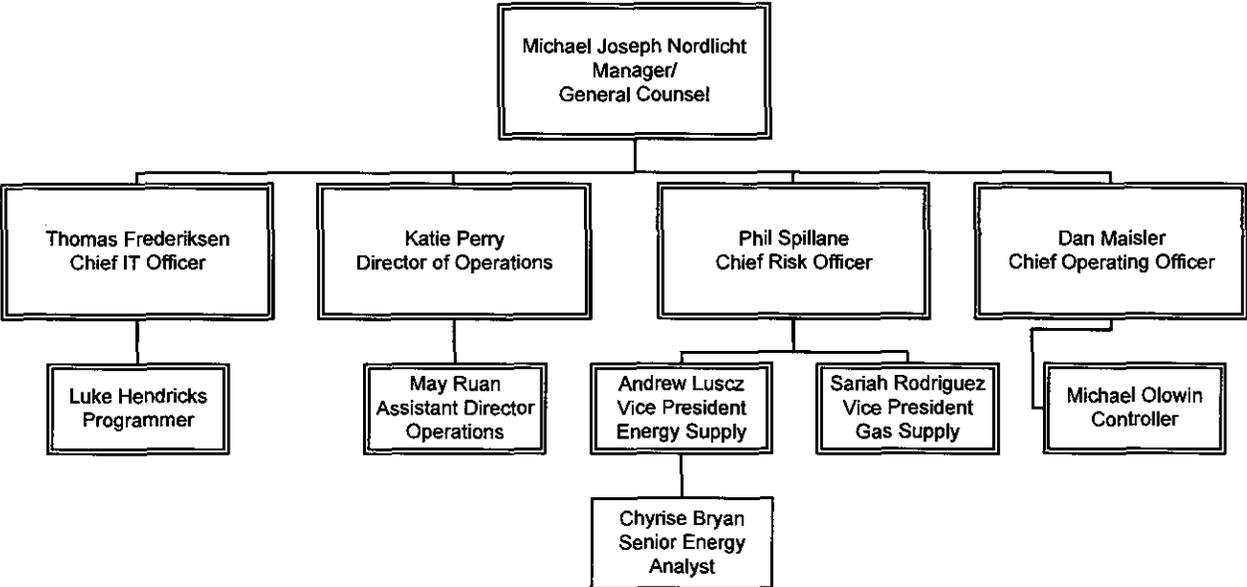


EXHIBIT 24 – MANAGERIAL QUALIFICATIONS

The following individuals (with biographies below) meet the specific requirements of Part 451.340 Subpart D, Managerial Qualifications.

The following individuals in management positions on Applicant's staff have at least four years experience with enterprise financial and administration responsibilities including profit and loss responsibilities:

Phil Spillane
Andrew Luszcz
Dan Maisler

The following three individuals in management positions on Applicant's staff have four years experience buying and selling power and energy in wholesale markets:

Phil Spillane
Andrew Luszcz
Chyrise Bryan Hodge

The following three individuals in management positions on Applicant's staff have four years electric system operational experience:

Phil Spillane
Andrew Luszcz
Katie Perry

Phil Spillane - Chief Risk Officer

Philip Spillane is an energy industry executive with over five years of experience in electricity that covers PJM, MISO, ISO-NE, CASIO and NYISO. His roles have spanned the areas of wholesale supply, trading, operations and energy forecasting. He offers expertise in the leadership of technical and cross functional teams, systems analysis, data analysis, financial management, and market analysis.

Glacial Energy VI, LLC -U.S. Virgin Islands

Aug-13-2014

Chief Financial Officer - Interim

- Successfully led company thru Chapter 11 reorganization completing a court approved asset auction within 90 days.
- Provided guidance and leadership to align and motivate staff through challenging and disruptive processes.
- Attained Positive Net Income (adjusted) Q1 2014, Positive EBITDA and pro forma ~\$18mm reversing multi-quarter negative trend.
- Initiated and led process improvement project improving revenue recognition and significantly shortening close cycle.
- Managed finance staff for the preparation of business models and cash flow reporting to provide visibility of operational activities to the Company.
- Managed finance and supply transition of the purchased subsidiaries from the Seller Parties to the Buyers.
- Develop an annual operating budget and monitor and report actual results in comparison to the budget.
- Establish banking, accounting and tax relationships for the necessary business functions of the Company.

- Manage business operations in compliance with the Loan and Supply Agreement as required in accordance with the terms and conditions of the agreement.
- Prepare and report operational results to the Board of Directors in accordance with the Company's corporate governance requirements.
- Optimization of power purchasing across multiple markets, \$195mm in power purchases.
- Development of seasonal hedging strategy.

Star Energy Partners, LLC -U.S. Virgin Islands/Akron, OH

Dec-12-Aug 13

Director Power Operaton- Partner

- Integral partner in developing a business case from concept to fruition for a retail energy provider in 3 markets within 6 months.
- Successfully established membership with PJM Interconnection handling all aspects from application to membership as a market participant.
- Assisted in regulatory filings such as FERC –market based rate authority and PUC of Ohio CRES.
- Established relations with various counter parties Macquarie, Cargill, Direct, AEP and First Energy Solutions
- Managed Star's supply and credit facility provided oversight and support
- Managed energy portfolio which grew from less than \$10mm to more than \$200mm in power purchases during position
- Successfully guided Star's EDC CRES certification in Duke, Dayton, CRES certification in AEP
- Managed day to day power operations for a retail energy provider covering Pricing, Wholesale Supply and other back office functions
- Developed strategic market entry plan, covering competitive pricing, market analysis and pro forma by EDC
- Establish multi-product offering for the commercial and residential retail book
- Provided leadership and direction for a 4 person outsourced back office solution
- Responsible for the development and management of Star Energy's risk management policy, covering financial and operational risk mitigation thru processes and controls
- Established retail pricing desk covering Residential/Mass Market and Commercial deals
- Developed competitive pricing models using MSSQL and Matlab

Glacial Energy VI, LLC -U.S. Virgin Islands

Dec-08-Dec-12

VP of Strategy and Risk, Portfolio Management

- Developed electricity load forecast across all active regions in the deregulated power markets with detailed experience in ISONE, NYISO, PJM, MISO, ERCOT, and CAISO. Manage forecasting methodologies and data across 60 utilities including customer information, load profiles, loss factors, weather, power scheduling.
- Maintained a high quality of model inputs and outputs, and designing reporting to track forecast accuracy and data exception in all power markets for a 1,100 megawatt book of business.
- Designed and implemented Glacial Energy's Volumetric Forecasting Engine. Designed and maintained using Matlab and MySQL. The processed utilizes a bottom up solution to replace Forecasting tool called RACM.
- Established and maintained MISO's required MECT monthly and Planning Year Peak Demand forecast.
- Assisted in the design and implementation of an ARR optimization model for PJM and MISO, by collecting historical data to identify the optimal source/sink combination.
- Provide quantitative decision support for various departments such as: position analysis, weather risk, risk modeling, simulations, churn modeling and VAR analysis.
- Creation of a trade capture, daily position reporting, and MTM.
- Assisted Accounting and Finance departments with the development of a revenue forecasting model that reconciles ISO settlements to retail meter level data.

- Core team member and specialist on centralization and transformation of the following business processes and systems to an offshore location, St Thomas USVI: Energy Forecasting, ISO Settlement, and Wholesale Supply
- Developed and managed Fixed Price business model for Glacial that translated into over \$55 million in annualized sales.
- Successfully supervise billing operations of 15 Markets, 60 Utilities and 2 commodities. Tasked with organizing, implementing and supervising a team to successfully run a centralized billing department. Improved billing accuracy to less than 3% billing error.

Technical

- Proficient in MATLAB, MYSQL, MSSQL, PJM's e-Suite, RPM, MSRS, E-MKT, MS Office, Bloomberg
- Excellent analytical and modeling skills, detail oriented and able to produce accurate work products. Effective oral and written communication skills, positive attitude and highly motivated. A self-starter, adaptive and versatile, able to work effectively in an active trading environment
- Enterprise integration and data flow, software requirements gathering, business analysis, integration of multidisciplinary teams and concepts, forecasting methodologies, information flow in retail and wholesale energy markets

Andrew Luszcz – Vice President of Electric Supply

- Over 5 years of experience in the energy industry, formerly VP of Electric Supply and Portfolio Manager at Glacial Energy
- Portfolio Management:
 - Extensive experience with NEPOOL, NYISO, PJM, MISO, ERCOT & CAISO
 - Co-developed Matlab-based trade capture & position management system
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 - Directly field all cost-related questions from these select customers

Chyrisse Bryan Hodge – Senior Energy Analyst

Glacial Energy St. Thomas, VI

Senior Energy Analyst June 2011 – 2014

- Daily bid uploads into the PJM, CAISO, MISO, NePool and NYISO ISOs along with next day wholesale power transactions.
- Reconciliation and invoicing of managed assets and trading including settlement with associated power pools such as ERCOT, MISO, CAISO, NEPOOL and PJM
- Work closely with VP of Electric Supply to measure procurement strategies by reconciling load forecasts and corresponding schedules through to ISO invoices
- Writes and executes SQL queries to generate results used in analytical reports
- Perform internal and external audit FERC reports.
- Complete weekly & monthly settlement and invoice validation
- Prepare and distribute the weekly TDSP Cash Flow Forecast
- Perform monthly cost build-ups for retail billing products
- Develop ad-hoc analyses and presentations to support finance, regulatory and sales and marketing activities as needed.

The Energy Authority Jacksonville, FL

Pricing & Structure Analyst April 2011-June 2011

- Performed quantitative studies and analysis of spot forward prices & volatilities for making pricing, trading and risk management decisions.
- Worked with origination, risk management and trading to interpret valuations provided by models and to respond to intra-day trading requests to quickly price & evaluate structured transactions.
- Assisted in development of energy price forecast, forward curve, & volatility models.
- Provided input and analysis to support the recommendation of appropriate fuel rate adjustments.
- Utilized pricing model to prepare commission quotations and profitability analysis
- Prepared monthly schedules on production, profitability and productivity and also complete ad hoc analysis as requested

The Energy Authority Jacksonville, FL

Senior Power Scheduler/Analyst May 2005- April 2011

- Analyzed, executed, scheduled, tagged, and monitored energy transactions to optimize member resources
- Maintained a current knowledge base of TEA's risk policies, settlement policy and transmission providers tariff guidelines and rate changes
- Accurately calculated, purchased and recorded available transmission for real-time traders
- Monitored loads and executed any necessary adjustments due to curtailments
- Scheduled all term transactions within TEA's deal capture system CXL
- Created and monitored transaction tags on OATI ETS software
- Created and monitored transmission reservations on various OASIS servers
- Supported the activities of the transmission manager as needed.
- Communicated on a daily basis with other marketers and schedulers to confirm delivery and duration of term transactions as well as the upstream/downstream parties
- Ensured that all relevant aspects including energy price, transmission, counter party contractual and credit limits terms, were in compliance with FERC regulations and TEA's member risk policies

Katie Perry - Director of Operations

Katie Perry has been in the energy industry for over five years, most recently in the role of Vice President of Operations for Glacial Energy. During her tenure she has been a main liaison between the Sales Team, executive management and Electric and Gas utilities. She has played an essential role in new market entry in both the Electricity and Natural Gas utilities and drove company initiatives across all departments. Her knowledge spans all areas of Sales Operations including Customer Care, Billing, Contracts, Data Service, Commission and Quality Assurance.

Glacial Energy 2009-2014

VICE PRESIDENT OPERATIONS (2013 – 2014)

- Manage the day-to-day operations of the business: Contracts, Billing, Rate Management, Data Service, Quality Assurance, Commissions, Customer Care and Retention
- Oversee a customer base of 50,000 accounts in 21 licensed states and 59 active utilities
- Lead application and infrastructure development to support the companies initiatives
- Ensure that Operations team functions smoothly, with the goal of implementing strong communication processes to ensure staff is meeting and exceeding goals
- Identify and implement strategic and tactical planning to enhance company's growth
- Collaborate with Executive Management to identify and execute company initiatives and drive milestones
- Communicate directly with utility companies and public utility commissions to ensure timely and accurate dissemination of information and policies throughout the organization

DIRECTOR OF STRATEGIC PROJECTS/ DIRECTOR OF CONTRACT ADMINISTRATION (2012 –2013)

- Oversaw projects related to new market entries and implementation of sales channels and initiatives
- Drove efficiencies through process redesign and major system enhancements
- Analyzed project needs and created focused project plans
- Tracked and reported status on cross-divisional projects
- Drafted recommendations to address business needs based on analysis
- Collaborated effectively with project resources on requirements for process and system changes
- Provided regular and ad hoc analytical reporting on sales activity
- Directed a team of 7 employees and oversaw responsibilities regarding contract processing, rate management and quality assurance
- Developed and produced sales reporting for Executive management for all sales channels
- Created and managed Quality Assurance department including implementation of policies and procedures for Door to Door and Call Center sales
- Developed operational processes and policies related to entry into residential sales initiatives
- Researched and documented processes and procedures for consolidated billing rollout by utility
- Assisted with creation and implementation of rate plan management portal in Glacial's CRM
- Communicated with President and SVP of Sales regarding product offerings, price updates and policy changes

MANAGER OF CONTRACT ADMINISTRATION / ACCOUNT MANAGER (2009 –2012)

- Managed team of 5 employees and oversaw contract entry process and utility transactions
- Gained detailed knowledge of operational requirements for deregulated utilities in 21 states
- Reviewed sales reporting for accuracy and distributing to Executive team
- Worked with IT department to develop and implement improvements to Glacial's CRM system as related to the contract processing and utility transactions
- Ensured data quality as it relates to customer and account information
- Resolved account related problems by working with Customer Care, Billing and Legal departments

Dan Maisler – Chief Financial Officer

Dan Maisler is a financial professional with over 30 years of proven performance. Dan started his career with the “big 8” CPA firm of Peat, Marwick and Mitchell (now KPMG). He held financial management positions with Wells Fargo and Company and Pacific Telesis which both operated in regulated industries. After leaving Pacific Telesis, he co-founded and successfully led A4C, a results based, financial consulting practice which had 3 offices and Fortune 500 clients across the USA. Dan was also active in numerous professional organizations taking leadership roles in Financial Executives International, National Association of Black Accountants, and the Association of Latino Professionals in Finance and Accounting.

Exhibit 24

Ownership

Following a brief explanation of Agera's ownership structure is a list of the names and addresses of all persons and entities that directly or indirectly own ten percent (10%) or more of the ownership interests in Agera Energy, have the right to vote ten percent (10%) or more of the Agera Energy's voting securities, or who otherwise have the power to control the Agera Energy.

One hundred percent of the membership interests in Applicant are owned by Agera Holdings, LLC ("Agera Holdings"). Agera Holdings is Applicant's sole member. Agera Holdings does not own interests in any other entity. Agera Holdings is a Delaware limited liability company. Its sole business is to act as a holding company and control the business of its single wholly-owned subsidiary, Agera. Agera Holdings is owned 95.01% by Michael Joseph Nordlicht and 4.99% by MF Energy Holdings, LLC ("MF Energy").

Agera Energy is managed by Agera Management Corp. ("Agera MC"), a DE corporation, which is wholly owned by Michael Nordlicht. Agera MC has general supervision, direction, and day-to-day control of Agera Energy. There are limits on Agera MC's power, as certain actions, including changes in control, must be voted on by the members of Agera Energy. Please see the attached organization chart for additional clarification.

Agera Holdings, LLC
555 Pleasantville Road, Suite 107-S,
Briarcliff Manor, NY 10510

Agera Management Corp.
555 Pleasantville Road, Suite 107-S,
Briarcliff Manor, NY 10510

Michael Nordlicht
336 E 90th Street, 3A
New York, NY 10128

Exhibit 24

Agera Energy, LLC Org Chart

