



575 Lexington Avenue, 4th Floor, New York, NY 10022

tel 212 779 7000 fax 212 779 3061

Subsection 451.30(a)

217. Legals

Please take notice, Pursuant to section 10-115(b) of the Public Utilities Act [220 ILCS 5/16-115(b)] and Part 481-30(a) that SmartEnergy Holdings, LLC has submitted to the Illinois Commerce Commission an application for Alternative Retail Electric Supplier. SmartEnergy Holdings, LLC is located at 575 Lexington Avenue, New York, New York 10022.

10/8/2015

BREEZE PRINTING COMPANY

A Corporation organized and existing under and by virtue of the laws of the State of Illinois does HEREBY CERTIFY, that it is the publisher

OF THE

Breeze - Courier

That said BREEZE-COURIER is a secular newspaper and has been published daily in the City of Taylorville, County of Christian and State of Illinois, continuously for more than six months prior to, on and since the date of the first publication of the notice hereinafter referred to and is of general circulation throughout said County and State.

That a notice, of which the annexed printed slip is a true copy, was published _____ times in said Breeze-Courier namely once each week for _____ successive weeks, and that the first publication of said notice as aforesaid was made in said newspaper dated and published on the _____ day of _____, A.D. _____ and the last publication thereof was made in said newspaper dated and published on the _____ day of _____, A.D. _____

IN WITNESS WHEREOF, the undersigned, the said BREEZE PRINTING COMPANY has caused this certificate to be signed by MARYLEE COOPER RASAR, its President, this _____ day of _____, A.D. _____

BREEZE PRINTING COMPANY

By _____, President.

(Publication Fee \$ _____)

Attachment I: License or Permit Bond (Please see following pages)

License or Permit Bond

License or Permit Bond No 3483589
GREAT AMERICAN INSURANCE COMPANY
301 E. 4TH STREET
CINCINNATI, OH 45202

KNOW ALL MEN BY THESE PRESENTS, That we, **SMART ENERGY HOLDINGS LLC** as Principal, and **GREAT AMERICAN INSURANCE COMPANY**, a OHIO 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 **THREE HUNDRED THOUSAND AND 00/100 Dollars (\$300,000.00)**, for which sum, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, by these presents.

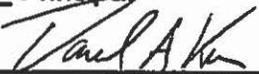
THE CONDITIONS OF THIS OBLIGATION ARE SUCH, That WHEREAS, the Principal has been or is about to be granted a license or permit to do business to operate as an ARES (Alternative Retail Electric Supplier) under 220 ILCS 5/16-115 and is required to execute this bond under 83 Illinois Administrative Code Part 451.50 by the Obligee.

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

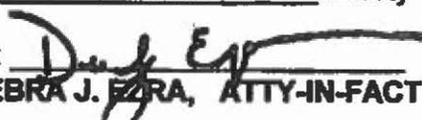
This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to 527 East Capitol Avenue, Springfield, Illinois 62701, of the aforesaid State of Illinois, by certified mail.

Dated this 27th day of AUGUST, 2015

SMART ENERGY HOLDINGS LLC Principal

by: 
DANIEL A. KERN, MANAGING MEMBER

GREAT AMERICAN INSURANCE COMPANY Surety

by: 
DEBRA J. EZRA, ATTY-IN-FACT

GREAT AMERICAN INSURANCE COMPANY®

Administrative Office: 301 E 4TH STREET • CINCINNATI, OHIO 45202 • 513-369-5000 • FAX 513-723-2740

The number of persons authorized by this power of attorney is not more than **SIX**

No. 0 20450

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the GREAT AMERICAN INSURANCE COMPANY, a corporation organized and existing under and by virtue of the laws of the State of Ohio, does hereby nominate, constitute and appoint the person or persons named below, each individually if more than one is named, its true and lawful attorney-in-fact, for it and in its name, place and stead to execute on behalf of the said Company, as surety, any and all bonds, undertakings and contracts of suretyship, or other written obligations in the nature thereof, provided that the liability of the said Company on any such bond, undertaking or contract of suretyship executed under this authority shall not exceed the limit stated below.

Name	Address	Limit of Power
ROBERT G. LULL BRADLEY W. POST DEBRA J. EZRA KEITH B. ADAMS CARL A. GERSON GARRETT POST	ALL OF MAHWAH, NJ	ALL \$100,000,000

This Power of Attorney revokes all previous powers issued on behalf of the attorney(s)-in-fact named above.

IN WITNESS WHEREOF the GREAT AMERICAN INSURANCE COMPANY has caused these presents to be signed and attested by its appropriate officers and its corporate seal hereunto affixed this 1ST day of JULY 2015
GREAT AMERICAN INSURANCE COMPANY



Atty L C B
Assistant Secretary

David C. Kitchin
Divisional Senior Vice President

STATE OF OHIO, COUNTY OF HAMILTON - ss:

DAVID C. KITCHIN (877-377-3403)

On this 1ST day of JULY, 2015, before me personally appeared DAVID C. KITCHIN, to me known, being duly sworn, deposes and says that he resides in Cincinnati, Ohio, that he is a Divisional Senior Vice President of the Bond Division of Great American Insurance Company, the Company described in and which executed the above instrument; that he knows the seal of the said Company; that the seal affixed to the said instrument is such corporate seal; that it was so affixed by authority of his office under the By-Laws of said Company, and that he signed his name thereto by like authority.



Susan A. Kohorst
Notary Public, State of Ohio
My Commission Expires 05-18-2020

Susan A. Kohorst

This Power of Attorney is granted by authority of the following resolutions adopted by the Board of Directors of Great American Insurance Company by unanimous written consent dated June 9, 2008.

RESOLVED: That the Divisional President, the several Divisional Senior Vice Presidents, Divisional Vice Presidents and Divisional Assistant Vice Presidents, or any one of them, be and hereby is authorized, from time to time, to appoint one or more Attorneys-in-Fact to execute on behalf of the Company, as surety, any and all bonds, undertakings and contracts of suretyship, or other written obligations in the nature thereof; to prescribe their respective duties and the respective limits of their authority; and to revoke any such appointment at any time.

RESOLVED FURTHER: That the Company seal and the signature of any of the aforesaid officers and any Secretary or Assistant Secretary of the Company may be affixed by facsimile to any power of attorney or certificate of either given for the execution of any bond, undertaking, contract of suretyship, or other written obligation in the nature thereof, such signature and seal when so used being hereby adopted by the Company as the original signature of such officer and the original seal of the Company, to be valid and binding upon the Company with the same force and effect as though manually affixed.

CERTIFICATION

I, STEPHEN C. BERAHA, Assistant Secretary of Great American Insurance Company, do hereby certify that the foregoing Power of Attorney and the Resolutions of the Board of Directors of June 9, 2008 have not been revoked and are now in full force and effect.

Signed and sealed this 27th day of August, 2015.



Atty L C B
Assistant Secretary



Great American Insurance Group Tower
301 E. Fourth Street
Cincinnati, OH 45202-4201

GreatAmericaninsurance.com

GREAT AMERICAN INSURANCE COMPANY

**STATEMENT OF ASSETS, LIABILITIES AND CAPITAL & SURPLUS
AS OF DECEMBER 31, 2014**

ADMITTED ASSETS		LIABILITIES, CAPITAL AND SURPLUS	
Bonds.....	\$ 2,606,946,732	Unpaid losses and loss expenses.....	\$ 2,604,906,915
Stocks.....	1,268,211,297	Reserve for underwriting expenses.....	211,147,128
Mortgage loans on real estate.....	232,715,906	Federal and foreign income taxes.....	5,498,938
Real estate (net of encumbrances).....	51,025,370	Reserve for unearned premiums.....	980,467,964
Cash and short-term investments.....	206,260,376	Ceded reinsurance premiums payable.....	73,077,708
Other invested assets.....	104,035,766	Funds held under reinsurance treaties.....	490,680,683
Receivable for securities.....	6,635,646	Payable for securities.....	8,934,664
Investment income due and accrued.....	24,585,358	Retrospective reinsurance ceded.....	(121,695,341)
Agents' and premium balances.....	475,775,089	Other liabilities.....	145,155,124
Reinsurance recoverable on loss and loss expense payments.....	42,159,415	Total liabilities.....	4,398,173,783
Net deferred tax asset.....	108,796,928	Capital stock.....	\$ 15,440,600
Receivable from affiliates.....	6,441,908	Paid in surplus.....	322,831,611
Receivable from Federal Crop Insurance Corporation.....	493,294,639	Special surplus funds.....	121,695,341
Company owned life insurance.....	144,510,736	Unassigned funds.....	953,598,448
Funds held as collateral.....	8,799,572	Policyholders' surplus.....	1,413,566,000
Funded deductibles.....	12,638,694		
Other admitted assets.....	18,906,351		
Total.....	\$ 5,811,739,783	Total.....	\$ 5,811,739,783

Securities have been valued on the basis prescribed by the National Association of Insurance Commissioners

STATE OF OHIO

SS:

COUNTY OF HAMILTON

Robert J. Schwartz, Vice President and Controller, and Stephen Beraha, Assistant Vice President and Assistant Secretary, being duly sworn, each for himself depose and says that they are the above described officers of the Great American Insurance Company of Cincinnati, Ohio; that said Company is a corporation duly organized, existing and engaged in business as a Surety by virtue of the laws of the State of Ohio and has duly complied with all the requirements of the laws of said state applicable to said Company and is duly qualified to act as Surety under such laws; that said Company has also complied with and is duly qualified to act as Surety under Public Law 97-258 enacted September 13, 1982 (96 Stat. 1047 as amended; 31 U.S.C. 9304-9308); that to the best of their knowledge and belief the above statement is a full, true and correct Statement of the Assets, Liabilities and Capital & Surplus of the said Company as of December 31, 2014.

Subscribed and sworn to before me

this 16th day of February, 2015.



[Signature]
Controller

[Signature]
Assistant Secretary

[Signature]
Public Notary L.R.A. MEYER
Notary Public, State of Ohio
My Commission Expires 11-08-2016

SmartEnergy Holdings, LLC would like Section 451.340 (1) – Contractual Agreement with GP Renewables & Trading, LLC, redacted in its entirety.



575 Lexington Avenue, 4th Floor, New York, NY 10022

tel 212 779 7000 fax 212 779 3061

Section 451.340 (2) Attachment

Jackie Kern is currently the Chief Marketing Officer for SmartEnergy. Prior to joining SmartEnergy, she co-founded Main Street Direct, a full-service direct response agency specializing in customer acquisition. Jackie was a Managing Director at Main Street Direct for 20+ years. During that time she was responsible for the strategic development and general management of the firm, which includes overseeing the Client Services, Media and New Business teams.

Jackie is a frequent speaker at the Direct Marketing Association (DMA) functions and currently serves on the Executive Committee of the DMA Ethics Committee and is on the advisory board of the DMA's Insert Media Council. Additionally, she has been selected to judge both the DMA International ECHO awards and the DMEF College ECHO Awards.

Section 451.340 (3) Attachment

SmartEnergy Organizational Chart

