

**Attachment 1**

Demonstration that Applicant is licensed to do business in the State of Illinois [551.20(e)].

**Please refer to the attachment.**

**FILED**

FORM **BCA 13.15** (rev. Dec. 2003)  
APPLICATION FOR AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS  
Business Corporation Act

**JUL 15 2010**

**JESSE WHITE  
SECRETARY OF STATE**

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
www.cyberdriveillinois.com

Remit payment in the form of a cashier's  
check, certified check, money order  
or an Illinois attorney's or CPA's check  
payable to the Secretary of State.  
**SEE NOTE 1 CONCERNING PAYMENT!**

6718-018-4  
File #

Filing Fee \$ 150 Franchise Tax \$ 906.19 Penalty/Interest \$ — Total \$ 1056.19 Approved:   
Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. (a) CORPORATE NAME: U.S. Gas & Electric, Inc.  
(Complete Item 1 (b) only if the corporate name is not available in this state.)
- (b) ASSUMED CORPORATE NAME: \_\_\_\_\_  
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation Delaware; Date of Incorporation 11/4/1999; Period of Duration Perpetual

3. (a) Address of the principal office, wherever located: 290 N.W. 165th Street, PH5  
N. Miami Beach, FL 33169

(b) Address of principal office in Illinois: None  
(If none, so state)

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: Incorporating Services, Ltd.

Registered Office:	<u>1 West Old State Capital Plaza, Suite 805</u>		
	<u>Springfield</u>	<u>62701</u>	<u>Sangamon</u>
	<u>City</u>	<u>ZIP Code</u>	<u>County</u>

(A.P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)  
Delaware, New York, New Jersey, Pennsylvania, Maryland, Ohio, Michigan, Indiana

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

Name	No. & Street	City	State	ZIP
President	<u>Please see Exhibit 1</u>			
Secretary	_____			
Director	_____			
Director	_____			
Director	_____			

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

Selling of Natural Gas

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Please see Exhibit 2				
(If more, attach list)				

9. Paid-in Capital: \$ 20,406,246.00  
 ("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 50,000,000  
 (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 0  
 (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 102,000,000  
 (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 4,500,000

11. Interrogatories: (Important - this section must be completed.)

(a) Is the corporation transacting business in this state at this time? No  
 (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated May 28 2010  
 (Month & Day) (Year)

U.S. Gas & Electric, Inc.  
 (Exact Name of Corporation)

(Any Authorized Officer's Signature)  
Doug Marshall, Jr. CEO  
 (Print Name and Title) President

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.



6718-0186



CO0098239

OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

FILED

Assumed Name Renewal

JUN 03 2015

May 20, 2015

JESSE WHITE  
SECRETARY OF STATE

RE: U.S. GAS & ELECTRIC, INC.

In accordance with the Business Corporation Act of 1983, effective July 1, 1984, corporate assumed name(s) shall be renewable for the periods of five years expiring in years evenly divisible by five. The fee is \$150.00 per assumed name if submitted on time and \$155.00 if late.

Listed below please find the assumed name(s) currently in use by the above-referenced corporation. If you wish to renew any of the listed assumed name(s) simply circle the appropriate answer and submit with the required fee and sign below.

If you wish to apply for a new assumed name, contact this office and appropriate forms will be provided.

Signature *J. McKillop Mann* *Corporate Secretary* *5/22/15*  
Corporate Title Date

Remit to: Jesse White, Secretary of State  
Department of Business Services  
Room 330 Howlett Building  
Springfield, IL 62756

Assumed name(s)

- YES NO USG&E
- YES NO U.S. GAS & ELECTRIC
- YES NO ILLINOIS GAS & ELECTRIC
- YES NO USGE
- YES NO ILGE
- YES NO ILG&E

## **Attachment 2**

Proof of notification to each utility of Applicant's intent to serve in the utility's service area is provided.

**Please refer to the attachment.**



**VIA FEDERAL EXPRESS**

April 20, 2016

Brice A. Sheriff  
200 W. Washington Street  
Springfield, IL 62701-1117

Dear Mr. Sheriff:

Pursuant to Section 551.30(c)(3), Required Filings and Procedures of the Public Utilities Act, this correspondence serves as our notification that Illinois Gas & Electric intends to serve as an alternative gas supplier in the Ameren service territory to small commercial customers.

Please do not hesitate to contact me at (786) 536-3927 or [mmann@usgande.com](mailto:mmann@usgande.com) if you should have any questions regarding this matter.

Sincerely,

*Michelle Mann*  
Michelle Mann  
Compliance Paralegal



**VIA FEDERAL EXPRESS**

April 20, 2016

Lewis Binswanger  
NiCor Gas  
1844 Ferry Rd.  
Naperville, IL 60563

Dear Mr. Binswanger:

Pursuant to Section 551.30(c)(3), Required Filings and Procedures of the Public Utilities Act, this correspondence serves as our notification that Illinois Gas & Electric intends to serve as an alternative gas supplier in the NiCor service territory to residential and small commercial customers.

Please do not hesitate to contact me at (786) 536-3927 or [mmann@usgande.com](mailto:mmann@usgande.com) if you should have any questions regarding this matter.

Sincerely,

***Michelle Mann***  
Michelle Mann  
Compliance Paralegal



**VIA FEDERAL EXPRESS**

April 20, 2016

Thomas G. Aridas, Director  
Gas Regulatory Policy  
200 E. Randolph St., 23<sup>rd</sup> Fl.  
Chicago, IL 60601

Dear Mr. Aridas:

Pursuant to Section 551.30(c)(3), Required Filings and Procedures of the Public Utilities Act, this correspondence serves as our notification that Illinois Gas & Electric intends to serve as an alternative gas supplier in the North Shore Gas service territory to residential and small commercial customers.

Please do not hesitate to contact me at (786) 536-3927 or [mmann@usgande.com](mailto:mmann@usgande.com) if you should have any questions regarding this matter.

Sincerely,

***Michelle Mann***

Michelle Mann  
Compliance Paralegal



**VIA FEDERAL EXPRESS**

April 20, 2016

Thomas G. Aridas, Director  
Gas Regulatory Policy  
200 E. Randolph St., 23<sup>rd</sup> Fl.  
Chicago, IL 60601

Dear Mr. Aridas:

Pursuant to Section 551.30(c)(3), Required Filings and Procedures of the Public Utilities Act, this correspondence serves as our notification that Illinois Gas & Electric intends to serve as an alternative gas supplier in the Peoples Gas service territory to residential and small commercial customers.

Please do not hesitate to contact me at (786) 536-3927 or [mmann@usgande.com](mailto:mmann@usgande.com) if you should have any questions regarding this matter.

Sincerely,

*Michelle Mann*  
Michelle Mann  
Compliance Paralegal

### **Attachment 3**

Applicant's required license or permit bond.

**Please be advised original Bond No. 0657953 was previously provided in our correspondence dated March 21, 2016. Attached is a copy of the same.**

#### **Attachment 4**

Required materials or certifications supporting Applicant's financial qualifications pursuant to Subsection 551.80 (specify which subsection of 551.80 Applicant is meeting).

**Please refer to the attachment.**

**U.S. GAS & ELECTRIC, INC.**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

# U.S. GAS & ELECTRIC, INC.

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**Independent Auditors' Report.**

**Consolidated Financial Statements**

**Notes to Consolidated Financial Statements**

**Supplementary Information**



## INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders of  
U.S. Gas & Electric, Inc.

*Report on the Financial Statements*

*Management's Responsibility for the Financial Statements*

*Auditors' Responsibility*



*Opinion*

*Marcum LLP*

Fort Lauderdale, FL  
March 28, 2016

**U.S. GAS & ELECTRIC, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2015 AND 2014**

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	<u>2015</u>	<u>2014</u>
<b>Assets</b>		
<b>Current Assets</b>		

**Liabilities**

*The accompanying notes are an integral part of these consolidated financial statements .*

**U.S. GAS & ELECTRIC, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2015 AND 2014**

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2015

2014

*The accompanying notes are an integral part of these consolidated financial statements .*

**U.S. GAS & ELECTRIC, INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

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2015

2014

*The accompanying notes are an integral part of these consolidated financial statements.*

U.S. GAS & ELECTRIC, INC.

CONSOLIDATED STATEMENTS OF OWNERS' EQUITY

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*The accompanying notes are an integral part of these consolidated financial statements.*

U.S. GAS & ELECTRIC, INC.

CONSOLIDATED STATEMENTS OF OWNERS' EQUITY

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*The accompanying notes are an integral part of these consolidated financial statements.*

**U.S. GAS & ELECTRIC, INC.**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

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2015

2014

*The accompanying notes are an integral part of these consolidated financial statements.*

**U.S. GAS & ELECTRIC, INC.**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

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2015

2014

*The accompanying notes are an integral part of these consolidated financial statements.*

**U.S. GAS & ELECTRIC, INC.**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

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**U.S. GAS & ELECTRIC, INC.**

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014**

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**U.S. GAS & ELECTRIC, INC.**

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**U.S. GAS & ELECTRIC, INC.**

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**U.S. GAS & ELECTRIC, INC.**  
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**ENERGY SERVICES PROVIDERS**  
**SUPPLEMENTARY INFORMATION**

# MARCUM

ACCOUNTANTS ▲ ADVISORS



MARCUMGROUP  
MEMBER

ENERGY SERVICES PROVIDERS, INC.

CONSOLIDATING BALANCE SHEETS

DECEMBER 31, 2015 AND 2014

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December 31, 2015

December 31, 2014

*See independent auditors' report on supplementary information.*

ENERGY SERVICES PROVIDERS, INC.  
CONSOLIDATING STATEMENTS OF OPERATIONS  
DECEMBER 31, 2015 AND 2014

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December 31, 2015

December 31, 2014

*See independent auditors' report on supplementary information.*

ENERGY SERVICES PROVIDERS, INC.  
CONSOLIDATING STATEMENTS OF CASH FLOWS

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DECEMBER 31, 2015 AND 2014

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December 31, 2015

December 31, 2014

*See independent auditors' report on supplementary information.*

**U.S. GAS & ELECTRIC, INC.**  
**NOTES TO SUPPLEMENTARY INFORMATION**

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