



NON-CONFIDENTIAL

September 1, 2010

HAND DELIVERED VIA FEDERAL EXPRESS

Rosemary Chiavetta, Secretary
Commonwealth of Pennsylvania
Pennsylvania Public Utility Commission
Keystone Building, 2nd Floor Room N201
Harrisburg, PA 17120

Dear Ms. Chiavetta:

Enclosed please find an original copy and a compact disk containing the Electric Generation Supplier Application of the AOBA Alliance, Inc. ("Application") to be a licensed Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy. An electronic copy of the Non-confidential Application has also been filed with the PUC. A single copy of the Application containing privileged and confidential information is also filed with this application in accordance with 52 Pa Code Section 54.32(f). Compliance with 52 Pa Code Section 54.35 and Appendix D of the PUC application, regarding public notice of this filing and proof of publication, will be made upon receipt of a docket number from the PUC. Appendix C and E of the PUC's application are not included with the AOBA Alliance, Inc. Application because they are not applicable to the Company's request to be licensed as a Broker and Marketer. A copy of the Essential Contact Information Form is attached to this Application.

AOBA Alliance, Inc. will provide services as a Broker and Marketer to commercial, industrial and government customers throughout the Commonwealth of Pennsylvania. The application fee of \$350, made payable to the Commonwealth of Pennsylvania, is attached to this Application.

In its capacity as a licensed Broker and Marketer, AOBA Alliance, Inc. will neither contract for nor take title to the electricity commodity. Consistent with PUC requirements, with exception to the standard bond requirements of \$250,000, the AOBA Alliance, Inc. Application has provided proof of bond in the amount of \$10,000.



The Application contains **privileged and confidential** financial information in Attachment 5 of this Application which AOBA Alliance, Inc. seeks to protect from public disclosure pursuant to 52 Pa Code Section 54.32(f). AOBA Alliance, Inc. seeks to protect this information from public disclosure because of the competitively sensitive nature and importance of this financial information. The privileged and confidential information in the Application is marked and identified in accordance with Section 54.32(f) and is provided under separate cover letter.

Please direct any questions to the undersigned counsel at 202.296-3390.

Sincerely,

A handwritten signature in black ink that reads 'Keith Townsend'. The signature is written in a cursive style with a horizontal line underlining the name.

Keith Townsend, Esq.
Attorney, AOBA Alliance, Inc.

cc: Service List



CERTIFICATE OF SERVICE

I hereby certify that I have this 1st day of September 2010 served a true copy of the foregoing **Non-confidential** version of the Electricity Supplier Application of the AOBA Alliance, Inc. ("Application") upon the parties, listed below, in accordance with the requirements of § 1.54 (52 PA Code Section 1.52 relating to service by a party). The parties listed below were served by overnight hand-delivery by Federal Express. A copy of this Application was served by hand delivery and electronically filed with the PUC Secretary.

Irwin A. Popowsky
Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

William R. Lloyd, Jr.
Commerce Building, Suite 1102
Small Business Advocate
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

Dated this 31st day of August 2010

A handwritten signature in black ink, appearing to read 'Keith Townsend', is written over a horizontal line.

Keith Townsend, Esq.
Attorney, AOBA Alliance, Inc.

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

AOBA Alliance, Inc.

AOBA Alliance, Inc.

Application of _____, d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) [as specified in item #8 below] to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

AOBA Alliance, Inc.
1050 17th Street, NW
Suite 300
Washington, D.C. 20036
202.296.3390 – Office No.
202.296.6987 – Fax No.

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number.

N/A

2. a. **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

Keith Townsend, Esq.
AOBA Alliance, Inc.
1050 17th Street, NW
Suite 300
Washington, D.C. 20036
202.296.3390 – Office No.
202.296.6987 – Fax No.

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

Keith Townsend, Esq.
AOBA Alliance, Inc.
1050 17th Street, NW
Suite 300
Washington, D.C. 20036
202.296.3390 – Office No.
202.296.6987 – Fax No.
202.306.1599 – Cell No.

3. a. **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

Keith Townsend, Esq.
AOBA Alliance, Inc.
1050 17th Street, NW
Suite 300
Washington, D.C. 20036
202.296.3390 – Office No.
202.296.6987 – Fax No.

- b. **REGISTERED AGENT:** If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

C T Corporation System
116 Pine Street, Suite 320
Harrisburg, PA 17101
717.234.6004 – Office No.
717.234.6024 – Fax No.

4. **FICTITIOUS NAME:** (select and complete appropriate statement)

The Applicant will be using a fictitious name or doing business as (“d/b/a”):

Attach to the Application a copy of the Applicant’s filing with the Commonwealth’s Department of State pursuant to 54 Pa. C.S. §311, Form PA-953.

or

The Applicant will not be using a fictitious name.

5. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:** (select and complete appropriate statement)

The Applicant is a sole proprietor.

If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa. C.S. §4124 relating to Department of State filing requirements.

or

The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa. C.S. §8211)
- foreign limited liability limited partnership (15 Pa. C.S. §8211)

Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

or

- The Applicant is a :
- domestic corporation (none)
 - X foreign corporation (15 Pa. C.S. §4124)
 - domestic limited liability company (15 Pa. C.S. §8913)
 - foreign limited liability company (15 Pa. C.S. §8981)
 - Other _____

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation. See Attachment (1) Commonwealth of Pennsylvania, Department of State Certificate of Authority for the AOBA Alliance, Inc. Issued July 22, 2010 (Entity No.3969205); See Attachment (2) Proof of Publication of the AOBA Alliance, Inc. Certificate of Authority; See Attachment (3) Articles of Incorporation.

Give name and address of officers.

See Attachment 4.

District of Columbia

The Applicant is incorporated in the state of _____.

6. **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:** (select and complete appropriate statement)

- Affiliate(s) of the Applicant doing business in Pennsylvania are:

Give name and address of the affiliate(s) and state whether the affiliate(s) are jurisdictional public utilities.

- If the Applicant or an affiliate has a predecessor who has done business within Pennsylvania, give name and address of the predecessor(s) and state whether the predecessor(s) were jurisdictional public utilities.

or

- The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.

7. **APPLICANT'S PRESENT OPERATIONS:** (select and complete the appropriate statement)

- The Applicant is presently doing business in Pennsylvania as a
- vertically-integrated provider of generation, transmission, and distribution services.
 - municipal electric corporation providing service outside its municipal limits.
 - electric cooperative
 - local gas distribution company
 - nonintegrated provider of electric generation, transmission or distribution services.
 - Other. (Identify the nature of service being rendered.)

or

- The Applicant is not presently doing business in Pennsylvania.

8. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- Generator and supplier of electric power.
- Municipal generator and supplier of electric power.
- Electric Cooperative and supplier of electric power
- Broker/Marketer engaged in the business of supplying electricity.
- Aggregator engaged in the business of supplying electricity
- Other (Describe): AOBA Alliance, Inc. will act as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

9. **PROPOSED SERVICES:** Generally describe the electric services or the electric generation services which the Applicant proposes to offer.

AOBA Alliance, Inc. will operate as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

10. **SERVICE AREA:** Generally describe the geographic area in which Applicant proposes to offer services.

Throughout the Commonwealth of Pennsylvania, AOBA Alliance, Inc. will conduct business as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

11. **CUSTOMERS:** Applicant proposes to initially provide services to:

- Residential Customers
- Commercial Customers - (25 kW and Under)
- Commercial Customers - (Over 25 kW)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

12. **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number _____.
- Not applicable

October 1, 2010

13. **START DATE:** The Applicant proposes to begin delivering services on _____ (approximate date), or immediately upon the approval of this Application, whichever occurs first.

14. **NOTICE:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, serve a copy of the signed and verified Application with attachments on the following:

Irwin A. Popowsky
Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

William R. Lloyd, Jr.
Commerce Building, Suite 1102
Small Business Advocate
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

Any of the following Electric Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

Gary A. Jack, Assistant General Counsel
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

John P. Litz, Division Controller
UGI Utilities, Inc.
Electric Division
400 Stewart Road
P.O. Box 3200
Hanover Industrial Estates
Wilkes-Barre, PA 18773-3200

(Metropolitan Edison Company or Pennsylvania Electric Company)
Blaine W. Uplinger, Jr., Director of Governmental and Regulatory Affairs
FirstEnergy
100 APC Building
800 North third Street
Harrisburg, PA 17102-2025

Paul E. Russell, Associate General Counsel
PPL
Two North Ninth Street
Allentown, PA 18108-1179

Carol C. Reilly, Manager, Energy Acquisition
PECO Energy Company
2301 Market Street
Philadelphia, PA 19101-8699
215.841.4512
carol.reilly@peco-energy.com

Stephen L. Feld, Attorney
Pennsylvania Power Company
First Energy Corporation
76 South Main Street
Akron, OH 44308

John L. Munsch, Attorney
Allegheny Power
800 Cabin Hill Drive
Greensburg, PA 15601-1689

Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, attach Proof of Service of the Application and attachments upon the above named parties. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14.

15. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.
16. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings. Not Applicable.
17. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** Electricity should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.
- a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

Uatausha Taylor, AOBA Alliance Administrator
 AOBA Alliance, Inc.
 1050 17th Street, NW
 Suite 300
 Washington, D.C. 20036
 202.296.3390 – Office No.
 202.296.6987 – Fax No.

Keith Townsend, Esq. (Alternate)
 AOBA Alliance, Inc.
 1050 17th Street, NW
 Suite 300
 Washington, D.C. 20036
 202.296.3390 – Office No.
 202.296.6987 – Fax No.

- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers. Not Applicable.
- c. If proposing to serve Residential and/or Small Commercial (under 25 kW) customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix C to this Application.

Not Applicable. AOBA Alliance, Inc. will operate as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy. AOBA Alliance, Inc. will not serve residential customers.

18. **BONDING:** In accordance with 66 PA. C.S. Section 2809(C) (1)(l), the Applicant is:
- Furnishing a copy of initial bond , letter of credit or proof of bonding to the Commission in the amount of \$250,000.
- Furnishing proof of other initial security for Commission approval, to ensure financial responsibility.
- Filing for a modification to the \$250,000 and furnishing a copy of an initial bond, letter of credit or proof of

bonding to the Commission for the amount of \$ 10,000. Applicant is required to provide information supporting an amount less than \$250,000.

AOBA Alliance, Inc. will operate as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

At the conclusion of Applicant's first year of operation it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on an annual basis.

19. **FINANCIAL FITNESS:**

A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following: **See Attachment 5 (Privileged and Confidential Information pursuant to 52 Pa Code Section 54.32(f)).**

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies. **See Attachment 5 (Privileged and Confidential Information pursuant to 52 Pa Code Section 54.32(f)).**
- Published parent company financial and credit information.
- Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee. **See Attachment 5 (Privileged and Confidential Information pursuant to 52 Pa Code Section 54.32(f)).**
- Audited financial statements. **See Attachment 5 (Privileged and Confidential Information pursuant to 52 Pa Code Section 54.32(f)).**
- Such other information that demonstrates Applicant's financial fitness.

B. Applicant must provide the following information:

- Identify Applicant's chief officers including names and their professional resumes. See Attachment 4.
- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

Jeanne Clarke
AOBA
1050 17th Street, NW
Suite 300
Washington, D.C. 20036
202.296.3390 – Office No.
202.296.3399 – Fax No.

20. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by electric utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes. **See Attachment 4.**
 - Proposed staffing and employee training commitments: Staffing includes an AOBA Alliance Administrator, Director of Business Development, two Attorneys, Chief Economist, Director of Administration, and Director of Communications.
 - Business plans: AOBA Alliance, Inc. will operate as a Broker and Marketer that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.
 - Documentation of membership in ECAR, MAAC or other regional reliability councils shall be submitted if applicable to the scope and nature of the applicant's proposed services. Not Applicable.
 - An affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. Not Applicable.
21. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application.
22. **ASSESSMENT:** The Applicant acknowledges that Title 66, Chapter 5, Section 510 grants to the Commission the right to make assessments to recover regulatory expenses and that as a supplier of electricity or an electric generation supplier it will be assessed under that section of the Pennsylvania Code. The Applicant also acknowledges that the continuation of its license as a supplier of electricity or an electric generation supplier will be dependent upon the payment of all prior years assessments.
23. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.
24. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- a. Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
 - b. The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
 - c. Applicant shall report to the Commission the following information on an annual basis:
 - the percentages of total electricity supplied by each fuel source
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.**
25. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.
26. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds

for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

27. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

Applicant: AOBA Alliance, Inc.

By: Keith Townsend, Esq.

Title: Attorney, AOBA Alliance, Inc.

AOBA Alliance, Inc. Appendix A License Bond

MERCHANTS
BONDING COMPANY

2100 FLEUR DRIVE, DES MOINES, IOWA 50321-1158
(515) 243-8171 FAX (515) 243-3854

License Bond

Bond Number: PA 10200

KNOW ALL MEN BY THESE PRESENTS that AOBA Alliance, Inc.
as Principal, and Merchants Bonding Company (Mutual) of Des Moines, Iowa, as Surety, are firmly bound unto
Pennsylvania Public Utility Commission, as Obligee, in the penal sum of Ten Thousand and no/100 Dollars
(\$10,000.00), lawful money of the United States of America for the payment of which, well and truly to be made, we
bind ourselves, our heirs, executors and administrators, successors and assigns, jointly, severally, and firmly by these presents.

SIGNED, SEALED AND DATED THIS day 12th of August, 2010.

THE CONDITION OF THIS OBLIGATION IS SUCH, that Whereas the Principal has made application for a
license to the Obligee to offer, render, furnish or supply electricity or electric generation services to the public.

NOW THEREFORE, the condition of this obligation is such that the Principal must act in accordance with
Section 2809(c)(1)(i) of the Public Utility Code, 66 Pa. C.S. 2809(c)(1)(i), to assure compliance with applicable
provisions of the Public Utility Code, 66 Pa. C.S. 101, et seq. and the rules and regulation of the Pennsylvania Public
Utility Commission by the Principal as a licensed electric generation supplier; to ensure the payment of Gross Receipts
Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. 2810; and to ensure the supply of electricity at
retail in accordance with contracts, agreements or arrangement. Payment of claims shall have the following priority: (I)
The Commonwealth of Pennsylvania; (II) Electric Distribution Companies for the reimbursement of Gross Receipts Tax;
and (III) Private Individuals. Proceeds of the bond may not be used to pay any penalties or fines levied against the
Principal for violations of the law, or for the payment of any other tax obligations owed to the Commonwealth of
Pennsylvania.

NOW THEREFORE, if the Principal shall, during the period commencing on the aforesaid date, faithfully
observe and honestly comply with such rules, regulations and statutes that are applicable to an electric generation supplier
licensed in Pennsylvania and fulfills its obligation to pay the Gross Receipts Tax to the Commonwealth, and to deliver
electricity at retail in accordance with contracts, agreements and arrangements, require the execution of this bond, then
this obligation shall become void and of no effect. Under no circumstances shall Surety's liability exceed the penal sum
of the bond regardless of the number of years the bond is in force or the number of claims made on the bond.

PROVIDED, the Surety may terminate its future liability under this Bond sixty (60) days after furnishing written
notice of such intention to terminate. This termination shall not affect the liability of the Surety and the Principal for any
liability incurred by the Principal prior to the effective date of such termination. Any claim under this bond must be
instituted within three (3) months of the effective date of termination.

THIS BOND WILL EXPIRE August 12, 2011, but may be continued by continuation certificate signed by
Principal and Merchants Bonding Company (Mutual). Merchants Bonding Company (Mutual) may at any time terminate
its liability by giving sixty (60) days written notice of the Obligee, and Merchants Bonding Company (Mutual) shall not
be liable for any default after such sixty-day notice period, except for defaults occurring prior thereto.

Signed, sealed and dated August 12, 2010.

AOBA Alliance, Inc.

Principal

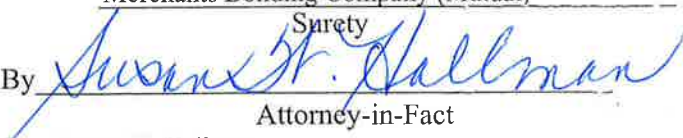
COUNTERSIGNED BY

N/A

Registered Agent

EGS License Application
PA PUC Document #: 131964

MSC 1143 PA (11/09)

Merchants Bonding Company (Mutual)
Surety
By 
Attorney-in-Fact
Susan W. Hallman

AOBA Alliance, Inc. Appendix B Tax Certification Statement

APPENDIX B

COMMONWEALTH OF PENNSYLVANIA
PUBLIC UTILITY COMMISSION

TAX CERTIFICATION STATEMENT

A completed Tax Certification Statement must accompany all applications for new licenses, renewals or transfers. Failure to provide the requested information and/or any outstanding state income, corporation, and sales (including failure to file or register) will cause your application to be rejected. If additional space is needed, please use white 8 1/2" x 11" paper. Type or print all information requested.

1. CORPORATE OR APPLICANT NAME AOBA Alliance, Inc.	2. BUSINESS PHONE NO. (202) 296-3390 CONTACT PERSON(S) FOR TAX ACCOUNTS: Jeanne Clarke
--	--

3. TRADE/FICTITIOUS NAME (IF ANY)
N/A

4. LICENSED ADDRESS (STREET, RURAL ROUTE, P.O. BOX NO.) (POST OFFICE) STATE (ZIP)
1050 17th Street, NW, Suite 300, Washington, DC 20036

5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION

8. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICER(S)

NAME (PRINT) David C. Farmer	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Jeffrey L. Garner	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Donald A. Tennant	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Joseph J. Nichols	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) V. Mark Policy & Bruce R. Oliver	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _

9. LIST THE FOLLOWING STATE TAX IDENTIFICATION NUMBERS. **(ALL ITEMS: A, B, AND C MUST BE COMPLETED)**

A. SALES TAX LICENSE (8 DIGITS) APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/> _ _ - _ _ _ _ _ - _ _	C. CORPORATE BOX NUMBER (7 DIGITS) APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/> _ _ _ _ _ _ _
B. EMPLOYER ID (EIN) (9 DIGITS) APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/> 5 2 - 2 3 3 1 3 0 2	

10. Do you have PA employees either resident or non-resident? YES NO

11. Do you own any assets or have an office in PA? YES NO

NAME AND PHONE NUMBER OF PERSON(S) RESPONSIBLE FOR FILING TAX RETURNS

James Berg, PA	Same	Same
PA SALES AND USE TAX	EMPLOYER TAXES	CORPORATE TAXES
PHONE 301-230-1800	PHONE	PHONE

Telephone inquiries about this form may be directed to the Pennsylvania Department of Revenue at the following numbers:
 (717) 772-2673, TDD# (717) 772-2252 (Hearing Impaired Only)

AFFIDAVIT

[Commonwealth/State] of District of Columbia

ss.

County of _____

Keith Townsend

_____, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

Attorney

AOBA Alliance, Inc.

[He/she is the _____ (Office of Affiant) of _____ (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

AOBA Alliance, Inc.

That the Applicant herein _____ has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

AOBA Alliance, Inc.

That the Applicant herein _____ has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

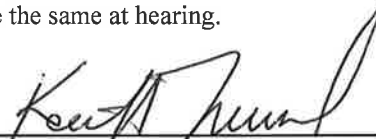
AOBA Alliance, Inc.

That the Applicant herein _____ acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

AOBA Alliance, Inc.

That the Applicant herein _____ acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

District of Columbia, ss
Sworn and subscribed before me this 31st day of August, 2010.



Signature of official administering oath

My commission expires _____
THOMAS S. PAQUIN
Notary Public, District of Columbia
My Commission Expires April 30, 2013

AFFIDAVIT

[~~Commonwealth/State~~] of District of Columbia :

ss.

County of _____
Keith Townsend

_____, Affiant, being duly [sworn/affirmed] according to law, deposes and that:

[He/she is the _____ Attorney _____ AOBA Alliance, Inc. (Office of Affiant) of _____ (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

AOBA Alliance, Inc.

That _____, the Applicant herein, acknowledges that [Applicant] may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

AOBA Alliance, Inc.

That _____, the Applicant herein, asserts that [he/she/it] possesses the requisite technical, managerial, and financial fitness to render electric service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

AOBA Alliance, Inc.

That _____, the Applicant herein, certifies to the Commission that it is subject to _____, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

AOBA Alliance, Inc.

That _____, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, §2807 (C), §2807(D)(2), §2809(B) and the standards and billing practices of 52 PA. Code Chapter 56.

That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the law.

That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.



Signature of Affiant

District of Columbia: ss
Sworn and subscribed before me this 31st day of August, ~~18~~ 2010.



Signature of official administering oath

THOMAS S. PAQUIN
Notary Public, District of Columbia
My Commission Expires April 30, 2013

My commission expires _____.

SUPPLIER COMPANY CONTACTS

Company Name:

AOBA Alliance, Inc.

Date Submitted:

September 1, 2010

Company d/b/a:

AOBA Alliance, Inc.

Company License Number:

Pending

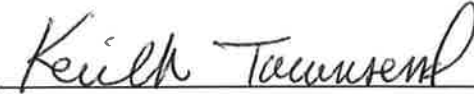
	M.	First Name	Last Name	Prof. Title	Street	City	State	Zip	Phone	FAX	E-Mail
EXAMPLE:	Mr.	Robert	Bennett	Manager	P.O. Box 3365	Harrisburg	PA	17105-3265	(717) 787-5553	(717) 772-1933	bennetr@puc.state.pa.us
1 Statutory Agent:	C T		Corporation	Registered Agent	116 Pine Street, Suite 320	Harrisburg	PA	17101	(717) 234-6004	(717) 234-6024	
2 CEO/President:	Mr.	David	Farmer	President	8630 Fenton Street, Suite Silver 625	Spring	MD	20910	(301) 495-1923	(301) 588-5040	DavidF@GradyMfg.com
3 Regulatory Contact:	Mr.	Keith	Townsend	Attorney	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 209-3390	(202) 296-6987	ktownsend@aoba-metro.org
4 Tariff Contact:	Not Applicable										
5 Annual Reports:	Mr.	Keith	Townsend	Attorney	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 296-3390	(202) 296-6987	ktownsend@aoba-metro.org
6 Assessments:	Mr.	Keith	Townsend	Attorney	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 296-3390	(202) 296-6987	ktownsend@aoba-metro.org
7 PEMMA Contact:	Mr.	Keith	Townsend	Attorney	1050 17th Street, NW, Suite 300	Washington	DC	20036	(703) 965-7039	(202) 296-6987	ktownsend@aoba-metro.org
8 Customer Service:	Mrs.	Utausha	Taylor	Alliance Administrator	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 296-3390	(202) 296-6987	utaylor@aoba-metro.org
9 Legal Counsel:	Mr.	Keith	Townsend	Attorney	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 296-3390	(202) 296-6987	ktownsend@aoba-metro.org
10 Complaints Contact:	Mrs.	Utausha	Taylor	Alliance Administrator	1050 17th Street, NW, Suite 300	Washington	DC	20036	(202) 296-3390	(202) 296-6987	utaylor@aoba-metro.org
11 EDI Transactions:	Not Applicable										
12 Electric Phase-In Committee:	Not Applicable										

AOBA All	AOBA All	Pending	#####	Statutory Agent:	0	C T	Corporatio	Registered	116	Pine S	Harrisburg	PA	17101	(717)	234-60	(717)	234-60	0	
AOBA All	AOBA All	Pending	#####	CEO/President:	Mr.	David	Farmer	President	8630	Fent	Silver Spr	MD	20910	(301)	495-19	(301)	588-50	DavidF@GradyMgt.com	
AOBA All	AOBA All	Pending	#####	Regulatory Cont	Mr.	Keith	Townsend	Attorney	1050	17th	Washington	DC	20036	(202)	209-33	(202)	296-69	ktownsend@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	Tariff Contact:	Not	Applicable	0	0	0	0	0	0	0	0	0	0	0	0	
AOBA All	AOBA All	Pending	#####	Annual Reports:	Mr.	Keith	Townsend	Attorney	1050	17th	Washington	DC	20036	(202)	296-33	(202)	296-69	ktownsend@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	Assessments:	Mr.	Keith	Townsend	Attorney	1050	17th	Washington	DC	20036	(202)	296-33	(202)	296-69	ktownsend@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	PEMA Contact:	Mr.	Keith	Townsend	Attorney	1050	17th	Washington	DC	20036	(703)	965-70	(202)	296-69	ktownsend@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	Customer Servic	Mrs.	Utausha	Taylor	Alliance A	1050	17th	Washington	DC	20036	(202)	296-33	(202)	296-69	utaylor@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	Legal Counsel:	Mr.	Keith	Townsend	Attorney	1050	17th	Washington	DC	20036	(202)	296-33	(202)	296-69	ktownsend@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	Complaints Con	Mrs.	Utausha	Taylor	Alliance A	1050	17th	Washington	DC	20036	(202)	296-33	(202)	296-69	utaylor@aoba-metro.org	
AOBA All	AOBA All	Pending	#####	ED I Transaction	Not	Applicable	0	0	0	0	0	0	0	0	0	0	0	0	
AOBA All	AOBA All	Pending	#####	Electric Phase-It	Not	Applicable	0	0	0	0	0	0	0	0	0	0	0	0	

VERIFICATION

I, Keith Townsend, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

Dated: August 31, 2010



Keith Townsend, Esq.
Attorney, AOBA Alliance, Inc.

Attachment (1)

- (a) Commonwealth of Pennsylvania, Department of State Certificate of Authority for the AOBA Alliance, Inc. Issued July 22, 2010 (Entity No. 3969205)**
- (b) Department of Revenue Statement Issued August 16, 2010 to the AOBA Alliance, Inc. Authorizing the Company to Conduct Business in the Commonwealth of Pennsylvania**

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

AOBA Alliance, Inc.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 3969205

Nam, Julien H
1620 L Street, NW, Suite 900
Washington, DC 20036

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

**Application for Certificate of Authority
(15 Pa.C.S.)**

- Foreign Business Corporation (§ 4124)
 Foreign Nonprofit Corporation (§ 6124)

Name Julien H. Nam		
Address c/o Greenstein DeLorme & Luchs, 1620 L St., NW, #900		
City Washington, DC	State DC	Zip Code 20036

Document will be returned to the name and address you enter to the left.



Commonwealth of Pennsylvania
CERTIFICATE OF AUTHORITY 3 Page(s)



T1020367080

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned, hereby states that:

1. The name of the corporation is:
AOBA Alliance, Inc.

2. Complete only when the corporation must adopt a corporate designator for use in Pennsylvania.
The name which the corporation adopts for use in this Commonwealth is:
N/A

3. If the name set forth in paragraph 1 or 2 is not available for use in this Commonwealth, complete the following:
The fictitious name which the corporation adopts for use in transacting business in this Commonwealth is:

The corporation shall do business in Pennsylvania only under such fictitious name pursuant to the attached resolution of the board of directors under the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations) and the attached form DSCB:54-311 (Application for Registration of Fictitious Name).

4. The name of the jurisdiction under the laws of which the corporation is incorporated is: **District of Columbia**

5. The address of its principal office under the laws of the jurisdiction in which it is incorporated is:
1050 17th Street, NW, Suite 300, Washington, DC 20036

Number and street	City	State	Zip
-------------------	------	-------	-----

2010 JUL 22 PM 2: 26

PA. DEPT. OF STATE

6. The (a) address of this corporation's proposed registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:				
(a) Number and street	City	State	Zip	County
CT Corporation System				
(b) Name of Commercial Registered Office Provider				County
c/o: CT Corporation System				Dauphin

7. Check one of the following:

Business Corporation: The corporation is a corporation incorporated for a purpose or purposes involving pecuniary profit, incidental or otherwise.

Nonprofit Corporation: The corporation is a corporation incorporated for a purpose or purposes not involving pecuniary profit, incidental or otherwise.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Application for Certificate of Authority to be signed by a duly authorized officer thereof this 30 day of July, 2010.

AOBA Alliance, Inc.
Name of Corporation

Bruce R. Oliver
Signature

Secretary
Title

Commonwealth of Pennsylvania
DEPARTMENT OF REVENUE

BUREAU OF CORPORATION TAXES
PO BOX 280705
HARRISBURG PA 17128-0705

AUG 16 2010



AOBA ALLIANCE INC
1050 17TH ST NW
STE 300
WASHINGTON DC 20036

Corporate Account No.	2735-285
Fiscal Year End	DEC
Federal EIN #	52-2231302
Incorporation- Authority Date	07-22-2010
NAICS	7389
Taxes Subject	BA

FOREIGN FRANCHISE
LOANS
CORPORATE NET INCOME

Dear Taxpayer:

Welcome to Pennsylvania's business community. The Department of Revenue has been advised that you are authorized to conduct business within the Commonwealth of Pennsylvania.

A Corporate Account Number (file number) has been assigned for tax reporting purposes and is listed above. Please reference this number on all correspondence. The types of taxes that you are subject to report annually are also listed. Carefully review this information and make sure that your name, address and other tax information is complete and accurate. If no Federal Employer Identification Number (EIN) is indicated above, please provide this number as soon as it is available to you from the Federal Government. You should write the Federal EIN in the top right hand corner in the blank space and return this letter to us. If there are changes or additions, make the appropriate adjustments on a copy of this letter and return it promptly to:

PA Department of Revenue
Processing Division-Registry Unit
PO BOX 280705
Harrisburg PA 17128-0705

PLEASE NOTE: Section 601 of the Tax Reform Code of 1971 includes Limited Liability Companies and Business Trusts in the definition of a "corporation" for Capital Stock/Foreign Franchise Tax purposes, regardless of how the entity files with the IRS. Under Section 401, any entity that elects to file as a corporation with the IRS is subject to Corporate Net Income Tax. In the case of Limited Liability Companies and Business Trusts, this determination will be made at the settlement of the PA Corporation Tax Report.

Pay particular attention to the month your business or fiscal year ends for the following reasons:

- * For most taxes, the annual report must be filed within 105 days after the close of your tax year.
- * For Capital Stock, Foreign Franchise, Corporate Net Income, and Mutual Thrift Taxes, your first quarterly estimated payments are due within 75 days following the incorporation/authority date.
- * A Federal Sub-Chapter S Corporation desiring not to be taxed as a PA S Corporation is required to file form REV-976. REV-976 must be filed on or before the due date or extended due date of the first tax period for which it is to be in effect. REV-976 is available at www.revenue.pa.us.

Payments of \$20,000 or more must be remitted electronically. Taxpayers must register with the Department prior to making payments. Register online through the Department's e-Services Center at www.revenue.state.pa.us. You can send your tax payments to the Department over the Internet using e-TIDES (Electronic Tax Information and Data Exchange System). e-TIDES is an Internet business tax filing system available free of charge.

Tax reports must be timely filed annually even if your first year is less than 12 months long, and regardless of the extent of business activity. You are legally obligated to pay timely and file all appropriate tax returns until you formally dissolve your corporate charter, file an out of existence affidavit or cancel a (PUC) license or authorization. Failure to maintain a current filing status can result in penalties and liens.

The Department of Revenue appreciates your cooperation and wishes your business much success in Pennsylvania. If you have any questions, please call the Taxpayer Service & Information Center at (717) 787-1064, or visit our Online Customer Service Center at www.revenue.state.pa.us.

Sincerely,

Bureau of Corporation Taxes
PA Department of Revenue

Attachment (2) Proof of Publication of the AOBA Alliance, Inc. Certificate of Authority

The Patriot-News Co.
2020 Technology Pkwy
Suite 300
Mechanicsburg, PA 17050
Inquiries - 717-255-8213

The Patriot-News
Now you know

ASPECT LEGAL ADVERTISING LLC
P.O. BOX 386

POMPTON PLAINS NJ 07444

THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS

Proof of Publication

Under Act No. 587, Approved May 16, 1929
Commonwealth of Pennsylvania, County of Dauphin) ss

Holly Blain, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 812 to 818 Market Street, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Metro editions which appeared on the date(s) indicated below. That neither she nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

PUBLICATION COPY

This ad # 0002086240 ran on the dates shown below:

August 11, 2010

Holly Blain

Sworn to and subscribed before me this 23 day of August, 2010 A.D.

Notary Public

NOTICE IS HEREBY GIVEN that an Application was filed with the Pennsylvania Dept. of State at Harrisburg, PA on 7/22/10 by AOPA Alliance, Inc., a foreign corporation formed under the laws of the jurisdiction of District of Columbia with its principal office located at 1050 17th St., NW, Suite 300, Washington, DC 20036, for a Cert. of Auth. to do business in PA under the provisions of the PA Business Corporation Law of 1988. The registered office in PA shall be deemed for venue and official publication purposes to be located in Dauphin County.

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sherrita L. Kisner, Notary Public
Lower Paxton Twp., Dauphin County
My Commission Expires Nov. 26, 2011
Member, Pennsylvania Association of Notaries

Proof of Notice of Publication in Dauphin County Reporter

213 North Front Street, Harrisburg, PA 17101

Under Acts approved May 16, 1929, P.L. 1784 and April 24, 1931, P.L. 67, 45 P.S. 1 et seq.

State of Pennsylvania
County of Dauphin

ss:

Donald Morgan, agent of the Publisher of the Dauphin County Reporter, of the County and State aforesaid, being duly sworn, deposes and says that the Dauphin County Reporter, a legal periodical published in the City of Harrisburg, County and State aforesaid, was established January 1, 1898, and designated the Legal Periodical for Dauphin County, on February 5, 1919, since which date the Dauphin County Reporter has been regularly issued in said County, and that the printed notice of publication attached hereto is exactly the same as was printed and published in the regular editions and issues of the Dauphin County Reporter on the following dates, viz:

AUGUST 13, 2010

Affiant further deposes that he is the Agent of the Publisher of the Dauphin County Reporter, a legal Periodical of general circulation, to verify the foregoing statement under oath, and that neither the affiant nor the Dauphin County Reporter is interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statements as to time, place and character of publication are true.



Sworn to and subscribed before me this 13TH
day of AUGUST, 2010


Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Joyce A. Tambolas, Notary Public
City Of Harrisburg, Dauphin County
My Commission Expires Oct. 5, 2012

Member, Pennsylvania Association of Notaries

Copy of Notice of Publication

NOTICE IS HEREBY GIVEN that an Application was filed with the Pennsylvania Dept. of State at Harrisburg, PA on 7/22/10 by AOBA Alliance, Inc., a foreign corporation formed under the laws of the jurisdiction of District of Columbia with its principal office located at 1050 17th Street, NW, Suite 300, Washington, DC 20036, for a Certificate of Authority to do business in Pennsylvania under the provisions of the Pennsylvania Business Corporation Law of 1988.

The registered office in PA shall be deemed for venue and official publication purposes to be located in Dauphin County. a13

Statement of Advertising Costs:

AOBA ALLIANCE, INC.

For publishing the notice or
publication attached hereto
on the above stated dates \$ 70.00
Probating same \$ 5.00
Total \$ 75.00

Publisher's Receipt for Advertising Costs

The Dauphin County Reporter, a legal periodical, hereby acknowledges receipt of the aforesaid notice and publication costs and certifies that the same have been duly paid.

DAUPHIN COUNTY REPORTER

By 

Attachment (3) AOBA Alliance, Inc. Articles of Incorporation.

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

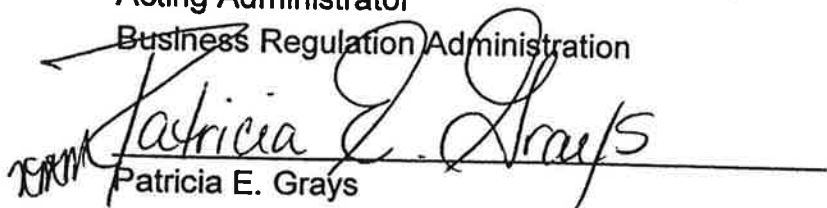
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

AOBA ALLIANCE, INC.

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **27th** day of **March**, **2000**.

Lloyd J. Jordan
Director

Harold F. Nelson
Acting Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

AOBA ALLIANCE, INC.

ARTICLES OF INCORPORATION

The undersigned, a natural person of the age of eighteen years or more, acting as incorporator of a corporation under Title 29, Chapter 3 of the District of Columbia Code (the District of Columbia Business Corporation Act), as amended, adopts the following Articles of Incorporation for such corporation:

1. The name of the corporation (hereinafter called the "Corporation") is: AOBA Alliance, Inc.

2. The duration of the Corporation is perpetual.

3. The purposes for which the Corporation is formed and the businesses or objectives to be carried on and promoted by it are as follows:

3.1 To endorse providers of electricity, natural gas, fuel oil and other energy commodities, advisory services with respect to procuring energy needs, energy billing and information services, and energy efficiency evaluation, engineering, construction, and operations and maintenance services.

3.2 To have and exercise any and all powers and privileges now or hereafter conferred by the laws of the jurisdiction hereinabove referred to upon corporations formed under the District of Columbia Business Corporation Act, or under any Act amendatory thereof or supplemental thereto or in substitution therefor.

The foregoing enumeration of the purposes, objectives, and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and it is not intended by the mention of any particular purpose, objective, or business in any manner to limit or restrict the generality of any other purpose, objective, or business mentioned or the powers and rights now or hereafter conferred by statute upon corporations of a similar character, it being the intention that the purposes, objectives, and powers specified in each of the paragraphs of this Article of these Articles of Incorporation shall, except as otherwise expressly provided, in no way be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this or any other Article of Incorporation or any amendment thereto and shall each be regarded as independent and construed as powers as well as objectives and purposes; provided, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business or exercise any power or do any act which a corporation formed under the laws of the jurisdiction above referred to may not at the time lawfully carry on or do.

FILE

MAR 27

4. The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of common stock with a par value of one cent (\$0.01) per share.

5. The minimum amount of capital with which the Corporation shall commence business shall be not less than one thousand dollars (\$1,000.00), which may be paid in money or other lawful consideration.

6. Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

7. The Corporation shall indemnify its directors, officers, agents and employees (and its former directors, officers, agents and employees and any person who may have served at its request as a director, officer, agent or employee of another corporation in which it owns shares of capital stock or of which it is a creditor) against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding in which they are made parties by reason of being or having been a director, officer, agent or employee of the Corporation, or of such other corporation, except in relation to matters as to which any such person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders, or otherwise. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized in the particular case, upon receipt of an undertaking by or on behalf of such person to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article 6.

8. Any director, individually, or any firm of which any director may be a member, or any corporation or association of which any director may be an officer or director or in which any director may be interested as the holder of any amount of its stock or otherwise, may be a party to, or be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be affected or invalidated because of such relationship or interest; provided, however, that in the event that a director, or any firm of which a director is a member, or any corporation or association of which a director may be an officer or director, is so interested, such fact shall be disclosed or shall have been known to a majority of the Board of Directors of the Corporation. Any director of the Corporation who is also a director or officer of or interested in such other corporation, association or firm may be counted in determining the existence of a quorum at the meeting of the Board of Directors of the Corporation which shall authorize, ratify, or confirm any such

contract or transaction, and may vote thereat to authorize, ratify, or confirm any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation or association or not so interested or a member of a firm so interested.

9. The Board of Directors may adopt, alter, amend or repeal the Bylaws.

10. The address, including street and number, of the initial registered office of the Corporation in the District of Columbia is CT Corporation System. The Company's registered agent for receipt of service of process in the District of Columbia shall be 1025 Vermont Avenue, N.W., Washington, D.C. 20005, whose address is identical with the registered office of the Company.

11. The number of directors shall be fixed by the Bylaws (except as to the number constituting the initial Board of Directors) and may be increased or decreased from time to time by amendment to the Bylaws. The number of directors constituting the initial Board of Directors of the Corporation is one (1). The name and address, including street and number, of the person who is to serve as the initial director until the first annual meeting of shareholders or until his successors are elected and shall qualify is:

<u>Name</u>	<u>Address</u>
Vincent Mark J. Policy	1620 L Street, N.W., Suite 900 Washington, D.C. 20036-5605

12. The name and address (including street and number) of the incorporator is:

<u>Name</u>	<u>Address</u>
Lewis F. Morse	1620 L Street, N.W., Suite 900 Washington, D.C. 20036-5605

Dated: March __, 2000

INCORPORATOR:



Lewis F. Morse

Attachment (4) AOBA Alliance, Inc. Name, Address, and Resume of Officers.



**2010 AOBA Alliance Board of Directors
Elected by AOBA Executive Board November 19, 2009**

1. **David C. Farmer**
Grady Management, Inc.
Energy Conservation Specialist
8630 Fenton Street, Suite 625
Silver Spring, MD 20910

President
(301) 587-3330 *Phone
(301) 588-5040 * Facsimile
(301) 495-1923 *Direct Line
(301) 452-0144 *Cell
Email: DavidF@GradyMgt.com
2. **Jeffrey L. Garner**
Boston Properties
Director of Engineering
505 9th Street, NW, Suite 800
Washington, DC 20004

Vice President
(202) 585-0800 *Phone
(202) 783-6480 *Facsimile
(202) 585-0852 *Direct Line
(301) 980-6730 *Cell
Email: jgarner@bostonproperties.com
3. **Donald A. Tennant, RPA**
Akridge
Director of Engineering and Building Services
601 13th Street, NW, Suite 300N
Washington, DC 20005

Treasurer
(202) 638-3000 *Phone
(202) 628-6852 *Facsimile
(202) 624-8656 *Direct Line
(202) 359-9799 *Cell
Email: DTennant@akridge.com
4. **Joseph J. Nichols**
13403 Alfred Mill Court
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Assistant Treasurer
(703) 635-4748 *Phone
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5. **V. Mark Policy**
Greenstein, DeLorme & Luchs, P.C.
Shareholder
1620 L Street, NW, Suite 900
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Of Counsel
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(202) 452-1410 *Facsimile
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6. **Bruce R. Oliver**
Revilo Hill Associates, Inc.
President
7103 Laketree Drive
Fairfax Station, VA 22039

Secretary and Chief Economist
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David C. Farmer

President, AOBA Alliance, Inc.

Energy Conservation Specialist
Grady Management, Inc.

Responsibilities

David has been GMI's Energy Conservation Specialist since 1983, with a five-year stint as a property manager prior to deregulation. Mr. Farmer handles the contracting and budgeting of gas, electricity, water and sewer, fuel, and communications for all of Grady Management's multi-family and office building portfolios as well as for the company's internal interests. Mr. Farmer also carries the responsibility of working with clients of Grady Management, Inc. and its subsidiary, Priority Engineering Services, and property management staffs to ensure operating costs are kept to a minimum.

Education

B.A., University of Maryland at College Park

Professional Affiliations

AOBA Alliance, Inc. – President
Association of Professional Energy Managers

Professional Experience

Mr. Farmer's experience at Grady Management, Inc. as a manager of both property and energy has provided him with understanding of the needs of all those involved in the operation of an office building and multi-family community, including the needs of the residents and lease holders. This experience within Grady Management, Inc. has been put to use in aiding and advising individuals and property management firms outside of Grady through its subsidiary, Priority Engineering Services. Mr. Farmer has helped Grady Management, Inc., its internal and external clients reduce and keep utility operating costs in check and now helps members of the AOBA Alliance, Inc. achieve similar results.

Duties and Responsibilities

- Management of engineering operations for the Washington Region consisting of 45 buildings comprising over 9 million square feet
- Regional responsibility for the operations, maintenance and improvement of all mechanical and electrical assets
- Design and construction document review of new development projects and tenant improvement work
- Quality control and commissioning of new construction mechanical and electrical systems
- Conducts audits of existing facilities and the due diligence review of planned acquisitions
- Develops staff and provides standard operating procedures
- Coordination of energy management and procurement



Relevant Experience

Mr. Garner has been employed since 1982 in the management, operations, maintenance and construction of commercial real estate.

Employed with Boston Properties since 1987, Mr. Garner has held and progressed through the positions of Chief Engineer, Property Manager and Director of Engineering.

From 1988 to 1991, his position was Chief Engineer with responsibility for four buildings comprising over 800,000 square feet of space. In 1991, Mr. Garner was assigned to the construction team for the Thurgood Marshall Federal Judiciary Building (developed by Boston Properties for the Architect of the Capitol). Upon completion of the project in 1992, he became Property Manager of this same facility. As Property Manager, Mr. Garner developed and administered the management plan for the continuing operations of the building and coordinated numerous landlord and tenant construction projects.

In 1997, Mr. Garner was promoted to his current position as Director of Engineering. In this capacity, he has participated in the acquisition, design, construction, commissioning and start up of over 30 first class office buildings.

Mr. Garner currently provides oversight and technical support to an engineering group of over 85 people and has implemented numerous energy management, electrical and mechanical upgrades to existing properties.

Mr. Garner is currently a board member of the AOBA Alliance and serves as an instructor for the BOMA System Maintenance Technician (SMT) programs.

Registration

Licensed Stationary Engineer, State of Maryland
Licensed Power Engineer, NIULPE
Real Property Administrator (RPA)
Systems Maintenance Administrator (SMA)

LEED AP, U.S. Green Building Council
Certified Energy Manager, Association of Energy Engineers
Member, American Society of Heating, Refrigerating and Air Conditioning Engineers

Qualifications

26 years of progressive advancement in the operation and management of commercial real estate
21 years with Boston Properties

Education

RETS - Graduate, Heating, Ventilation and Air Conditioning Technology, 1982
Montgomery College, Associates Degree, Architectural and Construction Technology, 1992
Montgomery College, Certificate in Civil Engineering Technology, 1996
BOMI Institute, RPA diploma, 2000, SMA diploma, 2001

Awards

Leadership Award, Boland Services
Outstanding Leadership Awards, Apartment and Office Building Association of Metropolitan Washington

Donald A. Tennant, RPA

Treasurer, AOBA Alliance, Inc.

Director Engineering and Building Services
Akridge

Responsibilities

Donald A. Tennant currently serves as Building Service Manager for Akridge, where he is responsible for utility purchasing and monitoring, plant maintenance and performance, and maintenance personnel for a portfolio comprising 4.4 million square feet of office space in the District of Columbia, Maryland and Virginia. This includes responsibility for supervising the essential services and maintenance provided by field personnel to all buildings managed by Akridge. He consults on issues relating to development, construction and maintenance of tenant space as needed. With a staff of 50 trained and skilled individuals, Mr. Tennant ensures that quality porter, lobby attendant, concierge and engineering services are available to all properties in the Akridge community throughout the work day, after hours and in emergencies.

Education:

Bachelor of Science, University of Wisconsin, Eau Claire, WI.

Master of Public Administration, University of Washington, Seattle, WA.

Professional Designations

Real Property Administrator (RPA)

Professional Affiliations

Apartment and Office Building Association (AOBA) – Utility Committee member since 1995.

Downtown BID – Property Management Council – since 1999

Professional Experience

Mr. Tennant has been involved in engineering, corrective maintenance, and preventive maintenance for many years. With his US Navy background and experience, he joined Akridge for commercial real estate management in 1991. Over the past 18 years he has implemented automated and computerized preventive and corrective maintenance systems, improving staffing, refined utility monitoring and reporting, improved building automation and control systems, and worked to improve asset performance. He has developed substantial knowledge of and followed the progress of deregulation in the telecommunications, gas and electricity industries.

Joseph J. Nichols

13403 Alfred Mill Court Oak Hill, VA 20171

(703) 829-2674 (H)*(703)-635-4748 (cell)

jjnichols1@hotmail.com

PROFILE

Operations Management • P & L Responsibility • Program Development
Production & Inventory Management • Staff Development • Labor Relations

Senior Manager specializing in leveraging an extensive network of contacts to develop opportunities to positively impact the business bottom line through increasing sales and cost effective purchasing and operational management. Successful at reviewing current situations, evaluating processes, directing and overseeing the development and implementation of effective system changes.

QUALIFICATIONS SUMMARY

Accomplishments in process design and improvement, operations, warehousing, procurement, sales, customer service, business development and management. Over twenty years of full P&L responsibility, with a proven record of teambuilding, strategic partnering, and long-term planning. Lead successful executive level sales, operations, quality, and productivity campaigns in a corporate environment where growth and accountability are paramount. Key competencies include:

- | | | |
|-------------------------------|-------------------------|----------------------------|
| •Process Design & Improvement | •Staffing & Development | •Project Management |
| •Operations Management | •Procurement Management | •Sales Management |
| •Supply Chain Management | •Investment Management | •Negotiation & Arbitration |

Southern Management Corporation; Vienna, VA

2006 - 2010

Director – Physical Operations

Conducted an operational assessment and developed a plan for the staffing and improving the processes in the following departments for a real estate management company:

- **Contracts & Procurement:** redefined scope, specifications, terms and bid processes for service and capital improvement contracts.
- **Energy:** Established the buying parameters regarding electricity & natural gas in deregulated markets and monthly consumption reporting.
- **Engineering:** Increased engineer staffing, re-directed portfolio coverage, established daily reporting logs and directed the re-sourcing of major capital expenditure projects.
- **Aquatics:** Increased staffing, directed the re-organization of the pre-season and post season activities, directed the establishment of a comprehensive domestic recruiting plan, directed the contracting of foreign recruiting companies for seasonal labor.

Professional Organizations

- **AOBA Alliance**
Board of Directors (2009 – Present)
- **Industry Council of New Jersey**
Treasurer (1996 – 2000)

Vincent Mark J. Policy

Of Counsel, AOBA Alliance, Inc.

Shareholder

Greenstein, DeLorme & Luchs, P.C.

Responsibilities

Vincent Mark J. Policy is a shareholder with the Washington D.C. law firm of Greenstein DeLorme & Luchs, P.C.

Education

Mr. Policy graduated Phi Beta Kappa from the University of Maryland in 1970 and received his Juris Doctor degree in 1973 from Georgetown University Law Center.

Professional Affiliations

He is a member of the bars of the District of Columbia, New York, and the Supreme Court of the United States.

Professional Experience

Mr. Policy practices in the areas of commercial real estate transactions and litigation. He is a well-recognized expert in litigation involving issues affecting the real estate industry in the District of Columbia. He has been a member of the Board of Directors for AOBA Alliance, Inc. since its inception.



BRUCE R. OLIVER

President
Revilo Hill Associates, Inc.

Responsibilities

Bruce R. Oliver is an economist and nationally recognized expert in the areas of energy and utility economics and regulatory policy. Mr. Oliver is the President of Revilo Hill Associates, Inc. which he founded in 1985. His firm, which is based in Fairfax Station, Virginia, operates a national consulting practice serving a diverse group of governmental and private sector clients. Mr. Oliver is a member of the Board of Directors of the AOBA Alliance, Inc. and serves as its economic and energy consultant.

Professional Experience

Mr. Oliver's more than 35 years of experience, has provided him opportunities for in-depth investigation of nearly all aspects of energy and utility markets from the exploration and development of energy resources, to the refining and generation of marketable energy products, to the transportation or transmission of those products to end-use markets, and the forecasting of supply, demand, and prices for those markets. Through his experience Mr. Oliver provides a highly integrated perspective on the operations and economics of energy and utility markets, as well as a rare, if not unique, combination of depth and breadth of understanding energy and utility policy issues.

Mr. Oliver has served as an expert consultant to AOBA on energy and utility matters for the last 28 years, and over that period, he has represented AOBA in regulatory proceedings and in legislative hearings in the District of Columbia, Maryland and Virginia. Prior to forming Revilo Hill Associates, Inc. in 1985, Mr. Oliver served in management and senior consulting positions for Pacific Gas and Electric Company, the Potomac Electric Power Company, ICF, Inc., the Resource Dynamics Corporation.

Mr. Oliver's other clients have included state regulatory commissions, utilities, state-funded consumer advocacy groups, municipal governments, federal agencies, commercial and industrial energy users, hospitals and universities, as well as suppliers of equipment and services to utility markets, the Electric Power Research Institute (EPRI), the World Bank and the Architect of the Capitol. Projects for those clients have included analyses and forecasts of supply, demand, and prices for utility and non-utility energy markets, as well as work on electric, gas, telecommunications, water, and waste water utility rate cases.

To date, Mr. Oliver has filed nearly 400 separate pieces of testimony in nearly 250 proceedings before regulatory commissions in 24 jurisdictions, including: the states of Pennsylvania, New York, New Jersey, Maryland, Delaware, Virginia, North Carolina, Rhode Island, Massachusetts, Vermont, Connecticut, Ohio, Illinois, Wisconsin, Arizona, New Mexico, South Dakota, and California, the District of Columbia, the City of Philadelphia, the U.S. Federal Energy Regulatory Commission (FERC), Guam, the Virgin Islands, and the Province of Alberta, Canada.

Privileged and Confidential Information

Attachment (5) Financial Fitness (Privileged and Confidential Information pursuant to 52 Pa Code Section 54.32(f)) – Provided to the Office of the Secretary, Public Utility Commission