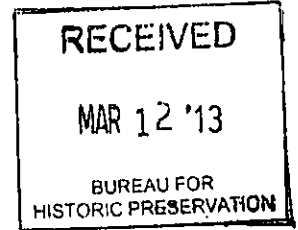




Business • Energy • Success



Secretary of the Commission
Keystone Building, 400 North Street
2nd Floor, Room N201
Harrisburg, PA 17120

March 6, 2013

Enclosed you will find an original application to become a Natural Gas Broker/Marketer from Power Management Co., LLC. Also enclosed you will find one electronic copy and 3 hard copies. If there are any questions in regards to this application please feel free to contact me and I will coordinate the response.

Sincerely,

A handwritten signature in black ink, appearing to read "Ben Roushey".

Benjamin Roushey
Controller
P: (585) 249-1360
F: (585) 249-1361
E: broushey@powermgt.com

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BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Power Management Co., LLC, d/b/a _____, for approval to offer, render, furnish, or 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:

Power Management Co., LLC
1600 Moseley Road, Suite 100
Victor, NY 14564
Phone: (585) 249-1360
Fax: (585) 249-1361

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.

PMC Lightsavers, LLC

- 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:

Ben Roushey
Controller
1600 Moseley Road, Suite 100 Victor, NY 14564
Phone: 585-249-1360
Fax: 585-249-1361
EMAIL: broushey@power.mgt.com

- 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:

Karen Crusoe
Energy Supply Director
1600 Moseley Rd - Suite 100
Victor, NY 14564
PHONE: 585-249-1360
FAX: 585-249-1361

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

HARTER, Secrest + Emery LLP
1600 Bausch + Lomb Place
Rochester, NY 14604-2711

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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:

Barry Thomas
1784 E. Third Street
PO Box 322
Williamsport, PA 17701

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.

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- * 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

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The Applicant is a:

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- domestic corporation (none)
 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.

Give name and address of officers.

John Burt 1600 Moseley Road, Suite 100 Victor, NY 14564
Eric Douthit 1600 Moseley Road, Suite 100 Victor, NY 14564

The Applicant is incorporated in the state of New York

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.

- Does the Applicant have any affiliation with or ownership interest in:
- (a) any other Pennsylvania retail natural gas supplier licensee or licensee applicant,
 - (b) any other Pennsylvania retail licensed electric generation supplier or license applicant,
 - (c) any Pennsylvania natural gas producer and/or marketer,
 - (d) any natural gas wells or
 - (e) any local distribution companies (LDCs) in the Commonwealth

If the response to parts a, b, c, or d above is affirmative, provide a detailed description and explanation of the affiliation and/or ownership interest.

Provide specific details concerning the affiliation and/or ownership interests involving:

- (a) any natural gas producer and/or marketers,
- (b) any wholesale or retail supplier or marketer of natural gas, electricity, oil, propane or other energy sources. **Power Management is a licensed Electricity Broker in Pennsylvania. License # A-2010-2162202**

Provide the Pa PUC Docket Number if the applicant has ever applied:

- (a) for a Pennsylvania Natural Gas Supplier license, or
- (b) for a Pennsylvania Electric Generation Supplier license.

- 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
- natural gas interstate pipeline.
 - municipal providing service outside its municipal limits.
 - local gas distribution company
 - retail supplier of natural gas services in the Commonwealth
 - a natural gas producer
 - Other. (Identify the nature of service being rendered.) **Electricity Broker**
License # A-2010-2162202

or

- The Applicant is not presently doing business in Pennsylvania.

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

- supplier of natural gas services.
- Municipal supplier of natural gas services.
- Cooperative supplier of natural gas services.
- Broker/Marketer engaged in the business of supplying natural gas services.
- Aggregator engaged in the business of supplying natural gas services.
- Other (Describe):

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9. **PROPOSED SERVICES:** Generally describe the natural gas services which the Applicant proposes to offer.

Broker/Marketer of Natural Gas

10. **SERVICE AREA:** Provide each Natural Gas Distribution Company (NGDC) in which Applicant proposes to offer services.

All of Pennsylvania

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

- Residential Customers
- Commercial Customers - (Less than 6,000 Mcf annually)
- Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

12. **START DATE:** The Applicant proposes to begin delivering services on Upon Approval (approximate date).

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13. **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 17120-1921

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 Natural Gas Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: rcrocker@ctenterprises.org</p>	<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: wolfordd@natfuel.com</p>
<p>UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Peoples Natural Gas Company LLC Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 email: Lynda.w.petrichevich@peoples-gas.com PH: 412.208.6528 FAX: 412.208.6577</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Andrew Wachter 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 724.431.4935 FAX: 724.287.5021 email: Andrew.Wachter@peoplestwp.com</p>	<p>UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>
<p>UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Equitable Gas Company Jerald Moody 225 North Shore Drive Pittsburgh, PA 15212-5352 PH: 412.395.3209 FAX: 412.395.3335</p>
<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 email: carlos.thillet@exeloncorp.com PH: 215.841.6452</p>	<p>Columbia Gas of Pennsylvania Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: theckathorn@nisource.com</p>
<p>Philadelphia Gas Works Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 email: douglas.moser@pgworks.com PH: 215.684.6899</p>	

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.

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.

Please See Attached Appendix A

15. **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.

Please see Attached Appendix E

16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services 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 Distribution Company, the Pennsylvania Public Utility Commission or other agencies.
- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.
- c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.

17. **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:

Please see attached Appendix E

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- 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.
- Audited financial statements
- Such other information that demonstrates Applicant's financial fitness.

B. Applicant must provide the following information:

- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.
- Identify Applicant's chief officers including names and their professional resumes.

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AFFIDAVIT

MAR 12 2013

[Commonwealth/State] of New York :

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ss.

County of Monroe :

Eric J. Douthit, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the Executive Vice President (Office of Affiant) of Power Management Co., LLC (Name of Applicant);]

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

That the Applicant herein Power Management Co., LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. §2208(c)(1).

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

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

That the Applicant herein Power Management Co., LLC 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

Sworn and subscribed before me this 28th day of February, 2013.



Signature of official administering oath

My commission expires _____

BENJAMIN ROUSHEY
NOTARY PUBLIC-STATE OF NEW YORK
No. 01RO6259991
Qualified in Monroe County
My Commission Expires April 16, 2016

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APPENDIX E

COMMONWEALTH OF PENNSYLVANIA

PUBLIC UTILITIES COMMISSION

Application of Power Management Co., L.L.C, for approval to offer, render, furnish, or as a Broker/Marketer to the public in the Commonwealth of Pennsylvania.

15. COMPLIANCE:

- Power Management, an affiliate, a predecessor of either, or a person identified in this Application has never been convicted of a crime involving fraud or similar activity.

16. STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:

- Contact for Consumer Service and Complaints
 - Karen Crusoe – Energy Supply Director,
 - 1600 Moseley Road, Victor, NY 14564
 - Phone: (585) 249-1360
 - Fax: (585) 249-1361
- Power Management is a broker and will be using Suppliers that are approved by the Pennsylvania PUC. All business is written using Suppliers' contract forms.
- Power Management rarely signs contracts with Small Commercial, but when doing so Power Management will use the disclosure statement attached labeled as Appendix B.

17. FINANCIAL FITNESS

- Organizational Chart – See Appendix G
- Credit Report – See Appendix H
- Financials – CONFIDENTIAL – See Appendix I
- Resumes – See Appendix J
- Accounting Records Contact
 - Ben Roushey – Controller
 - 1600 Moseley Road, Suite 100, Victor, NY 14564
 - Phone: (585) 249-1360
 - Fax: (585) 249-1361

APPENDIX F

18. TECHNICAL FITNESS:

- Resumes – See Appendix J

19. TRANSFER OF LICENSE:

- Power Management 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.

20. UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:

- Power Management agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.

21. REPORTING REQUIREMENTS:

- Power Management agrees to provide the appropriate information to the Commission or the Department of Revenue when required.

22. FURTHER DEVELOPMENTS:

- If substantial changes occur in the information upon which the Commission relied in approving the original filing.

23. FALSIFICATION:

- Power Management understands that the making of false statements herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application.

24. FEE:

- Enclosed

Applicant: Power Management Co., LLC

Signature: 

Name: Eric Douthit

Title: Executive Vice President

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as of: 06/06/12 13:04 ET

10/20/12

For help reading this report, please review our sample report.

Search Inquiry: Power Management / Undefined / NY

CreditScoreSM Report

Power Management Co, LLC

Address: 500 Linden Oaks
Rochester, NY 14623-2023
United States

Phone: 585-325-5050

Experian BIN: 722591761

Family Linkage:
Ultimate Parent: Power Management Co, LLC
500 Linden Oaks
Rochester, NY

Branches / Alternative Locations: Power Management Co, LLC
400 Andrews St Ste 510
Rochester, NY

Key Personnel: Owner: John Burt

SIC Code: 8748-Business Consulting Services, Nec

NAICS Code(s): 54161203-Human Resource Consulting Svs

Business Type: Corporation

Experian File Established: October 1998

Experian Years on File: 14 Years

Years in Business: More than 14 Years

Total Employees: 22

Sales: \$1,900,000

Filing Data Provided by: New York

Date of Incorporation: 06/10/2009

Current Days Beyond Terms (DBT): 0

Predicted DBT for 08/01/2012: 1

Average Industry DBT: 10

Payment Trend Indicator: Stable

Lowest 6 Month Balance: \$76,000

Highest 6 Month Balance: \$87,500

Current Total Account Balance: \$76,600

Highest Credit Amount Extended: \$75,000

Median Credit Amount Extended: \$52,900

Payment Tradelines (see charts): 11

Banking/Insurance/Leasing (see detail): 2

UCC Filings: 6

Businesses Scoring Worse: 79%

Bankruptcies: 0

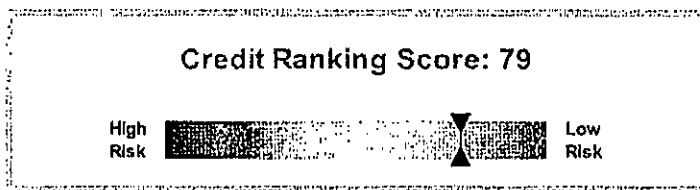
Liens: 0

Judgments Filed: 0

Collections: 0

Credit Summary

[Back to top](#)



The objective of the Credit Ranking Score is to predict payment behavior. High Risk means that there is a significant probability of delinquent payment. Low Risk means that there is a good probability of on-time payment.

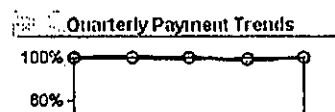
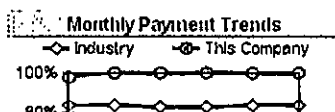
Key Score Factors:

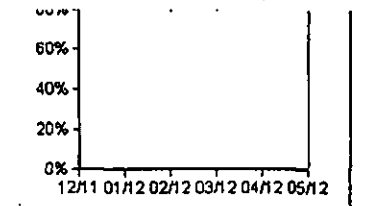
- Average balance of recently delinquent commercial accounts.
- Number of commercial inquiries in last 6 months.
- Pctage of total nbr of commercial accts continually updated

Recommended Action: Low Risk

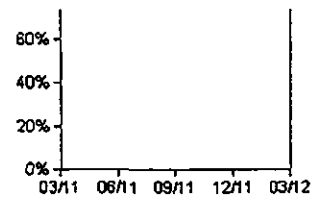
Payment Summary

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*Percentage of on-line payments by month.



*Percentage of on-line payments by quarter.

Monthly Payment Trends - Recent Activity

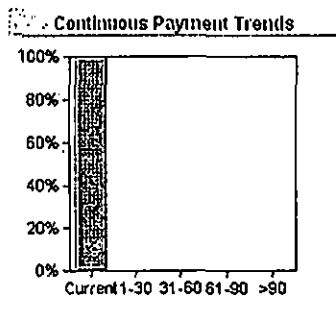
Quarterly Payment Trends - Recent Activity

Date	Balance	Current	Up to 30 DBT	31-60 DBT	61-90 DBT	>90 DBT
12/11	\$87,500	98%	0%	2%	0%	0%
01/12	\$85,000	100%	0%	0%	0%	0%
02/12	\$82,800	100%	0%	0%	0%	0%
03/12	\$80,500	100%	0%	0%	0%	0%
04/12	\$77,900	100%	0%	0%	0%	0%
05/12	\$76,000	100%	0%	0%	0%	0%

Date	Balance	Current	Up to 30 DBT	31-60 DBT	61-90 DBT	>90 DBT
03/11	\$23,800	100%	0%	0%	0%	0%
06/11	\$102,400	100%	0%	0%	0%	0%
09/11	50	0%	0%	0%	0%	0%
12/11	\$87,500	99%	0%	1%	0%	0%
03/12	\$80,400	100%	0%	0%	0%	0%

Insufficient information to produce
Newly Reported Payment Trends
chart.

Insufficient information to produce
Combined Payment Trends
chart.



*Continuous distribution of DBT.
Number of Accounts: 5
Present Balance: \$76,600
Highest Balance: \$131,400

Number of Accounts: 0
Present Balance: \$0
Highest Balance: \$0

Number of Accounts: 5
Present Balance: \$76,600
Highest Balance: \$131,400

Commercial Banking, Insurance, Leasing

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Commercial Banking and Insurance

Type: Commercial Banking
Institution Name: Manufacturers & Traders Trust
Address: P. O. Box 767-6 Buffalo Ny14240
Phone: 716-842-3757
Account Rating: No comment

Leasing

Institution Name: Leasing Services
Address: Cedar Rapids.
ZIP Code: 52406-0609
Phone: 319-365-6000
Product Type: Office Equip
Commencement Date: 03/09
Term: 60 Months
Original Balance: \$23,892
Remaining Balance: \$8,760
Current Payout: 0
Scheduled Amount Due: \$398
Payments per Year: 12
Payments Overdue: 0

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APPENDIX J

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PA PUBLIC UTILITY COMMISSION
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1600 MOSELEY ROAD - SUITE 100
VICTOR, NEW YORK 14564
Telephone: (585) 249-1360 Fax: (585) 249-1361

MANAGEMENT OF THE COMPANY

Lead by John Burt (President) and Eric Douthit (Executive Vice President), the existing staff represents over 50 years experience in the energy industry.

Management Team

John L. Burt

Power Management Co., L.L.C., Rochester, NY

President & Founder, 1997 to date

Energy services company – electric and natural gas brokers, energy consulting and energy efficiency projects (lighting upgrades)

Griffith Energy, Rochester, NY –

Vice President – Sales and Marketing, 1992 to 1997

Large (\$250M) branded and unbranded petroleum distribution

company selling heating fuels (fuel oil no. 2, kerosene, propane), power fuels (gasolines, diesels, jet), and lubricants.

Penske Leasing Company, Hartford, CT & Los Angeles, CA

Director of Sales – Northeast Region, 1986 to 1992

District Manager, 1984 to 1986

Lease Sales Representative, 1982 to 1984

McGraw Hill Corporation, Los Angeles, CA

Account Executive, 1980 to 1982

Towson State University, BA Business Administration, 1976 to 1980

Graduate Coursework, UCLA, 1982 to 1983

Eric J. Douthit

Power Management Co., L.L.C., Rochester, NY

Vice President – Operations, 1999 to date

Energy services company – electric and natural gas brokers, energy consulting and energy efficiency projects (lighting upgrades)

Griffith Energy, Rochester & Elmira, NY

Vice President – Wholesale Operations, 1996 to 1999

Vice President – Fleet and Facilities, 1992 to 1996

Region Manager, 1990 to 1992

Exxon Company USA, Bayonne, NJ & Houston and Corpus Christi, TX

Various positions including: Area Marketing Manager, Operations Analyst, Business

Development Representative, and Planning, Field, Design Engineer, 1981 to 1990

The Pennsylvania State University, BS Civil Engineering, 1977 to 1981

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
August 28, 2007.

Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

VANGUARD-52

ARTICLES OF ORGANIZATION

OF

POWER MANAGEMENT CO., L.L.C.

F 971121000
21

Under Section 203 of the Limited Liability Company Law

The undersigned, for the purpose of forming a limited liability company pursuant to Section 203 of the Limited Liability Company Act of the State of New York, does hereby certify and set forth:

FIRST: The name of the Limited Liability Company is:

POWER MANAGEMENT CO., L.L.C.

SECOND: The office of the company within the State of New York shall be located in the county of Monroe.

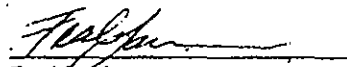
THIRD: The Secretary of State is designated as agent of the company upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the company served upon him is:

16 West Main Street
Rochester, New York 14614

FOURTH: The limited liability company is to be managed by one (1) or more managers who must be members and own 20% interest in the company.

FIFTH: The latest date on which the limited liability company is to dissolve is
December 31, 2047.

IN WITNESS WHEREOF, these Articles of Organization have been signed this 21st day of
November, 1997, by the undersigned, who affirms that the statements made herein are true under
the penalties of perjury.


Fred Larison
Organizer

F971121000 *261*

Nov 21 12 57 PM '97
FILED

ARTICLES OF ORGANIZATION

OF

POWER MANAGEMENT CO., L.L.C.

Under Section 203 of the Limited Liability Company Law

Nov 21 10
RECEIVED

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED NOV 21 1997

TAXS _____
BY: *[Signature]*

[Signature]

VANGUARD-52

FILER:

Rifken, Frankel & Greenman, P.C.
5789 Widewaters Parkway
DeWitt, New York 13214

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FILED
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