



**EligoEnergy**

**Pennsylvania Public Utility Commission**

Responses to Data Request for Broker/ : Docket No. A-2014-2435425  
Marketer Supplier License Application  
of Marketing Systems Group, LLC  
d/b/a ("Iion Power")

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Pennsylvania Public Utility Commission  
Secretary Rosemary Chiavetta  
400 North Street  
Harrisburg, PA 17120

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**Responses to Data Request for Natural Gas Broker/Marketer Supplier License  
Application for Marketing Systems Group, LLC dba ("Iion Power")**

Dear Secretary of the Commission:

Please find Marketing Systems Group, LLC ("MSG") responses and exhibits provided pursuant to the communication dated September 12, 2014 from the Commonwealth of Pennsylvania, Pennsylvania Public Utility Commission ("PA PUC") Data Request for Natural Gas Broker/Marketer Supplier License Application for MSG.

Very truly yours,

s/Alexander Rozenblat

Alexander Rozenblat  
General Counsel, Marketing Systems Group, LLC  
312-600-3763  
[arozenblat@iionenergy.com](mailto:arozenblat@iionenergy.com)  
201 W. Lake St., Ste 151,  
Chicago, IL 60606

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1. Reference application, Section 5, Business Entity and Department of State Filings - Applicant indicated that it filed with the Pennsylvania Department for State (PA DOS) for registration as well as fictitious name, but to date has not heard from the PA DOS. Applicants must provide proof of registration with the PA DOS. Please submit proof of registration/fictitious name from the PA DOS.

**Response:** Marketing Systems Group, LLC is registered with the PA DOS under Entity No. 4294608 (PA DOS business entity filing history record attached as **Exhibit-1**. Also, enclosed please find PA DOS Fictitious Name certificate for IION Power -- Entity No. 4279940 **Exhibit-1A**.

2. Reference application, Section 10, Service Area - Applicant has indicated Columbia Gas of PA, Peoples Natural Gas, PECO Gas, UGI Utilities, UGI Central Penn Gas, UGI Penn Natural Gas and Peoples TWP LLC. Applicant has submitted bonding letters for all of the mentioned natural gas distribution companies (NGDC) and additionally for Valley Energy and Peoples Natural Gas LLC-Equitable Division. If applicant is seeking to be licensed in Valley Energy and Peoples Natural Gas LLC-Equitable Division service territories please resubmit page 5 of application with service area for Valley Energy and Peoples Natural Gas LLC-Equitable Division indicated.

**Response:** Please See Attached **Exhibit-2**.

3. Reference application, Section 15, Compliance - Applicant indicated the following: "Marketing Systems Group, LLC nor any affiliate, predecessor or any person identified in this application have ever been convicted of a crime involving fraud or any other similar activity". Our preliminary search has indicated that there is at least one State Utility Commission which lists 19 complaints against an affiliate. Please explain why applicant did not disclose these pending complaints, if applicable. Applicants must fully disclose other items per EGS application section 5.

**Response:** MSG does not agree that informal complaints against its affiliates – all promptly resolved (see full explanation below) – constitute a conviction "of a crime involving fraud or any other similar activity." Therefore, MSG stands by its original response to Section 15 of the Application – "[Neither] Marketing Systems Group, LLC, nor any affiliate, predecessor or any person identified in this application have ever been convicted of a crime involving fraud or any other similar activity."

Concerning the above-referenced 19 consumer complaints in Data Request 3, as of the time of filing the instant application, MSG and any of its affiliates did not have any "**formal** or **escalated** actions or complaints filed against it by either customers or any regulatory agencies." (emphasis added). MSG interpreted this request as one for actual "formal" or "escalated" actions or complaints only and not for any complaints of any kind whatsoever. For example, the Illinois Commerce Commission ("ICC") and the New York State Public Service Commission ("NY PSC") may label its

complaints as “formal” or “informal.” MSG is aware of only one “formal” complaint from the NY PSC that it received on July 16, 2014 – after the instant application was already filed. That particular complaint resulted from identity fraud perpetrated on MSG’s affiliate and was resolved immediately to the satisfaction of the Utility, the NY PSC, and the customer. MSG’s entities classified all other complaints and inquires as “informal.”

To MSG’s knowledge, all other complaints, inquiries or communications were “informal” and did not result in any “escalated actions.” For example, these would include the QRS (Quick Resolution System) inquiries and informal complaints that are sent by NY PSC and ICC, respectively. Informal complaints and inquiries of this nature require MSG’s affiliates to reach out to the customer and address their concerns. After speaking to the customer, an affiliate is required to inform the regulatory body regarding the interaction with the customer and resolution, if any. Any and all informal complaints involving MSG affiliates were immediately resolved in this manner and did not escalate beyond the initial, informal stage. See attached **Exhibit-3** a continued breakdown on complaints. For additional complaint resolution process typically utilized by MSG affiliates (e.g., Eligo Energy PA, LLC), please see the attached **Exhibit-3A** outlining an internal process followed by Eligo Energy PA, LLC personnel.

4. Reference application, Section 16.a, Contacts for Consumer Service and Complaints – The application requires the full contact information, and the phone number for the alternate contact. Please provide an updated sheet to reflect this information. Please provide documents by using the submission method listed above.

**Response:** Please see attached **Exhibit-4** (Updated Exhibit 16-A).

5. Reference application, Section 17.a, Financial Fitness - Applicant has provided financial statements of their parent company Eligo Energy, LLC. Applicant is advised to submit an agreement which proves applicant's access to parent company's funds. Additionally please submit statements of available (liquid) funds if applicable. Applicant can elect to mark submitted information as confidential.

**Response:** Attached please find MSG’s Operating Agreement (**Exhibit-5**) naming its parent company, I2R Holdings, LLC (“I2R”), as the sole Member and Manager of MSG. Per the operating agreement, I2R “owns 100% of the limited liability company interests of the Company [MSG].” (*Id.* at ¶ 6). In addition, I2R is also the parent company and sole Member and Manager of Eligo Energy, LLC, the affiliate whose financial statements were used in the instant application. MSG is providing as **Confidential Exhibit-5A**, a Certification of Financial Condition signed by the CEO of MSG and Treasurer of I2R and Eligo Energy, LLC, certifying that “I2R or Eligo Energy will assume any and all financial arrangements, procurements, risks and settlements

for the sale and delivery of electric energy and natural gas to consumers in the State of Pennsylvania.” (**Confidential Exhibit-5A** at ¶ 3). MSG is a wholly owned subsidiary of I2R (which, in turn, wholly owns MSG’s affiliate, Eligo Energy, LLC), and as such, utilizes its parent’s bank accounts. For additional relevant information, please see **Confidential Exhibits-5B and 5C**.

**6. Reference Application, Exhibit 20, Newspaper Publications - Applicant** has submitted notarized proofs of publications for only the Pittsburgh Post-Gazette and the Philadelphia Daily News. Applicant is advised to submit notarized proves of publications for the Williamsport Sun-Gazette, the Scranton Times-Tribune, the Erie Times-News and the Jonestown Tribune Democrat.

**Response:** Please see attached **Exhibit 6**.

**Additional Evidence:** Please find attached **Exhibit-7** “Articles of Amendment” showing an amendment in MSG officers.

I, Mark Friedgan, 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).



---

Mark Alexander Friedgan  
CEO, Marketing Systems Group, LLC dba (“Iron Power”)  
Secretary and Treasurer, I2R Holdings, LLC  
Secretary and Treasurer, Eligo Energy, LLC

# Marketing Systems Group, LLC

## PUBLIC EXHIBITS

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**Exhibit-1**

**Please See Attached**

**Department of State Business Entity Filing**

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## Corporations

Online Services | Corporations | Forms | Contact Corporations | Business Services

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- Verify Certification
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- Register for Online Orders
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### Business Entity Filing History

Date: 9/23/2014

(Select the link above to view the Business Entity's Filing History)

### Business Name History

Name	Name Type
Marketing Systems Group, LLC	Current Name

### Limited Liability Company - Foreign - Information

**Entity Number:** 4294608  
**Status:** Active  
**Entity Creation Date:** 9/8/2014  
**State of Business.:** IL  
**Registered Office Address:** % Incorp Services Inc  
 PA  
 Dauphin  
**Mailing Address:** No Address

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**Exhibit-1A**

**Please See Attached**

**Fictitious Name**

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

ION Power

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

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE 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: 4279940

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Rozenblat, Alexander  
1658 North Milwaukee Avenue Suite 314  
Chicago, IL 60647

PENNSYLVANIA DEPARTMENT OF STATE  
 BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Application for Registration of Fictitious Name  
 54 Pa.C.S. § 311

Name Alexander Rozenblat		
Address 1658 N. Milwaukee Ave, Ste 314		
City Chicago	State IL	Zip Code 60647

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

Commonwealth of Pennsylvania  
 FICTITIOUS NAME 2 Page(s)



Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:  
**ION Power**

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:  
**Electric and gas brokerage**

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

2033 Milwaukee Ave, Ste 350 Riverwoods	IL	60015	Lake
Number and street	City	State	Zip

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State	Zip
Alexander Goldstein	2033 Milwaukee Ave, Ste 350, Riverwoods	IL	60015	
Gleb Arshinov	2033 Milwaukee Ave, Ste 350, Riverwoods	IL	60015	

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5. Each entity, other than an individual, interested in such business is (are):

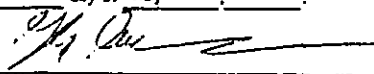

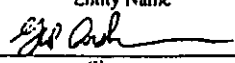
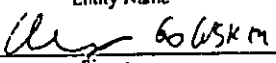
Marketing Systems Group, LLC	LLC	Illinois
Name	Form of Organization	Organizing Jurisdiction
2033 Milwaukee Ave, Ste 350, Riverwoods, IL 60015		
Principal Office Address		
InCorp Services, Inc., 9435 Waterstone Boulevard Suite 140, Cincinnati, OH 45249		
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional): The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

30 day of May, 2014

 Individual Signature	 Individual Signature
Individual Signature	Individual Signature
Marketing Systems Group, LLC Entity Name	Marketing Systems Group, LLC Entity Name
 Signature	 Signature
President Title	Treasurer Title

**Exhibit-2**

**Service Territory**

**Including Peoples Natural Gas LLC- Equitable Division and Valley Energy**

**(Updated Page. 5)**

**See Attached**

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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):

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

**Marketing Systems Group, LLC intends to become a licensed Broker/Marketer of natural gas. We propose to contract with licensed gas suppliers in the State of Pennsylvania and supply natural gas services to residential, commercial, and industrial customers.**

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

Columbia Gas of PA, Inc.  
Peoples Natural Gas  
PECO Gas  
UGI Utilities  
UGI Central Penn Gas  
UGI Penn Natural Gas  
Peoples TWP LLC (Formerly T. W. Phillips)  
Valley Energy  
Peoples Natural Gas LLC-Equitable Division

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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 or after August 15, 2014 (approximate date).

## Exhibit-3

**Data Request 3:** Reference application, Section 15, Compliance - Applicant indicated the following: "Marketing Systems Group, LLC nor any affiliate, predecessor or any person identified in this application have ever been convicted of a crime involving fraud or any other similar activity". Our preliminary search has indicated that there is at least one State Utility Commission which lists 19 complaints against an affiliate. Please explain why applicant did not disclose these pending complaints, if applicable. Applicants must fully disclose other items per EGS application

**Response:** MSG is only aware of the following "formal" complaints filed against its affiliates. None were escalated and all were promptly resolved.

Entity	State	Agency	Date	ID	Reason	Action	Resolution	Close Date
Eligo Energy NY, LLC	NY	NY DPS	12/17/13	334015	Customer was seeking a credit for overcharged electricity service.	The customer was credited the full amount of the overcharge immediately.	Resolved. An operational error caused a small subset of Eligo's customers to be overcharged. All such customers received refunds directly on their bill.	12/31/13
Eligo Energy NY, LLC	NY	NY DPS	4/7/14	414242	Customer was solicited over the telephone and claimed that her phone number was on the DNC list.	Resolved. Eligo placed the customer's phone number on its internal DNC list, which is distributed to all marketing vendors on a daily basis.	Eligo began mandating all marketing vendors to download the DNC list in order to make calls for that day.	4/9/14
Eligo Energy NY, LLC	NY	NY DPS	8/12/14	442504	Customer contested an early termination fee. She claimed that she did not sign up for the account.	Resolved. The customer authorized the switch via a valid third party authorization. Because customer miscommunicated her supply rate to the Eligo representative,	Eligo trains marketing vendors to help the customer find the correct supply charge to compare with the proposed rate.	8/14/14

						the customer's ETF was waived.		
Eligo Energy NY, LLC	NY	NY DPS	7/16/14	427249	Fraudulent enrollment. The same complaint was also sent on 9/2/14 but appeared to be duplicative of complaint 427249.	Resolved. A third party attempted to enter the customer's accounts through Eligo's online enrollment form. Eligo worked with the Utility to prevent this fraudulent enrollment.	Eligo's fraud prevention system recognized this enrollments as invalid and rescinded all enrollments. Eligo put additional checks in place to establish the validity of online accounts.	7/18/14

MSG interpreted this request as one for actual "formal" or "escalated" actions or complaints only and not for any complaints of any kind whatsoever. For example, the Illinois Commerce Commission ("ICC") and the New York State Public Service Commission ("NY PSC") may label its complaints as "formal" or "informal." As of the time of filing the instant application, MSG had only two "formal" complaints that were promptly resolved. To MSG's knowledge, all other complaints, inquiries or communications were "informal" and did not result in any "escalated actions." For example, these would include the QRS (Quick Resolution System) inquiries and informal complaints that are sent by NY PSC and ICC, respectively. Informal complaints and inquiries of this nature require MSG's affiliates to reach out to the customer and address their concerns. After speaking to the customer, an affiliate is required to inform the regulatory body regarding the interaction with the customer and resolution, if any. Any and all informal complaints involving MSG affiliates were immediately resolved in this manner and did not escalate beyond the initial, informal stage.

## Exhibit 3A

### Marketing Systems Group, LLC Consumer Complaint Procedure

**Scope:** This scope documents the process that will be followed for any Marketing Systems Group, LLC consumer complaint including, but not limited to billing, pricing, usage, marketing and any other consumer complaint. This process will take place for all residential and small commercial complaints.

Step	Action	Owner
1.	Complaint received and noted in MSG CRM and forwarded to regulatory and compliance department	Customer Service
2.	The regulatory and compliance department will create ticket in their proprietary ticketing system.	Regulatory and Compliance
3.	Contact consumer to acknowledge receipt of the complaint and resolution (If required)	Regulatory and Compliance
4.	Notate customer conversation in ticket system with specific information as to whether or not the issue was resolved or further action is required to resolve the issue.	Regulatory and Compliance
5.	<b>If consumer is satisfied :</b>	
	Notate the resolution in the ticketing system	Regulatory and Compliance
6.	<b>If consumer is Not satisfied :</b>	
	<b>Notate the conversation in ticketing system. Note the next steps (if applicable) and follow up date to provide the consumer with any updated status</b>	Regulatory and Compliance

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**Exhibit-4**

**Please See Attached**  
**Updated Exhibit 16-A**

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# Marketing Systems Group, LLC

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2033 Milwaukee Ave, Suite 350 Riverwoods, Illinois 60015

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## Exhibit 4

## Updated Exhibit 16A

### Contacts for Consumer Services and Complaints

**Primary:**

Andrey Shaak

Operations

2033 Milwaukee Ave, Suite 314

Riverwoods, IL 60015

Phone: 312.600.3767

Fax: (312) 489-8462

[complaints@iionenergy.com](mailto:complaints@iionenergy.com)

**Alternate Contact:**

Alexander Rozenblat

General Counsel

2033 Milwaukee Ave, Suite 314

Riverwoods, IL 60015

Phone: 312-600-3763

Fax: (312) 489-8462

[regulatory@iionenergy.com](mailto:regulatory@iionenergy.com)

**Exhibit-5**

**Please See Attached**  
**Operating Agreement**

**Please find attached the Operating Agreement for Marketing Systems Group, LLC and Eligo Energy, LLC the company sole member and manager.**

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THIS AGREEMENT HAS BEEN PREPARED ASSUMING THAT I2R, LLC WILL BE THE SOLE MEMBER OF MARKETING SYSTEMS GROUP, LLC AND THAT MARKETING SYSTEMS GROUP, LLC WILL BE DISREGARDED FOR FEDERAL INCOME TAX PURPOSES. IF ADDITIONAL MEMBERS ARE ADDED, LLC INTERESTS ARE TRANSFERRED, OR AN ELECTION IS MADE TO TREAT THE ENTITY AS AN ASSOCIATION TAXABLE AS A CORPORATION FOR FEDERAL INCOME TAX PURPOSES, IT WILL BE NECESSARY TO AMEND THIS AGREEMENT.

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LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF  
MARKETING SYSTEMS GROUP, LLC

THIS LIMITED LIABILITY COMPANY OPERATING AGREEMENT (the "**Agreement**") is made and entered into as of the 24<sup>th</sup> day of July, 2013, by Marketing Systems Group, LLC, an Illinois limited liability company (the "**Company**"), and I2R Holdings, LLC, a Delaware limited liability company ("**Member**").

RECITALS

WHEREAS, the Company was formed as an Illinois limited liability company on July 24, 2013, by the filing of Articles of Organization with the Illinois Secretary of State;

WHEREAS, the Member desires to provide for certain agreements governing the business and affairs of the Company.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein, the parties hereby agree as follows:

1. Name. The name of the Company is Marketing Systems Group, LLC; provided that the Manager may, from time to time, change the name of the Company to any name permitted by the Illinois Limited Liability Company Act, 805 ILCS 180/Article 1 *et seq.* as the same may be amended, superseded or replaced from time to time (the "**Law**").

2. Company's Office, Registered Office and Registered Agent. The mailing office and street address of the principal office of the Company is 1658 Milwaukee Avenue, Suite 314, Chicago, IL 60647. The name and address of the Company's registered agent in the State of Illinois shall be such person and location as determined by the Manager from time to time.

3. Term. The term of the Company shall be perpetual, unless the Company is earlier dissolved in accordance with the provisions of this Agreement.

4. Business of the Company. The business of the Company shall be to engage in any lawful businesses and activities for which limited liability companies may be organized under the Law.

5. Title to Property. All property owned by the Company, whether real or personal, tangible or intangible, shall be deemed to be owned by the Company as an entity and not by the Member. All such property shall be held in the name of the Company.

6. Ownership. As of the date hereof, Member owns 100% of the limited liability company interests of the Company (“**LLC Interests**”).

7. Representations and Warranties. The Member hereby represents and covenants that: (a) it has acquired the LLC Interests for its own account as an investment and without an intent to distribute the LLC Interests; and (b) it acknowledges that the LLC Interests have not been registered under the Securities Act of 1933, as amended, or any state securities laws, and may not be resold or transferred by it without appropriate registration or the availability of an exemption from such requirements.

8. Management. The business and affairs of the Company shall be managed by one Manager. Except where the approval of the Member is expressly required by non-waivable provisions of the Law, the Manager shall have full and complete authority, power and discretion to direct, manage and control the business, affairs and properties of the Company, to make all decisions regarding those matters and to perform any and all other acts or activities customary or incident to the management of the Company’s business. A Manager shall serve until his or her death (if the Manager is an individual), resignation or removal by the Member, which removal may occur with or without cause. Any vacancy in the role of Manager occurring for any reason may be filled by the Member. A Manager need not be a member. I2R Holdings, LLC shall serve as the initial Manager of the Company.

9. Officers. The Manager may appoint a chief executive officer, a president, such number of vice presidents as the Manager may from time-to-time determine, a secretary and a treasurer (the “**Officers**”). Each Officer of the Company shall hold office until his or her successor is duly appointed or until his or her earlier resignation, death or removal by the Member, which removal may occur with or without cause. All Officers, as between themselves and the Company, shall respectively have such authority and perform such duties as are customarily incident to their respective offices, and as may be specified from time-to-time by the Member, regardless of whether such authority and duties are customarily incident to such office. The initial officers of the Company shall be as follows:

Chief Executive Officer and President  
Treasurer and Secretary

Gleb Arshinov  
Alexander Goldstein

10. Indemnification. The Company (to the extent of all of its assets and without any obligation on the part of the Member to contribute funds to the Company, but subject to any lien or security interests held by any person) shall indemnify and save harmless each Officer, the Manager and the Member from any loss or damage incurred by it by reason of any act performed by it for and on behalf of the Company and in furtherance of the Company’s interest, provided such act or acts were done in good faith and without malfeasance, gross negligence or willful misconduct on the part of the Manager, the Member or any Officer. The obligations of the Company under this Section 10 shall be satisfied solely from the assets of the Company, and the Member shall have no personal liability on account thereof.

11. Certificate of LLC Interests. The Company shall issue to the Member a limited liability company certificate (“**Certificate**”) evidencing the LLC Interests held by the Member. The Certificate shall be transferable only on the books of the Company, to be kept by the Secretary of the Company, on surrender thereof by the registered holder in person or by attorney, and until so transferred the Company may treat the registered holder of a Certificate as the owner of the interest evidenced thereby for all purposes whatsoever. For the purposes of Article 8 of the Uniform Commercial Code as in effect in the State of Illinois (the “UCC”), each interest in the Company as evidenced by a Certificate shall be deemed to be a “security,” as such term is defined in Section 8-102 of the UCC and shall be governed by Article 8 of the UCC.

The Certificate will bear the following legend:

“THE LLC INTERESTS REPRESENTED BY THIS CERTIFICATE HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”), OR APPLICABLE STATE SECURITIES LAWS (“STATE ACTS”) AND MAY NOT BE SOLD, ASSIGNED, PLEDGED OR TRANSFERRED OR OTHERWISE DISPOSED OF IN THE ABSENCE OF AN EFFECTIVE REGISTRATION STATEMENT UNDER THE SECURITIES ACT OR STATE ACTS OR AN EXEMPTION FROM REGISTRATION THEREUNDER.”

12. Dissolution. The Company shall be dissolved by the written agreement of the Member.

13. Inconsistencies. In the event of any inconsistency between this Agreement and the Law, to the extent permitted by applicable law, the terms of this Agreement shall govern.

14. Application of Illinois Law. This Agreement and its interpretation shall be governed exclusively by its terms and by the laws of the State of Illinois.

15. Entire Agreement. This Agreement and the Articles of Organization contain the entire understanding of the Member with respect to the subject matter hereof and thereof and supersede all prior, written or oral agreements or understandings between the parties with respect thereto.

16. No Partnership Intended for Non-Tax Purposes. The Company has been formed as a limited liability company pursuant to the Law, and there is no intent to form a partnership or a limited partnership.

17. Amendments. This Agreement may not be amended except in writing by the Member.

18. Successors and Assigns. This Agreement shall be binding upon and inure to the benefit of the Member and its legal representatives, successors and assigns.


19. Creditors. None of the provisions of this Agreement shall be for the benefit of or enforceable by any creditors of the Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

COMPANY:

Marketing Systems Group, LLC

By:   
Gleb Arshinov

Its: Chief Executive Officer and President

MEMBER:

I2R Holdings, LLC

By: \_\_\_\_\_  
Alexander Goldstein

Its: Chief Executive Officer and President

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

COMPANY:

Marketing Systems Group, LLC

By: \_\_\_\_\_  
Gleb Arshinov

Its: Chief Executive Officer and President

MEMBER:

I2R Holdings, LLC

By: Alex Goldstein  
Alexander Goldstein

Its: Chief Executive Officer and President



**Exhibit-6**

**Please See Attached**

**Newspaper Publications**

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PROOF OF PUBLICATION OF NOTICE IN THE WILLIAMSPORT SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA  
COUNTY OF LYCOMING

SS:

Bernard A. Oravec Publisher of the Sun-Gazette Company, publishers of the Williamsport, Sun-Gazette, successor to the Williamsport Sun and the Gazette & Bulletin, both daily newspapers of general circulation, published at 252 West Fourth Street, Williamsport, Pennsylvania, being duly sworn, deposes and says that the Williamsport Sun was established in 1870 and the Gazette & Bulletin was established in 1801, since which dates said successor, the Williamsport Sun-Gazette, has been regularly issued and published in the County of Lycoming aforesaid, and that a copy of the printed notice is attached hereto exactly as the same was printed and published in the regular editions of said Williamsport Sun-Gazette on the following dates, viz:

*June 6, 2014*

PENNSYLVANIA  
PUBLIC UTILITY  
COMMISSION  
NOTICE

Affiant /  
to verify  
of publi

Application of Marketing Systems Group, LLC (d/b/a "Ilan Marketing Group") For Approval To Offer, Render, Furnish Electric and Natural Gas Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity and Natural Gas, To The Public In The Commonwealth Of Pennsylvania.

Marketing Systems Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity and natural gas as a broker/marketer engaged in the business of supplying electricity and natural gas. Marketing Systems Group, LLC proposes to sell electricity and natural gas and related services throughout all of Pennsylvania under the provisions of the Electricity Generation Customer Choice and Competition Act and under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Marketing Systems Group, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Marketing Systems Group, LLC attorney at the address listed below.

an officer daily authorized by the Sun-Gazette Company, publisher of the Williamsport Sun-Gazette, under oath and also declares that affiant is not interested in the subject matter of the aforesaid notice and that the facts and circumstances in the foregoing statement as to time, place and character of publication are true.

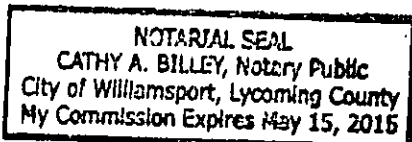
*Bernard A. Oravec*

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the *9<sup>th</sup>* day of *September* 2014

*Cathy A. Billey*  
Notary Public



STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:  
For publishing the notice attached  
hereto on the above state dates.....\$ *283.44*  
Probated same.....\$  
Total.....\$ *283.44*

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

THE S  
and ce:

By and through Counsel:  
Alexander Rozenblat  
Marketing Systems  
Group, LLC  
2033 Milwaukee Avenue  
Suite 350  
Riverwoods, Illinois  
60015  
312-600-3783  
312-489-8462

ANY hereby acknowledges receipt of the aforesaid advertising and publication costs have been fully paid.

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

RECEIVED

NOV 12 2014

The Scranton Times (Under act P.L. 877 No 160. July 9, 1976)  
Commonwealth of Pennsylvania, County of Lackawanna

ELIGO ENERGY PA LLC D/B/A ELIGO ENERGY  
TREVOR HERBEST  
1658 N MILWAUKEE AVE., STE 314 CHICAGO IL 60647

Account # 579226  
Order # 81529729  
Ad Price: 228.95

MARKETING SYSTEMS GROUP

Gina Krushinski

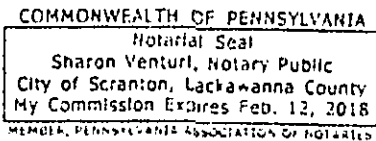
Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication hereto attached is exactly as printed in the regular editions of the said newspaper on the following dates:

06/05/2014

Affiant further deposes and says that neither the affiant nor The Scranton Times is interested in the subject matter of the aforesaid notice or advertisement and that all allegations in the foregoing statement as time, place and character or publication are true Gina Krushinski

Sworn and subscribed to before me  
this 5th day of June A.D., 2014

Sharon Venturi  
(Notary Public)



RECEIVED

NOV 12 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY  
COMMISSION NOTICE  
*Application of Marketing Systems Group, LLC (d/b/a "Iton Marketing Group") For Approval To Offer, Render, Furnish Electric and Natural Gas Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity and Natural Gas To The Public In The Commonwealth Of Pennsylvania.*

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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Marketing Systems Group, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Marketing Systems Group, LLC attorney at the address listed below.

By and through Counsel:  
Alexander Rozenblat  
Marketing Systems Group, LLC  
2033 Milwaukee Avenue Suite 350  
Riverwoods, Illinois 60015  
312-800-3783  
312-489-8482

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

Eligo Energy PA LLC  
1658 N Milwaukee Ave Suite 314  
Chicago IL 60647

REFERENCE: 80117 73936  
PUC Notice

STATE OF PENNSYLVANIA)  
COUNTY OF ERIE ) SS:

Debra McGraw, being duly sworn, deposes and says that: (1) he/she is a designated agent of the Times Publishing Company (TPC) to execute Proofs of Publication on behalf of the TPC; (2) the TPC, whose principal place of business is at 205 W. 12th Street, Erie, Pennsylvania, owns and publishes the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, and published at Erie, Erie County Pennsylvania; (3) the subject notice or advertisement, a true and correct copy of which is attached, was published in the regular edition(s) of said newspaper on the date(s) referred to below. Affiant further deposes that he/she is duly authorized by the TPC, owner and publisher of the Erie Times-News, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statement as to time, place and character of publication are true.

PUBLISHED ON: 06/10/14

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 06/10/14

RECEIVED

NOV 12 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PENNSYLVANIA PUBLIC UTILITY COMMISSION  
NOTICE

Application of Marketing Systems Group, LLC (d/b/a "Mn. Marketing Group") For Approval To Offer, Render, Furnish Electric and Natural Gas Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity and Natural Gas, To The Public In The Commonwealth Of Pennsylvania.

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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Marketing Systems Group, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Marketing Systems Group, LLC attorney at the address listed below.

By and through Counsel: Alexander Rozenblat  
Marketing Systems Group, LLC  
2033 Milwaukee Avenue Suite 350, Riverwoods, Illinois 60015  
312-600-3763 • 312-489-8462

Sworn to and subscribed before me this 10th day of June 2014

Affiant: Debra McGraw

NOTARY: Barbara J. Moore

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal  
Barbara J. Moore, Notary Public  
City of Erie, Erie County  
My Commission Expires March 23, 2016  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**Exhibit-7**  
**Officer Amendment**

**RECEIVED**

**NOV 12 2014**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**



## OFFICE OF THE SECRETARY OF STATE

---

JESSE WHITE • Secretary of State

0446411-7

08/12/2014

INCorp SERVICES, INC.  
901 S 2ND ST STE 201  
SPRINGFIELD, IL 62704-7909

RE MARKETING SYSTEMS GROUP, LLC

DEAR SIR OR MADAM:

APPLICATION FOR AMENDMENT HAS BEEN PLACED ON FILE, AND THE LIMITED LIABILITY COMPANY CREDITED WITH THE REQUIRED FILING FEE.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
LIMITED LIABILITY DIVISION  
(217) 524-8008

RECEIVED

NOV 12 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Form **LLC-5.25**  
May 2012

Secretary of State  
Department of Business Services  
Limited Liability Division  
501 S. Second St., Rm. 351  
Springfield, IL 62756  
217-524-8008  
www.cyberdriveillinois.com

Payment may be made by check payable to Secretary of State. If check is returned for any reason this filing will be void.

Illinois  
Limited Liability Company Act  
**Articles of Amendment**

FILE # 0446-411-7  
This space for use by Secretary of State.

**SUBMIT IN DUPLICATE**

Type or print clearly.

This space for use by Secretary of State.

Filing Fee: \$150

Approved: 

**FILED**

**AUG 12 2014**

**JESSE WHITE  
SECRETARY OF STATE**

**RECEIVED**

**NOV 12 2014**

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

1. Limited Liability Company Name: Marketing Systems Group, LLC

2. Articles of Amendment effective on:

- the file date
- a later date (not to exceed 30 days after the file date)

Month, Day, Year

3. Articles of organization are amended as follows (check applicable item(s) below):

- a) Admission of a new member (give name and address below)\*
- b) Admission of a new manager (give name and address below)\*
- c) Withdrawal of a member (give name below)\*
- d) Withdrawal of a manager (give name below)\*
- e) Change in address of the office at which the records required by Section 1-40 of the Act are kept (give new address, a P.O. Box alone or C/O is unacceptable.)
- f) Change of registered agent and/or registered agent's office (give new name and/or address below, Address change to P.O. box alone or c/o is unacceptable.)
- g) Change in the Limited Liability Company's name (give new name below)
- h) Change in date of dissolution or other events of dissolution enumerated in Item 6 of the Articles of Organization
- i) Other (give information in space below)
- j) Establish authority to issue series (see back filing fee \$400)\*

\* Changes in members/managers may, but are not required to be reported in an amendment to the Articles of Organization.

**Additional information:**

Pursuant to the Section 9 of the Limited Liability Company Operating Agreement, Gleb Arshinov is withdrawn from the positions of CEO and President of Marketing Systems Group, LLC by I2R Holdings, LLC, the Sole Member of Marketing Systems Group, LLC. Therefore, Gleb Arshinov is no longer a manager of Marketing Systems Group, LLC. Mark Friedgan is admitted as a manager and is elected to hold the positions of CEO and President of Marketing Systems Group, LLC. Mark Friedgan's address is 1658 N. Milwaukee Avenue, Suite 314, Chicago, IL 60647.

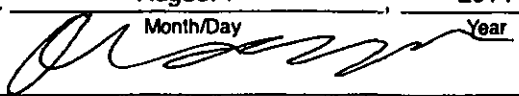
New Name of LLC (as changed): \_\_\_\_\_

The name as changed must contain the words Limited Liability Company, LLC or L.L.C.

(continued)

**LLC-5.25**

- 4. The amendment was approved in accordance with Section 5-25 of the Illinois Limited Liability Company Act, and, if adopted by the managers, was approved by not less than the minimum number of managers necessary to approve the amendment, member action not being required; or, if adopted by the members, was approved by not less than the minimum number of members necessary to approve the amendment.
- 5. I affirm, under penalties of perjury, having authority to sign hereto, that these Articles of Amendment are to the best of my knowledge and belief, true, correct and complete.

Dated: August 1 2014  
Month/Day Year  
  
 \_\_\_\_\_  
 Signature (Must comply with Section 5-45 of ILLCA.)  
 Alexander Goldstein (as CEO of I2R Holdings, LLC)  
 \_\_\_\_\_  
 Name and Title (type or print)  
 I2R Holdings, LLC (the Sole Member)  
 \_\_\_\_\_  
 If the member or manager signing this document is a company or other entity, state Name of Company and whether it is a member or manager of the LLC.

**\* The following paragraph is adopted when Item 3j is checked:**

The operating agreement provides for the establishment of one or more series. When the company has filed a Certificate of Designation for each series, which is to have limited liability pursuant to Section 37-40 of the Illinois Limited Liability Company Act, the debts, liabilities and obligations incurred, contracted for or otherwise existing with respect to a particular series shall be enforceable against the assets of such series only, and not against the assets of the Limited Liability Company generally or any other series thereof, and unless otherwise provided in the operating agreement, none of the debts, liabilities, obligations or expenses incurred, contracted for or otherwise existing with respect to this company generally or any other series thereof shall be enforceable against the assets of such series.