

THE STATE OF NEW HAMPSHIRE

CHAIRMAN
Thomas B. Getz

COMMISSIONERS
Graham J. Morrison
Clifton C. Below

EXECUTIVE DIRECTOR
AND SECRETARY
Debra A. Howland



PUBLIC UTILITIES COMMISSION
21 S. Fruit Street, Suite 10
Concord, N.H. 03301-2429

Tel. (603) 271-2431

FAX (603) 271-3878

TDD Access: Relay NH
1-800-735-2964

Website:
www.puc.nh.gov

January 2, 2007

Ms. Janet Loop
Market Director
World Energy Solutions, Inc.
446 Main Street
Worcester, MA 01608

Re: DM 06-157, World Energy Solutions, Inc.
Intent to Provide Electric Aggregation Service

Dear Ms. Loop:

This is to confirm that the New Hampshire Public Utilities Commission (Commission) has received World Energy Solutions, Inc.'s (World Energy) notice of intent to provide electric aggregation service in New Hampshire pursuant to Puc 2003.02. Staff has reviewed the application provided and believes that it meets the requirements of Puc 2003.02. Based on Staff's recommendation and the Commission's review, the Commission approves World Energy's application to provide electric aggregation service in New Hampshire.

Please note the following provision of Puc 2003.02 (f): "[E]ach aggregator shall re-file with the commission an up-to-date written notice of intent to provide service as an aggregator every 2 years on or before its original notice anniversary date." World Energy's original notice anniversary date is November 16, 2006 and therefore it is required to re-file an up-to-date written notice on or before November 16, 2008 if it continues to offer and provide electric aggregation service. In addition, World Energy is subject to the provisions of Puc 2004.03, telephone solicitation of customers, and Puc 2004.07, customer protections provided by aggregators.

If you have any questions regarding these provisions, please contact the Commission. Thank you for your cooperation in this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Debra A. Howland".

Debra A. Howland
Executive Director & Secretary

JANET LOOP
WORLD ENERGY SOLUTIONS INC
446 MAIN STREET
14TH FLOOR
WORCESTER MA 01608

Docket #: 06-157 Printed: January 09, 2007

**FILING INSTRUCTIONS: PURSUANT TO N.H. ADMIN RULE PUC 203.02(a),
WITH THE EXCEPTION OF DISCOVERY, FILE 7 COPIES (INCLUDING COVER LETTER) TO:**
DEBRA A HOWLAND
EXEC DIRECTOR & SECRETARY
NHPUC
21 SOUTH FRUIT STREET, SUITE 10
CONCORD NH 03301-2429

PURSUANT TO N.H. ADMIN RULE 203.09 (d), FILE DISCOVERY

DIRECTLY WITH THE FOLLOWING STAFF

RATHER THAN WITH THE EXECUTIVE DIRECTOR

LIBRARIAN
NHPUC
21 SOUTH FRUIT ST, SUITE 10
CONCORD NH 03301-2429

BULK MATERIALS:

Upon request, Staff may waive receipt of some of its multiple copies of bulk materials filed as data responses. Staff cannot waive other parties' right to receive bulk materials.

LEGAL DEPARTMENT
NHPUC
21 SOUTH FRUIT ST, SUITE 10
CONCORD NH 03301-2429

HENRY BERGERON
NHPUC
21 SOUTH FRUIT ST, SUITE 10
CONCORD NH 03301-2429

AMANDA NOONAN
CONSUMER AFFAIRS DIRECTOR
NHPUC
21 SOUTH FRUIT ST, SUITE 10
CONCORD NH 03301-2429

10. The toll free telephone number of the customer service contact person: 1-800-578-0718

11. When filing an ORIGINAL notice of intent, a copy of the applicant's authorization to do business in New Hampshire from the New Hampshire Secretary of State: (Attach as "Exhibit B")

12. A description of the geographic areas of New Hampshire in which the applicant intends to provide service, described by a distribution company's existing franchise area, existing town boundaries, or a map with the boundary limits delineated:
World Energy Solutions, Inc. intends to provide service in the areas of: Granite State Electric Company, Public Utilities Commission of New Hampshire, Unitil

13. A statement that the aggregator is not representing any supplier interest or a listing of any supplier interest the aggregator intends to represent:
World Energy Solutions, Inc. is an energy broker and is supplier neutral. The company provides online procurement services which bring together suppliers and end-users. The mission of the company is to get the lowest price for the consumer's energy needs through a reverse auction platform

14. Payment of a \$250.00 filing fee must accompany the original notice of intent (see below).

15. An electronic copy of this notice of intent (on diskette) is included. YES NO

NOTE:

- Any municipal entity that acts as an aggregator for its citizens shall NOT be required to pay a registration fee.
- There is NO fee to renew an aggregator's registration provided that the renewal notice of intent is made in a timely manner.
- Each aggregator shall re-file with the Commission an up-to-date written notice of intent to provide service as an aggregator every 2 years on or before its original notice anniversary date, which is the date on which the Commission received the applicant's initial notice of intent.
- Unless additional time is required to review the notice of intent and the Commission extends the review period, an aggregator may begin operating within the state 45 days after filing a completed notice of intent with the Commission.
- This notice of intent and all future correspondence should be sent to:

Ms. Debra A. Howland
Executive Director and Secretary
State of New Hampshire
Public Utilities Commission
21 S. Fruit St, Suite 10
Concord, NH 03301-2429

15. Preparer's Name and Title: Janet I Loop, New England Market Director

16. Preparer's Signature: 

World Energy Solutions, Inc.
Exhibit A

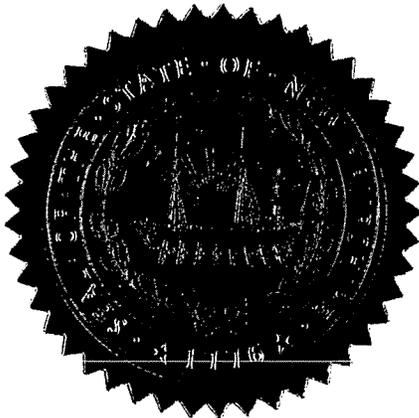
Name, Title and Business Address of all Officers and Directors, Partners, or other similar Officials:

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>Phone</u>
Richard Domaleski	CEO	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
Philip Adams	President & COO	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
James Parslow	CFO	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
Rob Hartwell	CIO	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
Edward Libbey	Director	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
Thad Wolfe	Director	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
Patrick Bischoff	Director	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100
John Wellard	Director	446 Main Street, 14 th Floor Worcester, MA 01608	(508) 459-8100

State of New Hampshire Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that World Energy Solutions, Inc. d/b/a World Green Exchange in New Hampshire, a(n) Delaware corporation, is authorized to transact business in New Hampshire and qualified on October 18, 2006. I further certify that all fees and annual reports required by the Secretary of State's office have been received.



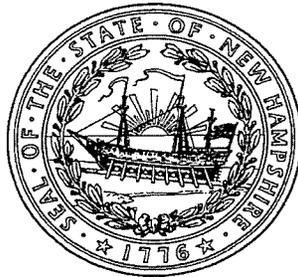
In TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed the Seal of the State of New Hampshire, this 21st day of October, A.D. 2008

A handwritten signature in cursive script, appearing to read "William M. Gardner".

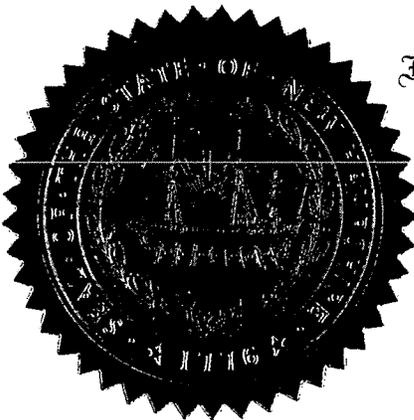
William M. Gardner
Secretary of State

State of New Hampshire

OFFICE OF SECRETARY OF STATE



I, DAVID M. SCANLAN, Deputy Secretary of State of the State of New Hampshire, do hereby certify that the attached is a true copy of Application for Certificate of Authority of World Energy Solutions, Inc. doing business in New Hampshire as World Green Exchange as filed in this office and held in the custody of the Secretary of State.



*In Testimony Whereof, I hereto set my hand
and cause to be affixed the Seal of the State,
at Concord, this 20th day October A.D. 2008*

A handwritten signature in black ink, appearing to read "D M Scanlan".

Deputy Secretary of State

STATE OF NEW HAMPSHIRE

Fee for SRA: \$50.00
Filing fee: \$50.00
Total fees \$100.00
Use black print or type.
Leave 1" margins both sides.

Form No. 40
RSA 293-A:15.03

APPLICATION FOR CERTIFICATE OF AUTHORITY
FOR PROFIT FOREIGN CORPORATION

TO THE SECRETARY OF STATE OF THE STATE OF NEW HAMPSHIRE

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION HEREBY APPLIES FOR A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN NEW HAMPSHIRE AND FOR THAT PURPOSE SUBMITS THE FOLLOWING STATEMENT:

FIRST: The name of the corporation is _____
World Energy Solutions, Inc.

SECOND: The name which it elects to use in New Hampshire is WORLD GREEN EXCHANGE
_____. (Note 1)

THIRD: It is incorporated under the laws of Delaware.

FOURTH: The date of its incorporation is 06/22/1999 and
the period of its duration is Perpetual.

FIFTH: (Complete this statement only if a Professional Association.) All the shareholders and those of its directors and officers as are required by the laws of (enter the State of Incorporation) _____ and by RSA 294-A:20 are licensed in one or more states, territories of the United States or the District of Columbia to render a professional service described in the statement of purpose of the corporation.

SIXTH: The complete address (including zip code and post office box, if any) of its principal office is _____
446 Main Street, Worcester, MA 01608

SEVENTH: The name of its registered agent **IN NEW HAMPSHIRE** is _____
C T Corporation System _____ and the complete address (including zip code and post office box, if any) of its registered office **IN NEW HAMPSHIRE** is (agent's business address)
9 Capitol Street, Concord, N.H. 03301
_____. (Note 2)

State of New Hampshire
Form 40 - Application for Certificate of Authority 6 Page(s)



T0629227008

EIGHTH: The principal purpose or purposes which it proposes to pursue in the transaction of business in New Hampshire are
SEE ATTACHMENT

(Note 3)

NINTH: The names and usual business addresses of its current officers and directors are: (If there are additional officers or directors, attach additional sheet OR if the laws of the state of incorporation do not require directors, indicate below.)

<u>Name</u>	<u>Title</u>	<u>Address</u>
<u>OFFICERS</u>		
<u>Richard Domaleski</u>	<u>CEO</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>
<u>Philip Adams</u>	<u>COO</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>
<u>James F. Parslow</u>	<u>CFO</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>
<u>DIRECTORS</u>		
<u>Edward Libbey</u>	<u>Director</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>
<u>Nicholas Zaldastani</u>	<u>Director</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>
<u>Patrick Bischoff</u>	<u>Director</u>	<u>446 Main Street</u> <u>Worcester, MA 01608</u>

Dated July 26, 2006

World Energy Solutions, Inc. (Note 4)

By James F Parslow (Note 5)

Signature of its Vice President

James F. Parslow

Print or type name

Mail total fees, **DATED & SIGNED ORIGINAL, ORIGINAL CERTIFICATE OF LEGAL EXISTENCE OR GOOD STANDING ISSUED BY THE STATE OR COUNTRY OF INCORPORATION AND FORM SRA (See Notes 6 & 7)** to: Corporation Division, Department of State, 107 North Main Street, Concord, NH 03301-4989.

Attachment to New Hampshire

Purpose Clause

Broker energy between energy suppliers and end-users. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation.

WorldEnergy

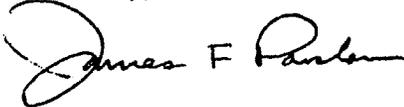
October 16, 2006

State of New Hampshire
Department of State
Corporation Division
State House Annex – 3rd Floor
107 North Main Street
Concord, NH 03301

To Whom It May Concern:

On behalf of the World Energy Board of Directors, I hereby state their approval of the use of the DBA name "World Green Exchange" in the state of New Hampshire.

Sincerely,



James F. Parslow
Secretary and Chief Financial Officer

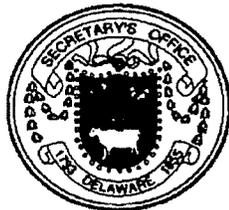
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLD ENERGY SOLUTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



3059369 8300
060950411

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5120191

DATE: 10-17-06