



September 12, 2011

New Hampshire Public Utilities Commission
Debra Howland, Executive Director
21 South Fruit Street, Suite 10 Concord, N.H. 03301-2429



To whom it may concern:

Please accept our application to serve the New Hampshire electricity market as an aggregator. Our intent with this application is to register our organization with the New Hampshire Public Utility Commission.


In compliance with PUC 2000 rules

1. We have reviewed Chapter PUC 2000 rules.
2. We have not marketed to or enrolled clients under our services in the New Hampshire market prior to this letter nor will we, until we receive notification that our application has been approved to conduct business.
3. Two .pdf formatted application copies are included with this package.
4. One electronic copy of this application is included with this package.
5. \$250.00 registration fee is included with this package.

If you have any questions concerning this application, please contact Kandi Perry, 978-273-7468 or kandi@ma-llc.net.

We look forward to your response.

Sincerely



John Maneri
CEO

New Hampshire - PUC 2006.02 Form for Initial and Renewal Registration of
Aggregators.

(a) The registration application required by Puc 2003.04(a) and Puc 2003.05(b) shall include the following:

(1) The legal name of the applicant as well as any trade name(s) under which it intends to operate in this state;

Legal name; *Maneri-Agraz, LLC*

The name of the state where organized – *Texas*

The date of organization – *6/22/2007*

A copy of the articles of incorporation, association, partnership agreement, or other similar document regarding legal organization – *Attachment A*

(2) The applicant's business address, telephone number, e-mail address and website address, as applicable:

Business address: 1620 W. Sam Houston Parkway N. Houston, TX 77043

Telephone: 832-358-3900

Applicant: John Maneri: john@ma-llc.net

Website: www.ma-llc.net

(3) The name(s), title(s), business address(es), telephone number(s), and e-mail address(es) of the applicant if an individual or of the applicant's principal(s), if the applicant is anything other than an individual;

<u><i>Kandi Perry Elie</i></u>	<u><i>Executive Vice President</i></u>
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<i>Name</i>	<i>Title</i>
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<u><i>44 Gleason Road Princeton, Mass 01541</i></u>	
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<i>Address</i>	
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<i>978-273-7468</i>	
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<i>Telephone</i>	
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<i>kandi@ma-llc.net</i>	
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<i>Email</i>	
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<u>Darlana Burnett</u>	<u>Customer Service Manager</u>
<u>Name</u>	<u>Title</u>
<u>1620 W. Sam Houston Parkway N. Houston, TX 77043</u>	
<u>Address</u>	
<u>832-358-3900</u>	<u>Darlana@ma-llc.net</u>
<u>Toll-Free Telephone Number</u>	<u>Email</u>

Resident Agent:		
<u>Carol Reebenacker</u>	<u>Energy Consultant</u>	
<i>Name</i>	<i>Title</i>	
<u>786 S. Mammoth Road Manchester, NH 03103</u>		
<i>Address</i>		
<i>603-668-5239 / 978-610-7468</i>	<i>617-593-3637</i>	<i>carol@ma-llc.net</i>
<i>Main Telephone/Fax Number</i>	<i>Direct Dial</i>	<i>Email</i>

Upon acceptance to do business with the State of New Hampshire, we would like to be registered with the following utility entities –

- | | | | |
|-----------------------------|---|----------------------------------|--|
| National Grid | 9 Lowell Rd
Salem NH 03079 | (603) 890-7000
1-800-322-3223 | www.nationalgridus.com |
| NH Electric Cooperative Inc | 579 Tenney Mountain Hwy
Plymouth NH 03264-3147 | (603) 536-1800
1-800-698-2007 | www.nhec.com |

Public Service Co of NH	780 N. Commercial Street PO Box 330 Manchester NH 03105-0330	(603) 669-4000 1-800-662-7764 1-800-662-PSNH From Outside NH 1-800-448-7764	www.psnh.com
Unitil Power Corporation	6 Liberty Lane West Hampton NH 03842-1720	(603) 772-0775	www.unitil.com

NEW HAMPSHIRE CODE OF ADMINISTRATIVE RULES

(7) A statement that the applicant is not representing any supplier interest or a listing of any supplier Interest the applicant intends to represent;

In deregulated energy markets, Maneri Agraz has the ability to provide our commercial/industrial clients with a variety of solutions for procuring competitively priced electricity. We will offer flexible contract terms including month to month for customers looking for a low risk trial and long term for those that wish to insulate themselves against rising costs.

M&A will offer various price model offerings:

- ✓ *Indexed for customers seeking a variable rate*
- ✓ *Block indexed for customers who prefer a combination of fixed and index pricing*
- ✓ *Fixed for customers looking for the security of guaranteed rates*

M&A will take a managed risk approach to develop a cost effective procurement strategy. We accomplish this through the evaluation of existing consumption, pricing, and contract terms. We will work with our customers to assess and understand risk tolerance levels as well as expectations to design the best competitive procurement strategy for their business. As such, we are not confined to working with any single supplier.

Marketing will include direct mail, membership in targeted business groups. VP of Sales will be employed to run an independent and direct sales force.

We are presently conducting business in Texas, New York, and Massachusetts. Intent is to roll out to all deregulated markets by end of 2011, eventually adding natural gas to our portfolio.

(8) Except as provided in 2003.04(e), payment of the required filing fee; **\$250.00** *check payable to State of New Hampshire included and mailed*

**New Hampshire Public Utilities Commission
Debra Howland, Executive Director
21 South Fruit Street, Suite 10 Concord, N.H. 03301-2429**

(9) The signature of the applicant or its representative. Source, #9774-B, eff 8-26-10 – *signed cover letter*



THE COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF PUBLIC UTILITIES

DEVAL L. PATRICK
GOVERNOR

TIMOTHY P. MURRAY
LIEUTENANT GOVERNOR

RICHARD K. SULLIVAN, JR.
SECRETARY OF ENERGY
AND ENVIRONMENTAL AFFAIRS

ONE SOUTH STATION
BOSTON, MA 02110
(617) 305-3500

ANN G. BERWICK
CHAIR

JOLETTE A. WESTBROOK
COMMISSIONER

DAVID W. CASH
COMMISSIONER

August 1, 2011

Kandi Elie, SVP Electricity Procurement Sales
Maneri-Agraz, LLC
1620 W. Sam Houston Parkway N.
Houston, TX 77043

Re: Electricity Broker Application

Dear Ms. Elie,

The Department of Public Utilities ("Department") has reviewed Maneri-Agraz, LLC's application for an Electricity Broker license in the Commonwealth of Massachusetts and is pleased to inform you that the Department has approved your application. Please find enclosed a copy of your approved application. Your license number is EB-202.

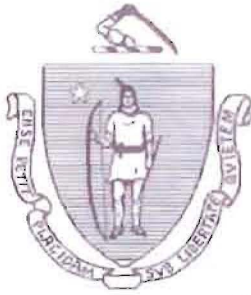
As a condition of maintaining this license, Maneri-Agraz, LLC must file updated information within 30 days of any material or organic change in the information required by 220 C.M.R. § 11.05(2), and must comply with all relevant requirements of G.L. c. 164 and the regulations promulgated thereunder, including 220 C.M.R. §§ 11.00, 12.00 et seq. If you decide to request renewal of your license next year, please submit your renewal application no later than September 1, 2012.



Sincerely,



Mark D. Marini, Secretary



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC UTILITIES

ONE SOUTH STATION, 2ND FLOOR
BOSTON, MA 02110
617-305-3500

APPROVED
DATE: July 29, 2011
Am. B. Bennett
L. W. Carr
COMMISSIONERS, D.P.U.
EB-202

Competitive Supplier and Electricity Broker License Application Pursuant to 220 C.M.R. § 11.00 et seq.

REQUIRES ANNUAL FEE and ANNUAL RENEWAL

Please submit an original, two copies, and an electronic copy on diskette or CD-ROM formatted for Microsoft Word to the address above along with a \$100.00 annual fee.

Application Type:

- ☐ New
☐ Renewal

Applying For:

- ☐ Competitive Supplier License
☒ Electricity Broker License

1. Legal Name of Applicant: Maneri-Agraz, LLC

Doing business as (D/B/A): Maneri-Agraz, LLC

2. Business Address: 1620 W. Sam Houston Parkway N. Houston, TX 77043

3. If a corporation, association, or partnership:
(a) Organized under the laws of which state: Texas
(b) Date of organization: 6/22/2007
(c) Attach a copy of the articles of incorporation, association, partnership agreement or other document regarding legal organization. *Attached*
(d) Please, attach a copy of the by-laws. *Attached*

4. Name, Title, and Business Address of all Officers and Directors, Partners, or other similar Officials:
John Maneri, President & CEO - 1620 W Sam Houston Pkwy N, Houston, TX 77043
Frank Agraz, Vice President - 1620 W Sam Houston Pkwy N, Houston, TX 77043

5. A statement (with appropriate citation to corporate articles or by-laws or other operative documents) that acting as a Competitive Supplier or Electricity Broker is not an *ultra vires* purpose (beyond the scope) of the entity: *Attached.*

CERTIFICATE OF COMPLETION

Awarded to:

Maneri~Agraz, LLC

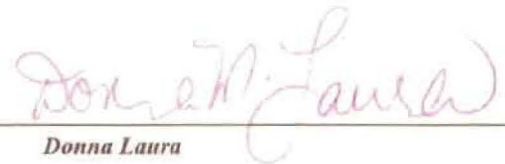
This certificate of completion acknowledges that you have completed the

Supplier Training Workshop

Given this 4th Day of May 2011

5/17/11
Date




Donna Laura



John R. Maneri, President & CEO:

John Maneri has worked in the energy efficient lighting industry for 22 years, beginning in 1990 with RISE Engineering, based in Providence, RI. He has been involved in this industry from the very beginning, when utility companies first began providing incentives for small commercial/ industrial customers to convert their old T12, inefficient lighting systems to the new more efficient T8 systems.

John began his career in Houston in 1979 in the construction management industry managing the construction of new houses for David Weekley Homes. After five years in the residential construction business John moved into commercial construction, working for Marriott International. He project managed the construction of five *Courtyard by Marriott* hotels in New York and New England from 1985-1990.

John has a unique combination of construction management experience and design-build energy efficient lighting experience. He has utilized these two disciplines to create and develop successful design and installation processes that are not only unique to the industry, but also proven over many years.

In 1996, after six years with RISE Engineering, John accepted an opportunity with Honeywell DMC. He was hired to startup a new large commercial energy efficient lighting business for Honeywell, servicing their national ESCO team. John quickly leveraged his fast track construction experience with his recent lighting experience and put processes and people into place that grew the business to \$20 million in four years. This team's unique ability to quickly and efficiently survey, design and install large lighting projects anywhere in the country was ground breaking in the industry.

John's greatest achievement is the team of lighting professionals he has developed over the last 15 years. The original lighting team that was formed within Honeywell in the late 90's remains intact today and forms the core management team of Maneri~Agraz. Our fifteen years of experience working together on a wide variety of facilities such as institutional, commercial, industrial, retail, municipal, and military bases, has provided our team with experience unmatched in the industry.

Some of John's high profile projects include:

- Johnson Space Center (120 buildings)
- Kellogg Company (multiple sites throughout the US and Canada)
- Kirtland Air Force Base
- Little Rock Air Force Base
- Dole Packaged Foods
- CenterPoint Energy (multiple sites in Houston area)
- PepsiCo (Tropicana, Gatorade, Quaker Oats)
- JC Penney (150 stores in 17 states)

Mr. Maneri graduated from the College of the Holy Cross with a BS in Economics in 1979.



Frank J. Agraz, Jr., LC
Vice President

Frank Agraz has worked in the energy efficient lighting industry for 14 years and has delivered projects through many different positions including sales, project management, and design. He has been involved in this industry at an early stage in the game when many customers replaced the components in their existing T12 linear fluorescent fixtures with the 1st generation of T8 and electronic ballast systems.

Frank started his career with Amtech Lighting in 1993 as an account representative. He sold lighting retrofits and long-term maintenance agreements. After less than one year working at the Houston, Texas branch, he was promoted to the Fort Lauderdale, Florida branch to manage the sales effort for south Florida.

Frank's early success led him to a new opportunity in Austin, Texas working in sales and lighting design at MetalOptics, a custom lighting manufacturer of specialized high efficiency luminaires and retrofit kits.

Frank first met John Maneri at Honeywell DMC Services, an internal, turn-key, lighting retrofit contractor for Honeywell International. Frank brought sales and design experience that helped the lighting division grow to \$20 million in sales in the 1st four years of business. His responsibilities included management of lighting survey and design teams that contributed to the generation a project proposal. He was tasked with delivering a creative lighting solution that was simultaneously profitable, cost-effective, and visually pleasing.

Mr. Agraz is Lighting Certified (LC) by the National Council on Qualifications for the Lighting Professions (NCQLP). The NCQLP is a non-profit organization founded in 1991 to serve and protect the well-being of the public through effective and efficient lighting practice.

He has been invited to speak at national conferences in the food processing industry and has been published for an article he authored on advanced lighting design practices.

Mr. Agraz graduated from Texas A&M University in College Station, Texas in 1992. He received a B.S. in Industrial Distribution.



Kandi Elie:

Kandi is the Executive Vice President of energy sales and procurement for Maneri~Agraz. She is responsible for all aspects sales and supplier relationships for our electricity consulting and procurement division.

Kandi has extensive experience in retail electricity sales through her role as Regional Director for a leading electricity supply firm where she managed a sales team of 25. Ms. Elie was responsible for the development and implementation of more than a billion kWh's of electricity supply. Her knowledge of the energy industry and her desire to help clients understand the options available in the ever changing energy industry provides Maneri~Agraz with the expertise required to provide our clients with customized energy procurement solutions.

Kandi holds a Bachelor of Science degree from Westfield University.



Office of the Secretary of State

CERTIFICATE OF FILING OF

Maneri-Agraz, L.L.C.
File Number: 800833821

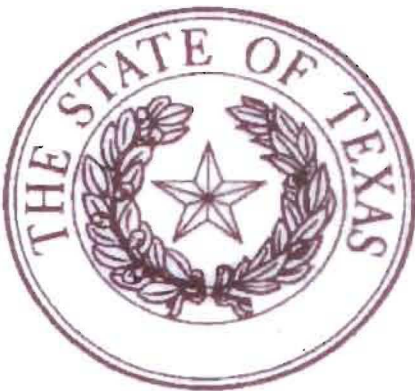
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 06/22/2007

Effective: 06/22/2007



A handwritten signature in dark ink that reads "Roger Williams".

Roger Williams
Secretary of State

JUN 22 2007

**CERTIFICATE OF FORMATION
OF
MANERI-AGRAZ, L.L.C.**

Corporations Section

The undersigned, acting as the sole organizer of a limited liability company under the Texas Business Organizations Code (the "TBOC"), does hereby adopt the following articles in this certificate of formation for Maneri-Agraz, L.L.C.:

ARTICLE I

The filing entity being formed is a limited liability company. The name of the entity is Maneri-Agraz, L.L.C. (the "Company").

ARTICLE II

The period of duration of the Company is perpetual, or until the earlier termination of the Company in accordance with the provisions of its company agreement.

ARTICLE III

The Company's business and purpose is to engage in any and all lawful business for which limited liability companies may be organized under the TBOC.

ARTICLE IV

The street address of the Company's initial registered office in Texas is 19901 Southwest Freeway, Sugar Land, Texas 77479, and the name of its initial registered agent at such address is John Maneri.

ARTICLE V

The Company is to be managed by one or more managers. The number of initial managers, who shall serve as manager until his successor(s) is duly elected, shall be one (1). The name and address of the initial manager is as follows:

<u>Name</u>	<u>Address</u>
John Maneri	19901 Southwest Freeway, Sugar Land, Texas 77479

ARTICLE VI

Any action required by the TBOC to be taken at any meeting of members, or any action which may be taken at any meeting of members, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

ARTICLE VII

The name and address of the sole organizer is:

<u>Name</u>	<u>Address</u>
Shane W. Hudson	1360 Post Oak Boulevard, Suite 1600 Houston, Texas 77056

ARTICLE VIII

A. The Company shall indemnify, to the fullest extent permitted by Texas law, every person who is or was a member, manager or officer of the Company and any person who, while a manager or officer of the Company, is or was serving at the request of the Company as manager, officer, director, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan, limited liability company, or other enterprise with respect to all costs and expenses incurred by such person as a result of such person being made or threatened to be made a defendant or respondent in a proceeding by reason of his or her holding a position named above in this paragraph.

B. The Company shall advance expenses to any person named in paragraph A of this Article VIII who was, is, or is threatened to be made a party in a proceeding by reason of his or her holding a position named in paragraph A to the fullest extent permitted by Texas law.

C. It is the intent of the Company to indemnify the person referred to in this Article VIII to the fullest extent permitted by law. The indemnification provided by this Article VIII shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any law, agreement, vote of members, the Company's company agreement, or otherwise, or under any policy or policies of insurance purchased and maintained by the Company on behalf of any such person, both as to action in his or her official capacity and as to action in another capacity while holding office, and shall continue as to a person who has ceased to be an officer, and shall inure to the benefit of the heirs, executors, and administrators of such person.

D. The indemnification provided by this Article VIII shall be subject to all valid and applicable laws, and, in the event this Article VIII or any of the provisions hereof or the indemnification contemplated hereby are found to be inconsistent with or contrary to any such valid laws, the latter shall be deemed to control and this Article shall be regarded as modified accordingly, and, as so modified, shall continue in full force and effect.

E. This Article VIII does not eliminate or limit the liability of any person named in paragraph A of this Article VIII to the extent such person is found liable for: (i) a breach of the duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of the duty of care to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which such person received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such person's official capacity with the Company; or (iv) an act or omission for which the liability of such person is expressly provided by an applicable statute.

F. Any repeal or amendment of this Article VIII by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of any person named in paragraph A of this Article VIII existing at the time of such repeal or amendment. In addition to the circumstances in which such person is not liable as set forth in the preceding sentences, such person shall not be liable to the fullest extent permitted by any provision of the statutes of Texas hereafter enacted that further limits the liability of such person as an agent of the Company.

IN WITNESS WHEREOF, this certificate of formation has been executed on June 22 2007, by the undersigned.

SOLE ORGANIZER:

A handwritten signature in black ink, appearing to read 'Shane W. Hudson', written over a horizontal line.

Shane W. Hudson



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

005879.397848.0017.001 1 MB 0.360 530



MANERI-AGRAZ LLC
JOHN MANERI MBR
19901 SOUTHWEST FREEWAY
SUGAR LAND TX 77479

Date of this notice: 07-02-2007

Employer Identification Number:
26-0420071

Form: SS-4

Number of this notice: CP 575 B

For assistance you may call us at
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 26-0420071. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, please use the label we provided. If this isn't possible, it is very important that you use your EIN and complete name and address exactly as shown above on all federal tax forms, payments and related correspondence. Any variation may cause a delay in processing, result in incorrect information in your account or even cause you to be assigned more than one EIN. If the information isn't correct as shown above, please correct it using tear off stub from this notice and return it to us so we can correct your account.

Based on the information from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1065

04/15/2008

If you have questions about the form(s) or the due date(s) shown, you can call or write to us at the phone number or address at the top of the first page of this letter. If you need help in determining what your tax year is, see Publication 536, Accounting Periods and Methods, available at your local IRS office or you can download this Publication from our Web site at www.irs.gov.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination on your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue.)