36

☒ HEATING AND COOLING ☐ PIPELINE
☐ WATER TRANSPORTATION COMPANIES

ANNUAL REPORT

OF

89-6017

Youngstown Thermal Cooling, LLC
Ms. Therese A. A. Kechler
CFO
236 N. Champion Street
Youngstown, OH 44503

(Address of principal business office at end of year)

TO THE

PUBLIC UTILITIES COMMISSION OF OHIO

THE PUBLIC UTILITIES COMMISSION OF OHIO

2005 JUL 25 PM 1:49

PUCO

RECEIVED-DOCKETING DIV

FOR THE

YEAR ENDED DECEMBER 31, 2004

Name, title, address, telephone and fax numbers (including area code) of the person to be contacted concerning this report.

Therese A. Kechler, CFO
236 N. Champion St., Youngstown, Ohio 44503 330-747-3800
Fax 330-747-5626

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

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Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

GENERAL INSTRUCTIONS, DEFINITIONS, ETC.

1. The word "Respondent" in the following inquiries means the person, firm, association, or company in whose behalf the report is made.

2. The schedules and questions contained in this report were developed to be generally applicable to all heating and cooling, pipeline and water transportation companies. All instructions shall be followed and each question answered as fully and accurately as possible. Sufficient answer shall appear to show that no schedule, question, or line item has been overlooked. If a particular line item or schedule does not apply to the respondent, indicate this by answering "none", "-0-", or "not applicable", as appropriate, where it truly and completely states the fact.

3. If answers to an inquiry are given elsewhere in the report, incorporation of information by reference is sufficient.

4. Customary abbreviations may be used except that the exact name of the respondent shall be shown in full on the "Title Page" and in the "Verification" page.

5. Where the space provided is insufficient for the required data or it is necessary or desirable to insert additional statements or schedules, the insert pages shall show the number and title of the schedule to which it pertains, as well as the name of the respondent and the year covered, and shall be on 8 1/2" x 11" durable paper.

6. The information required with respect to any statement furnished is the minimum requirement. The respondent may add such further material information as is necessary to ensure that the required statements are not misleading.

7. All copies filed with the Commission must be legible and permanent. All entries shall be made in permanent ink or by a typewriter. Items of a reverse or contrary character shall be enclosed in parentheses, or indicated by a minus sign followed by the amount.

8. Amounts on any schedule (except as otherwise provided therein), may, at the option of the respondent, be rounded off to whole dollars provided that amounts are appropriately adjusted to agree with the rounded total.

9. The annual report shall be signed by a duly elected officer of the respondent and it shall be notarized.

10. The information required in this report, unless otherwise indicated, is to be reported for the entire company and not for the State of Ohio only.

10. Totals should be provided as indicated. The respondent shall ensure that schedule totals and subtotals are mathematically correct.

12. If a line item is supported by a detailed schedule elsewhere in this report, the respondent should ensure that the detailed schedule is completed and that the amounts on both schedules match.

Annual Report of Youngstown Thermal Cooling LLC Year Ended December 31, 2001

HISTORY

1. Exact name of company making this report.
Youngstown Thermal Cooling LLC

2. Date of organization
September 9, 2002

3. Under the laws of what Government, State of Territory organized? If more than one, name all.
Ohio

4. If a consolidated or merged company, name all constituent and all merged companies.
N/A

5. Date and authority for each consolidation and each merger.
N/A

6. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual.
Limited Liability Company

7. If a reorganized company, given name of original corporation, refer to laws under which it was organized, and state the occasion for the reorganization.
N/A

8. State wether or not, the respondent during the year conducted any part of its business under a name, or names, other than shown, in response to inquiry No. 1. If so, give full particulars.
N/A

9. Where are the books and records of the company kept?
236 N. Champion St.
Youngstown, Ohio 44503

10. Name below all classes of public service furnished by the respondent.
District Cooling - Chilled Water

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

IDENTITY OF RESPONDENT

1. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual. Limited Liability Company

2. Date when operations began.
September 9, 2002

3. If a consolidated or merged company, give names of each such incident, date, and Commission authority. If a reorganized company, give name of original corporation.
N/A

4. If incorporated specify (a) Date of filing articles of incorporation,
(b) State in which incorporated,
N/A

5. Commission Case Number granting operating authority and date issued.
02-236-CC-UNC

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown Title Page; if so, give full particulars.
N/A

7. Description of general service territory.
City of Youngstown, Ohio

8. List all affiliated companies with whom the respondent does business and their relationship to the respondent. If respondent is a partnership, provide this information for each partner. (Use separate page(s) if needed).
State whether the affiliate is (a) a regulated public utility or, (b) a publicly held corporation.
N/A

9. Did any corporation or corporations, telephone or other, hold control over the respondent at the close of the year? Yes If control was so held, state:

   a. The name and address of the controlling corporation or corporations. Thermal Ventures II, LLC 236 N. Champion St. Youngstown, Ohio 44503
   b. The form of control, whether sole or joint. Sole
   c. The extent of control. 100%
   d. Whether control was direct or indirect. Direct
   e. If indirect, the name and address of the intermediary through which control was established. N/A

10. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? NO If control was so held, state:

   a. The name and address of the trustee.
   b. The name and address of the beneficiary or beneficiaries for whom the trust was maintained, if available.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

IDENTITY OF RESPONDENT

1. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual. Limited Liability Company

2. Date when operations began.
September 9, 2002

3. If a consolidated or merged company, give names of each such incident, date, and Commission authority. If a reorganized company, give name of original corporation.
N/A

4. If incorporated specify (a) Date of filing articles of incorporation,
(b) State in which incorporated,
N/A

5. Commission Case Number granting operating authority and date issued.
02-236-CC-UNC

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown Title Page; if so, give full particulars.
N/A

7. Description of general service territory.
City of Youngstown, Ohio

8. List all affiliated companies with whom the respondent does business and their relationship to the respondent. If respondent is a partnership, provide this information for each partner. (Use separate page(s) if needed).
State whether the affiliate is (a) a regulated public utility or, (b) a publicly held corporation.
N/A

9. Did any corporation or corporations, telephone or other, hold control over the respondent at the close of the year? Yes If control was so held, state:

   a. The name and address of the controlling corporation or corporations. Thermal Ventures II, LLC 236 N. Champion St. Youngstown, Ohio 44503
   b. The form of control, whether sole or joint. Sole
   c. The extent of control. 100%
   d. Whether control was direct or indirect. Direct
   e. If indirect, the name and address of the intermediary through which control was established. N/A

10. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? No If control was so held, state:

   a. The name and address of the trustee.
   b. The name and address of the beneficiary or beneficiaries for whom the trust was maintained, if available.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

11. Did the respondent hold control over other corporations at the close of the year? NO
If so, state:

a. The name and address of corporation or corporations controlled.
b. The form of control, whether sole or joint.
c. Other parties, if any, to joint agreement for control.
d. The extent of control.
e. Whether control is direct or indirect.
f. If indirect, the name and address of the intermediary through which control was established.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

11. Did the respondent hold control over other corporations at the close of the year? no
If so, state:

a. The name and address of corporation or corporations controlled.
b. The form of control, whether sole or joint.
c. Other parties, if any, to joint agreement for control.
d. The extent of control.
e. Whether control is direct or indirect.
f. If indirect, the name and address of the intermediary through which control was established.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 1

CORPORATIONS CONTROLLED BY RESPONDENT

Name	Sole or Joint	New Established	Establ.	Direct or Indirect	If Indirect, Name of Intermediary through which Control is Established	Other Parties to Agreement for Joint Control
ACTIVE CORPORATIONS:						
N/A						
INACTIVE CORPORATIONS:						
N/A						

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 2

TYPE OF SERVICE SUPPLIED

The respondent will show the names of cities or villages in which it supplies service and check type of service rendered.

City of Village	Heating and Cooling	Pipeline	Water Transportation
City of Youngstown - Ohio	X		

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

IMPORTANT CHANGES DURING THE YEAR

Report important changes of the types listed. Except as otherwise indicated data furnished should apply to the same period the report covers. Answers should be numbered in accordance with the inquiries and if "none" states the fact, it should be used. If information which answers an inquiry is given elsewhere in the report, incorporation of that information by reference will be sufficient.

1. Issuances of Capital Stock or long term debt during the year: Identify the securities, date, consideration received and Commission authorization.

   N/A

2. Changes in franchise rights.

   N/A

3. Changes in ownership or control (shareholders holding 5% or more of outstanding stock).

   N/A

4. Other important changes: Give brief particulars of each other important change which is not disclosed elsewhere in this report.

   N/A

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

IMPORTANT CHANGES DURING THE YEAR

Report important changes of the types listed. Except as otherwise indicated data furnished should apply to the same period the report covers. Answers should be numbered in accordance with the inquiries and if "none" states the fact, it should be used. If information which answers an inquiry is given elsewhere in the report, incorporation of that information by reference will be sufficient.

1. Issuances of Capital Stock or long term debt during the year: Identify the securities, date, consideration received and Commission authorization.

   N/A

2. Changes in franchise rights.

   N/A

3. Changes in ownership or control (shareholders holding 5% or more of outstanding stock).

   N/A

4. Other important changes: Give brief particulars of each other important change which is not disclosed elsewhere in this report.

   N/A

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 3

VOTING POWERS AND ELECTIONS

1. In the schedule below, show the particulars called for concerning the stockholders of respondent who, at the date of the latest closing of the stock-book of respondent prior to the actual filing of this report, had the twenty highest voting powers of the respondent. If any such holder held in trust, attach a statement showing the beneficial owners. If the stock-book was not closed within the year, show twenty such stockholders as of the close of the year. In the space provided, show total shares and notes of all stockholders.

Line No.	Name and Address of Stockholders	No. of Shares Held	No. of Voting Shares	Other Vote Empowered Securities
1	N/A			
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9				
10.				
11.				
12.				
13.				
14.				
15.				
16.				
17.				
18.				
19.				
20.				
	Total listed above			
	Total all stockholders			

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 4

DIRECTORS, PROPRIETORS, PARTNERS

1 Give the name of director or proprietor. (For partnerships identify each partner, identify which are general or limited partners, and show each partner's percent of interest.

Line No.	Name and Address (City and State) (a)	Served Continuously From (b)	Term Expired or Current Term Will Expire (c)
1	Thermal Ventures II, LP		
2	236 N. Champion St.		
3	Youngstown, Ohio 44503		
4	Sole Member - 100%		
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			

(For corporations, show the data requested; for other forms of business organizations, show names of individuals holding comparable positions.)

16	Name of Chairman of the Board	21.	Treasurer
17	Name of Secretary of Board	22.	Controller
18	President		
19	Vice-President		
20	Secretary		

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SCHEDULE: 5

BALANCE SHEET

Description	Page No.	Beginning Balance	Ending Balance	Increase or (Decrease)
Current Assets				
Cash and Equivalents		3,831	3,896	64
Accounts Receivable-Net		581	1,358	777
Notes Receivable-Net		—	—	—
Other Current Assets		10,000	—	(10,000)
Totals		14,413	5,254	(9,159)
Noncurrent Assets				
Investments		—	—	—
Other Noncurrent Assets		—	—	—
Totals		—	—	—
Property, Plant and Equipment				
Property, Plant, and Equipment		388,545	388,545	—
Accumulated Depreciation & Amortization		(160,261)	(180,155)	(19,894)
Net Plant		228,284	208,390	(19,894)
TOTAL ASSETS		242,697	213,644	(29,053)
Current Liabilities				
Accounts and Notes Payable		1,149,519	1,292,143	142,625
Other Current & Accrued Liabilities		2,883	2,537	(346)
Totals		1,152,402	1,294,680	142,279
Total Long-Term Debt		—	—	—
Other Deferred Credits		—	—	—
Stockholders' Equity				
Capital Stock		—	—	—
Retained Earnings		—	—	—
Proprietory Capital - Proprietorship and Partnership		(909,705)	(1,081,037)	(171,332)
Totals		(909,705)	(1,081,037)	(171,332)
TOTAL LIABILITIES & OTHER CREDITS		242,697	213,644	(29,053)

Annual Report of Youngstown Thermal Cooling LLC Year Ended December 31, 2004

SCHEDULE: 5A

NOTES TO BALANCE SHEET
N/A

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SCHEDULE: 6

INCOME STATEMENT

Description	Amount
Operating Income	
Operating Revenues	28,341
Uncollectible Revenues	—
Net Operating Revenues	28,341
Operating Expenses	179,779
Depreciation & Amortization	19,894
Taxes, Other than Income	—
Income Taxes	—
Total Operating Expenses	199,673
Net Operating Income	(171,332)
Other Income & Deductions	
Other Operating Income & Expense	—
Non-Operating Income & Expense	—
Non-Operating Taxes	—
Interest & Related Items	—
Extraordinary Items	—
Net Other Income & Deductions	—
Net Income	(171,332)

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SCHEDULE: 6A

NOTES TO INCOME STATEMENT

N/A

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SCHEDULE: 7

INVESTMENTS

Name of Affiliate (a)	PLEDGED Par Value (b)	PLEDGED Book Value (c)	UNPLEDGED Par Value (d)	UNPLEDGED Book Value (e)
Investment in Associated Companies:				
N/A				
Other Investments:				
N/A				
Total				

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 7

INVESTMENTS

Name of Affiliate (a)	Note (f)	INCOME DERIVED Amount of Dividends (g)	INCOME DERIVED Amount of Interest (h)	Percent of Holding of Control Assets (i)
Investments in Associated Companies:				
N/A				
Other Investments:				
N/A				
Total				

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SCHEDULE: 8

SPECIAL FUNDS ACCOUNTS 125 & 128 (125)

Name of Fund (a)	Balance First of Year (b)	Additions Principal (c)	Additions Income (d)	Deductions	Balance End of Year
N/A					
TOTALS	$	$	$	$	$

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SCHEDULE: 9

NOTES AND OTHER ACCOUNTS RECEIVABLE

Notes Receivable		*Other Accounts Receivable	
Name of Debtor	Amount at Close of Year	Name of Debtor	Amount at Close of Year
N/A			
Total		Total	

ACCOUNTS RECEIVABLE FROM ASSOCIATED COMPANIES

Name of Debtor	Consideration Received	Amount at Close of Year
N/A		
	Total	

*Show major items only. Minor items may be reported in one group.

Annual Report of Youngstown Thermal Cooling, LLC

Year Ended December 31, 2004

SCHEDULE: 10

CAPITAL STOCK

1. Respondent shall enter the class of stock and a description of any pertinent details such as differences in voting rights, preferences as to dividends or assets, pledges, etc.
2. Respondent shall provide the information specified in column headings (b) through (h) and note any other pertinent information at the bottom of this schedule.

Class and Description of Capital Stock (a)	Par or Stated Value Amount (b)	Number of Shares Authorized (c)	Amount of Stock Issued and Outstanding (d)	Additional Paid In Capital (e)	Total (Col. (d) & (e)) (f)	Number of Shares of Treasury Stock (g)	Amount in Treasury Stock Account (h)
N/A	$		$	$	$		$
TOTALS	$		$	$	$		$

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SCHEDULE: 11

LONG-TERM DEBT

1. List in account number order in column (a) a description of the long-term obligation, including those maturing in the coming year.
2. In the remaining columns (b) - (i) respond shall furnish the appropriate data.

Description of Obligation (a)	Nominal Date of Issue (b)	Date of Maturity (c)	Interest Rate (d)	Original Amount of Debt (e)
N/A				

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SCHEDULE: 12

NOTES PAYABLE

Name of Creditor	Considerations Reserved	Date of Obligations	Date of Maturity	Credit Balance at Close of Year	
N/A					
			Total		

ACCOUNTS PAYABLE TO ASSOCIATED COMPANIES

Name of Creditor	Considerations Reserved	Date of Obligations	Date of Maturity	Credit Balance at Close of Year	
Thermal Ventures II, LP				3421	44
Youngstown Thermal LLC				1,229,413	51
Thermal Ventures, Inc.				25,064	05
			Total	1,257,899	00

MATURED LONG TERM DEBT

Name of Creditor	Considerations Reserved	Date of Obligations	Date of Maturity	Credit Balance at Close of Year	
N/A					
			Total		

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SCHEDULE: 13

ACCUMULATED DEPRECIATION (Account 3100)

Acct. No.	Account Title	At Beginning of Year (a)	Annual Accrual (b)	Additional Accrual (c)	Retired (d)	Cost of Removal (e)	Salvage (f)	Other (g)	Balance at End of Year (h)
	Operating Plant	160,261	19,894						180,155
	Other (Nonoperating, Property Held for Future Use, Plant Acquisition Adjustment)								
	TOTAL	160,261	19,894						180,155

Sent by: THERMAL VENTURES II 330 747 5626; 07/25/05 10:24; JetFax #314;Page 24/32

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SCHEDULE: 14

BASES OF CHARGES FOR DEPRECIATION

1. Provide separate schedules for each jurisdiction in which the respondent operates and for the overall operations of the respondent.
2. Under column (a) provide all subclasses of plant for which a separate depreciation rate is determined and a subtotal for each primary account.
3. Under columns (b) thru (d) provide the life, net salvage, and rate prescribed by the Commission.

☐ Jurisdiction _____

☒ Overall Operations

Classes and Subclasses of Depreciable Plant

	Account Number and Title of Plant Accounts and its Subclasses (a)	Life (Years) (b)	*Net Salvage (%) (c)	Depreciation *Rate (%) (d)	Depreciation *Reserve (%) (e)
1					
2	Production And Distribution Equipment	10		10%	
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29	*Composite rate for all depreciable accounts				
30	*Composite rate for all plant accounts				
31					
32	Ratio to all depreciable accounts				
33	Ratio to all plant accounts				

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SCHEDULE: 15

STATEMENT OF RETAINED EARNINGS

Account No.	Item	Page No.	Amount
	Balances-First of Year		
	Changes: Balance Transferred from Income		
	Dividends Declared		
	Miscellaneous Debits to Retained Earnings		
	Miscellaneous Credits to Retained Earnings		
	Balance-End of Year		
	Notes to Statement of Retained Earnings:		

SCHEDULE: 16

PARTNERSHIP CAPITAL STATEMENT (1)

Account No.	Item	Page No.	Amount
	Partnership Capital-Beginning of Year		(909,705)
	Net Income (Loss) for Year		(171,332)
	Partners' Capital Contributions		–
	Miscellaneous Credits		–
	Total Credits		(1,081,037)
	Partners' Drawings		–
	Prior Period Adjustment(s)		–
	Miscellaneous Debits		–
	Total Debits		–
	Partnership Capital-End of Year		(1,081,037)

(1) This statement should also be used by sole proprietors.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 17

TAXES ACCRUED

Explain items recorded in column (e). Any amounts included for other than current taxes should be explained by footnote.

Kind of Tax (a)	Balance First of Year (b)	Amount Accrued During Year (c)	Payments During Year (d)	Other Items Dr. or (Cr.) (e)	Balance End of Year (f)
Personal Property Tax	(2883.00)	(3,666.00)	4012.00	-	(2537)
Total	$(2883)	$(3,666)	$ 4012	$ -	$(2,537)

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SCHEDULE: 18

UTILITY PLANT IN SERVICE-ACCOUNT 101

Account (a)	Balance First of Year (b)	Additions During Year (c)	Retirements During Year (d)	Adjustments Dr. or (Cr.) (e)	Balance End of Year (f)
Utility Plant Accounts					
Operating Plant	388 545	–	–	–	388 545
Other (Nonoperating, Property Held for Future Use, Plant Acquisition Adjustment, CWIP)					
TOTAL	388 545	–	–	–	388 545

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 19

OPERATING REVENUES AND EXPENSES

	Amount
Operating Revenues	
(Show accounts in order kept)	
Cooling Revenues	28,341
Total Operating Revenues	28,341
Operating Expenses	
(Show accounts in order kept)	
Fuel	113,071
Labor	8,174
Maintenance and Repairs	4,757
Other Costs of Sales	50,574
Utilities and Rent	2,600
Professional Fees	
Other General and Administrative	600
Total Operating Expenses	179,778

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SCHEDULE: 20

STATEMENT OF INTRASTATE-GROSS EARNINGS (1)

Line No.	Item	Amount: Total Company	Amount: Other Than Ohio Intrastate	Amount: Ohio Intrastate
1	Operating and Miscellaneous Revenue (Rent Revenue, Special Billings (revenue from work performed for others, rent revenue-nonoperating, return on regulated investment used to provide nonregulated products and services, etc.)	28,341	—	28,341
2	Other Revenue, Dividend and Interest Income, Gains From Disposition of Property -Operating and Nonoperating, Other Operating or Nonoperating Gains (foreign currency exchange or transfer, extinguishment of debt, company's share of earnings of affiliated company accounted for on equity method, income from sinking and other funds, etc.)	—	—	—
3	SUBTOTAL (1) + (2)	28,341	—	28,341
4	Earnings or receipts from sales to other public utilities for resale	(—)	(—)	(—)
5	TOTAL (3) + (4)	28,341	—	28,341

(1) Intrastate means from one point in Ohio to another point in Ohio, or wholly within Ohio.

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

SCHEDULE: 21

IN ORDER TO ENSURE THAT PUCO CORRESPONDENCE IS DIRECTED TO THE APPROPRIATE PERSON AT THE CORRECT ADDRESS, PLEASE COMPLETE THE FOLLOWING.

Name, Title, Address, and Phone Number of the Company's Contact Persons to Receive Entries and Orders from the Docketing Division

Therese A. Keebler — CFO
Name — Title

236 N. Champion St., Youngstown, Ohio 44503
Address

330-747-3800
Phone Number (Including Area Code)

Name, Title, Address, and Phone Number of Person to whom Invoice should be Directed

Carol Ozikiewicz — Accounting
Name — Title

205 North Ave. Youngstown, Ohio 44502
Address

330-743-7712
Phone Number (Including Area Code)

Name and Address of the President

Jeffrey P. Bees
Name — President

236 N. Champion St., Youngstown, Ohio 44503
Address

Annual Report of Youngstown Thermal Cooling, LLC Year Ended December 31, 2004

VERIFICATION

The foregoing report must be verified by the President or Chief Officer of the company. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

State of Ohio
County of Mahoning

Jeffrey P. Bees makes oath and says that
(Insert here the name of the affiant.)

he is CEO
(Insert here the official title of deponent)

of Youngstown Thermal Cooling, LLC
(Insert here the exact legal title or name of the respondent.)

that he has examined the foregoing report; that to the best of his knowledge, information, and belief, all statements of fact contained in the said report are true and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including Jan. 1, 2004 to and including Dec. 31, 2004.

Jeffrey P. Bees
(Signature of affiant.)

Subscribed and sworn to before me, a Notary Public in and for the State and county named, this 20th day of July, 2005. My commission expires DEC 01 2005, 20__.

L.C. Osikiewicz
(Signature of officer authorized to administer oaths.)

L.C. OSIKIEWICZ, Notary Public
STATE OF OHIO
My Commission Expires Dec. 1, 2006

THERMAL VENTURES II, LP
236 N. CHAMPION STREET
YOUNGSTOWN, OHIO 44503

FACSIMILE TRANSMITTAL SHEET

TO: John Berringer	FROM: Teri Kechler
COMPANY: PUCO	DATE: 7/25/2005
FAX NUMBER: (614) 466-0313	TOTAL NO. OF PAGES INCLUDING COVER: 32
PHONE NUMBER: (614) 728-5708	SENDER'S TELEPHONE NUMBER: (330) 747-4604
RE: Youngstown Thermal, LLC	SENTER'S FAX NUMBER: (330) 747-5626

☐ URGENT ☐ FOR REVIEW ☐ PLEASE COMMENT ☐ PLEASE REPLY ☐ PLEASE RECYCLE

NOTES/COMMENTS:

THE INFORMATION CONTAINED HEREIN IS CONFIDENTIAL.
PLEASE NOTIFY THE SENDER IF INPROPERLY RECEIVED.

Annual Report of Youngstown Thermal, LLC Year Ended December 31, 2004

VERIFICATION

The foregoing report must be verified by the President or Chief Officer of the company. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

State of Ohio
County of Mahoning

Jeffrey P. Bees makes oath and says that
(Insert here the name of the affiant.)

he is CEO
(Insert here the official title of deponent)

of Youngstown Thermal, LLC
(Insert here the exact legal title or name of the respondent.)

that he has examined the foregoing report; that to the best of his knowledge, information, and belief, all statements of fact contained in the said report are true and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including Jan 1, 2004 to and including Dec 31, 2004.

Jeffrey P. Bees
(Signature of affiant.)

Subscribed and sworn to before me, a Notary Public in and for the State and county named, this 20th day of July, 2005. My commission expires Dec 1, 2005, 20__.

LC Osikiewicz
(Signature of officer authorized to administer oaths.)

L.C. OSIKIEWICZ, Notary Public
STATE OF OHIO
My Commission Expires Dec. 1, 2005