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Fax: 502.589.0309

December 10, 2010

VIA FEDERAL EXPRESS

Jeff R. DeRouen Executive Director Kentucky Public Service Commission P.O. Box 615 211 Sower Blvd. Frankfort, KY 40602-0615

Re: Case No. 2010-00468

PECEIVED

DEC 1 3 2010

PUBLIC SERVICE COMMISSION

Dear Mr. DeRouen:

Enclosed please find for filing a Petition for Confidential Protection submitted by Navitas KY NG, LLC in the above-referenced case. One copy has the portion for which confidential protection is sought highlighted, and the other ten (10) copies have those portions redacted.

Thank you and please do not hesitate to contact me if you have any questions.

Very truly yours,

WYATT, TARRANT & COMBS, LLP

Frank F. Chuppe

FFC/mw Enclosures

cc: Mary Kathryn Kunc Klint Alexander

20335054.1

COMMONWEALTH OF KENTUCKY BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:)
THE JOINT APPLICATION OF NAVITAS KY NG, LLC AND GASCO DISTRIBUTION SYSTEMS, INC. FOR APPROVAL OF AN ACQUISITION OF OWNERSHIP AND CONTROL OF GAS UTILITY SYSTEMS	Case No. 2010-00468 DEC 1 3 2010
	PUBLIC SERVICE COMMISSION

PETITION FOR CONFIDENTIAL PROTECTION

COMES NOW, Joint Applicant Navitas KY NG, LLC ("Navitas"), by and through counsel, and petitions the Kentucky Public Service Commission ("Commission") pursuant to 807 KAR 5:001 Section 7 to grant confidential protection to certain information relating to the Applicants' Joint Application filed herein on December 2, 2010.

In support of this petition, Navitas state as follows:

- 1. On December 2, 2010, the Joint Applicants filed a Joint Application with the Commission pursuant to KRS 278.020(5) and (6) seeking an Order from the Commission for approval of the acquisition of ownership and control of a certain gas utility system from Gasco to Navitas in Albany, Clinton County, Kentucky.
- 2. Certain attachments provided along with the Joint Application contain confidential commercial and proprietary information. In order to receive the necessary regulatory approvals, Navitas requests that a Confidentiality Agreement be entered into to protect the confidentiality of this information. This information is not publicly disseminated, and public disclosure of the information would harm Navitas. More specifically, this includes sensitive financial information about Navitas, the public disclosure of which would be harmful to Navitas.

- 3. Under KRS 61.878(1)(c), commercial information, generally recognized as confidential, is protected if disclosure would cause competitive injury and permit competitors an unfair commercial advantage. Public disclosure of this information may cause competitive injury to each of the Joint Applicants and cause a lessening of competition in a subsequent bidding process in the event the Commission denies the Joint Application or the proposed acquisition otherwise fails to close.
- 4. In addition, KRS 61.878(m) exempts the disclosure of records that would have a reasonable likelihood of threatening the public safety by exposing a vulnerability in preventing, protecting against, mitigating, or responding to a terrorist act, including:

Infrastructure records that expose a vulnerability referred to in this subparargaph through the disclosure of the location, configuration, or security of critical systems including public utility systems. These critical systems shall include but not be limited to information, technology, communication, electrical, fire suppression, ventilation, water, waste water, sewage and gas systems. KRS 61.878(m)1.f.

The information for which this Petition seeks confidential protection includes information about the location of components of the utility's gas system that is protected under the above quoted portion of KRS 61.878.

- 5. The attachments to the Joint Application which contain confidential information are:
 - (a) The Navitas companies are comprised of two sister entities, Navitas Utility Corporation ("NUC") and Navitas Assets, LLC ("NALLC") which is the parent company of Navitas TN NG, LLC. NALLC is a holding company created to retain certain energy assets. NUC is an operating entity primarily engaged in providing necessary support services for the operations of NALLC. NALLC and NUC's financial information is required for the Joint Application and neither are publicly held companies. Therefore, its 2009 Federal and State Income Tax Returns and Independent Auditor's Report are confidential which are identified in the Joint Application as Exhibit "I".

- (b) Information relating to the utility system confidential under KRS 61.878(m)1(f) contained in the Amendment to the Asset Purchase Agreement which is identified in the Joint Application as Exhibit "B".
- 6. This information is treated as confidential by Navitas, and is not widely disseminated even among Navitas' employees. Only personnel with a business reason to use this confidential information are permitted to view it.
- 7. If the Commission disagrees with the Joint Applicants that this information is exempt from disclosure as confidential commercial information, however, it must hold an evidentiary hearing to protect the due process rights of the Joint Applicants and supply the Commission with a complete record to enable it to reach a decision with regard to this matter.
- 8. Navitas does not object to disclosure of the confidential information, pursuant to a protective agreement, to intervenors with a legitimate interest in reviewing the confidential information for the purpose of commenting on the Joint Application.
- 9. In accordance with the provisions of 807 KAR 5:001(7), the Joint Applicants filed with the Commission the confidential information provided as part of their Joint Application filed under separate seal.

WHEREFORE, Navitas KY NG, LLC respectfully requests that the Commission grant confidential protection for the information at issue, or schedule an evidentiary hearing on all factual issues while maintaining the confidentiality of the information pending the outcome of the hearing.

Dated this the 10th day of December, 2010.

Respectfully Submitted,

Klint W. Alexander (#20420)

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2525 West End Avenue, Suite 1500

Nashville, TN 37203
(615) 244-0020
kalexander@wyattfirm.com

Frank F. Chuppe

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- and -

Ron Comingdeer, OBA#1835 Mary Kathryn Kunc, OBA#15907 Ron Comingdeer & Associates 6011 N. Robinson Oklahoma City, Oklahoma 73118 (405) 848-5534 hunter@comingdeerlaw.com mkkunc@comingdeerlaw.com

Counsel for Navitas Assets, L.L.C.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 10th day of December, 2010, a true and correct copy of the foregoing instrument was deposited in the United States Mail, with postage prepaid, and addressed to the following:

Jack Conway, Esq.

Office of the Attorney General Capitol Suite 118 700 Capitol Avenue Frankfort, Kentucky 40601-3449

Helen Helton, Esq. Anita Mitchell, Esq.

Division of General Counsel Public Service Commission Commonwealth of Kentucky 211 Sower Blvd. PO Box 615 Frankfort, Kentucky 40601

Richard Collier, Esq.

General Counsel Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, Tennessee 37243-0505

Fred Steele, President

Gasco Distribution Systems, Inc. 4445 East Pike Zanesville, Ohio 43701

Frank Chuppe

REDACTED CONFIDENTIAL MATERIAL

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PUBLIC SERVICE COMMISSION

FEDERAL INCOME TAX SUMMARY

PAGE 1

NAVITAS ASSETS, LLC

TRADE OR BUSINESS INCOME GROSS RECEIPTS LESS RETURNS COST OF GOODS SOLD GROSS PROFIT OTHER INCOME (LOSS) TOTAL INCOME (LOSS)	2009	2008	DIFF
TRADE OR BUSINESS DEDUCTIONS BAD DEBTS TAXES AND LICENSES INTEREST DEPRECIATION OTHER DEDUCTIONS TOTAL DEDUCTIONS			ALLEGE SERVICES AND A SERVICES
SCHEDULE K - INCOME ORDINARY BUSINESS INCOME (LOSS) INTEREST INCOME			
SCHEDULE K - ALTERNATIVE MINIMUM TAX ITEMS POST-1986 DEPRECIATION ADJUSTMENT			
SCHEDULE K - OTHER DISTRIBUTIONS OF CASH & MARKETABLE SECIONESTMENT INCOME	and the second	Constitution of the second	and the state of t
SCHEDULE L - BALANCE SHEET BEGINNING ASSETS BEGINNING LIABILITIES AND CAPITAL ENDING ASSETS ENDING LIABILITIES AND CAPITAL		A MOCKET TO A STATE OF THE STAT	

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2009

OKLAHOMA INCOME TAX SUMMARY

PAGE 1

NAVITAS ASSETS, LLC

	2009	2008	DIFF
OKLAHOMA ORDINARY INCOME			
GROSS RECEIPTS LESS RETURNS/ALLOWANCES			
COST OF GOODS SOLD AND/OR OPERATIONS			
GROSS PROFIT			4
OTHER INCOME (LOSS)			
TOTAL INCOME (LOSS)			
BAD DEBTS			
TAXES AND LICENSES			
INTEREST. DEPRECIATION			
OTHER DEDUCTIONS			
TOTAL DEDUCTIONS			
ORD. INC. (LOSS) FROM TRADE OR BUSINESS.			
DISTRIBUTIVE SHARE ITEMS			
ORD. INC. (LOSS) FROM TRADE OR BUSINESS			
INT ON LOANS, NOTES, MORTGAGES, BONDS			
TOTAL INCOME (LOSS)			
NET OKLAHOMA DISTRIBUTIVE INCOME			
			i i

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2009

SCHEDULE K-1 ALLOCATION SUMMARY

PAGE 1

NAVITAS ASSETS, LLC

PTR# NAME

NAVITAS UTILITY CORPORATION RICHARD VARNER THOMAS HARTLINE

PROFIT SHARING ALLOC. PERCENTAGE LOSS SHARING ALLOC. PERCENTAGE

: KE

Mati

ORDINARY BUSINESS INCOME (LOSS)
INTEREST INCOME
POST-1986 DEPRECIATION ADJUSTME
DISTRIBUTIONS OF CASH & MARKET.
INVESTMENT INCOME

17 19 20

TOTAL ON SCHEDULE K

PARTNER

PARTNER 2

PARTNER 3

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Schedule A Cost of Goods Sold (see the instructions	CONF	FIDENTIAL			Page 2
1 Inventory at beginning of year					
2 Purchases less cost of items withdrawn for personal use		*******************	2		
3 Cost of labor					
4 Additional section 263A costs					
(atlach statement)			4		
5 Other costs	C	CD CONDOMENTA			
(attach statement)			L		2
6 Total. Add lines 1 through 5					
7 Inventory at end of year.					The same
8 Cost of goods sold. Subtract line 7 from line 6. Enter here and o	n page 1, line 2		8		
9a Check all methods used for valuing closing inventory:					
(i) Cost as described in Regulations section 1.471-3					
(ii) Lower of cost or market as described in Regulations s					
(iii) Other (specify method used and attach explanation). b Check this box if there was a writedown of 'subnormal' goods as					
c Check this box if the LIFO inventory method was adopted this tax					IH.
d Do the rules of section 263A (for property produced or acquired for					- H.,
e Was there any change in determining quantities, cost, or valuation		•		-	
If 'Yes,' attach explanation.	ins between opening a	no cosnid maemora	* 1	1e:	s No
School B Other Information					
What type of entity is filing this return? Check the applicable box	4		·····		Yes No
	iited partnership				Yes No
	iited partifership iited liability partnersh				
		•			***
					APPROX. N. A.
2 At any time during the tax year, was any partner in the partnersh treated as a partnership), a trust, an S corporation, an estate (of	np a disregarded entit her than an estate of	y, a partnersnip (inci a deceased partner)	uding an e . or a nom	inee or] .
similar person?	****				X
3 At the end of the tax year:			_		7
 a Did any foreign or domestic corporation, partnership (including a organization own, directly or indirectly, an interest of 50% or more 	ny entity treated as a re in the profit, loss, o	partnership), trust, or capital of the nartn	r lax-exen ershin? Fr	ipt ir rules of	38
constructive ownership, see instructions. If 'Yes,' attach Schedule the Partnership.	e B-1, Information on	Partners Owning 50°	% or More	of	1
					<u>X</u>
b Did any individual or estate own, directly or indirectly, an interest partnership? For rules of constructive ownership, see instructions Owning 50% or More of the Partnership.	s. If 'Yes,' attach Sche	dule B-1, Informatio	n on Partn	ers	X
4 At the end of the tax year, did the partnership:					15 57
a Own directly 20% or more, or own, directly or indirectly, 50% or to vote of any foreign or domestic corporation? For rules of cons	more of the total votin	g power of all classe	s of stock	entitled	A. S. C.
through (iv) below	ownership, se	e instructions, ii Te	s, comple		X
(i) Name of Corporation	(ii) Employe	r (iii) Count		(iv) Per	centage
	Identification Number (if an		tion		ed in Stock
		", ————————————————————————————————————			
b Own directly an interest of 20% or more, or own, directly or indir	ectly, an interest of 5	0% or more in the pr	ofit, loss,	or capital	1 Th
in any foreign or domestic partnership (including an entity treate rules of constructive ownership, see instructions. If 'Yes,' complete the construction of the const	ed as a partnership) or	in the beneficial into	erest of a l	trust? For	X
		· · · · · · · · · · · · · · · · · · ·			<u> </u>
(i) Name of Entity	(ii) Employer Identification		v) Country Organizati		Maximum ercentage
	Number (if any)	1 1	,	Own	ed in Profit,
				LOSS	s, o#Capital
				1	

Form 1	065)	For	U.S. Return of Partnership Income alendar year 2009, or tax year beginning, 2009,		OMB No.1545-0099
	it of the Tri	1	101	ending, 20 • See separate instructions.		2009
Princi	pal busine	ss activity		ada saparata matratanan	······································	D Employer identification
NATUR	pal produc	of or service	Use the IRS label. Other- wise, print	NAVITAS ASSETS, LLC 18218 EAST MCDURMMOTT, SUITE I IRVINE, CA 92614	:	E Date business started 6/01/2007
C Busin	ess code r	number	or type.			F Total assets (see instrs)
22121			<u> </u>			\$
H Che	ck acco	Schedules	(6) hod: (1) [2 K-1. Attach	Technical termination - also check (1) or (2)	ar	3
Caution	. Includ	e only trad	le or busine	s income and expenses on lines 1a through 22 below. See the instr	uctions fo	r more information.
I N C O M E	5 No. 6 No. (2)	ess returns ost of good ross profit. rdinary incustach state et farm profet gain (los ther incomattach state	and allowards sold (Schoome (loss) frometh (loss) (also) from Foree (loss) ement)	tach Schedule F (Form 1040)) m 4797, Part II, line 17 (attach Form 4797) SEE STATEM This is through 7.	MENT. 1	1 c 2 3 4 5 6 7 8
DEDUCT-ONS	10 G 11 R 12 B 13 R 14 T 15 Ir 16a D b L 17 D 18 R 19 E 20 C	uaranteed epairs and ad debts ent axes and li nterest epreciation ess deprece epletion (E etirement imployee b bther deducattach state	payments to maintenance icenses or (if required plation report to not dedu plans, etc enefit progretions ement)	ted on Schedule A and elsewhere on return 16b	MENT 2	9 10 11 12 13 14 15 16c 17 18 19
				me (loss). Subtract line 21 from line 8		21 22
Sign Here	حد ۷	Under penali Irue, correct, preparer has	lies of perjury, I , and complete , any knowledge	declare that I have examined this return, including accompanying schedules and statement. Declaration of preparer (other than general partner or limited liability company member mai	s, and to the nager) is bas	best of my knowled bed on all information of which May the IRS discuss this return with the preparer shown below (see instrs)?
Paid Prepa Use C	Only ———	Preparer's signature Firm's name (or yours if self-employe address, and ZIP code	Clan ed). $\rightarrow \frac{HB}{14}$	CPAS & ADVISORS DI HEALTH CENTER PKWY KON, OK 73099-6492	EIN Phone n	

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 Pa	ge	3

		rea manwan	1.277.201
5	Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details		X
6	Does this partnership satisfy all four of the following conditions?	1	
	a The partnership's total receipts for the tax year were less than \$250,000.	1.M	1.00
	b The partnership's total assets at the end of the tax year were less than \$1 million.		15
	c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.		
	d The partnership is not filing and is not required to file Schedule M-3		X
	If 'Yes,' the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.	17.	13.
7	Is this partnership a publicly traded partnership as defined in section 469(k)(2)?		Χ
8	During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?		Х
9	Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?		х
10	At any time during calendar year 2009, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If 'Yes,' enter the name of the foreign country		X
11	At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If 'Yes,' the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions.		x
12	a Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding section 754 election.	1445	_X
	b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
	c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d))? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See instructions	, A	X
، 3	Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than entities wholly owned by the partnership throughout the tax year).		
14	At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in a partnership property?		х
15	If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached.		
	See instructions •		£ξξ.
16	Does the partnership have any foreign partners? If 'Yes,' enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this artnership.		X
17	Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return		

Designation of Tax Matters Partner (see the instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP	•	THOMAS HARTLINE	Identifying number of TMP	
If the TMP is an entity, name of TMP representative	>		Phone number of TMP	>
Address of	_	18218 EAST MCDURMMOTT SUITE I		
designated TMP		IRVINE, CA 92614		

Form 1065 (2009)

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orm 1065 (2009)	NAVITAS	ASSETS,	LLC

Schedule K Partners' Distributive Share Items Total amount 1 Ordinary business income (loss) (page 1, line 22) 2 Net rental real estate income (loss) (attach Form 8825). 2 3a Other gross rental income (loss)..... 3a **b** Expenses from other rental activities (attach stmt) c Other net rental income (loss). Subtract line 3b from line 3a 3 c 4 Guaranteed payments 5 Interest income 5 Income 6 Dividends: a Ordinary dividends..... (Loss) Const. b Qualified dividends 7 Royalties 7 8 Net short-term capital gain (loss) (attach Schedule D (Form 1065)) 8 9a 9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))..... b Collectibles (28%) gain (loss) c Unrecaptured section 1250 gain (attach statement) 9c 10 Net section 1231 gain (loss) (attach Form 4797). 10 11 Other income (loss) (see instructions) Type 11 12 Section 179 deduction (attach Form 4562) 12 13 a Contributions. 13a Deduc-13b tions b Investment interest expense c Section 59(e)(2) expenditures: (1) Type • 13c(2) d Other deductions (see instructions) Type ► 13d 14a Net earnings (loss) from self-employment. 14 a Self-Employ 14 b **b** Gross farming or fishing income..... c Gross nonfarm income..... 14 c 15a Low-income housing credit (section 42(j)(5)) 15 a 15b **b** Low-income housing credit (other) c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468) 15 c Credits d Other rental real estate credits (see instructions) Type 15 d 15e 151 16a Name of country or U.S. possession... 100 16b **b** Gross income from all sources c Gross income sourced at partner level..... Foreign gross income sourced at partnership level d Passive category ► _____e General category ► 16f Foreign 10 Deductions allocated and apportioned at partner level Transactions g Interest expense h Other...... 16h Deductions allocated and apportioned at partnership level to foreign source income i Passive category - j General category -16 k Accrued I Total foreign taxes (check one): ► Paid 161 mReduction in taxes available for credit (attach statement) 16 m A STATE OF THE STA n Other foreign tax information (attach statement)..... 17a Post-1986 depreciation adjustment 17 a 17b b Adjusted gain or loss Alternative Minimum c Depletion (other than oil and gas) 17c 17 d d Oil, gas, and geothermal properties - gross income..... (AMT) 17 e e Oil, gas, and geothermal properties - deductions 171 18a Tax-exempt interest income. 18 a 18b Other 18c c Nondeductible expenses Information 19a 19a Distributions of cash and marketable securities 19b **b** Distributions of other property..... 20 a 20 a Investment income 20 b b Investment expenses c Other items and amounts (attach stmt).....

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Page 4

form 1065 (2009)) NAVITAS A	SSETS, LLC		HIGH	1 LY	SENSITIV	/F
Analysis of No	et Income (Loss)						
1 Net income Schedule K	(loss). Combine Sch , lines 12 through 13d	edule K, lines 1 thro	ugh 11. From the		SUM of	DENTIAL	
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partners	ship	(v) Exempt organization	(vi) Nominee/Other
a General pariners							
b Limited partners							
elecinie iz **	Balance Sheets pe	er Books	Beginning of	lax year		End of ta	ax year
3 O l	Assets	35744325	(a)	(b)		(c)	(d)
1 Cash	and accounts receiv			THE TAXABLE PART OF THE		N. S. Yall	
	nce for bad debts						MAR. LOVE
	ance for Dau Geo(s			4 1 3 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	CSWIG	Account Attended to the man	
	ment obligations	500 M 100 M 100 M					
	securities	130-160-160-160-160-160-160-160-160-160-16					
	ssets (attach stmt) S				10.44		Access to the
	nd real estate loans.	17815 P. 17815 M.					
	nd other depreciable	assets.				2	The state of the s
	ulated depreciation.	, , , , , , , , , , , , , , , , , , , ,			2. 4	7	AND HER TO
	assets		1	and the late of			"DIKA HARRINANIA"
	ulated depletion		Zaroki na Postuliu i na kata				
	f any amortization)			STATE OF THE STATE			
	ssets (amortizable or		4		- 1		- Charles Services
	ulated amortization s (attach stmt)		Selection by		A. Land	0.	
14 Total assets		1000		69-55			
	bilities and Capital			THE PARTY OF THE P	1		
15 Accounts pa	•						
	es, bonds payable in less t) . · · · ·					
	iabilities (attach stmt) . S						
8 All nonrecou	urse loans						
	es, bonds payable in 1 year	1921			- 15		
	(attach stml)	57× 1 2 1 1					
	pital accounts				7		
2 Total liabiliti	ies and capital			danke plant skula s			www.ichana.
retredigteffatzii	Reconciliation Note. Schedule	of Income (Lose M-3 may be rec	s) per Books W quired instead (of Schedule M-1	ss) pe I (see	r Return instructions).	
	• • • • • • • • • • • • • • • • • • • •		6	Income recorded o	n book	s this year not	
2 Income inclu 2, 3c, 5, 6a.	uded on Schedule K, , 7, 8, 9a, 10, and 11	lines 1,		included on Sched 11 (itemize):	iule K, f	ines I through	
recorded on	ı books this year (iter	mize):	a	Tax-exempt interest	\$		
SEE STA	TEMENT 7		A PERSONAL PROPERTY.	STATEMENT 9			2
3 Guaranteed omi			7	Deductions included on	Schedule	K. lines 1 through	
4 Expenses record	its (other than health insur ded on books this year not	included		13d, and 16l, not charge year (itemize):	ed against	book income this	
on Schedule K, (itemize):	lines 1 through 13d, and 1	161	a	Depreciation	\$		
a Depreciation	\$		-		·		
b Travel and				STATEMENT 1			
entertainment STATEME				Add lines 6 and 7			
5 Add lines 1			9	Income (loss) (Analysis Subtract line 8 from lin	of Net In e 5	come (Loss), line 1).	
	Analysis of Pa		ccounts	SECTION AND O HOM III			有些证明的证明不可能 。
	beginning of year		. 6	Distributions: a C	ash		
2 Capital cont	ributed: a Cash		1/200				
2 Net!	b Property		7	Other decreases (itemiz	ze):		
	(loss) per books						
- Anici Higicases	s (itemize):		8	Add lines 6 and 7	·	+	
5 Add lines 1	through 4		9	Balance at end of year.			A SECTION AND A
			PTPA0134L 06/2				Form 1065 (2009

SCHEDULE B-1 (Form 1065) (December 2009)

Information on Partners Owning 50% or More of the Partnership Department of the Treasury Internal Revenue Service

Attach to Form 1065. See instructions.

OMB No 1545-0099

Name of partnership

NAVITAS ASSETS, LLC

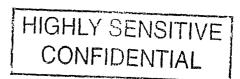
Employer identification number (EIN)

Entities Owning 50% or More of the Partner	Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3a)							
Complete columns (i) through (v) below for any foreign or domestic trust, or tax-exempt organization that owns, directly or indirectly, a (see instructions).	c corporation, partne n interest of 50% or	ership (including ar more in the profit,	ny entity treated as a loss, or capital of the	a partnership), he partnership				
(i) Name of Entity	(ii) Employer (i) Name of Enlity (iii) (if any)							
			, . v					
·								
Republication Individuals or Estates Owning 50% or More	of the Partners	hip (Form 1065	, Schedule B, Qı	uestion 3b)				
Complete columns (i) through (iv) below for any individual or esta- ass, or capital of the partnership (see instructions).	le that owns, directly	y or indirectly, an in	nterest of 50% or mo	ore in the profit,				
(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Cilize	nship (see instructions)	(v) Maximum Percentage Owned in Profit, Loss, or Capital				
RICHARD VARNER		UNITED STAT	ES					

BAA For Paperwork Reduction Act Notice, see the instructions for Form 1065.

Cat. No. 49842K

Schedule B-1 (Form 1065) (12-2009)



		П	Final K-1		\Box	Amended	L/ 1	F27704
Schedule K-1	2009		artilla	Partn				errent Year Income,
(Form 1065)	For calendar year 2009, or tax	300	alianis.	Dedu	iction	is. Cred	its.	and Other Items
Department of the Treasury Internal Revenue Service	year beginning, 2009	1	Ordinary			me (loss)		Credits
	Income, Deductions,	2	Net rental	real estate i	income	(loss)		
Credits, etc.	► See separate instructions.	3	Other ne	t rental i	income	e (loss)	16	Foreign transactions
A Partnership's employer	on About the Partnership	4	Guarant	eed paym	nents			
		5	Interest i	ncome				
B Partnership's name, ad	dress, city, state, and ZIP code	6 a	Ordinary	dividend	ds	31.		
NAVITAS ASSETS 18218 EAST MCDI IRVINE, CA 926	URMMOTT, SUITE I	6 b	Qualified	l dividend	ds		L	
C IRS Center where partn OGDEN, UT	nership filed return	7	Royaltie	ŝ				
D Check if this is a pu	ublicly traded partnership (PTP)	8	Net short-	erm capital	l gain (l	088)		
Parill Information	on About the Partner	9 a	Net long	-term ca	pital g	ain (loss)	17 A	Alternative minimum tax (AMT) items
E Partner's identifying nu	mber	9 b	Collectib	les (28%	6) gain	(loss)		
F Partner's name, addres	s, city, state, and ZIP code	90	Unrecap	tured sec	ction 1	250 gain		
NAVITAS UTILIT 18218 EAST MCD IRVINE, CA 926	URMMOTT, SUITE I	10	Net sect			(loss)	18	Tax-exempt income and nondeductible expenses
G X General partner or member-manager		- 11 	Other in	come (lo:	ss) ·			
H X Domestic partner	Foreign partner		ļ					
1 What type of entity is the	nis partner? S CORPORATION	-					19	Distributions
J Partner's share of profi	t, loss, and capital (see instructions):	12	Section	179 dedu	uction			
Profit		13	Other de	ductions	5		20	Other information
Loss Capilal	6	_	1					
K Partner's share of liabi	lities at year end:	-	1				A.	
Nonrecourse		14	Solfor	alaumani	Loorni	ngs (loss)		
Qualified nonrecourse Recourse					- 			
L Partner's capital accou	nt analysis:	1						
Beginning capital acco		*S	ee atta	ched st	atem	ent for a	addi	tional information.
Capital contributed dur		÷ [
Current year increase (Withdrawals and distrib		O R		Sime			Phernon	
Ending capital account		l R		DE L	HIC	HI V	<u> </u>	ENSITIVE
- ·		S		Ì				
Other (explain)	X GAAP Section 704(b) book	E E			C	ONF	·ID	ENTIAL
	ute property with a built-in gain or loss? No	N L Y						

SUPPLEMENTAL INFORMATION

CAPITAL ACCOUNT - TAX BASIS: BEGINNING CAPITAL

CAPITAL CONTRIBUTED
CURRENT YEAR INC (DEC) ENDING CAPITAL

HIGHLY SENSITIVE CONFIDENTIAL

			П	inal K-1	Amendo	ad K.1	651109
	nedule K-1	2009		artillar			omb No. 1545-0099
•	m 1065)	For calendar year 2009, or tax			Deductions, Cr	edits,	and Other Items
Depa	rtment of the Treasury nat Revenue Service	year beginning, 2009	1	Ordinary	business income (los	s) 15	Credits
		Income, Deductions,	2	Net rental r	eal estate income (loss)		
Cr	edits, etc.	► See separate instructions.	3	Other ne	l rental income (loss)	16	Foreign transactions
_		on About the Partnership	4	Guarante	ed payments	+	
A	Partnershin's employe	r identification number	5	Interest in	ocome		
В	Partnership's name, ad	ddress, city, state, and ZIP code		Ordinary			
	NAVITAS ASSETS 18218 EAST MCC IRVINE, CA 926	DURMMOTT, SUITE I			dividends		
С	IRS Center where part OGDEN, UT		7	Royalties		 	
D	Check if this is a p	ublicly traded partnership (PTP)	8	Net short-te	erm capital gain (loss)	 	
Ŋ.	Informati	ion About the Partner	9 a	Net long-	term capital gain (los	s) 17 A	Alternative minimum tax (AMT) items
E	Partner's identifying p	umber •	9b	Collectibl	les (28%) gain (loss)		
F	Partner's name, addre	ss, cily, state, and ZIP code	9с	Unrecapt	ured section 1250 ga	in -	
	RICHARD VARNER 18218 EAST MCI	OURMMOTT, SUITE I	10	Net secti	on 1231 gain (loss)	18	Tax-exempt income and nondeductible expenses
G	IRVINE, CA 926	LLC X Limited partner or other	11	Other inc	come (loss)	-	
Н	member-manager X Domestic partner	Foreign partner					
1	What type of entity is	this partner? INDIVIDUAL					
J	Partner's share of pro	fit, loss, and capital (see instructions):	12	Section	179 deduction	19 	Distributions
1	Beginnin	ng Ending	13	Other de	ductions	_	
	Profit Loss		1			_ 20	Other information
	Capital			<u> </u>		A	
ĸ	Partner's share of liab						
	Nonrecourse Qualified nonrecourse		14	Self-emp	oloyment earnings (lo	ss)	
}	Recourse		<u> </u>				
L	Partner's capital accor	unt analysis:	1				
	Beginning capital acco		*S	ee attac	hed statement fo	r addi	tional information.
	Capital contributed du Current year increase		F				
-	Withdrawals and distri		j ř				
	Ending capital accoun	s	R		HIGHLY	CEI	JOITHA
	· · · · · · · · · · · · · · · · · · ·	X GAAP Section 704(b) book	U S				
M	Other (explain)	bute property with a built-in gain or loss?	E S		CONF	DE	VTIAL
, 471		X No	NLY			-	The state of the s
	······································	a (see instructions) action Act Notice, see Instructions for Fore	m 106	55.			Schedule K-1 (Form 1065) 2009 PTPA0312L 08/14/09

SCHEDULE K-1 (FORM 1065) 2009

SUPPLEMENTAL INFORMATION

CAPITAL ACCOUNT - TAX BASIS:
BEGINNING CAPITAL
CAPITAL CONTRIBUTED
CURRENT YEAR INC (DEC)

ENDING CAPITAL



HIGHLY SENSITIVE CONFIDENTIAL

Schedule K-1 Form 1065) For calendar year 2009, or tax Department of the Treasury Internal Revenue Service Partner's Share of Income, Deductions, Partner's Share of Current Year Income, Deductions, Credits, and Other Items 1 Ordinary business income (loss) Partner's Share of Current Year Income, Deductions, Credits, and Other Items 2 Net rental real estate income (loss)					\Box	T: L3Z 1	Г	٦, , ,		651109
Partner's Share of Income, Deductions, Credits, and Other Items	Sche	edule K-1		2009	سلسسام		Partner			OMB No. 1545-0099
Partner's Share of Income, Deductions, Credits, etc. See separate instructions. 2 Net retail real estate income (loss) 15 Credits	Form	1065)	F	or calendar year 2009, or lax	1	arcing	Deducti	ons, Cred	its, a	and Other Items
Partner's Share of Income, Deductions, Credits, etc.	Departn nternal	nent of the Tre Revenue Serv	ice		1	Ordinary				
Information About the Partnership A Partnership's employer identification number 5 Interest income 10. A Partnership's name, address, city, state, and ZIP code 10. B Partnership's name, address, city, state, and ZIP code 10. B Partnership's name, address, city, state, and ZIP code 10. C IRS Center where partnership filed return OGDEN, UT D Check if this is a publicly traded partnership (PTP) 8 Net long-term capital gain (loss) Information About the Partner 9a Net long-term capital gain (loss) Information About the Partner 9b Collectibles (28%) gain (loss) IT Alternative ninmum tax (AMI) items A Partner's name, address, city, state, and ZIP code 9c Unrecaptured section 1250 gain 10. Net section 1231 gain (loss) 11 Net section 1231 gain (loss) 12 Unrecaptured section 1250 gain Net section 1231 gain (loss) 13 Distributions 14 Seff-employment earnings (loss) 15 Distributions 16 General partner or LUC member 17 What type of entity is this partner? INDIVIDUAL 18 J Partner's share of profit, loss, and capital (see instructions): 19 Reginning 10 Net section 1231 gain (loss) 11 Distributions 20 Other information A Partner's share of liabilities at year end: Nonrecourse 18 Partner's share of liabilities at year end: Nonrecourse 19 Septioning capital account analysis: 10 Segioning capital account analysis: 11 Segioning capital account analysis: 12 Section 179 deductions 13 Distributions 14 Self-employment earnings (loss) 15 HIGHLY SENSITIVE CONFIDENTIAL 18 Confidency with a built-in gain or loss? 19 Withdrawate and distributions 19 Section 704(b) book 10 Did the partner contribute property with a built-in gain or loss? 10 The partner contribute property with a built-in gain or loss? 10 The partner contribute property with a built-in gain or loss?			hare of Income		2	Net rental i	real estate incor	ne (loss)		
A Partnership's employer identification number B Partnership's name, address, city, state, and ZIP code 10.					3	Other ne	t rental inco	me (loss)	16	Foreign transactions
Solution					4	Guarante	eed payment	ls	_	
B Pariner'ship's name, address, city, state, and ZIP code NAVITAS ASSETS, LLC 18218 EAST MCDURMMOTT, SUITE I IRVINE, CA 92614 C IRS Center where partnership filed return OGDEN, UT D Check if this is a publicly traded partnership (PTP) 8 Met short-tern capital gain (loss) Information About the Partner 9a Net long-term capital gain (loss) ITA Alternative minimum tax (MIT) iters A A A Net short-tern capital gain (loss) ITA Alternative minimum tax (MIT) iters A A A Net short-tern capital gain (loss) ITA Alternative minimum tax (MIT) iters A A A Net long-term capital gain (loss) ITA Alternative minimum tax (MIT) iters A A A Net section 1231 gain (loss) ITA Net section 1230 gain (loss) ITA Net section	A	Partnership	's employer identificat	ion number	5	Interest i	ncome	Į.		
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THOMAS HARTLINE 18218 EAST MCDURMMOTT SUITE I IRVINE, CA 92614 G General partner or LLC X Limited partner or other LLC member H X Domestic partner I What type of entity is this partner? INDIVIDUAL J Partner's share of profit, loss, and capital (see instructions): Beginning Profit Loss Capital K Partner's share of liabilities at year end: Noncecourse Qualified nonrecourse financing S Recourse \$ Qualified nonrecourse financing Capital account analysis: Beginning capital account S Current year increase (decrease) Withdrawats and distributions X GAAP Did the partner contribute property with a built-in gain or loss? Who is section 1231 gain (loss) 10 Net section 1231 gain (loss) 11 Other income (loss) 12 Section 179 deduction A Distributions 20 Other information A Self-employment earnings (loss) Fig. Withdrawats and distributions S (Ending capital account S (Ending capita	E	Partner's id	lentifying number		91	Collectib	oles (28%) g	ain (loss)		
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What type of entity is this partner? INDIVIDUAL 19 Distributions	G	Genera	I partner or LLC	X Limited partner or othe		Other in	come (loss)			
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Partner's share of profit, loss, and capital (see instructions): Beginning	ı	What type	of entity is this partner	r? INDIVIDUAL					19	Distributions
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Capital K Partner's share of liabilities at year end: Nonrecourse		Profit			13	Other d	eductions			
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Qualified nonrecourse financing \$ Recourse \$	κ		•							
Recourse\$ L Partner's capital account analysis: Beginning capital account \$				T	14	Self-err	nployment ea	arnings (loss	,	
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Withdrawals and distributions Ending capital account Tax basis Other (explain) Did the partner contribute property with a built-in gain or loss? Yes Withdrawals and distributions HIGHLY SENSITIVE CONFIDENTIAL		-			Ę Ę					
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Other (explain) M		Ending ca	pital account	\$!		1 L. Y	SENSITIVE
M Did the partner contribute property with a built-in gain or loss? Yes X No		} - 	· ·	Section 704(b) boo	K S		ļ	CO	NF	IDENTIAL
	M	Did the pa	irlner contribute prope X No		? 0				Daneta pe	CTY CONTROL THE PARTY OF THE PA

SCHEDULE K-1 (FORM 1065) 2009

SUPPLEMENTAL INFORMATION

CAPITAL ACCOUNT - TAX BASIS: BEGINNING CAPITAL CAPITAL CONTRIBUTED CURRENT YEAR INC (DEC) DISTRIBUTIONS

ENDING CAPITAL





Form **4562**

Depreciation and Amortization (Including Information on Listed Property)

► See separate instructions.

OMB No 1545-0172

Hemilying number

2009

Department of the Treasury Internal Revenue Service

Name(s) shown on return

NAVITAS ASSETS, LLC

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i C	1	m			r		_

002111623	s or activity to writer this form relate	25		1 1	\	$N \cap I \cap N \cap I$		1
FORM	1 1065				NUIDE	INLIME	•	
Pan	Election To Exp Note: If you have an	ense Certain P	Property Under Sec complete Part V before	tion 179 you complete Pa	art 1.			
1 1	Maximum amount. See the						1	
2	Total cost of section 179 p	roperty placed in s	service (see instructions	s)			2	
	Threshold cost of section 1							
	Reduction in limitation. Sul						4	
5 (Dollar limitation for tax yea separately, see instructions	r. Subtract line 4	from line 1. If zero or le	ss enter -0 - If r	narried filion		5	
6		Description of property		(b) Cast (business		(C) Elected cos	!	1
7 1	isted property. Enter the	amount from line	29		7			
	Total elected cost of section						8	Renta And South Commerce
	Tentative deduction. Enter						9	
	Carryover of disallowed de						10	
	Business income limitation						11	
	Section 179 expense dedu						12	
	Carryover of disallowed de							State Majarita
	Do not use Part II or Part							J
Part	🕍 Special Depreci	ation Allowand	ce and Other Depre	ciation (Do no	t include liste	ed property.)	(See	instructions.)
14 9	Special depreciation allowa ax year (see instructions)		property (other than list				14	
15 F								
	Other depreciation (includi						16	
2 37 1	MACRS Deprec	iation (Do not in	nclude listed property.) ((See instructions))		·	-
		·	Section					
17 /	MACRS deductions for ass	ets placed in serv	rice in tax years beginni	na before 2009			17	A 40 14 14 15 16
18	If you are electing to group asset accounts, check here	any assets place	ed in service during the	tax vear into one	or more ger	neral		
			in Service During 2009				Syste	em
	(a) Classification of property	(b) Month and year placed in service	(C) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method		(g) Depreciation deduction
19a	3-year property							
	5-year property							
	7-year property		44.500.00		MO	A STATE OF THE PARTY OF THE PAR		Allegan
	10 year property							
	15-year property.		(Alich Sandala)		MO	150D	В	
	20-year property.		ASSESSED TO		MO	150D		
	25-year property			25 Vrs		S/L		
	Residential rental			27.5 yrs	MM	S/L		
	property.			27.5 yrs	MM	S/L		
	Nonresidential real			39 yrs	MM	S/L		
	property.			23 Arg	MM			
	· · · · · · · · · · · · · · · · · · ·	Accets Placed in	Service During 2009 T	av Year Heinerth		S/L		dem
20 a	Class life	Assets Placed	Corvice burning 2005 1			S/L		
	12-year			12 yrs	 	S/L		
			1	40 yrs	MM	S/L		
	40-year	i .		40 VIS	I falla!		1	1

21 Listed property. Enter amount from line 28.....

Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions

21

22

HIGHLY SENSITIVE

Partive Listed Property (Include automobiles, certain offer vehicles) Property (Include automobiles) Prope

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

	Section	A — Depreciat	ion and Other	Informat	ion (Car	ition: Si	ee the in	structi	ons for li	mits for	naccan	age auto	mobile		
24 a		ce to support the bu					Yes		24b If 'Y					X Yes	No
Туј	(a) be of property (list vehicles first)	(b) Date placed in service	(C) Business/ investment use percentage	(d) Cost other ba	or	Basis for	(e) r depreciation ss/investme se only)	on	(f) Recovery period	(Me	(g) thod/ vention	(Depre	h) ciation uction	Ell	(i) ected on 179 ost
25	Special depreci	iation allowance n 50% in a qual	e for qualified	listed pro	perly pl	aced in	service c	luring	the tax y	ear and	25				1
26		more than 50%				10(15)		· · · · · · ·			. 25			1 1.5	1
			And Anglanders (May 1	t XIII) (A			15 (1-11)003	1972 (m. s.c.)	e Principal	Arcil Presió	iridar ja i		14VI	B	
·															
^~	<u> </u>		<u></u>			<u> </u>				J					-
21	Property used :	50% or less in a	a qualified bus	iness use	:	Γ								16.15	1 100
			 			 		\dashv		-				-	秦司
								$\neg \uparrow \neg$							
28	Add amounts in	column (h), lin	nes 25 through	27. Ente	r here a	and on li	ne 21, p	age 1			28				**************************************
29	Add amounts in	n column (i), lin											29		0.
_				Section E							-				
		n for vehicles u irst answer the													ehicles
				-γ	a)		3)		(c)	(((е		(1	n
30	Total business/investment miles driven during the year (do not include commuting miles)		Vehi	•		cle 2		nicle 3	Vehi		Vehic	-	Vehicle 6		
31	Total commuting m	niles driven during t	the year.												
32	Total other per miles driven	sonal (noncom	muting)												
33	Total miles driv lines 30 throug	ven during the y													
34	Was the vehicle	e available for hours?	personal use	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No_
35	Was the vehicl than 5% owner	e used primaril r or related per	y by a more son?												
36		icle available fo													
Ansı 5%	wer these questi owners or relate	Section ons to determined persons (see	C — Question ne if you meel instructions).		,					•	, ,		vho are	·	
37	Do you mainta by your employ	in a written polyees?	icy statement	that prohi	bits all	persona	l use of v	vehicle	s, includ	ng com	muting,			Yes	No
38	Do you mainta employees? Se	in a written pol ee the instruction	icy statement ons for vehicle	that prohi s used by	ibits per corpor	sonal us ate offic	se of veh	icles, ctors,	except co	mmulir more o	ng, by yo wners	ur			
39	Do you treat al	I use of vehicle	s by employe	es as per	sonal us	se?				****					
40	Do you provide vehicles, and r	emore than five etain the inform	e vehicles to y nation receive	our emplo	oyees, o	blain in	formation	from	your em	oloyees	about th	ie use c	if the		
41		ne requirement Inswer to 37, 38												WE DE	10 2 5
Pa	Amort	ization													
	(a) (b) (c) (d) (e) Description of costs Date amortization begins Amortizable amount section period or percentage								(f) Amortization for this year	on ar					
42	Amortization o	of costs that be	gins during yo	ur 2009 ta	ax year	(see ins	tructions):							
	GANIZATION								ni jir ili. E	11777 W	e e a de la composición dela composición de la composición de la composición de la composición dela composición de la composición dela composición dela composición de la composición dela composición de la composición dela composición de				
	TE CASE EX		ano hafara :	2000	2 V V C C C			3.45	N 344			43			
3		of costs that be					report			*		43			

Asset Acquisition Statement Under Section 1060

OMB No. 1545-1021

Department of the Treasury Internal Revenue Service

► Attach to your income tax return. ► See separate instructions.

Altachment Sequence No. 61

Name as shown on return		Identifying number as shown on return
		Something reduced as shown on return
NAVITAS ASSETS, LLC		
Check the box that identifies you:		
X Purchaser Seller		
Partie General Information		
Name of other party to the transaction		Other party's identifying number
LEANN GAS COMPANY		
Address (number, street, and room or suite no.)		
COUNTY ROAD 30, P.O. BOX	X 420	
City or town	State	ZIP code
OCHELATA, OK 74051		
2 Date of sale		3 Total sales price (consideration)
3/31/09		
Partill Original Statement of As	sets Transferred	
4 Assets	Aggregate fair market value (actual amount for Class	Allocation of sales price
Class I	\$	\$
Class It	\$	\$
Class III	\$	\$
Class IV	\$	\$
lass V	\$	\$
classes VI and VII	\$	\$
Total	\$	\$
5 Did the purchaser and seller provide for	or an allocation of the sales price in the sales contract	or in another written
document signed by both parties?		of the another witter
If 'Yes,' are the aggregate fair market	values (FMV) listed for each of asset Classes I, II, III, I	V V VI and VII the
amounts agreed upon in your sales co	ontract or in a separate written document?	
6 In the purchase of the serve of secretary	Consider the state of the state	
compete, or enter into a lease agreen	s (or stock), did the purchaser also purchase a license on ment, employment contract, management contract, or si	milar arrangement
with the seller (or managers, directors	s, owners, or employees of the seller)?	
If 'Yes,' attach a schedule that specific	es (a) the type of agreement, and (b) the maximum am	ount of consideration (not including interest)
paid or to be paid under the agreemen	nt. See instructions.	The state of the s
BAA For Paperwork Reduction Act Notice	, see separate instructions.	Form 8594 (Rev 2-2006)

Form 8594 (Rev 2-2006)

HIGHLY SENSITIVE CONFIDENTIAL

Page 2

Supplemental Statement — Complete only if amending an original statement or previously filed supplemental statement because of an increase or decrease in consideration. See instructions.

7 Tax year and tax return form number with which the original Form 8594 and any supplemental statements were filed. 8 Assets Allocation of sales price as previously reported Increase or (decrease) Redetermined allocation of sales price \$ Class 1..... \$ \$ \$ Class II Class III..... \$ \$ \$ Class IV. \$ \$ HIGHLY SENSITIVE \$ Class V..... \$ Classes VI and VII.... \$ \$ <u>Total.....</u> 9 Reason(s) for increase or decrease. Attach additional sheets if more space is needed.

(Rev. December 2008) Department of the Treasury internal Revenue Service

Application for Automatic Extension of Time To File Certain Business Income Tax, Inidemation and Other Returns File a separate application for each return. See separate instructions.

OMB No 1545-0233

	Name	Legenman			Identifying num	ber
Type or					1	
Print	NAVITAS ASSETS, LLC			1	2, 20.0024 THE R. P.	
	Number, street, and room or suite number. (If P.O. bo	x, see instructions.)				
File by the due						
date for the	18218 EAST MCDURMMOTT, SU	ITTE T				
return for which an extension is	City, town, state, and ZIP code (If a foreign address, e		state, and country (follow	the country's practice for ent	ering postal code))	
requested. See			The state of the s	pro coomy a procince for em	cing postal code,	
instructions.	TRUTAIR GA GOGIA					
	IRVINE, CA 92614					
	tructions before completing this					
Panil	Automatic 5-Month Extension C	omplete if Fi	ling Form 1065,	1041, or 8804		
1 a Enter the f	orm code for the return that this applicati	on is for (see b	elow)			09
Application		Form	Application			Form
ls For:	'	Code	ls For:			Code
Form 1065		09	Form lett (teams)			2004
Folia: SSO4			Form 1041 (trust)			05
Penelli	Automatic 6-Month Extension C			· · · · · · · · · · · · · · · · · · ·		
	form code for the return that this applicati					
Application		Form	Application			Form
Is For:		Code	Is For:			Form Code
Form 706-GS(D		01	Drown 1120 PC			ACCEPTANCE OF
Form 705-GS (C			Form 1120-POL			Marie Carrier Street Street
THE PERSON NAMED IN		The state of the s				22
Form 1041-N		06	Home 1120 PER			1.6.32171
Form well-city			Form 1120-RIC		and the second second	24
orm 1042	mit in eine mer auf eine feine der dem die der befehre feben bei der mehr befehre fin der eine Germi	08	ijam ilage	Control of the Contro	。 	25
and node g			Form 1120-SF		25-24-2 WALL & HER ATT.	26
Form 1066		11	Foim SEPO-/A			27
Bollan (1930)			Form 8612			28
Form 1120-C		34	(Fórja) 85(6)			76 29 3
Femin iliyleli		5000	Form 8725			30
Form 1120-FSC		16	Form Section			1 32 4 4 4
Áóilim Ta 20 ini		(EEE)	Form 8876			33
Form 1120-L		18	Francisca	and the second		35
Remain Line hard			Form 8928			36
Form 1120-ND	(section 4951 taxes)	20				Mary Mary Services
	inization is a foreign corporation that does	s not have an o	ffice or place of busi	ness in the United St	ates, check he	re 🕒
	inization is a corporation and is the comm					
			5			
Parall	All Filers Must Complete This P	art		······································		7.7
A If the oros	inization is a corporation or partnership th		ler Regulations secti	on 1 6081-5 check b	ere	>
- n the orga	inization is a corporation or partnership to	iat quantics title	ier regulations seen	on 1.0001-5, eneck in		LJ
F - Th C				20		20
sa the applic	eation is for calendar year 20 09 , or tax	year beginning		and ending		20
·	year. If this tax year is less than 12 mont	•				
Initial	return Final return	Change in acc	ounting period	Consolidated retu	irn to be filed	
					1 1	
6 Tentative	total tax				. 6	0.
7 Total pay	ments and credits (see instructions)				7	0.
0.0.				M F1 * *-		
8 Balance o	lue. Subtract line 7 from line 6. Generally ax Payment System (EFTPS), a Federal 1	, you must dep	osit this amount usi D) Coupon or Flecti	ng the Electronic onic Funds		
Withdraw	al (EFW) (see instructions for exceptions)	_,,		. 8	0.
AA For Priva	cy Act and Paperwork Reduction Act No	tice, see Instru	ictions.		Form 700 4	(Rev. 12-2008)

2009

FEDERAL STATEMENTS ONFIDENTIAL

PAGE 1

NAVITAS ASSETS, LLC

FORM	EMENT 1 1 1065, LINE 7 ER INCOME (LOSS) R INCOME TOTAL
FORN TAXE	EMENT 2 M 1065, LINE 14 S AND LICENSES ERTY TAXES TOTAL \$ \$
ACCO AMOR BANK LEGA LICE MISC	TEMENT 3 M 1065, LINE 20 ER DEDUCTIONS UNTING TIZATION CHARGES L AND PROFESSIONAL NSES, PERMITS, MEMBERSHIPS ELLANEOUS CE EXPENSE AGE TOTAL
FOR	TEMENT 4 M 1065, SCHEDULE A, LINE 5 ER COSTS CCT COSTS TOTAL \$
FORI OTHI	TEMENT 5 M 1065, SCHEDULE L, LINE 6 ER CURRENT ASSETS BEGINNING ENDING IS TO MEMBERS SRBILLINGS TOTAL \$

2009

FEDERAL STATEMENTS CONFIDENTIAL PAGE 2

NAVITAS ASSETS, LLC

	STATEMENT 6 FORM 1065, SCHEDULE L, LINE 17 OTHER CURRENT LIABILITIES			
		BEGINNING	ENDING	
	CUSTOMER DEPOSITS LOANS FROM MEMBERS OTHER ACCRUALS OVERBILLINGS PAYABLE TO AFFILIATES TOTAL	\$ 0.		
	STATEMENT 7 FORM 1065, SCHEDULE M-1, LINE 2 INCOME ON SCHEDULE K NOT ON BOOKS			
	OVERBILLINGS ADJUSTMENT UNDERBILLINGS ADJUSTMENT			
_		TOTAL	\$	
,	STATEMENT 8 FORM 1065, SCHEDULE M-1, LINE 4 EXPENSES ON BOOKS NOT ON SCHEDULE K			
	ACCOUNTS PAYABLE ADJUSTMENT		\$	
	AMORTIZATION	TOTAL	\$	
	STATEMENT 9 FORM 1065, SCHEDULE M-1, LINE 6 INCOME ON BOOKS NOT ON SCHEDULE K			
	ACCOUNTS RECEIVABLE ADJUSTMENT	TOTAL	\$ \$	
	STATEMENT 10 FORM 1065, SCHEDULE M-1, LINE 7 EXPENSES ON SCHEDULE K NOT ON BOOKS			
	ACCRUED EXPENSES ADJUSTMENT	TOTAL	\$ \$	

NAVITAS ASSETS, LLC

ELECTION TO NOT CLAIM ADDITIONAL DEPRECIATION

PURSUANT TO IRC SECTION 168(K) (2) (D) (III), THE TAXPAYER HEREBY ELECTS TO NOT CLAIM THE ADDITIONAL DEPRECIATION DEDUCTION FOR THE FOLLOWING CLASSES OF PROPERTY IN THE TAX YEAR ENDED 12/31/09.

20 YEAR CLASS

ELECTION TO AMORTIZE AND EXPENSE ORGANIZATIONAL EXPENDITURES

PURSUANT TO IRC SECTION 709, THE TAXPAYER HEREBY ELECTS TO AMORTIZE ORGANIZATIONAL EXPENDITURES OVER THE AMORTIZATION PERIOD STATED BELOW, BEGINNING THE MONTH IN WHICH THE EXPENDITURES TOOK PLACE, AND TO EXPENSE IN THE CURRENT YEAR THE AMOUNT STATED BELOW.

AMORTIZATION PERIOD (MONTHS): 180
DATE BUSINESS BEGAN: 6/01/07
DESCRIPTION OF EXPENDITURE: ATTORNEY, ACCOUNTANT AND OTHER COSTS RELATED TO

ACQUIRING PROPERTY

DATE PAID OR INCURRED: VARIOUS

AMOUNT TO BE AMORTIZED: AMOUNT TO BE EXPENSED: -0-

HIGHLY SENSITIVE CONFIDENTIAL



Form 514 - 2009

OKLAHOMA PARTNERSHIP NCOME TAX RETURN

This form must be filed on or before the 15th day of the fourth month after the close of the taxable year.

	The same process and the street of the same of the sam						
The state of the s	rendedla biornia	110111	The state of the section of the sect				
taxable year beginning , 2009 If this	is an Amended	I HIGHL	Y SENSITIVE				
and ending , Return	check here		}				
Partnership Name:		i CON	FIDENTIAL				
NAVITAS ASSETS, LLC			при				
Street Address:							
18218 EAST MCDURMMOTT, SUITE I City, State and Zip:							
•		Federal	Business				
IRVINE, CA 92614		I.D. Number:	Code Numbe				
	umber and Area Code:	County in which located:	If this is a final return,				
SAME 949-95	5-2887	CADDO	please check here:				
Important Notice: Page 2, Part 2 of Form 514 must be completed from information contained on Schedule K of the Federal partnership return. The Federal column must be completed before Page 3, Part 4 can be completed. Partnerships other than oil and gas production, mining, rents and farms, doing business in more than one state, should use the three factor formula on Page 3, Part 4.							
Enter the number of partners: 3	Note: An Oklahoma retu	urn must be filed by all partnerships has	ving Oklahoma source income.				
Enter total amount of Oklahoma Net Distributable Inc							
PART 1: TAX COMPUTATION FOR NONR							
		OSITE FILERS ONL!					
f there is no composite return being filled, do not complete Part 1. Complete Part 1 if filing a composite return for your nonresident partners. Any nonresident partner may be included in the composite return, composite partner has income from an Oklahoma source other than your partnership or the partner is, or is electing to be treated as, a Sub S corporation or partnership. Nonresident partners included in the composite return will not file separate Oklahoma income tax returns. Enclose form 514-PT. Oklahoma Partnership Composite Income Tax Supplement. The total Oklahoma distributive income (Form 514-PT, Column 10) and the total Oklahoma tax (Form 514-PT, Column 12) are entered below on lines 1 and 2 respectively. Nonresident share of income (514-PT, Column 10)							
see instructions. Account N 12 Tax Due (line 4 minus line 8)		Tax [Due ▶ 12				
13 Underpayment of estimated tax interest (enclo							
14 For delinquent payment:	,						
1 1	s interest of 1.25% p	per month \$	14				
Total tax, penalty and interest (add lines 12, 1	3 and 14)	Balance [Due ► 15				
If the Oklahoma Tax Commission may discuss this	return with your tax	preparer, please check here					
Under penalties of perjury, I dectare that I have examined this return, in complete. If prepared by person other than the taxpayer, this dectaration	cluding any accompanying	schedules and statements, and to the best	of my knowledge and belief, it is true, correct and				
Signature of partner or member Date	Signature of preparer	x Behrens CAA	Date - 9-13-10				
Printed name	Printed name		1-10				
	HBC CPAS & A	ADVISORS	1				
Title	Preparer's address		Phone number				
	1401 HEALTH	CENTER PKWY					
IEMBER	YUKON, OK 73		(405) 848-7797				

The Oklahoma Tax Commission is not required to give actual notice to taxpayers of changes in any state tax law.

Note: Enclose a copy of your Federal Form 1065 or 1065-B.

HIGHLY SENSITIVE CONFIDENTIAL

NAVITAS ASSETS, LLC

		CONTINUENT		0.0	State of the state
P	IR.	T 2: ORDINARY INCOME FROM TRADE OR BUSINESS	Principal Paris	Column A As reported on Fed Return	Column B Total applicable to Oklahoma
		ON: Include only trade or business income and expenses on lines 1a through 21 below	M	As reparted on red keturn	rotar applicable to Oklanoma
1	a	Gross receipts or sales \$	•••		
	ь	Minus returns and allowances \$	1	B. C. Assir Line Line	
2	ĺ	Cost of goods sold and/or operations	2	-	4
3		Gross profit (subtract line 2 from line 1)			
4		Ordinary income (loss) from other partnerships and fiduciaries			
5			4		
6		Net farm profit (loss) (enclose Schedule F, Form 1040).			
7		Net gain (loss) (Form 4797, line 18).			
	l	Other income (loss) (enclose schedule)			
8		Total income (loss) (add lines 3 through 7).			
9		Salaries and wages (other than to partners)			
10		Guaranteed payments to partners.			
11		Repairs and maintenance			
12		Bad debts.			
13		Rent.	13		
14		Taxes and licenses	14		
15	ı	Interest	15		
16		Depreciation	16		The same of the sa
17		Depletion (do not deduct oil and gas depletion)	17		
18		Retirement plans, etc			
19		Employee benefit program			
20	1	Other deductions (enclose schedule)	20		
21	1	Total deductions (add lines 9 through 20).	21	P.	
`2	1	Ordinary Income (Loss) from trade or business:			
		Subtract line 21 from line 8	22	5.	
	T	T 3: DISTRIBUTIVE SHARE ITEMS		As reported on Fed Return	Column B Total applicable to Oklahoma
1	ŀ	Ordinary income (loss) from trade or business activity(ies) (Part 2, Line 22)			
2	1	Net income (loss) from rental real estate activity(ies)(enclose schedule)			
3		Net income (loss) from other rental activity(ies)(enclose schedule)	3		
١.		Portfolio income (loss):	4		
4	1	Interest on loans, notes, mortgages, bonds, etc.	4 a	THE PROPERTY OF THE PARTY OF TH	•
	1	Interest on obligations of a State or political subdivision.		town to become without the many out - a c	Kanada Maria Cara Maria Maria
		Interest on obligations of the United States.			
		Other interest income			
		Dividend income Royalty income (patent or copyright)	4 e 4 f		
	1	Net short-term capital gain (loss)			
	1 -	Net long-term capital gain (loss)	4 g 4 h		
	1	Other portfolio income (loss)(enclose schedule)			
5	1	Net gain (loss) under Section 1231 (Other than due to casualty or theft).	5		
6	1	Other (enclose schedule)	6		
7	1	Total income (Add Lines 1 through 6)	7	Asset No.	
1	1	Deductions:	•		A STATE OF THE STA
1				i .	
٩			8		
8	1	Contributions	8 9		
9	1	Contributions Expense deductions for recovery property (Section 179)(enclose schedule)			
10		Contributions Expense deductions for recovery property (Section 179)(enclose schedule) Deductions related to portfolio income	9 10		
9		Contributions Expense deductions for recovery property (Section 179)(enclose schedule) Deductions related to portfolio income Depletion (Other than oil and gas).	9 10 11		
10 11		Contributions Expense deductions for recovery property (Section 179)(enclose schedule) Deductions related to portfolio income Depletion (Other than oil and gas). Intangible drilling costs	9 10 11 12		
10 11 12		Contributions Expense deductions for recovery property (Section 179)(enclose schedule) Deductions related to portfolio income Depletion (Other than oil and gas).	9 10 11 12		



NAVITAS ASSETS, LLC PART 5. ALL PARTNERSHIPS MUST COMPLETE PART 5 OR MAY ENCLOSE THE

F A	RT5: FEDERAL K	K-1'S IF OKLAHOMA	A INFORMATION IS	STATED	SEPARAT	ELY ON THE	FEDE	RAL K-1.	
A Name and address of each partner				B al Security Dist ber or FIN		C butable Federal Income	D Distributable Oklahoma Income (see instructions)		
1 SE	E TACHED			_					
2							 		
IN	COME/CREDIT								
SU	MMARY	····					<u> </u>		
3									
4	t and the second se								
5			and the second seco	***************************************					
6 TO	Th.								
10	TAL:	Note: Enclos	se a complete co	py of w	our Fede	ral Form 1	065.0	or 1065-B	
	E Guaranteed Payments to Partners (Federal)	F Guaranteed Payments to Partners (Oklahoma)	G Allowable Oil and Gas Depletion (Federal)	Allowab Gas D	H le Oil and epletion shoma)	l Percentag Partnersl Owned	e of	J Amount of Credit or Withholding	K Type of Credit or Withholding
1_2	SEE ATTACHED INCOME/CREDIT								
3	SUMMARY							,	
4				ļ					
5				ļ					
6							000		
	Form 527A: Sn	i nclude: Form 1099 nall Business Capita	s required to compute 9 MISC, Form 500-A: at Credit, Form 529: S d Form 511CR: Othe	Nonresid Small Bus	dent Royall siness Gua	y Withholding ranty Fee Cr	artners g, Form edit, Fo	n 506: Investment orm 520: Oklahom	/New Jobs Credit, na Agricultural
			Enclose a c						
P	ART 6: ADDITION	AL INFORMATION							
1)						6/01/2007
2		ization's first return,							
	a completely nev	w business							
	b successor to p	reviously existing b	usiness which was or	ganized a	as:				
	(1) corporation	1	` '	proprieto	•				
	(2) partnership		` '	r (indicate					
	If the successor	to previously existin	ng business, give nan	ne and ad	ddress of t	he previous b	ousines	s organization:	
	Nature of organiza		ip, syndicate, pool, jo	oint ventu	ıres, limite	d liability con	npany,	etc)	
	4 Was a return of in	come filed for the p	receding year?						
5 Is any member of the partnership the spouse, son or daughter of any other member?						Yes X No			
			oil, gas and geother						
			ed in Oklahoma?						6/01/2007
1	B What is the princip	pal business activity	?	<u>TR</u>	ANSMISS	PTON	0111	72126 0900	

PARTNER'S SHARE OF INCOME/PARTNERSHIP CREDITS
OKLAHOMA FORM 514 PART V CONFIDENTIAL

Partner Number	Name of Partner	<u> PKLAHOMA FO</u>	JRIVI 514 PAR	RIN CONFIL	JEIN HAL	
1	1 NAVITAS UTILITY CORPORATION					
Address of Partner 182	18 EAST MCDURMN				Paragraph of and	
	INE, CA 92614	.011, 00111 1		Percent of partnership owned		
Distributable	Distributable Oklahoma	Guaranteed Paym	ents to Partners	Allowable Oil and Gas Depletion		
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
Outlined City and Country						
Qualified Ethanol Facilities	Investment Jobs	Gas Used in Mfg.	Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Conell Due Overest 5	F	
		Ciridii Business Capitai	On Agricultural Froducers	Small Bus. Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service	Tourism Development	Hepatitis Vaccination	
					Tiopartis Vaccination	
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film or Music Project Credit	Cont	7				
Time of music Project Credit	Coal	Zero-Emission Facilities	Rural Economic Dev Loan	Small Wind Turbines	Qualified Recycling Facility	
Biomedical Resrch, Cont. Cr.	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy	
	Trained Carines	injurea Employee	for an Inured Employee	Dry rite nyurani Credit	Construction of Energy Efficient Homes	
Railroad Modernization	Research & Development New Jobs Credit					
			<u> Takiring na karang ang karang a</u>			
Partner Number	Name of Partner				Social Security Number	
	RICHARD VARNER 18 EAST MCDURMN	AOTT CLITTE T			Stern the state of	
	INE, CA 92614	OTT, SUITE I			Percent of partnership owned	
Distributable	Distributable Oklahoma	Guaranteed Paym	ents to Partners	Allowable Oil ar	nd Gas Depletion	
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
	4				3.110.1111	
Qualified Ethanol Facilities	Investment Jobs	Gas Used in Mfg.	Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Footout and Fund	C	044 : 11 10			
I dutily Enter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Small Bus, Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service	Tourism Development	Hepatitis Vaccination	
				TOURSHI DEVELOPMENT	ricpatitis vacciliation	
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film of Music Project Co. dit						
Film or Music Project Credit	Coal	Zero-Emission Facilities	Rural Economic Dev Loan	Small Wind Turbines	Qualified Recycling Facility	
Biomedical Resrch. Cont. Cr.	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	D- E- H d - LO - E	Construction of Energy	
one of the original of the ori	Trained Canines	Injurea Employee	for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy Efficient Homes	
Railroad Modernization	Research & Development				77.34	
			Lat. Philadelphia			
Partner Number	Name of Partner	Social Security Number				
3 Address of Partner 182	THOMAS HARTLIN 18 EAST MCDURMN				The state of the s	
	INE, CA 92614	MII SOTIE I			Percent of partnership owned	
Distributable	Distributable Oklahoma	' Guaranteed Paym	ents to Partners	Allowable Oil ac	nd Gas Depletion	
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
	<i>4</i> (1) (1)					
Qualified Ethanol Facilities	Investment Jobs	Gas Used in Mfg.	Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Engranders C	Conditional Condition	OV Assis to 15	0.45		
, outry Litter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Small Bus. Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service	Tourism Development	Hepatitis Vaccination	
			7 200 500000			
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film or Music Project Credit	C. 1	7	0.15	0 11.10		
imit of music rioject credit	Coal	Zero-Emission Facilities	Rural Economic Dev Loan	Small Wind Turbines	Qualified Recycling Facility	
medical Resrch. Cont. Cr.	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy Efficient Homes	
		injured Employee	tor an inured Employee	Dry rise nyurant Creut	Efficient Homes	
Railroad Modernization	Research & Development New John Credit			and a summary of the	AND THE PERSON NAMED IN	
			and an investor to the		©KĘĽOZOLE 05/03/07	

PARTNER'S SHARE OF INCOME/PARTNERSHIP CREDITS
OKLAHOMA FORM 514 PART V CONFIDENTIAL

	ENTIAL					
Partner Number	To do to the contract of the c					
Address of Partner	** PARTNERSHIP TOTALS **					
Distributable	Distributable Distributable Oklahoma Guaranteed Payments to Partners Allowable Oil a					
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
	the state of the s					
Qualified Ethanol Facilities	fied Ethanol Facilities Investment Jobs Gas Used in M		Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Small Bus. Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service Tourism Development		Hepatitis Vaccination	
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film or Music Project Credit	Coal	Zero-Emission Facilities	Rural Economic Dev Loan	Small Wind Turbines	Qualified Recycling Facility	
Biomedical Resrch. Cont. Cr.	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy Efficient Homes	
Railroad Modernization	Research & Development New Johs Credit			*		
Partner Number	Name of Partner	- Constant of the Constant of	- Annual Control of the Control of t		Social Security Number	
Address of Partner					Percent of partnership owned	
Distributable	Distributable Oklahoma	Guaranteed Paym	ents to Partners	Allowable Oil ar	nd Gas Depletion	
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
Qualified Ethanol Facilities	Investment Jobs	Gas Used in Mfg.	Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Small Bus. Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service	Tourism Development	Hepatitis Vaccination	
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film or Music Project Credit		Zero-Emission Facilities	Rural Economic Dev Loan	Small Wind Turbines	Qualified Recycling Facility	
Biomedical Resrch, Cont. Cr.	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy Efficient Homes	
Railroad Modernization	Railroad Modernization Research & Development New John Credit					
Partner Number	Name of Partner		And the state of t		Social Security Number	
Address of Partner	fress of Partner					
Distributable	Distributable Oklahoma	Guaranteed Paym	nents to Partners	Allowable Oil a	% % % % % % % % % % % % % % % % % % %	
Federal Income	Income (See instructions)	Federal	Oklahoma	Federal	Oklahoma	
Qualified Ethanol Facilities	Investment Jobs	Gas Used in Mfg.	Clean Burning Fuel	Hazardous Waste Control	Venture Capital	
Poultry Litter Credit	Energy Loan Fund	Small Business Capital	OK Agricultural Producers	Small Bus. Guaranty Fee	Employer Child Care	
Volunteer Firefighter Credit	Child Care Services	Commercial Space Ind.	Nonstop Air Service	Tourism Development	Hepatitis Vaccination	
Qualified Biodiesel Facilities	Local Dev & Ent. Zone	Cert. Historical Building	Space Transportation	Rural Small Bus. Cap.	Withholding	
Film or Music Project Credi	t Coal	Zero-Emission Facilities	Rural Economic Dev Loan Small Wind Turbing		Qualified Recycling Facility	
iomedical Resrch, Cont. Cr	Breeders of Specially Trained Canines	Wages Paid to an Injured Employee	Modification Expenses Paid for an Inured Employee	Dry Fire Hydrant Credit	Construction of Energy Efficient Homes	
Railroad Modernization	Research & Development New John Credit		OKPL0201L 05/03/0			

2009

OKLAHOMA STATEMENTS

PAGE 1

NAVITAS ASSETS, LLC

STATEMENT 1 FORM 514, PART TWO, LINE 7 OTHER INCOME (LOSS)	
OTHER INCOME TOTAL	L \$ \$
STATEMENT 2 FORM 514, PART TWO, LINE 20 OTHER DEDUCTIONS	
ACCOUNTING AMORTIZATION BANK CHARGES LEGAL & PROFESSIONAL LICENSES, PERMITS, MEMBERSHIPS MISCELLANEOUS OFFICE EXPENSE POSTAGE	
TOTAI	L S

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NAVITAS UTILITY CORPORATION

ORDINARY INCOME COPY	2009	2008	DIFF
GROSS RECEIPTS LESS RETURNS/ALLOWANCE COST OF GOODS SOLD (SCHED. A, LINE 8) GROSS PROFIT OTHER INCOME			
TOTAL INCOME (LOSS)			
ORDINARY DEDUCTIONS COMPENSATION OF OFFICERS. SALARIES/WAGES (LESS EMPLOYMENT CR.) RENTS. TAXES AND LICENSES INTEREST DEPRECIATION. PENSION, PROFIT-SHARING, ETC. PLANS EMPLOYEE BENEFIT PROGRAMS OTHER DEDUCTIONS			
TOTAL DEDUCTIONS			
ORDINARY BUSINESS INCOME (LOSS)		Committee 12	
REFUND OR AMOUNT DUE BALANCE DUE		· 网络沙漠龙河	
SCHEDULE K - INCOME ORDINARY BUSINESS INCOME (LOSS) INTEREST INCOME			
SCHEDULE K - DEDUCTIONS CHARITABLE CONTRIBUTIONS			
SCHEDULE K - ALTERNATIVE MINIMUM TAX ITEMS POST-1986 DEPRECIATION ADJUSTMENT			
SCHEDULE K - ITEMS AFFECTING BASIS NONDEDUCTIBLE EXPENSES PROPERTY DISTRIBUTIONS			
SCHEDULE K - OTHER INFORMATION INVESTMENT INCOME INCOME (LOSS) RECONCILIATION		3	4
SCHEDULE L - BALANCE SHEET BEGINNING ASSETS BEGINNING LIABILITIES & EQUITY			
ENDING ASSETS ENDING LIABILITIES & EQUITY			

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OKLAHOMA INCOME TAX SUMMARY

PAGE 1

NAVITAS UTILITY CORPORATION

	2009	2008	DIFF
GROSS RECEIPTS LESS RETURNS/ALLOWANCES. COST OF GOODS SOLD AND / OR OPERATIONS GROSS PROFIT. OTHER INCOME.			
TOTAL INCOME			
DEDUCTIONS COMPENSATION OF OFFICERS SALARIES AND WAGES RENT TAXES INTEREST DEPRECIATION RETIREMENT PLANS EMPLOYEE BENEFIT PROGRAMS OTHER DEDUCTIONS			
TOTAL DEDUCTIONS			
ORD. INCOME (LOSS) FORM TRADE OR BUSINESS INTEREST ON LOANS, NOTES, MORTGAGES, BONDS TOTAL INCOME. CONTRIBUTIONS. TOTAL DEDUCTIONS			
TAX AND CREDITS NET DISTRIBUTIVE INCOME TAX BALANCE OF TAX DUE			
PAYMENTS TOTAL PAYMENTS			
REFUND OR AMOUNT DUE OVERPAYMENT TAX DUE BALANCE DUE			
DADANCE DUE			Constitution of the Consti

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Form **1120S**

artment of the Treasury ernal Revenue Service

U.S. Income Tax Return for an S Corporation

Do not file this form unless the corporation has filed of is attaching Form 2553 to elect to be an S corporation TIAL

See separate instruction

OMB No. 1545-0130

2009

		ndar year 2009 i	or tax ye.	ar beginning	, €	2009; ending-	COMPANY STREET		and the second			
A		effective date Us							D	Employer id	entification r	number
		/2007 IRS		INTITUDO CIOTA	TM11 CODDO	3.mros:						•
В	Business a	activity code pe instrs) Oti	1.	AVITAS UTII	LITY CORPOR	KATION			E	Date incorpo	rated	-
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С	Check if So			RVINE, CA	32014				F	Total assets		ions)
	attached	☐ typ	e.						1	3		
G	is the corp	poration election to t	ne an S cor	poration beginning wit	n this tay year?	Yes X No	If 'Yes	,' attach Forr	n 2553 i	f not provid	vicly filed	
		f: (1) Fina		Common Common	-			, allaciti on	11 2333 1	i noi pievio	ousty illeu	
•	Officer ii	· · ·		(2) [[Naiii	change (3)	Address cha	inge					
	~_1_1	(4) Ame	ended ret	urn (5) S	election termina	ation or revocati	on					
	Enter in	e number of sh	areholde	rs who were share	eholders during	any part of the t	ax year	 		· · · · · · · · · · · · · · · · · · ·	<u></u>	2
	aution.	include only tra	ade or bu	isiness income ai	d expenses on	lines 1a through	21. See t	he instructio	ns for m	ore informa	ation.	
.	1 a Gro	oss receipts or sales	š		b Less returns a	nd allowances.			c Bal 🟲	1 c		
'n				lule A, line 8)						2		
C	3 Gr	ross profit. Sub	tract line	2 from line 1c						3		
Ö	4 No	et gain (loss) fro	om Form	4797, Part II, line	e 17 (attach Ford	n 4797)				4		
M E				h statement)						5		
_				lines 3 through 5						6	76	
	7 C	omnensation of	officers	- AAAAAAAAAAAAAAA						7		
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R S	20 T	otal deductions	s. Add lin	es 7 through 19						20		
	21 0	ordinary busine	ss incom	ie (loss). Subtract	line 20 from lin	e 6			<i></i>	21	alternation of the constant	n pro-in stable
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A N			•	ructions for additional	•					22 c		·····
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P	CC	Credit for federa	l tax paid	l on fuels (attach	Form 4136)		23c]		
Ŷ	d A	Add lines 23a th	rough 23	c	*************	*****				23 d		
M	I		-	ee instructions). C	heck if Form 22	20 is attached			► □	24		
E	1			naller than the total of					ا	25		
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Ś	1			is larger than the		cc and 24, enter	amount ov	1		26		
	27 E	T		6 Credited to 201					inded	27		
		Under penalties of	f perjury, I o	fectare that I have exam complete. Declaration o	nined this return, inclu	iding accompanying s	chedules and	statements, and	to the bes	l of my knowler	ige and	
Sig	gn	Jones, it is true, Ci	UITECE, 8110 1	complete. Declaration o	i preparer (ovier than	(avhadel) 12 nazen 0	ıı dıı ınıtumatı	on or winch bleb	ore: 1185 B	-		
He	re	1.					PRESID	ENT		with the pres	discuss this i parer shown t	elow
		Signature of ol	Hicer		Date	—— •	Title	AT IN T		(see instruct	iouz) ;	
		J 319.18101C 01 01			vale		· /// [······································		L	Yes	X No
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	e Only	(or yours if self-employed)		1 HEALTH CE								
		address, and ZIP code		ON, OK 7309				Dh	one no.	(405)84	8-7797	
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C	HIGHLY SENS)	√	
	1120S (2009) NAVITAS UTILITY CORPORATION Redule A Cost of Goods Sold (see instructions)	<u> 1 </u>		Page 2
1	Inventory at beginning of year	1/\[
2	Purchases .	2	(5) (5)	
3	Cost of labor.	3		
٥	Additional section 263A costs (attach statement)	4		<u>.</u>
-	Other costs (attach statement) SEE STATEMENT 4	5		
5	Total. Add lines 1 through 5	6		
7	Inventory at end of year	7	4	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	\	
	Check all methods used for valuing closing inventory:			
	(i) Cost as described in Regulations section 1.471-3			
	(ii) X Lower of cost or market as described in Regulations section 1.471-4			
	(iii) Other (Specify method used and attach explanation.)			
ь	Check if there was a writedown of subnormal goods as described in Regulations section 1.471-2(c)			
c	Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970)			- - - - - - - -
	If the LIFO inventory method was used for this tay year, anter perceptane (or amounts) of closing	9 d		
ε	If property is produced or acquired for resale, do the rules of section 263A apply to the corporation?		Yes	X No
f	Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If 'Yes,' attach explanation		Yes	X No
	nedule B Other Information (see instructions)		Y	es No
1	Check accounting method: a Cash b X Accrual c Other (specify) ►			
2	See the instructions and enter the:			
	a Business activity UTILITY OPERATOR b Product or service. NATURAL GAS			1
3	At the end of the tax year, did the corporation own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If 'Yes,' attach a statement showing: (a) name and employer identification number (EIN), (b) percentage owned, and (c) if 100% owned, was a QSub election made?			Х
4	Has this corporation filed, or is it required to file, a return under section 6111 to provide information on any reportable transaction?			X
5	Check this box if the corporation issued publicly offered debt instruments with original issue discount			
6	an asset with a basis determined by reference to its basis (or the basis of any other property) in the hands of C corporation and (b) has net unrealized built-in gain (defined in section 1374(d)(1)) in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years.	a		
	Enter the accumulated earnings and profits of the corporation at the end of the tax year			
8	Are the corporation's total receipts (see instructions) for the tax year and its total assets at the end of the tax than \$250,000? If 'Yes,' the corporation is not required to complete Schedules L and M-1	year le	ess	x
Sc	hedule K Shareholders' Pro Rata Share Items		Total an	
	1 Ordinary business income (loss) (page 1, line 21)	1		
	2 Net rental real estate income (loss) (attach Form 8825)	2		
	3a Other gross rental income (loss)			
,	b Expenses from other rental activities (attach statement). 3b			
N	c Other net rental income (loss). Subtract line 3b from line 3a	3 c		
C	4 Interest income	4		
M	5 Dividends: a Ordinary dividends	5 a		-
E	b Qualified dividends. 5b			
(L	6 Royalties.	6		- Indiana de la companya del companya de la companya del companya de la companya
Ö S	7 Net short-term capital gain (loss) (attach Schedule D (Form 1120S))	7		
Š)	8a Net long-term capital gain (loss) (attach Schedule D (Form 1120S)).	8 a		
	b Collectibles (28%) gain (loss).	-		
	c Unrecaptured section 1250 gain (attach statement) 8 c 9 Net section 1231 gain (loss) (attach Form 4797)	9		
	10 Other income (loss) (see instructions)	10		
_				

Form 1120S (2009)

Form 1120S (2009) NAVITAS UTILITY CORPORATION Page 3 Shareholders' Pro Rata Share Items (continued) Peduc-11 Section 179 deduction (attach Form 4562) ns 12a Contributions SEE STATEMENT 5 12 a b Investment interest expense 12b c Section 59(e)(2) expenditures (1) Type ►__ 12c (2) d Other deductions (see instructions).. Type 12d Credits 13a Low-income housing credit (section 42(j)(5)) 13a **b** Low-income housing credit (other). 13b c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468). 13c d Other rental real estate credits (see instrs) Type ▶ 13d e Other rental credits (see instrs) Type ► 13e f Alcohol and cellulosic biofuel fuels credit (attach Form 6478) 131 g Other credits (see instructions)..... Type ▶ 13g Foreign 14a Name of country or U.S. possession..... Trans-14b **b** Gross income from all sources actions c Gross income sourced at shareholder level..... 14c Foreign gross income sourced at corporate level d Passive category 14d e General category 14e 1 Other (attach statement) 141 Deductions allocated and apportioned at shareholder level g Interest expense 14a 14h Deductions allocated and apportioned at corporate level to foreign source income 14i i General category 14j k Other (attach statement) 14k Other information I Total foreign taxes (check one): ► Paid Accrued. 141 m Reduction in taxes available for credit 14m (attach statement) n Other foreign tax information (attach statement) Alterna-15a Post-1986 depreciation adjustment 15 a tive 15b **b** Adjusted gain or loss Minimum c Depletion (other than oil and gas) 15 c Tax d Oil, gas, and geothermal properties - gross income 15 d (AMT) Items 15e f Other AMT items (attach statement)..... 15f 16a Tax-exempt interest income. Items 16a Affec-16b b Other tax-exempt income ting Sharec Nondeductible expenses..... SEE STATEMENT 6 16c

holder d Property distributions 16d Basis 16e Other 17a Investment income 17a Inform **b** Investment expenses 17b ation c Dividend distributions paid from accumulated earnings and profits 17c d Other items and amounts (attach statement) Recon-18 Income/loss reconciliation. Combine the amounts on lines 1 through 10 in the fac right column. From the result, subtract the sum of the amounts on lines 11 through 12d and lines 14l

Form 1120S (2009)

Form 1120S (2009) NAVITAS UTILITY CORPORATION Page 4 Schedule L Balance Sheets per Books Beginning of tax year End of lax year (a) (c) Assets Cash 2a Trade notes and accounts receivable. b Less allowance for bad debts......... 3 Inventories U.S. government obligations 4 5 Tax exempt securities (see instructions) 6 Other current assets (attach stmt) ... SEE ST .7. 7 Loans to shareholders 8 Mortgage and real estate loans. 9 Other investments (attach statement) SEE . ST. . 8. 10 a Buildings and other depreciable assets..... b Less accumulated depreciation 11 a Depletable assets b Less accumulated depletion. 12 Land (net of any amortization)..... 13a Intangible assets (amortizable only)...... b Less accumulated amortization..... 14 Other assets (attach stmt). 15 Total assets Liabilities and Shareholders' Equity 16 17 Mortgages, notes, bonds payable in less than 1 year.... 18 Other current liabilities (attach stmt) 19 Loans from shareholders 20 Mortgages, notes, bonds payable in 1 year or more. 21 Other liabilities (attach statement) Capital stock 2 Additional paid-in capital ٤, 24 Retained earnings Adjustments to shareholders' equity (att stmt) 26 Less cost of treasury stock 27 Total liabilities and shareholders' equity..... Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more - see instructions Income recorded on books this year not included Net income (loss) per books on Schedule K, lines 1 through 10 (itemize): Income included on Schedule K, lines 1, 2, 3c, 4, 5a, 6, 7, a Tax-exempt interest \$ 8a, 9, and 10, not recorded on books this year (itemize): STATEMENT_10___ Expenses recorded on books this year not Deductions included on Schedule K, lines 1 through included on Schedule K, lines 1 through 12, 12, and 141, not charged against book income this and 14I (itemize): year (itemize): a Depreciation a Depreciation b Travel and entertainment. \$ SEE STATEMENT 9 Add lines 5 and 6 4 Add lines 1 through 3..... 8 Income (loss) (Schedule K, In 18). Ln 4 less In 7 Schedule M-2 | Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see instructions) (c) Shareholders' undis-tributed taxable income (a) Accumulated (b) Other adjustments account adjustments account previously taxed 1 Balance at beginning of tax year..... 2 Ordinary income from page 1, line 21.... Other additions SEE STATEMENT. 11 Loss from page 1, line 21 Other reductions. SEE STATEMENT 12 Combine lines 1 through 5 Distributions other than dividend distributions 8 Balance at end of tax year. Subtract line 7 from line 6......

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Schedule K-1	2009		inal Ki-1		Amended		· Compression	OMB No. 1545-013
orm 1120S)	For calendar year 2009, or tax	Pa	art III	Shareh Deduct	iolder's Sha tions, Cred	are d its. a	of Current and Other	Year Income,
partment of the Treasury ernal Revenue Service	year beginning, 2009 ending	1	Ordinary		ncome (loss)			
	are of Income, Deductions,	2	Net rental re	eal estate inco	ome (loss)			week made states made taken made and a
Credits, etc. > See	page 2 of form and separate instructions.	3	Other net	rental inc	ome (loss)			
Part i Informat	ion About the Corporation	4	Interest in	ncome _				
A Cornoration's employe	er identification number	5a	Ordinary	dividends) -		
	address, city, state, and ZIP code TY CORPORATION			dividends		14	Foreign tran	nsactions
	DURMMOTT, SUITE I							
J. J	~1.	6	Royalties	·				
C IRS Center where cor	poration filed return	7	Net short	l-term capi	tal gain (loss)			
OGDEN, UT		8 a	Net long	term capit	al gain (loss)	T		
	tion About the Shareholder	8b	Collectib	les (28%)	gain (loss)	†		tions and time and time the time time.
D Shareholder's identify		80	Unrecapi	tured section	on 1250 gain	 - -		
THOMAS HARTLI	address, city, state, and ZIP code INE CDURMMOTT SUITE I	9	Net secti	ion 1231 g	ain (loss)	 - -		
IRVINE, CA 92		10	Other in	come (loss)	1	Alternative mi	nimum tax (AMT) item
		}-				A	1	886
F Shareholder's percent ownership for tax year	ntage of stock ar.	-	 					
		-						- 1000 1000 1000 1000 1000 1000 1000 10
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		11	Section	179 deduc	lion 	16 C*	Items affection	n sharabolder basis
F O R		12 A	Other de	eductions				:
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0						17	Other info	rmation
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			*See	attached	statement	for a	additional	information.

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Schedule K-1 (Form 1120S) 2009 NAVITAS UTILITY CORPORATION This list identifies the codes used on Schedule K-1 for all shareholders and provides summarized report

This list identifies the codes used on Schedule K-1 for all shareholders and provides summarized reporting information for shareholders who file Form 1040. For detailed reporting and filing information, see the separate Shareholder'S instructions for Schedule K-1 and the instructions for your income tax return.

Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows: Code Report on M Credit for increasing research activities See the Shareholder's Instructions Report on N Credit for employer social security and Medicare taxes Form 8846, line 5 Passive loss See the Shareholder's Instructions O Backup withholding Form 1040, line 61 Passive income Schedule E, line 28. column (g) P Other credits See the Shareholder's Instructions Nonpassive loss Schedule E. line 28, column (h) Nonpassive income Schedule E., line 28, column (I) 14 Foreign transactions 2 Net rental real estate income (loss) See the Shareholder's Instructions A Name of country or U.S. possession Other net rental income (loss) B Gross income from all sources Form 1116, Part I Net income Schedule E, line 28, column (q) C Gross income sourced at shareholder level Net loss See the Shareholder's Instructions Interest income Form 1040, line Ba Foreign gross income sourced at corporate level 5a Ordinary dividends Form 1040, line 9a D Passive category 5b Qualified dividends Form 1040, line 9b Form 1116, Part I E General category 6 Royalties Schedule E. line 4 F Other Net short-term capital gain (loss) Schedule D. line 5, column (0) Deductions allocated and apportioned at shareholder level 8a Net long-term capital gain (loss) Schedule D, line 12, column (f) G Interest expense Form 1116, Part I 8b Collectibles (28%) gain (loss) 28% Rate Gain Worksheet, line 4 (Schedule D instructions) Form 1116 Part I Deductions allocated and apportioned at corporate level to 8C Unrecaptured section 1250 gain See the Shareholder's Instructions foreign source income 9 Net section 1231 gain (loss) See the Shareholder's Instructions I Passive category 10 Other income (loss) Form 1116, Part I J General category Code K Other A Other portfolio income (loss) See the Shareholder's Instructions Other information **B** Involuntary conversions See the Shareholder's Instructions L Total foreign taxes paid Form 1116, Part II C Section 1256 contracts and straddles Form 6781, line 1 M Total foreign taxes accrued Form 1116 Part II D Mining exploration costs recapture See Pub 535 N Reduction in taxes available for credit Form 1116, line 12 E Other income (loss) See the Shareholder's Instructions O Foreign trading gross receipts Form 8873 11 Section 179 deduction See the Shareholder's Instructions P Extraterritorial income exclusion Form 8873 12 Other deductions Q Other foreign transactions See the Shareholder's Instructions A Cash contributions (50%) Alternative minimum tax (AMT) items B Cash contributions (30%) A Post-1986 depreciation adjustment C Noncash contributions (50%) B Adjusted gain or loss D Noncash contributions (30%) See the Shareholder's Instructions See the Shareholder's C Depletion (other than oil & gas) E Capital gain property to a 50% organization (30%) Instructions and the Oil, gas, & geothermal - gross income Instructions for Form 6251 E Oil, gas, & geothermal — deductions F Capital gain property (20%) F Other AMT items G Contributions (100%) 16 Items affecting shareholder basis H Investment interest expense Form 4952, line 1 A Tax-exempt interest income Form 1040, line 8b Deductions - royalty income Schedule E, line 18 B Other tax-exempt income J Section 59(e)(2) expenditures See the Shareholder's Instructions C Nondeductible expenses See the Shareholder's K Deductions - portfolio (2% floor) Schedule A. line 23 D Property distributions L Deductions — portfolio (other) Schedule A, line 28 E Repayment of loans from shareholders M Preproductive period expenses See the Shareholder's Instructions 17 Other information Commercial revitalization deduction from rental real estate activities A Investment income Form 4952, line 4a See Form 8582 instructions B Investment expenses Form 4952, line 5 O Reforestation expense deduction See the Shareholder's Instructions Qualified rehabilitation expenditures (other than rental real estate) С Domestic production activities information Sée Form 8903 instructions See the Shareholder's Instructions Q Qualified production activities income Form 8903, line 7 Basis of energy property See the Shareholder's Instructions R Employer's Form W-2 wages Form 8903, line 15 Recapture of low-income housing credit (section 42())(5)) S Other deductions Form 8611, line 8 See the Shareholder's Instructions F 13 Credits Recapture of low-income housing credit (other) Form 8611, line 8 A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings Recapture of investment credit See Form 4255 See the Shareholder's Instructions Recapture of other credits See the Shareholder's Instructions B Low-income housing credit (other) from pre-2008 buildings See the Shareholder's Instructions See Form 8697 Look-back interest - completed long-term contracts Low-income housing credit (section 42(j)(5)) from post 2007 buildings Look-back interest - income forecast method See Form 8866 Form 8586, line 11 K Dispositions of property with section 179 deductions Low-income housing credit (other) from post-2007 buildings Form 8586 line 11 1 Recapture of section 179 deduction E Qualified rehabilitation expenditures (rental Section 453(I)(3) information See the Shareholder's Instructions N Section 453A(c) information F Other rental real estate credits Section 1260(b) information G Other rental credits Interest allocable to production expenditures H Undistributed capital gains credit Form 1040, line 70, box a CCF nonqualified withdrawals Instructions Alcohol and cellulosic biofuel fuels credit Form 6478, line 7 Depletion information - oil and gas J Work opportunity credit Form 5884, line 3 Amortization of reforestation costs K Disabled access credit See the Shareholder's Instructions T Section 108(i) information L Empowerment zone and renewal community employment credit Other information Form 8844 SHAREHOLDER 1 : THOMAS HARTLINE Schedule K-1 (Form 1120S) 2009 SCHEDULE K-1 (FORM 1120S) 2009



SUPPLEMENTAL INFORMATION

HIGHLY SENSITIVE CONFIDENTIAL PAGE 3

BOX 16 ITEMS AFFECTING SHAREHOLDER BASIS

* DES	SCRIPTIVE IN	FORMA'	TION		
C C	PENALTIC				\$

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Schedule K-1	2009		inal K-1	CON	der's Sha	re o	f Current	OMB No. 1545-0	1130
For calendar year	er 2009, or tax		411	Deductio	ns, Credi	ts, a	nd Other I	tems	٠'
epartment of the Treasury year beginning ernal Revenue Service ending		1	Ordinary I	business inco					
Shareholder's Share of Income, De	ductions,	2	Net rental re	eal estate income	(1055)				
Credits, etc. > See page 2 of form and sepa	rate instructions.	3	Other net	rental incom	e (loss)				7
Part I Information About the Corpo	oration	4	Interest in	ncome					
A Corporation's employer identification number		5 a	Ordinary	dividends				treer select wrom makes facility service a	
B Corporation's name, address, city, state, and Z NAVITAS UTILITY CORPORATION	IP code	C la	0 - 55 - 1	di ida ada		10			_
18218 EAST MCDURMMOTT, SUITE	I	50	Quaimed	dividends		14	Foreign trans	actions	
IRVINE, CA 92614		6	Royalties				t blinds aware party strong under water	Matthe Manage Spirits white SETTY NAMES I	
C IRS Center where corporation filed return		7	Net short	-term capital	gain (loss)				
OGDEN, UT		8a	Net long-	term capital o	gain (loss)		a place have fitter made space was	the season and the season and	
Part II Information About the Share D. Shareholdede identifying number	holder	8b	Collectibl	es (28%) gair	n (loss)				-
E Shareholder's name, address, city, state, and a	7IP code	8 c	Unrecapt	ured section	1250 gain		- tomer many, physic waster spages and		-
RICHARD VARNER 18218 EAST MCDURMMOTT SUITE 1	ĺ	9	Net secti	on 1231 gain	(loss)			- and and any thin car and	
IRVINE, CA 92614		10	Other inc	come (loss)		15 A	Alternative minu	mum tax (AMT) iti	ems
F Shareholder's percentage of stock									
ownership for tax year	8			N ACCE WITH STORE STORE STORE			Allent water tooks have Allent was		
		11	Section	179 deduction	1	16 C*	Items affecting	shareholder basis	
F O R		12	Other de	eductions					
Ř		A	 -						
R S			 						
USE									
0		-				17	Other inform	nation	
N L Y						A			
				Address States commercial districts already along	w			THE SAME PROOF SHARE SHARE VISIO	
								***** **** **** **** **** ****	
			1						1

*See attached statement for additional information.

Schedule K-1 (Form 1120S) 2009 NAVITAS UTILITY CORPORATION ONFIDENTIAL

This list identifies the codes used on Schedule K-1 for all shareholders and provides summarized reporting-information for shareholders who file Form 1040. For detailed reporting and filing information, see the separate Shareholder's Instructions for Schedule K-1 and the instructions for your income tax return.

Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows: Report on M Credit for increasing research activities See the Shareholder's Instructions Report on Credit for employer social security and Medicare taxes Form 8846, line 5 Passive loss See the Shareholder's Instructions O Backup withholding Form 1040, line 61 Passive income Schedule E, line 28, column (a) P Other credits See the Shareholder's Instructions Nonpassive loss Schedule E. line 28, column (h) Nonpassive income Schedule E. line 28, column (i) 14 Foreign transactions Net rental real estate income (loss) See the Shareholder's Instructions A Name of country or U.S. possession Other net rental income (loss) B Gross income from all sources Form 1116, Part I Net income Schedule E, line 28, column (g) Gross income sourced at shareholder level Net loss See the Shareholder's Instructions 4 Interest income Form 1040, line 8a Foreign gross income sourced at corporate level 5 a Ordinary dividends Form 1040, line 9a D Passive category 5 b Qualified dividends Form 1040, line 9b E General category Form 1116 Part I Royalties Schedule F. line 4 F Other Net short-term capital gain (loss) Schedule D, line 5, column (f) Deductions allocated and apportioned at shareholder level 8 a Net long-term capital gain (loss) Schedule D, line 12, column (f) G Interest expense Form 1116 Part I 8 b Collectibles (28%) gain (loss) 28% Rate Gain Worksheet, line 4 (Schedule D instructions) Deductions allocated and apportioned at corporate level to 8 C Unrecaptured section 1250 gain See the Shareholder's Instructions foreian source income Net section 1231 gain (loss) See the Shareholder's Instructions Passive category 10 Other income (loss) J General category Form 1116, Part I Code K Other A Other portfolio income (loss) See the Shareholder's Instructions Other information **B** Involuntary conversions See the Shareholder's Instructions L Total foreign taxes paid Form 1116, Part II C Section 1256 contracts and straddles Form 6781, line 1 M Total foreign taxes accrued Form 1116, Part II D Mining exploration costs recapture See Pub 535 N Reduction in taxes available for credit Form 1116, line 12 E Other income (loss) See the Shareholder's Instructions O Foreign trading gross receipts Form 8873 11 Section 179 deduction See the Shareholder's Instructions P Extraterritorial income exclusion Form 8873 12 Other deductions Q Other foreign transactions See the Shareholder's Instructions A Cash contributions (50%) 15 Alternative minimum tax (AMT) items B Cash contributions (30%) A Post-1986 depreciation adjustment C Noncash contributions (50%) B Adjusted gain or loss D Noncash contributions (30%) See the Shareholder's C Depletion (other than oil & gas) See the Shareholder's E Capital gain property to a 50% organization (30%) Instructions and the Oil, gas, & geothermal - gross income Instructions for Form 6251 E Oil, gas, & geothermal - deductions F Capital gain property (20%) F Other AMT items G Contributions (100%) 16 Items affecting shareholder basis H Investment interest expense Form 4952, line 1 A Tax-exempt interest income Form 1040, line 8b I Deductions - royalty income Schedule E. line 18 B Other tax-exempt income J Section 59(e)(2) expenditures See the Shareholder's Instructions C Nondeductible expenses See the Shareholder's Instructions K Deductions - portfolio (2% floor) Schedule A, line 23 D Property distributions L Deductions - portfolio (other) Schedule A. line 28 E Repayment of loans from shareholders M Preproductive period expenses See the Shareholder's Instructions Other information N Commercial revitalization deduction from rental real estate activities A Investment income Form 4952, line 4a See Form 8582 instructions B Investment expenses O Reforestation expense deduction Form 4952, line 5 See the Shareholder's Instructions Qualified rehabilitation expenditures (other than rental real estate) Domestic production activities information See Form 8903 instructions See the Shareholder's Instructions Q Qualified production activities income Form 8903, line 7 Basis of energy property See the Shareholder's Instructions R Employer's Form W-2 wages Form 8903, line 15 Recapture of low-income housing credit (section 42(j)(5)) S Other deductions See the Shareholder's Instructions Form 8611, line 8 Recapture of low-income housing credit (other) 13 Credits Form 8611 line 8 A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings Recapture of investment credit See Form 4255 See the Shareholder's Instructions Low-income housing credit (other) from pre-2008 buildings H Recapture of other credits See the Shareholder's Instructions See the Shareholder's Instructions 1 Look-back interest — completed long-term contracts See Form 8697 Low-income housing credit (section 42(j)(5)) from post-2007 buildings J Look-back interest - income forecast method See Form 8866 Form 8586, line 11 K Dispositions of property with section 179 deductions Low-income housing credit (other) from post-2007 buildings Form 8586, line 11 L Recapture of section 179 deduction E Qualified rehabilitation expenditures (rental real estate) M Section 453(I)(3) information N Section 453A(c) information See the Shareholder's F Other rental real estate credits O Section 1260(b) information G Other rental credits See the Shareholder's Instructions Interest allocable to production expenditures H Undistributed capital gains credit Form 1040, line 70, box a O CCF nonqualified withdrawals Alcohol and cellulosic biofuel fuels credit Form 6478, line 7 R Depletion information — oil and gas J Work opportunity credit Form 5884, line 3 Amortization of reforestation costs K Disabled access credit See the Shareholder's Instructions Т Section 108(i) information Empowerment zone and renewal community employment credit U Other information SHAREHOLDER 2 : RICHARD VARNER Schedule K-1 (Form 1120S) 2009 12/15/09

SUPPLEMENTAL INFORMATION

HIGHLY SENSITIVE CONFIDENTIALPAGE

BOX 16 ITEMS AFFECTING SHAREHOLDER BASIS

	ESCRIPTIVE IN			
C C				\$

Depreciation and Amortication FIDENTIAL (Including Information on Listed Property)

MB No. 1545-0172

2009

partment of the Treasury ternal Revenue Service

► See separate instructions. ► Attach to your tax return.

HIGHLY SENSITIVE

Attachment Sequence No. 67

	nown on return						Identi	hing number
	AS UTILITY CORPO	RATION					. I diam'r.	All American Services
	r activity to which this form relates							
Part I	1120S	Ct-i- D		fin- 170				
aiti	Note: If you have any	risted property.	roperty Under Sec complete Part V before	you complete Pa	nt I.			
1 Ma	eximum amount. See the i						1	
	tal cost of section 179 pro		•			1	2	
	reshold cost of section 17					1	3	
	duction in limitation. Subt			•		ŀ	4	
5 Do	ollar limitation for tax year parately, see instructions	Subtract line 4 f	from line 1. If zero or le	ss, enter -0 If n	narried filing	Ì	5	
6		escription of property		(b) Cost (business i		(C) Elected cost		
	sted property. Enter the ar					······································		
	ital elected cost of section						8	
	entative deduction. Enter t						- 9	
	arryover of disallowed ded						10	
	usiness income limitation						11	
	ection 179 expense deduc						12	
	arryover of disallowed ded To not use Part II or Part I							
Part II			ce and Other Depre		tipoleida tiata	d proposition	/C ^ - ·	actuations \
14 S ₁	pecial depreciation allowa						(See I	HSHUCHOHS.)
ta	x year (see instructions).						14	
15 Pi	roperty subject to section	168(f)(1) election					15	
	ther depreciation (including					····	16	
≥art I	II MACRS Depreci	ation (Do not in	clude listed property.)	(See instructions))			
17 M	ACRS deductions for asse	als placed in serv	Section in tax years basis				17	Casa VERSIANS AND A
							'	
18 If as	you are electing to group sset accounts, check here				· · · · · · · · · · · · · · · · · · ·			
			in Service During 2009	T	he General D	epreciation	Syste	m
	(a) Classification of property	(b) Month and year placed in service	(C) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method		(g) Depreciation deduction
	-year property			3	HY	S/L		
	-year property			3	HY	200D		
	-year property			4	HY	200D		
	0-year property			10	HY	200D	В	
	5-year property							
	0-year property							
	5-year property			25 yrs		S/L		
	Residential rental			27.5 yrs	MM	S/L		
p	roperty.			27.5 yrs	MM	S/L		
	lonresidential real			39 yrs	MM	S/L		
<u>p</u>	roperty.				MM	S/I	,	
, et		Assets Placed in	Service During 2009	Tax Year Using th	e Alternative	. Depreciation	n Sys	tem
20 a C	Class life					S/I		
	2-year			12 yrs		S/I	J	
c 4	0-year			40 yrs	MM	S/I	,	
Part	IV Summary (See in	structions.)						
21 L	isted property. Enter amo	ount from line 28					21	
`2 T	otal. Add amounts from line 12, he appropriate lines of your retur	lines 14 through 17, I n. Partnerships and S	ines 19 and 20 in column (g), corporations — see instructi	and line 21. Enter he	re and on		22	
23 F	or assets shown above a he portion of the basis att	nd placed in serv	ice during the current yon 263A costs	ear, enter	23			

Part V Listed Property (Include automobiles, certain other vehicles, della la priduction and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b,

COIUITIIS	(a) unough (c)	or Section A, a	ii oi Sec	tion B, a	na Sec	tion C II	арриса	abie.						
Section	A - Depreciation	on and Other I	ıformati	on (Caut	ion: Se	e the in:	structio	ns for li	nits for	passen	iger auto	omobile.	s.)	
a Do you have evidenc						Yes					written?.		Yes	N
(a) Type of property (list vehicles first)	(b) Date placed in service	(C) Business/ investment use percentage	(d) Cost o other ba		Basis for (business	(e) depreciation s/investment a only)		(f) Recovery period	Met	g) hod/ ention	Depre	h) eciation uction	Ele secti	(i) ected on 179 ost
Special deprecia	ation allowance 50% in a qualit	for qualified lis	sted prop se (see	erty plac	ced in s	ervice d	uring th	ne tax y	ear and	25				
Property used n										اـــــــــــــــــــــــــــــــــــــ				·
USED PICKU	6/01/07	100.0						3.0	2001	BHY	1.50			
IC PICKUP	9/26/07	100.0						3.0		B HY				
IC PICKUP	9/26/07	100.0						3.0		B HY				
Property used 5	0% or less in a	qualified busin	ess use											
3 Add amounts in														
Add amounts in	column (i), line	e 26. Enter her	e and or	line 7, p	age 1		· · · · · · ·		<u> </u>			29		0
				- Infor										
mplete this section														
your employees, fi	irst answer the	questions in Se	Ι								T		·	
Total business/	investment mile	s driven	(a		(b	· 1	(6	- 1	(d	•	(6	•	(-
during the year	(do not include		Vehi	cle l	Vehicle 2		Vehicle 3		Vehic	de 4	Vehi	cle 5	Vehi	cle 6
commuting mile														
Total commuting m	,	•												
 Total other personal miles driven. 		nuting)		-		-								
3 Total miles driv	en during the y	ear Add			***************************************									
lines 30 through	h 32				т								ļ	
			Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
4 Was the vehicle during off-duty	e available for p hours?										1			
5 Was the vehicle		by a more												
6 Is another vehi	cle available fo	г												
		C - Questions	for Emp	loyers W	/ho Pro	vide Ve	hicles (or Use I	y Their	Emplo	yees			<u> </u>
swer these questi	ons to determin	ne if you meet a	an excep	ition to c	ompleti	ng Secti	on B fo	or vehicl	es used	by emp	oloyees	who are	not mo	re tha
owners or relate	d persons (see	instructions).												
7 Do you maintai by your employ		cy statement th	nat prohi	bits all p	ersonal	use of	vehicles	s, includ	ing com	muling,			Yes	No
8 Do you maintai employees? Se	in a written poli ee the instructio													
9 Do you treat at														
Do you provide vehicles, and re	more than five	vehicles to yo	ur emplo	•	tain inf		n from	your em	ployees	about I	the use	of the		
1 Do you meet th		concerning qu	ualified a	utomobil	e demo	nstratio		•						
	ization	, 00, 40, 01 41		30 1101 6	- Inpicti		101		VET				1	1
	(a)			(b)	Т	(c)			(d)		(e)	T	(f)	
Des	scription of costs		Date a	nortization egins		Amortizable amount	e	C	ode ction) p:	ortization eriod or rcentage		Amortization for this ye	
										1 "		1		
2 Amortization o	of costs that her	ins during you	r 2009 ta	x vear (s	see inst	ructions):							
2 Amortization o	f costs that beg	jins during you	r 2009 ta	ıx year (s	see inst	tructions): 							
2 Amortization o	of costs that beg	jins during you	r 2009 ta	ıx year (s	see inst	tructions): 							
2 Amortization o	of costs that beg										43			

HIGHLY SENSITIVE

Part V Listed Property (Include automobiles, certain other vehicles contracted for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b,

column	s (a) through (c)) of Section A, a	all of Sec	tion B,	and Sec	tion C i	f ap	plicab	le.						
	n A — Deprecial					~	_					-T		5.)	
24 a Do you have evide	nce to support the bi	usiness/investment	use claime	d?		Yes	Ц	No 24	b If 'Ye	es, is the	evidence	written?.		Yes	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(C) Business/ investment use percentage	(d) Cost of other ba		Basis for (busines	(e) deprecial s/investme e only)	ion ent	Rec	(f) overy riod	Met	bod/ ention	Depre	h) eciation uction		
25 Special depre	ciation allowanc an 50% in a qua										25				
26 Property used												1			
USED PICKUP	9/30/07	100.0							3.0	2000	B HY				
09 CHEV 1500	~	100.0					4		3.0		B HY				
09 FORD F150	3/31/09	100.0							3.0	2001	B HY				
27 Property used	50% or less in	a qualified busin	ness use	<u>. </u>						1		r			
	 										·			-	
												ļ		_	
28 Add amounts	in column (h) li	ings 25 through	27 Ento	r horo s	L	20 21 7		L			28			-	
29 Add amounts		_					-					<u> </u>	29	_	
20 Add amounts	m coldina (i), in		Section E										1 23		
Complete this secti	on for vehicles			*						er.' or re	lated o	erson. If	vou pro	vided v	ehicles
lo your employees,															
30 Takal basiasa		1	(a	a)	(b)		(c)		(d)	(4	e)	(1	7)
	ar (do not includ		Vehicle 1		Vehic	cle 2	Vehicle 3		e 3	Vehic	de 4	Vehi	cle 5	Vehi	cle 6
commuting m 31 Total commuting	,	the year													
32 Total other pe	,	•			 										.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
i3 Total miles di	riven during the John 32		}						Ì						
11.103 30 (1110)	·g(, oc		Yes	No	Yes	No	Y	es	No	Yes	No	Yes	No	Yes	No
34 Was the vehi		personal use													
35 Was the vehi- than 5% own	cle used primari er or related pe	ily by a more													
36 Is another ve personal use	hicle available f	or													
	Section	C - Questions	for Emp	oloyers	Who Pro	vide V	ehic	les foi	r Use b	y Their	Emplo	yees			
Answer these ques 5% owners or relative	stions to determ	ine if you meet	an exce	otion to	complet	ing Sec	tion	B for	vehicle	es used	by em	ployees	who are	not mo	re thar
37 Do you maint	•		hat prohi	ibits all	persona	use of	veh	icles.	includi	ing com	muting			Yes	No
by your empl	•	E		• • • • • • • • • • • • • • • • • • • •					*****						
38 Do you main! employees?	sain a written po See the instruct														
39 Do you treat	all use of vehicl	es by employee	es as per	sonal us	se?										ļ
40 Do you provide vehicles, and	de more than fiv I retain the infor	ve vehicles to yo mation received	our emplo 1?	oyees, c	obtain in	formatio	on fr	om yo	ur emi	ployees	about	the use	of the		
41 Do you meet Note: If your	the requirement answer to 37, 3														ļ
Part VI Amo	rtization														
C	(a) Description of costs		Date a	(b) mortization egins	n	(C) Amortiza amoun			C	d) ode ction	F	(e) nortization teriod or ercentage		(f) Amortizati for this ye	on ar
42 Amortization	of costs that be	egins during you	ır 2009 ta	ax year	(see ins	truction	s):	L							
								\Box							
	n of costs that b			•								43	 	·	
44 Total. Add a	amounts in colur	mn (f). See the	instruction	ons for v	where to	report.						44	1		

Part V Listed Property (Include automobiles, certain other vehicles) by fartleight and computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b,

24 a Do you have e (a) Type of groperty (I) vehicles first) 25 Special de used more 26 Property U 29 FORD F1 29 FORD F1 27 Property U 28 Add amount 29 Add amount 29 Add amount 30 Total busing during the commuting 31 Total commuting 32 Total other miles drive i3 Total mile lines 30 th	preciation allowance f than 50% in a qualific sed more than 50% in 50 4/02/09 50 4/02/09	ness/investment (C) Business/ investment use percentage for qualified lised business u	(d) Cost or other bases Gled propose (see	rsis perty plainstruct	Basis for (busines us	Yes (e) depreciations/investmee only)	No R	24b If 'Yo (f) ecovery period	es, is the e (g) Methor	vidence)	written? . (1 Depre		Yes (Ele section	No i) cled on 179
Type of groperty (to vehicles first) 25 Special de used more 26 Property under the property of the property o	(b) Date placed in service preciation allowance f than 50% in a qualifit sed more than 50% in 50 4/02/09 50 4/02/09 50 4/11/09	Business/ investment use percentage for qualified lised business un a qualified b 100.0	(d) Cost of other bases sted propose (see	sis perty pla instructi	Basis for (busines us	(e) depreciati s/investme e only)	on R	(f) ecovery period	(g) Metho) od/	(l Depre	h)	Ele- section	i) cled on 179
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used more 26 Property use 29 FORD F1 29 FORD F1 29 FORD F1 27 Property use 28 Add amount 29 Add amount 29 Add amount 30 Total busing during the commutating 31 Total commutation 32 Total other miles drive 33 Total miles innes 30 tr	than 50% in a qualific sed more than 50% in 50 4/02/09 50 4/02/09 50 4/11/09	ed business un a qualified bus	se (see	instructi			luring th						1	ost
9 FORD F1 9 FORD F1 9 FORD F1 27 Property us 28 Add amount 29 Add amount 29 Add amount 30 Total busing during the commuting 31 Total commuting 31 Total commuting 32 Total other miles drive 33 Total miles innes 30 tr	50 4/02/09 50 4/02/09 50 4/11/09	100.0	usiness	use:		.				25				-
28 Add amount 29	50 4/02/09 50 4/11/09	100.0												
28 Add amount 29 Add amount 29 Add amount 30 Total busing the commuting 31 Total commuting 32 Total other miles drive 33 Total miles innes 30 th	50 4/11/09							3.0	200DI	ВНҮ	600			
28 Add amount 29 Add amount 20 Total busing the commutation 31 Total commutation 32 Total other miles driver 30 the same and same amount 20 Add amount 20 Ad		100.0						3.0	200DI				2	
28 Add amour 29 Add amour complete this so be your employe 30 Total busing the commuting 31 Total commu 32 Total other miles drive in 30 th	sed 50% or less in a c		¥	<u>.</u>		19-11		3.0	200D	BHY				
29 Add amount complete this so your employe 30 Total busing the commuting 31 Total commu 32 Total other miles drive 30 tr		qualified busin	ess use:		1				T					
29 Add amount complete this so your employe 30 Total busing the commuting 31 Total commu 32 Total other miles drive 30 tr									-				-	
29 Add amount complete this so your employe 30 Total busing the commuting 31 Total commu 32 Total other miles drive 30 tr					 									
29 Add amount complete this so your employe 30 Total busing the commuting 31 Total commu 32 Total other miles drive 30 tr	nts in column (h), line	s 25 through	27. Ente	r here a	and on li	ne 21. p	age 1.			28			-	
30 Total busing during the commuting 31 Total commuting 32 Total other miles driver 30 the same source of the same same same same same same same sam	nts in column (i), line	-										29	1	
30 Total busing during the commuting 31 Total commuting 32 Total other miles drive ines 30 the street of the stree					rmation									
30 Total busing during the commuting 31 Total commu 32 Total other miles driver 33 Total miles 30 the same same same same same same same sam	ection for vehicles use													hicles
during the commuting 31 Total commuting 32 Total other miles drive 33 Total miles lines 30 th	es, first answer the q	uestions in Se	ection C	to see i	if you me	eet an e	xception	to com	pleting the	nis sec	tion for	those ve	ehicles	
during the commuting 31 Total commuting 32 Total other miles drive 33 Total miles lines 30 th	ness/investment mites	: driven	(a	-	(t	٠ ١	(0	· 1	(b)	i	,	≥)	(f	
31 Total commu32 Total other miles drive33 Total mile lines 30 th	year (do not include	3 0114011	Vehic	cle 1	Vehic	cle 2	Vehi	cle 3	Vehic	e 4	Vehic	cle 5	Vehic	:le 6
32 Total other miles drive33 Total miles lines 30 th	ting miles driven during the	vear			1									
lines 30 th	r personal (noncomm	•												
24 144 14	s driven during the ye	ear. Add												
34 144. 0			Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
	ehicle available for peduty hours?	ersonal use												
35 Was the v than 5% of	rehicle used primarily owner or related perso	by a more												
	r vehicle available for use?													
Answer these a	Section C	- Questions		-					-			who are	not mor	re lhai
	elated persons (see in												Yes	No
	aintain a written polic mployees?	y statement ti	nat prohi	bits all	persona	l use of	vehicles	s, includi	ing comn	nuling,				
	aintain a written polic s? See the instruction													
39 Do you tre	eat all use of vehicles	by employees	s as pers	sonal us	se?									
	ovide more than five and retain the information			yees, c	obtain in	formatio	n from	your em	ployees	about t	he use	of the		
	eet the requirements our answer to 37, 38,													
Part VI Ar	mortization													
	(a) Description of costs		Date a	(b) mortization egins	n	(C) Amortizat amount		C	(d) lode lotion) pe	(e) ortization eriod or rcentage		(f) Amortization for this year	
42 Amortizat	tion of costs that begi	ns durina vou	r 2009 ta	ax vear	(see ins	truction								
		2,700			(300 1113	110011011	-/-							
					(300 1113					T				
3 Amortiza 44 Total. Ad											43			

	4562 (2		NAVITAS U					GH		SEN	SITI	VE				Page 2
Parl		.isted ntertain	Property (Inc.	lude automot	oiles, certa	in other	vehicle	s cellu	ar tele	phones,	ertain	ompute	s, and	property	y used fo	Or
	1	lote: Fo	r any vehicle fo (a) through (c)	r which vou a	are usino t	he stand ction B,	dard mile and Sec	eage ra	te or c	leducting i icable.	lease ex	pense.	comple	te only	24a, 24t),
			A – Depreciati								mits for	passer	nger auto	mobiles	5.)	
24 a			e to support the bu					Yes		24b If 'Y				-	Yes	No
Тур	(a) e of prope vehicles fi	rty (list st)	(b) Date placed in service	(C) Business/ investment use percentage	(d) Cost o other ba	or	(busines	(e) r deprecia ss/investm se only)		(f) Recovery period	Me	g) thod/ rention	Depre	h) ciation iction	Ele sectio	cted on 179 ost
25	Special used m	depreci	ation allowance 1 50% in a quali	for qualified	listed pro	perty pla	aced in :	service	during	the tax y	ear and	25				
			more than 50%										L			······································
09	FORD	F150	4/11/09	100.0	A surface of the surf					3.0	2001	ОВ НҮ				
27	Propert	v used 5	50% or less in a	qualified bu	siness use	1:										
															J	
-						····	 				-					•
			column (h), lir													
29	Add an	ounts ir	n column (i), lin	e 26. Enter h	ere and or Section I									29		-
Com	olete thi	s sectio	n for vehicles u	sed by a sole							er'orre	elated n	erson If	vou pro	vided v	ehicles
to yo	ur empl	oyees, f	irst answer the	questions in	Section C	to see i	if you m	eet an	except	ion to con	pleting	this se	ction for	those v	ehicles.	
30	during		finvestment mile (do not includes)			a) icle l		cle 2	(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31		-	niles driven during t	he year												· · · · · · · · · · · · · · · · · · ·
32	Total o	ther per	sonal (noncomi	muting)												
;3			ven during the y													
34			e available for phours?		Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35	Was th	e vehicl	e used primaril	v by a more												
36	Is anot	her veh	icle available fo	or												<u></u>
۸۵۵			Section	C – Questio	ns for Em								-			
5%	owners	or relate	ions to determined persons (see	instructions)	et an exce	ption to	complet	ing Sec	tion B	for venici	es usea	by em	ployees	who are	not mo	re than
37		mainta r emplo	in a written pol yees?	icy statement	that proh	ibits all	persona	l use of	vehic	les, includ	ing com	muting	.		Yes	No
38	Do you employ	mainta ees? S	in a written pol ee the instruction	icy statement	that prohes used b	ibits per y corpor	sonal us	se of ve	hicles, ectors,	except co	ommutir more o	ng, by y wners	our			
39	Do you	treat a	II use of vehicle	s by employe	ees as per	sonal us	se?									
40	Do you vehicle	provides, and r	e more than five retain the inform	e vehicles to	your empl	oyees, c	btain in	formation	on from	m your em	ployees	about	the use	of the		
41	Do you	meet ti	he requirement	s concerning	qualified :											
Pa	rt VI		lization		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		compre		J	or the cov				· · · · · · · · · · · · · · · · · · ·		
			(a)			(b)		(c)			(d)	T	(e)	T	(f)	
		De	scription of costs			imortization pegins	`	Amortiza amoun			ode ction	p	ortization eriod or rcentage		Amortization for this year	
42	Amort	ization o	of costs that be	gins during y	our 2009 t	ax year	(see ins	truction	s):	1				<u>, </u>		
_					 		_	****		+		_		 		
3			of costs that be	•								L	43	1		
_44	Total.	Add an	nounts in colum	nn (f). See th	e instructi	ons for v	where to	report.	· · · · · ·				44	1		0.00000

Form **7004**

(Rev. December 2008) Department of the Treasury ternal Revenue Service

Application for Automatic Extension of Time Town Help ENTIAL Business Income Tax, Information, and Other Returns • File a separate application for each return.

ile a separate application for each return.	
 See separate instructions. 	

	Name			Identifying	g number
ype or rint				<u>د که دی را دی</u>	
11111	NAVITAS UTILITY CORPORATION				
	Number, street, and room or suite number. (If P.O. box	c, see instructions.)			
ile by the due					
ate for the turn for which	18218 EAST MCDURMMOTT, SU				
n extension is	City, lown, state, and ZIP code (II a foreign address, e	nter city, province of	r state, and country (follow the country's practice for ente	ring postal	code)).
quested. See structions.					
	IRVINE, CA 92614				
	tructions before completing this				
art I	Automatic 5-Month Extension Co		ling Form 1065, 1041, or 8804		
1 a Enter the f	orm code for the return that this application	on is for (see b	elow)		
pplication		Form	Application		Form
For:		Code	ls For:		Code
rm 1065		09	Form 1041 (estate)		04
rm 8804	A Property of the Control of the Con	31	Form 1041 (trust)		05
irt II	Automatic 6-Month Extension Co	omplete if Fi			
b Enter the f	form code for the return that this application				
plication		Form	Application		Form
For:		Code	Is For:		Code
rm 706-GS(D))	01	Form 1420-PC		21
rm 706-GS(T)		02	Form 1120-POL		22
rm 1041-N		06	Form 1120-REIT	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	23
rm 1041-QFT		07	Form 1120-RIC		24
rm 1042	literatura de la composition de la comp La composition de la composition della com	08	Form T120S		25
rm 1065-B		io ta	Form 1120-SF		26
rm 1066		11	Form 3520-A		27
rm 1120		12	Form 8612		28
orm 1120-C	the same of the sa	34	Form 8613		29
orm 1120:F		15	Form 8725		30
orm 1120-FSC	the state of the s	16	Form 8831		32
orm 1120-H		1395	Form 8876		33
orm 1120-L		18	Form 8924		35
orm 1120-ND		19 5	Form 8928		36
	(section 4951 taxes)	20	10111 0720		30
			ffice or place of business in the United Sta	les cho	ck bere
			group that intends to file a consolidated re		
c orga	and is the confidence	on parent of a	group that interior to the a consolidated te	turn cne	CN Here
art III	All Filers Must Complete This P	art			
			der Regulations section 1.6081-5, check her	·	
orgo	The section of participality if	iai quannes unit	aci riogulationa acciton 1.0001-5, check her		
5a The annlin	cation is for calendar year 20 0.09 or tax	vear beginning	g, 20, and ending _		20
····s oppiid	13 to conclude year 20 05, or tax	year beginning	a, zo, and ending _		, 20
b Short tax	year. If this tax year is less than 12 month	hs chack the	earon:		
			eason: counting períod Consolidated return	n to be 1	Elad
U """"		change in acc	counting period Consolidated return	n to be t	med
6 Tentative	total tax			1 6 1	Principle of the second
o remaiive	total tax			6	
7 Total pave	ments and credits (see instructions)			7	
	and creams (see instructions)			 '+	
8 Balance d	lue, Subtract line 7 from line 6. Generally	, you must dep	osit this amount using the Electronic		
Federal La	ax Pavment System (EFTPS), a Federal T	ax Denosit (FT	D) Coupon, or Electronic Funds		
				8	
MA FOT Priva	icy Act and Paperwork Reduction Act No	tice, see Instri	uctions.	Form	7004 (Rev. 12-2008)

2009

TOTAL \$

HIGHLY SENSITIVE FEDERAL STATEMENTS CONFIDENTIAL PAGE 1

	STATEMENT 1 FORM 1120S, LINE 5 OTHER INCOME		
	OTHER INCOME	\$	
	NAVITAS ASSETS LLC		
	20-8819310 TOTAL	\$	
	STATEMENT 2 FORM 1120S, LINE 12 TAXES AND LICENSES		
1	LICENSES AND PERMITS PAYROLL TAXES	\$	
	VEHICLE TAXES	.	
	TOTAL	<u>></u>	
	STATEMENT 3 FORM 1120S, LINE 19 OTHER DEDUCTIONS		
	ACCOUNTING AMORTIZATION	\$	2
	AUTO AND TRUCK EXPENSE		
	BANK CHARGES BUSINESS DEVELOPMENT COSTS		
	COMPANY PROMOTIONS		
١	CONSULTATION FEES DUES AND SUBSCRIPTIONS		
	FACILITIES EXPENSE		Marie Land
	GENERAL COMM EQUIPMENT GENERAL COMM SERVICE		J. San
	INSURANCE		
	MEALS AND ENTERTAINMENT EXPENSE		
	MISCELLANEOUS OFFICE EXPENSE		
	PAYROLL ADMINISTRATION		
l	POSTAGE SAFETY & SECURITY		
١	SEMINARS & SUBSCRIPTIONS TRANSPORTATION		
	TRAVEL		
	UTILITIES WORKERS COMP INSURANCE		
	TO COMMENT OF THE STREET AND A CONTROL OF THE STREET ASSESSMENT OF THE		

HIGHLY SENSITIVE

FEDERAL STATEMENTS CONFIDENTIAL PAGE 2

STATEMENT 4 FORM 1120S, SCHEDULE A, LINE 5 OTHER COSTS PAYROLL TAXES SERVICES * TOTAL \$\frac{1}{2}\$	
STATEMENT 5 FORM 1120S, SCHEDULE K, LINE 12A CHARITABLE CONTRIBUTIONS CASH CONTRIBUTIONS - 50% LIMITATION	
STATEMENT 6 FORM 1120S, SCHEDULE K, LINE 16C NONDEDUCTIBLE EXPENSES DISALLOWED MEALS AND ENTERTAINMENT PENALTIES TOTAL \$	
STATEMENT 7 FORM 1120S, SCHEDULE L, LINE 6 OTHER CURRENT ASSETS PREPAIDS TOTAL \$ \$ \$	ENDING
STATEMENT 8 FORM 1120S, SCHEDULE L, LINE 9 OTHER INVESTMENTS BEGINNING INVESTMENT IN NAVITAS ASSETS, LLC. S TOTAL S TOTAL	ENDING
STATEMENT 9 FORM 1120S, SCHEDULE M-1, LINE 3 EXPENSES ON BOOKS NOT ON SCHEDULE K AMORTIZATION PENALTIES TOTAL	

2009

FEDERAL STATEMENTS CONFIDENTIAL PAGE 3

STATEMENT 10 FORM 1120S, SCHEDULE M-1, LINE 5 INCOME ON BOOKS NOT ON SCHEDULE K PASS-THRU PARTNERSHIP INCOME TOTAL	\$ \$	
STATEMENT 11 FORM 1120S, SCHEDULE M-2, COLUMN A, LINE 3 OTHER ADDITIONS INTEREST INCOME TOTAL	्र ।	
STATEMENT 12 FORM 1120S, SCHEDULE M-2, COLUMN A, LINE 5 OTHER REDUCTIONS CONTRIBUTIONS DISALLOWED MEALS AND ENTERTAINMENT PENALTIES TOTAL	_	

2009

GENERAL ELECTIONSHLY SENSITIVE NAVITAS UTILITY CORPORATION ON FIDENTIAL

PAGE 1

ELECTION TO NOT CLAIM ADDITIONAL DEPRECIATION

PURSUANT TO IRC SECTION 168(K)(2)(D)(III), THE CORPORATION HEREBY ELECTS TO NOT CLAIM THE ADDITIONAL DEPRECIATION DEDUCTION FOR THE FOLLOWING CLASSES OF PROPERTY IN THE TAX YEAR ENDED 12/31/09.

3 YEAR CLASS, 5 YEAR CLASS

14

OKLAHOMA SMALL BUSINESS CORPORATION INCOME TAX RETURN



This form must be filed or f the third month after the			Form 512-S 2009			
For the year January 1 -	December 31, 2009, o	Amended Return	}			
other taxable year beginn	ing , 200	9 If this is an	1			
ending		Amended Return		The state of the s)	
Corporate Name:				HIGHLY SENSITI	٧E	
NAVITAS UTILITY	CORPORATION					
Street Address:			7	CONFIDENTIA	_	
18218 EAST MCDUR	MMOTT, SUITE	I		The company of the co		
City, State and Zip:						
IRVINE, CA 92614						
Telephone No. and Area Code:	Date of Incorporation:	Under the Laws of:	A Federali	B Business B Code No. 221210		
949-955-2887	5/17/2006	NEVADA				
			C Business UTILITY	OPERATOR D please check here:	· 🔲	
Part 1: Tax Computat	ion Schedule for Non	resident Shareholders Who	Do Not File a Nonreside	nt Shareholder Agreement (512-SA)		
		4, Part 5, column 7				
1 b Nonresident share	of deductions (see ins	tructions)	1h			
		e 1a minus line 1b)				
1 i		- (a minus mie 15)				
3 Other Credits (see	instructions) (analosa	Form 511CR)	j 3			
		t not less than zero).		4		
1 1		n(s) OW-8-ESC)		4		
1 - 1	•	(S) OVV-0-E3C)				
1		99, 500-A, 500-B or other wit				
1 1		55, 300-A, 300-B of other wit	-			
1 1						
1 1		estimated tax				
Amount of time 5 to	be credited on 2010	estimateu tax				
Oklahoma orga	inizations. Please plac	the opportunity to make a finct the line number of the orgin one organization, please pration split.	anization from line 11 ins	tructions in the		
11 Donations from you	ur refund (total from li	ne 11 instructions) () 11			
1 1	·	line 9 minus line 12)		Control of the Contro		
Want a Faster Refu		nd going to or through an ac			No	
Elect to have your refund	directly (See instru	ctions to see if you qualify fo			-)	
deposited into your checking account. Only one refund	or savinos la	refund in my: checking		vings account	1	
deposited per account per ta				-		
For more information, see in			***************************************			
14 Tax due (line 4 mi	nus line 8)			Tax Due ♦ 14		
15 Underpayment of e	estimated tax interest	(enclose Form OW-8-P)		15		
	nt: Add penalty of 5% \$	plus interest of 1.2	. 			
		s 14, 15 and 16)	·	lance Due 🔸 17		
	are that I have examined this orrect and complete. If prepa	s this return with your tax proceedings of the second seco			o the ssion	
Signat	ure of Officer	Date	Signature of Preparer	Date		
Corporate Printed	I Name of Officer		Preparer's Address			

The Oklahoma Tax Commission is not required to give actual notice to taxpayers of changes in any state tax law

HBC CPAS & ADVISORS

(405) 848-7797

1401 HEALTH CENTER PKWY YUKON, OK 73099-6492 Area Code and Phone Number

Title

PRESIDENT

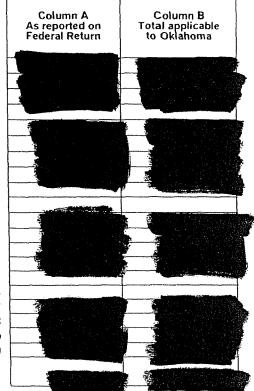


PART 2: ORDINARY INCOME FROM TRADE OR BUSINESS

Complete Column A Column B should be completed by S Corporations whose income is all within Oklahoma and/or by those whose income is partly within and partly without Oklahoma (not of a unitary nature).

CAUTION: Include only trade or business income and expenses on lines 1a through 21 below.

1	a	Gross receipts or sales \$	
	b	Minus returns and allowances \$	1
2		Cost of goods sold and/or operations	2
3		Gross profit (subtract line 2 from line 1)	3
4		Net gain (loss) (Form 4797 Part II, line 17)	4
5		Other income (loss) (enclose schedule). SEE . STATEMENT. 1	5
6		Total income (loss) (add lines 3 through 5)	6
7		Compensation of officers	7
8	١	Salaries and wages	8
9		Repairs and maintenance	9
10		Bad debts	10
11		Rent	11
12		Taxes and licenses	12
13		Interest	13
14		Depreciation	14
15		Depletion (do not deduct oil and gas depletion)	
16		Advertising	
17		Pension, profit-sharing, etc plans	
18	1	Employee benefit programs	
19	1	Other deductions (enclose schedule) SEE .STATEMENT 2	
20		Total deductions (add lines 7 through 19)	20
21		Ordinary Income (Loss) from trade or business:	



PART 3: SHAREHOLDERS' PRO RATA SHARE ITEMS

Subtract line 20 from line 6. Enter here and below on Part 3, line 1.

Inco	me (lines 1 through 11)		Column À Às reported on Federal Return	Column B Total applicable to Oklahoma
1	Ordinary income (loss) from trade or business (from above on Part 2, line 21).	1	See Alternatives	And the second
2	Net income (loss) from rental estate activity(ies) (enclose schedule)	2	The state of the s	e dimensi
3	Net income (loss) from other rental activity(ies) (enclose schedule)	3		
4	Interest income	Γ		
	a Interest on loans, notes, mortgages, bonds, etc	4a		
	b Interest on obligations of a state or political subdivision.	4b	بيسيب	
-	c Interest on obligations of the United States	4 c		
	d Other interest income	4 d		
5	Dividend income.	5		
6	Royalties	6		
7	Net short-term capital gain (loss) (Schedule D, 1120-S).	7		
8	Net long-term capital gain (loss) (Schedule D, 1120-S)	8		
9	Net gain (loss) under Section 1231 (other than due to casualty or theft)	9		
10	Other (enclose schedule).	10		
11	Total income (add lines 1 through 10)	11		
Ded	uctions (lines 12 through 17)			
12	Section 179 deduction (enclose schedule)	12		
13	Contributions	13		
14	Deductions related to portfolio income	14	Charles and the same	
15	Intangible drilling costs	15		
16	Other deductions authorized by law (enclose schedule)	16		
17	Total Deductions (add lines 12 through 16)	17	1	
Tot	al (line 18)			The second section is a second section of the section of the second section of the section of t
18	Net distributable income (line 11 minus line 17)	18		

.ust enclose a copy of Federal return

federal and Oklahoma distributable net incomes are the same, please see instructions

HIGHLY SENSITIVE CONFIDENTIAL

Form 512-S Page 3

NAVITAS UTILITY CORPORATION

				Ш

DART A.	COMPUTATION OF	OKI AHOMA	TAYARIF	INCOME OF	ATIMITARY	ENTERPRISE
FARTA.	WHOSE INCOME IS					

1	Net distributable income from Page 2, Part 3, Column A, line 18		1
2	Add:	· ·	
а	Taxes based on income	2a	1
b	Unallowable deduction (enclose schedule)	2b	
C	Other income (enclose schedule)	2c	
d	Total of lines 2a through 2c	,	2d
3	Deduct all items separately allocated:		
а	Interest on obligations of the United States	3a	
b		3b	
c		3c	
d	Total of lines 3a through 3c		3d
	(Note: Items listed in 2 and 3 above must be net amounts supported by schedules showing source, location, expenses, etc.)		
4	Net apportionable income (line 1 plus line 2d, minus line 3d)		4
5	Oklahoma's portion thereof %, from schedule below	2	5
6	Add items separately allocated to Oklahoma:		
а		6a	
b		6b	}
c		6c	
d		6d	
е	Total of lines 6a through 6d		6e
7	Oklahoma net distributable income (add lines 5 and 6e; enter here and on Page 2, Part 3, Column B, line 18)	4	7

APPORTIONMENT FORMULA

		Column A	Column B	A divided by B
	Value of real and tangible personal property used in the unitary business (by averaging the values at the beginning and ending of the tax period).	Total Within Oklahoma	Total Within and Without Oklahoma	Percent Within Oklahoma
а	Owned property (at original cost):			
1	(I) Inventories			
	(II) Depreciable property			
	(III) Land			
	(IV) Total of section 'a'			
b	Rented property (capitalize at 8 times net rental paid)			
С	Total of sections 'a' and 'b' above	\$	\$	No
2 a	Payroll			
b	Less: Officer's salaries			
С	Tolal (subtract officer salaries from payroll)	\$	\$	%
3	Sales:			
а	Sales delivered or shipped to Oklahoma purchasers:			
	(I) Shipped from outside Oklahoma			
	(II) Shipped from within Oklahoma			
b	Sales shipped from Oklahoma to:			
	(I) The United States Government			
	(II) Purchasers in a state or country where the corporation is not taxable (i.e., under Public Law 86-272)			
С	Total of sections 'a' and 'b'		\$	90
4	If Revenue, Traffic Units or Miles Traveled is used rather than Sales, indicate here:			
5	Total percent (sum of items 1, 2 and 3).			28
6	Average percent (1/3 of total percent) (Carry to Part 4, line 5 a	bove)	A. 2	9

Note: Enclose a complete copy of your Federal return.

HIGHLY SENSITIVE CONFIDENTIAL

Form 512-S Page 4



1	1		1 2		2	3			4		5
Name and address	of shareholder	Check if non- resi- dent		SN or FIN	,	Number of Shares		eholders icable %	reported (Part 3,	et distributive income as ported on federal return int 3, Column A, line 18, nes Part 5, Column 4**)	
SEE DISTRIE	UTION OF				1						
) INCOME WO	RKSHEET				1				***************************************		
:)		1			1						
i)					+		-				
e)		-			-						
)		 			+						
			L				L				
6	7	The second secon		8		9			10	11	
Share of Oklahoma net distributable income (Part 3, Column B, line 18 times Part 5, Column 4**)	If nonresident (Form 512-SA) is check box and er shown in colu corporation will t income reported	NOT attach nter the amo nn 6. The S be taxed on	ned, (ount)	owable Oi Gas Deplet (Federal	ion	Allowable O Gas Deple (Oklahon	tion	of Oklahor	er's portion na credit or nolding	Type of Credit or Withholding	
a)											
b)											
~\											
c)	15										
d)											
e)											
0											
4			-	- Total: I	lonre	sident share	of inco	me to tax	add amounts	s shown in column 7	
			0.			nd on Page 1					
shareholders O of these items m	own in Part 3, Co klahoma income lay be limited on t to the same exte	tax retur he Federa	n. This i Il return.	amount ind If these ite	ludes ms are	s all allowable	share	holders inc	ome, losses,	t to be entered on th and deductions. Son tax return, they	
		Enc	lose a	copy of	you	ır Federal r	eturn				
PART 6 – ADDITION	AL INFORMA		lose a	copy of	you	ır Federal r	eturn	•			
		TION	lose a	copy of	you	ır Federal r	eturn	•			
PART 6 — ADDITION 1 Kind of Business: [1] 2 Is this return on cash	TILITY OPE	TION		copy of	you	ır Federal r	eturn	•			
1 Kind of Business: _U	TILITY OPE or accrual basis	TION RATOR	RUAL	copy of	you	ır Federal r	eturn	•			
1 Kind of Business:	TTILITY OPE or accrual basis different from that	TION RATOR RACCI	RUAL ation):				eturn	•			
1 Kind of Business: U 2 Is this return on cash 3 Name of Business (if of	TILITY OPE or accrual basis different from that e kept by: NAN	TION RATOR RATOR CONTROL CONTR	RUAL ation): UTILI	TY CORI	PORA	ATION			92614		
1 Kind of Business: 12 Is this return on cash 3 Name of Business (if of Corporation books ar	TILITY OPE or accrual basis different from that e kept by: NAT obs are kept: 1	TION RATOR RATOR CONTROL CONTR	RUAL ation): UTILI AST M	TY CORI	PORA	ATION			92614		
1 Kind of Business: U 2 Is this return on cash 3 Name of Business (if of 4 Corporation books ar 5 Address at which book 6 Date business began 7 Did you make a return	TILITY OPE or accrual basis different from that e kept by: NAV oks are kept: 1: on Oklahoma: on of information	RATOR RATOR RATOR RATOR ROTOR RATOR	RUAL ation): UTILI AST M 2007 noma Fo	TY CORI	PORA OTT,	ATION SUITE I	IRV	INE CA			
 2 Is this return on cash 3 Name of Business (if of 4 Corporation books are 5 Address at which book 6 Date business began 7 Did you make a return (The Forms 500/500) 	TILITY OPE or accrual basis different from that e kept by: NAT bks are kept: 1 on Oklahoma. on of information of may be filed in	TION RATOR PACCION COMPONENT P	RUAL Alion): UTILI AST M 2007 noma Fo	TY CORI	PORA OTT,	ATION SUITE I	IRV	INE CA	2009?		
1 Kind of Business: U 2 Is this return on cash 3 Name of Business (if of 4 Corporation books ar 5 Address at which book 6 Date business began 7 Did you make a return (The Forms 500/500 (The Form 500/B is	TTILITY OPE or accrual basis different from that e kept by: NAV oks are kept: 1 on Oklahoma: on of information A may be filed in filed when there	RATOR	RUAL ation): UTILI AST M 2007 noma Fo	TY CORI	PORA OTT,	ATION , SUITE I or 500-B for shareholder)	IRV	INE CA	2009? res X no		
1 Kind of Business: U 2 Is this return on cash 3 Name of Business (if of 4 Corporation books ar 5 Address at which book 6 Date business began 7 Did you make a return (The Forms 500/500)	TTILITY OPE or accrual basis different from that e kept by: NAV oks are kept: 1: on Oklahoma: on of information A may be filed in filed when there s year of a chan	RATOR	RUAL Ation): UTILI AST M 2007 noma Fo the Feder or Federa	TY CORU CDURMM rms 500, 9 eral Form to a nonres	PORA OTT,	ATION , SUITE I or 500-B for shareholder)	IRV	INE CA	2009?		

HIGHLY SENSITIVE CONFIDENTIAL

Name Employer Identification Number NAVITAS UTILITY CORPORATION PART V SHAREHOLDERS DISTRIBUTION OF INCOME (continued) 5. Net distributive income as reported on Federal return 2. Social security no. 4. Shareholders applicable % 3. Number (part 3, column A, line 18, times part 5, column 4**) 1. Name and address of shareholder NR of shares THOMAS HARTLINE 18218 EAST MCDURMMOTT SUITE I IRVINE, CA 92614 RICHARD VARNER 18218 EAST MCDURMMOTT SUITE I IRVINE, CA 92614 CONTINUATION OF PART V 8 Allowable Oil and 10 11 Share of Oklahoma net distributable income (Part If nonresident agreement (Form 512-SA) is NOT Allowable Oil and Type of Credit or Withholding Shareholder's portion Gas Depletion (Federal) Gas Depletion of Oklahoma credit or 3, Column B, line 18 times attached, check box and enter (Oklahoma) withholding the amount shown in column Part 5, Column 4**) 6. The S corporation will be taxed on the income reported in this column.

0.

Total: Nonresident share of income to tax (add amounts shown in column 7). Enter here and on Page 1, Part 1, line 1a

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2009

OKLAHOMA STATEMENTS

PAGE 1

NAVITAS UTILITY CORPORATION

STATEMENT	1
FORM 512-S,	PAGE 2, PART II
LINE 5 - OTH	ER INCOME

ORD. INC. (LOSS) FROM PASS-THROUGH ENTITY
OTHER INCOME

\$

TOTAL \$



STATEMENT 2 FORM 512-S, PAGE 2, PART II LINE 19, OTHER DEDUCTIONS

ACCOUNTING \$;
AMORTIZATION	
AUTO AND TRUCK EXPENSE	
BANK CHARGES	
BUSINESS DEVELOPMENT COSTS	
COMPANY PROMOTIONS	
CONSULTATION FEES	
DUES AND SUBSCRIPTIONS FACILITIES EXPENSE	
GENERAL COMM EQUIPMENT GENERAL COMM SERVICE	
TATOLIN A NOT	
MEALS AND ENTERTAINMENT EXPENSE	
MISCELLANEOUS	
OFFICE EXPENSE	
PAYROLL ADMINISTRATION	
POSTAGE	
SAFETY & SECURITY	
SEMINARS & SUBSCRIPTIONS	
TRANSPORTATION	
TRAVEL	
UTILITIES	
WORKERS COMP INSURANCE	
TOTAL §	>

REDACTED CONFIDENTIAL MATERIAL

Exhibit 3

Amendment to Asset Purchase Agreement, between

Debtor and Navitas Assets, LLC,

Schedule 2(f)

Assumed Contracts - Jellico System

\	No.	Contract	Cure Amount
	1	Natural Gas Sales Agreement dated January 14, 2001 2003, between Seller and Delgasco, Inc. Delgaso, Inc. holds Deposit.	
	2.		
1			

Assumed Contracts-Albany, Byrdstown and Fentress Utilities

No.	Contract	Cure Amount
]	Base Contract for Sale and Purchase of Natural Gas with Eagle Energy Partners, I, L.P., NAESG Standard Form April 19, 2002	None
2.	Transportation Agreement <u>effective</u> date <u>September 2, 2010</u> d, between Seller and <u>B&W Pipeline, LLCThe Titan Energy</u> Group, (To be entered into after approval of Bankruptey Court).	None
3.	Spectra Energy, successor to East Tennessee Natural Gas Company, Firm Transportation Agreement, Contract # 410061R2, dated September 24, 2007, with November 1, 2007 Exhibit and Termination Date October 31, 2010	None
	Spectra Energy, successor to East Tennessee Natural Gas Company Firm Transportation Agreement, Contract # 17202R2, dated September 24, 2007, with November 1, 2007 Exhibit and Termination Date October 31, 2010	
	Spectra Energy, successor to East Tennessee Natural Gas Company Contract No. 7800, Balancing Agreement, date approximately November, 1994, and Amendment No. 1 Effective January 1, 1995	
	Spectra Energy is holding deposit of	
	Gas Purchase Agreement between Gasco, Inc. and Arnco Oil Company, Irvin Arnold, Contract Number TN -0010 Fentress, and Amendment	None

Commonwealth of Kentucky, Transportation Cabinet, Utility Relocation-Engineering Services, Keep Cost Contract Pursuant to KRS 179.265 (with respect to Albany Utility) Entered post-petition pursuant to Order of Bankruptcy Court entered December 23, 2009. Assigned to the extent that the contract is not otherwise fully performed. (Debtor to retain rights of reimbursement under Contract.)	Non e

In addition, Mid-Western Oil & Exploration, as Grantee, has assigned all of its rights under that certain Contract Right of Way dated March 27, 1985 with Estel Lee, as original Grantor, to Seller. [Such right of way is not filed of record and is subject to an annual fee of per year, payable to the current landowner, Roger Grider, located at Route 4, Box 60, Albany, Kentucky 42602. The annual fee has been paid for 2010 but has not been paid for 2009.

TRANSPORTATION AGREEMENT

This Transportation Agreement is made and entered into this __ day of October, 2010 (this "Agreement") and effective as of September 2, 2010 (the "Effective Date"), by and between B&W Pipeline, LLC ("B&W") and Gasco Distribution Systems, Inc., ("GASCO"). B&W and GASCO are sometimes referred to herein individually as a "Party" and collectively as the "Parties."

RECITALS

WHEREAS, B&W owns and operates a natural gas pipeline in Pickett, Fentress and Morgan Counties, Tennessee commonly known as the B&W Pipeline (the "Pipeline"); and

WHEREAS, B&W will accept natural gas into the Pipeline at the East Tennessee Gas Pipeline Spectra Energy Meter Station 59157, Morgan County Number 3 (the "<u>Primary Receipt Point</u>"); and

WHEREAS, the Pipeline is capable of delivering natural gas to the delivery points specified in Exhibit A (collectively referred to as the "Delivery Points"); and

WHEREAS, GASCO desires to transport certain volumes of natural gas on the Pipeline with delivery to occur at the Delivery Points;

NOW THEREFORE, in consideration of the foregoing and the mutual agreements, covenants, representation, warranties and promises set forth herein, the Parties mutually agree as follows:

1. SCOPE OF DELIVERY

B&W agrees to accept and receive injections of natural gas for GASCO or its agents at the Receipt Point (as hereafter defined) and to transport such natural gas to the Delivery Points. B&W agrees to operate the Pipeline in accordance with Prudent Industry Practices and to transport GASCO's gas on a firm basis. For purposes hereof, "Prudent Industry Practices" means the exercise of that degree of skill, diligence, prudence and foresight that would reasonably and ordinarily be expected from a skilled and experienced pipeline operator in the United States engaged in the same type of undertaking.

2. DAILY DELIVERIES

(a) Volume. B&W agrees to accept and transport on a firm basis up to natural gas on a daily basis necessary for GASCO to service the requirements of GASCO's utility systems described in Exhibit A (the "Daily Contract Quantity"), excluding shrinkage volumes.

Any volumes received in excess of the Daily Contract Quantity shall be transported on an interruptible basis.

- Receipt Points. In addition to the Primary Receipt Point, B&W shall be entitled. (b) upon thirty (30) days' prior notice to GASCO, to transport volumes of gas for GASCO's account from alternate receipt points; provided that, the following requirements are satisfied with respect to each such alternate receipt points: (i) GASCO is able to purchase natural gas to be delivered at such receipt point, (ii) such purchase is from a "first purchaser" of gas, (iii) such purchase is documented in a standard form Base Contract for Sale and Purchase of Natural Gas as published by the North American Energy Standards Board, Inc. ("NAESB") in form and substance acceptable to GASCO. and (iv) the price of any such gas is determined monthly based upon the spot gas price at the Henry Hub price at the beginning of each month. The notice regarding alternative receipt points from B&W shall identify the location of any such alternative receipt point and the equipment and process for reversing the flow (if applicable) of the Pipeline. Any such receipt point meeting the foregoing parameters, along with the Primary Receipt Point shall be collectively referred to herein as the "Receipt Point").
- Nominations. At least five (5) days prior to the beginning of any month, GASCO (c) will notify B&W in writing of its intent to ship volumes on the Pipeline and will provide an estimate of the volumes of gas in MCFs to be transported on a daily basis during the calendar month.
- Changes to Nominations. GASCO has the right to change its nominated volume to (d) be transported during the month on a daily basis. It is GASCO's responsibility to notify producers, B&W, and connecting pipelines regarding any change in transportation volumes. B&W will accept GASCO's nominations as such may change from time to time in accordance with its agreements with its suppliers. In no event is B&W obligated to deliver to GASCO more than a day. Nothing in this Agreement is intended or shall be deemed to obligate B&W to redeliver any gas to GASCO if GASCO has not previously caused an equal volume of gas to be injected into the Pipeline in accordance with this Agreement.
- Specifications. B&W shall publish on its website or deliver to GASCO the required specifications (the "Specifications") of natural gas to be injected into the Pipeline. including the Pipeline's requirements with respect to natural gas quality, pressure and odorization. GASCO shall deliver gas at the Receipt Point which conforms to the Specifications.

3. TERM OF AGREEMENT

- Initial Term. This Agreement shall become effective on the Effective Date and (a) shall continue for a period of five years (the "Initial Term").
- Renewal. Not later than 60 days prior to the expiration of the Initial Term, the (b) Parties may mutually agree to renew this Agreement for an additional term on such terms as the

Parties may mutually agree (the "Renewal Term"). The Initial Term together with any Renewal Term shall be the "Term."

4. RATE

The rate for transporting volumes on the Pipeline from the Receipt Point to the Delivery Points shall be per MCF (the "MCF Rate"). In the event that the Pipeline ever becomes subject to the jurisdiction of any regulatory authority, the Parties will endeavor to achieve a regulated rate equal to the MCF Rate. The rate shall be applied to volumes delivered to each Delivery Point and each invoice shall designate the Delivery Point for all volumes.

SHRINKAGE

B&W will retain ten percent (10.0%) of all volumes delivered to B&W on GASCO's behalf for shrinkage, which shall be allocated based on volumes delivered to each Delivery Point. This shrinkage rate shall be subject to the approval of any applicable state regulatory authority and may be increased or decreased to some greater or lower percentage by such regulatory authorities. Notwithstanding the foregoing, the Parties agree that the shrinkage rate shall not be reduced below the current ten percent (10%) rate until there is a specific ruling by any such regulator authority requiring such reduction.

6. BALANCING OF VOLUMES

The Parties shall endeavor to maintain the volume of gas injected at the Receipt Point in continuous balance with the volume of gas discharged at the Delivery Points. The Parties acknowledge, however, that operational imbalances may occur from time to time. In order to reconcile any such imbalances, GASCO's account will be reviewed at the end of each month and any imbalance shall be corrected in the following month. If the net imbalance is such that GASCO has received more gas than was delivered to B&W during the period under review, GASCO shall be billed for such excess based on the daily MCF Rate. If the net imbalance is such that GASCO has received less gas than was delivered to B&W, other than the shrinkage as described in Section 5, then GASCO will be credited or paid an amount equal to the excess volumes at the daily MCF Rate. In lieu of payment, either Party may correct the imbalance with equivalent volumes of gas.

7. POSSESSION OF GAS

After GASCO delivers gas or causes gas to be delivered to B&W at the Receipt Point and subject to Section 2 and Section 5, B&W shall be deemed to be in control and possession of the gas until it is redelivered to GASCO at the Delivery Point. GASCO shall have no responsibility with respect to any gas deliverable to B&W or on account of anything which may be done, happen or arise, with respect to such gas until B&W delivers such gas to GASCO at the Delivery Point(s) or for the account or GASCO. B&W shall have no responsibility with respect to such gas before GASCO delivers such gas to B&W at the Receipt Point or after B&W redelivers such gas to GASCO at the Delivery Point(s) or on account of anything which may be done, happen or arise

with respect to such gas before such delivery or after such redelivery. B&W may commin gle gas for delivery to GASCO with other volumes in its possession that conform to the Specifications.

8. WARRANTY OF TITLE TO GAS

GASCO warrants that it will have title to the gas at all times during transport on the Pipeline. GASCO will indemnify B&W and save it harmless from all suits, actions, debts, accounts, damages, costs, losses and expenses arising from or out of adverse claims of any or all persons to said gas, including claims for any royalties, taxes, license fees or charges applicable to such gas or to the delivery thereof to B&W for transportation.

9. **BILLING AND PAYMENT**

- Statement. After adjusting for shrinkage as described in Section 5, on or before the fifth day of each calendar month following commencement of deliveries, or as soon thereafter as practicable based upon the availability of measurement information, B&W will deliver to GASCO a statement showing the amount of natural gas delivered for GASCO's account during the previous Month at each Delivery Point. The statement will be delivered to GASCO at the address and in the form specified in Section 10. To assist B&W in preparing its statement, GASCO will provide volumetric data from its gas suppliers to B&W promptly after receipt of the same.
- Payment. Within fifteen days of receipt of the statement, GASCO will remit to (b) B&W the full amount of payment to B&W.
- Disputed Payments. If any portion of either the quantities delivered or the price (c) pertaining to any quantity delivered is disputed by GASCO, the portion not in dispute will be paid promptly to B&W. Both Parties agree to work in good faith to expeditiously resolve any billing disputes.
- (d) Calibration. The accuracy of measuring equipment shall be verified at reasonable intervals in accordance with Prudent Industry Practices or when requested by either Party by a test to be conducted by the Party named by B&W that owns such equipment, using methods generally accepted in the gas industry. The Parties acknowledge that that Spectra Energy, (not B&W), owns the meter at the Primary Receipt Point, and GASCO owns, or will install meters at the Delivery Points. The Parties acknowledge that B&W has no other meters measuring the flow of gas from the Primary Receipt Point to the Delivery Points. The Party performing the test shall notify the other Party sufficiently in advance of the test to permit a representative to be present. All tests shall be made at the expense of the Party performing the test, provided, however, that the Party requesting a test which is less than 180 days from the date of a prior test on the same meter shall bear the expense if any inaccuracy in the equipment is not greater than plus or minus two percent (2%).
- <u>Inaccuracies</u>. If upon testing any measuring equipment is found to be inaccurate by plus or minus two percent (2%) or less, previous records of such equipment shall be considered

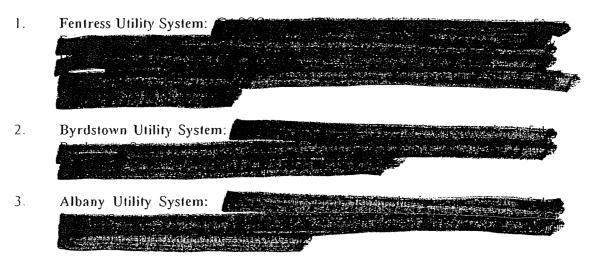
EXHIBIT A

GASCO UTILITIES AND DELIVERY POINTS

- 1. Albany System located in Clinton County, Kentucky.
- 2. Byrdstown System located in Pickett County, Tennessee
- 3. Fentress System located in Fentress County, Tennessee

DELIVERY POINTS

The Delivery Points are as follows:



GASCO at its own expense may move an existing meter but not add additional meters on the Pipeline without B&W written consent which may be withheld in its sole discretion.

Gasco Distribution Systems, Inc. 44445 East Pike Zanesville, OH 43701

METER SITE AGREEMENT

FOR AND IN CONSIDERATION OF Dollars for a moter site on the premises herein described to be paid upon execution of the mater site agreement,
(hereinafter called Granter), do hereby give, grant, and convey unto Gasco Distribution Systems, Inc., 4445 East Pike, Zanesville. Ohio 43701 (hereinafter called Grantee), its successors and assigns, the right to install, operate, maintain, repair and remove a meter site, for measurement of natural gas through a pipeline, with the right of lingress and egress to and from such meter site, lands of Granter being situated in:
County of Pickett, State of Tennessee, and bounded as follows:
On the North by: Red Hill Church
On the East by: Mullins Road, Cummings
On the South by: Clayton Lee
On the West by: Highway 111
Said meter site being located on property known as: Eu.,
The meter shall he installed at an agreed location, which has been staked and shall not be relocated without the consent of Grantor, but will be relocated at the request of the Grantor in the same manner as provided for in an easement of even date.
The Grantor shall fully use and enjoy the above described lands except for the purposes herein granted to the Grantee. The Grantee hereby agrees to pay any damages which might arise from the installation of sald meter site.
The payment hereunder shall be made by the Grantee to the Grantor by check made payable to <u>Daniel C. Beaty</u> who is hereby suthorized to receive and accept receipt for the same.
It is understood that this grant contains and expresses all the agreements and obligations of the parties hereto and no covernant agreement or obligation not expressed herein shall be imposed on the Grantor and Grantze, their hoirs, successors and assigns.
IN WITNESS WHEREOF, the undersigned have executed this instrument as of this day of
Denie C Brog Daniel Boary
STATE OP TU-
COUNTY OF Pickett
On this day of, 20 D before me, a Notary Public in and for said County personally appeared the said Danger who acknowledged that be steen and seal the foregoing instrument and that it is his/her free act and deed.
WITNESS my hand and official scal, the duy and your afciesald.
THE DOW W. WILLIAM

Desc

REDACTED CONFIDENTIAL MATERIAL

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NAVITAS UTILITY CORPORATION FINANCIAL STATEMENTS YEAR ENDED DECEMBER 31, 2009

Includes Independent Auditor's Report Issued By



NAVITAS UTILITY CORPORATION BALANCE SHEET DECEMBER 31, 2009

HIGHLY SENSITIVE CONFIDENTIAL

ASSETS

Current assets:

Cash in bank

Receivable from affiliated entity

Inventory

Prepaids and other assets

Total current assets



Property and equipment:

Autos and pickups

Trucks

Heavy equipment

Tools and other small equipment

Office equipment

Leasehold improvements

Meters and regulators

Accumulated depreciation

Property and equipment, net



Other non-current assets:

Organizational and related costs, net of accumulated amortization of \$11,151

Investment in affliliated entity



Total assets

LIABILITIES & STOCKHOLDERS' EQUITY

Current liabilities:

Accounts payable and other accrued expenses

Payable to affiliated entity

Current portion of long-term debt

Total current liabilities



Long-term debt, less current portion

Stockholders' equity:

Common stock, \$100 par value, 1,500 shares authorized, 660 issued and outstanding

Retained earnings

Total stockholders' equity

Total liabilities and stockholders' equity

NAVITAS UTILITY CORPORATION STATEMENTS OF INCOME AND RETAINED EARNINGS YEAR ENDED DECEMBER 31, 2009

HIGHLY SENSITIVE CONFIDENTIAL

Revenue:

Service crews

Commodity sales

Construction crews

Other

Total revenue

Cost of goods sold:

Commodity marketing and transport

Gross profit

Operating expenses:

Direct costs

Depreciation and amortization

General expenses

Office expenses

Other business expenses

Total operating expenses

Operating income

Other income (expense):

Earnings from investment in affiliated company

Interest expense

Total other income (expense)

Net income

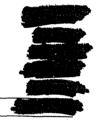
Retained earnings, beginning

Retained earnings, ending

3

















NAVITAS UTILITY CORPORATION STATEMENT OF CASH FLOWS YEAR ENDED DECEMBER 31, 2009

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OPERATING ACTIVITIES

Net Income

Adjustments to reconcile net income

to net cash provided by operations:

Depreciation and amortization

(Increases) decreases in:

Receivable from affiliated entity

Inventory

Prepaids and other assets

Increases (decreases) in:

Accounts payable and accrued expenses

Payable to affiliated entity

Net cash provided by operating activities

INVESTING ACTIVITIES

Purchase of property and equipment

Investment in affiliated entity

Returns from affiliated entity

Net cash provided by investing activities

FINANCING ACTIVITIES

Proceeds from long-term debt

Repayment of notes payable

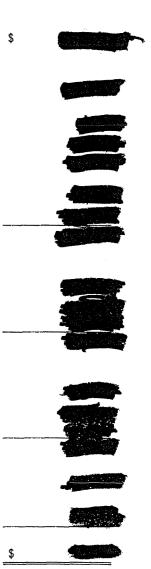
Repayment of long-term debt

Net cash provided by financing activities

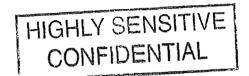
Net cash increase for year

Cash, beginning of year

Cash, end of year



NAVITAS UTILITY CORPORATION NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2009



(1) Summary of Significant Accounting Policies (continued)

Recently issued accounting updates – In June 2009, the Financial Accounting Standards Board ("FASB") established the FASB Accounting Standards Codification, which does not change generally accepted accounting principles but does change the way we reference authoritative accounting principles in our consolidated financial statements.

Subsequent events – We have accounted for subsequent events through June 23, 2010, the date our consolidated financial statements were issued, and we believe that all required subsequent events disclosures have been made.

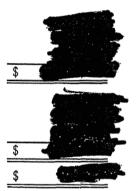
(3) Investment in Limited Liability Company

We are the managing member and a fifteen percent interest holder in Navitas Assets, LLC (NALLC), a limited liability company. NALLC primarily operates to acquire relatively small, operating, rural assets and secondarily pursues the development of energy projects. NALLC currently owns over 1,000 miles of regulated distribution pipeline as well as certain unregulated transmission assets. We provides service assistance and perform construction for NALLC. Summarized financial information for NALLC is as follows:

Current assets Property & equipment Other assets

Current liabilities Long-term liabilities Members' equity

Net income



(4) Long-Term Debt

We have equipment loans with banks that total terest rates range from 1.9 to 6.90%. Principal and interest payments total month. The notes have a five-year term and are secured by the equipment financed.

We have vehicle loans with a finance company that total interest rates range from 0 to 1.9%. Principal and interest payments on these notes total error month. The notes have a five-year term and are secured by the vehicles financed.

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NAVITAS UTILITY CORPORATION NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2009

(4) Long-Term Debt (continued)

Principal maturities are as follows:



(6) Commitments

On June 1, 2007 we entered into a three-year agreement with Enogex, Inc. for the intrastate transportation of natural gas to the NALLC transmission points in western Oklahoma. The minimum annual value of this contract is

(7) Transactions With Affiliates and Related Parties

We control fifteen percent of the member units of Navitas Assets, LLC (NALLC), and our shareholders also control member units of NALLC. The majority of our revenues are for services and construction performed for NALLC. During the course of our operations, we bill and are charged for products and services and sometimes we advance and receive money for cash flow needs. At December 31, 2009, we have a receivable from NALLC for resulting from billings for goods and services and they are required to pay interest of WSJ prime +2% on the unpaid balance. We also have a liability to NALLC for which repayment terms have not been set.

We sub-lease office space in Irvine, California from one of our shareholders. Our lease payments on this lease are per month and the term of the lease is twelve months.

Our shareholders have guaranteed some of our debt.

1