

Statement of Qualifications



Commercial Energy Solutions

We engineer, finance, construct and maintain integrated clean energy solutions to solve complex energy challenges and deliver long-term value for customers and investors in the U.S. and abroad.

www.HelioPower.com

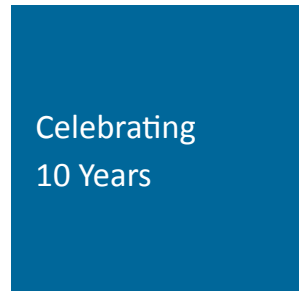
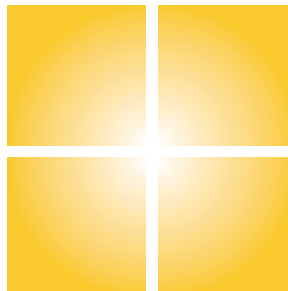


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Introduction



We engineer, finance, construct and maintain integrated clean energy solutions to solve complex energy challenges and deliver long term value for customers and investors in the U.S. and abroad.

Since 2001, our team has engineered and installed over 2000 solar power and clean energy systems to reduce energy costs, generate energy sustainably and optimize return on investment strategies.

We provide a single source solution for energy efficiency, demand side energy management and renewable energy generation.

HelioPower's integrated clean energy solutions are offered in three major service areas. From the start of a project to communicating it's accomplished goals, HelioPower offers a suite of professional services to help our customers understand and reduce their energy costs and maintain their energy assets once they are built. Our energy services include energy efficiency, energy analytics, energy monitoring, consulting and operations and maintenance of energy assets.



Energy and solar financing services result in distributed energy generation asset creation and acquisition. We align the interests of investors, developers and large-scale energy users to finance and build renewable energy projects.

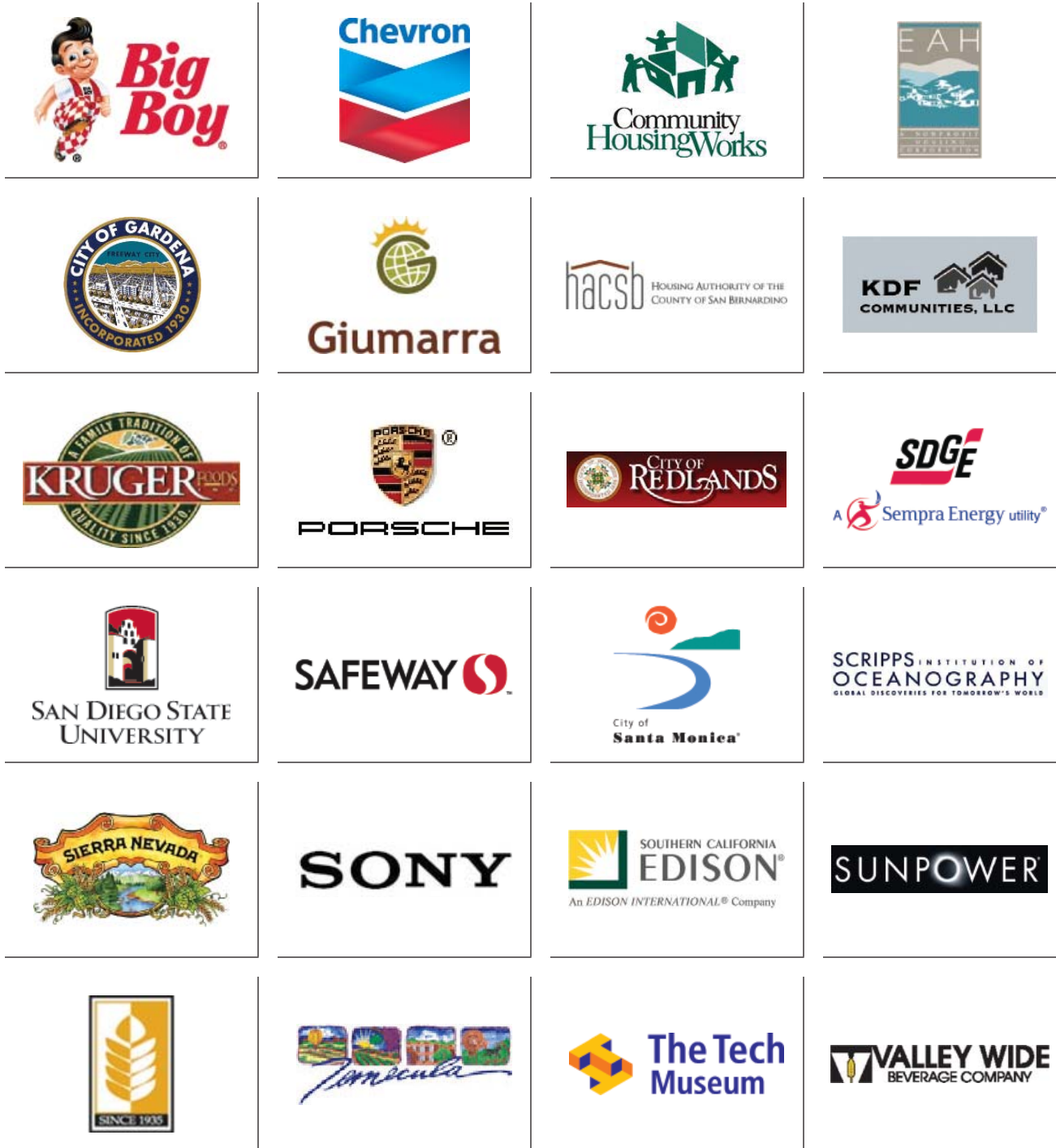
Energy construction includes engineering, procurement and construction (EPC) turn-key services for solar photovoltaic, concentrated solar and hybrid renewable energy technologies.

Our energy asset management program ensures the reliability of the energy producing assets. This results in reduced operations and maintenance (O&M) costs, as well as increased energy production. We offer solar operations and maintenance services to clients, contractors and energy asset owners.



Rising energy costs and economic pressures have put even more importance on effective management of energy assets. HelioPower has created the Energy Asset Management Program as a result of decades of experience in working in both investor-owned utilities and managing our own photovoltaic assets.

Clients



Experience You Can Trust...



Our founder, Mo Rousso, is a true pioneer in the renewable energy field. He installed his first solar power system in 1975. The management team is comprised of seasoned professionals in construction, energy consulting and system engineering.

Founded in 2001, HelioPower celebrates its 10th anniversary this year. Our team has served over 2000 clients. Whether in the United States or abroad, we provide in-depth solar design and engineering services to ensure your project is delivered on time, on budget and generates maximum energy and financial returns.

Integrated Energy Approach

Whether you're looking for a solar photovoltaic system, a plan for improving energy efficiencies at your facilities or hybrid energy systems to power several warehouses, HelioPower can help. Our firm brings together deep expertise across the energy value chain.



Solar Industry Experience

We currently have 15 megawatts of installed solar power experience and over 2000 installed solar and clean energy systems in the U.S. and abroad.

Design Versatility

Our versatile design team has engineered all types of commercial solar electric systems including ground mount, roof top and tilt technologies in a wide variety of site environments for both new and retrofit construction.

O&M Experience

Our operations and maintenance team currently has 25 commercial and over 350 residential sites under contract. We perform O&M work on a wide variety of projects, including warranty work for some of the industry's leading manufacturers.



Fully Licensed & Accredited

HelioPower is a licensed and bonded California and Nevada contractor. We have an A+ rating with the Better Business Bureau. Our team is fully accredited with NABCEP, the national certification organization for professional installers in the field of renewable energy.

References

References available upon request.

Expertise Across the Energy Value Chain



HelioPower employs seasoned team members with deep expertise across the energy value chain.

We deliver all of the expertise and know-how you'd expect from an integrated energy solutions provider – and more:

- Unparalleled focus on understanding all aspects of your business
- Solid track record for delivering solutions that are beneficial and pragmatic within the framework of your business
- High-quality energy solutions based on acclaimed, proprietary energy analytics software and superior engineering practices
- Sterling reputation for consistently meeting and exceeding expectations
- Strong relationships with product suppliers, enabling system solutions at compelling costs

Energy Services

Our experts fulfill every type of energy objective. For example, we can help you pinpoint opportunities to reduce energy, save money and reduce your carbon footprint. Then we work with you to develop the reporting mechanisms to track and report progress.

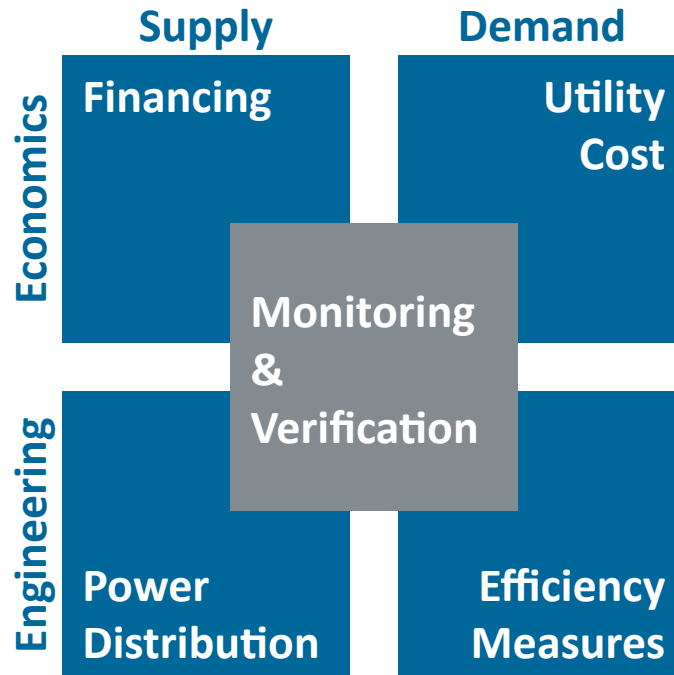
Energy Finance

Energy and solar financing services result in distributed energy generation asset creation and acquisition. We align the interests of investors, developers and large-scale energy users to finance and build renewable energy projects.

Energy Construction

HelioPower provides EPC/turn-key construction and professional consulting services for solar photovoltaic, concentrated solar and hybrid renewable energy technologies.

Engineering Energy for Maximum ROI



Today's energy consumers face complex energy challenges. Each piece of the energy puzzle affects the costs and performance of the others. Our goal is to address all aspects of the energy equation to ensure reduced energy costs and maximum return on energy related investments.

HelioPower operates at the intersection of energy engineering and energy economics on both the energy demand and supply sides of the customer's electric meter. This multi-pronged approach works in every quadrant of the client's energy picture to create an optimum energy use and generation solution.

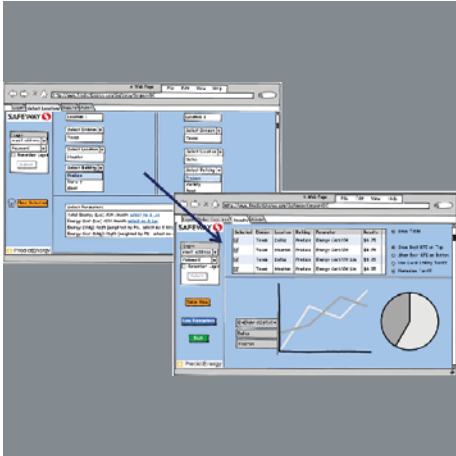
We design the appropriate solutions to optimize distributed generation and energy reduction strategies within the context of our client's business operations. However, our solutions also are optimized to positively impact our client's P&Ls, via attractive project financing options and appropriate utility tariffs.

Finally, our PredictEnergySM advanced energy analytics software provides automated energy monitoring and improvement verification to ensure that our client's investments achieve desired internal rate of return (IRR).

Our customers realize annual energy savings, operational savings and energy cost predictability. Their buildings are more efficient, safe and sustainable, helping their occupants to be more comfortable and productive. In many cases, we are able to finance all facility improvements that we recommend through one of HelioPower's finance partners.

Beyond the diminishing utility bill they see, our customers contribute in meaningful and measurable ways to the reduction of greenhouse gas (GHG) emissions associated with the burning of fossil fuels.

Energy Services



HelioPower energy services are designed to assist you with all your energy related challenges and turn them into opportunities to save capital, maximize new energy opportunities and contribute positively to your environmental initiatives.

Professional Energy Services

From the start of a project to communicating completed goals, HelioPower offers you a suite of energy services which you can tailor to meet your objectives.

There are many areas in which you and your organization can use the help of our energy experts. We are called upon to create energy reduction programs. We develop energy financial modeling. Our team helps organizations write and secure grants and cities adopt energy efficiency programs and deliver Request for Proposals (RFPs). We provide project engineering and construction management services. And we develop sustainability programs and initiatives to communicate the success of a project to stakeholders.

Energy Analytics

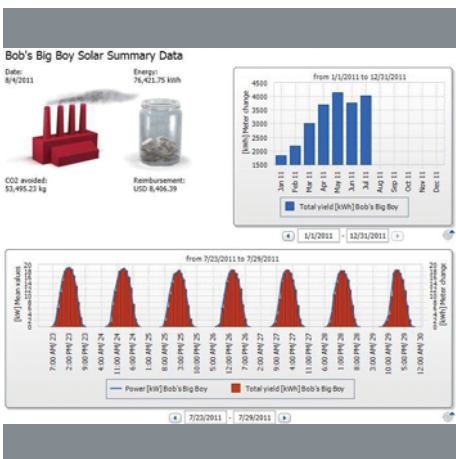
PredictEnergySM is a state-of-art suite of energy analysis tools supported by professional services. PredictEnergySM provides on-line, real-time intelligence supported by a unique set of analytical and optimization tools to meet the specialized, high return needs of our clients.

Modeling energy behaviors and a portfolio of energy generating and consuming equipment within the context of business behavior is the power of the PredictEnergyTM energy analytics engine. It will identify the use and resulting cost of energy, evaluate options within IRR hurdle requirements, and make recommendations to minimize the levelized cost of energy (LCOE).

Monitoring – Operations & Maintenance (O&M) Services

Renewable energy is a great asset for any business. Like any other asset you want to know how it's working and how much energy it's producing. The monitoring system reports solar energy production and reports greenhouse gas emissions reductions with accurate, real-time data. Data is tracked anytime anywhere on the Web. A portal linked to the client's website demonstrates environmental stewardship.

HelioPower offers solar power operations and maintenance (O&M) programs to optimize the reliability of the energy producing assets. This results in reduced O&M costs, as well as increased energy production.



Energy Finance



No area is as critical as the financial blueprint of your project. The financial plan of your project must be mapped out from inception to future revenue generation. HelioPower projects are consistently bankable, with a proven track record of financing success with equity and debt finance partners.

HelioPower energy and solar financing services help developers fund distributed energy generation systems. We align the interests of investors, developers and large scale energy users to finance and build renewable energy projects.

Funding strategies leverage debt, equity, lease and power purchase agreement (PPA) structures to meet energy financial objectives. Applicable government grant and incentive programs are utilized to deliver maximum return on investment.



Our team is versed in a wide variety of financing programs, including construction financing for power plant development, PPA origination, energy asset acquisitions and power billing programs.

We work with respected firms in the banking and financial markets. In 2008 the firm worked with Citi Community Capital, a division of Citi, to form the Helio Green Energy Community Investment Fund, a \$100 million solar financing program. An example project for the Helio Green Energy Fund was The Tech Museum in San Jose, CA.

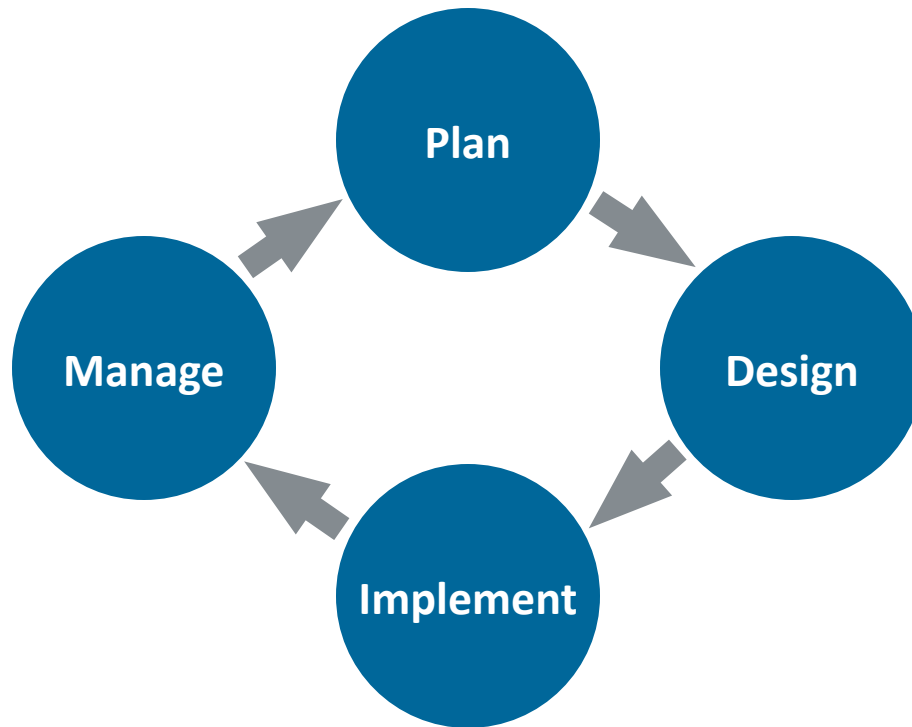
Nonprofit and affordable housing are two sectors requiring complex financial engineering. HelioPower has successfully applied a wide range of grant and financial tools to deliver renewable energy in these industries.



The first Ronald McDonald House to go solar in California was a HelioPower project from financing to construction. The structure is not only unique in its location, it is one of the growing number of Ronald McDonald House facilities in the U.S. going “green.” The Las Serenas community project for Community HousingWorks was funded by financial programs engineered by HelioPower to leverage a Multifamily Affordable Solar Housing (MASH) Track 2 grant for additional support. The project was also constructed by HelioPower.

After the system is commissioned, we provide operations and maintenance programs to deliver maximum power generation performance within predictable budget parameters thus fulfilling your system’s anticipated return on investment.

Energy Project Methodology



We use a rigorous PDIM methodology to deliver clean energy systems that meet and exceed your expectations.

PDIM (Plan, Design, Implement, Manage) ensures the integrity of our design and construction projects. The HelioPower certified design and construction team delivers industry-leading engineering expertise, technological know-how, procurement efficiencies, financing expertise, construction management and energy production verification.

Our team has engineered over 2000 solar power and clean energy systems. We work to ensure the best-engineered and constructed power plant for the lowest total lifecycle cost – providing maximum value to your organization and mitigating your risk.

HelioPower’s integrated energy solutions combine renewable energy technologies such as solar photovoltaics,

solar thermal, wind, micro-turbine, biomass, fuel cells and electricity storage, including emerging flow battery and kinetic technologies.

P / Plan

The initial stage of any project may commence via a number of different avenues. They include strategic energy planning, business process energy consumption optimization, site assessment and pre-construction engineering.

Site Assessment: To yield a full understanding of the project site, client objectives and interconnection requirements, the site assessment phase typically includes pre-site analysis and planning, technology assessment and selection, utility interconnection requirements and a preliminary financial model.

Energy Project Methodology (continued)



HelioPower pre-construction engineering is focused on understanding your unique building and location site, energy performance and financial objectives and incentive and regulatory environment. Whether in the United States or worldwide, our team provides in-depth design and engineering services to ensure your project is delivered on time, on budget and generates maximum energy and financial returns.

D / Design

The design stage includes producing project plans and specifications, as well as economic models, production models and energy performance metrics.

Design and permitting encompasses electrical design, electrical design review, structural design, structural design review, submittal preparation, permits and schedule updates.

Project Design: Deliverables include energy markets report, facility gap analysis, regional distribution schema, preliminary bill of materials, preliminary T&D and interconnect plan, preliminary EPC plan, evaluate alternate off-taker potential and a detailed financial model with sensitivity analysis for go/no-go decision.

System Design & Integration: HelioPower designers are degreed and certified in advanced photovoltaics. Depending on the size and complexity of the project, we use a range of computerized tools to assist us in our design and analysis. These tools include Solar Design Studio Pro and CSI Solar.



I / Implement

Implementation includes engineering, procurement and construction (EPC), quality control, commissioning, training and monitoring/verification. Our methodology is driven by proven project and construction management practices.

Professional Installation: All crew leads are certified and undergo monthly training on products and installation techniques to ensure our customers receive the most value from their solar and clean energy investment.

Site preparation includes demo and removal, surveying, layout and trenching. System installation typically involves underground utilities, racking, modules, balance of system components, inverters and transformers and voltage interconnect. Testing and commissioning of the completed system ensures the system meets all utility requirements.



Energy Project Methodology (continued)



Full Life-cycle Project Cost, Financial Returns and Investment

Analysis: This activity outlines a complete project plan including finalization of project scale, final technology selection and engineering, final bill of materials, procurement and construction plan, operations and maintenance plan, prepare construction financing proposal and prepare tax and cash equity investor reports as needed.

Quality Control: HelioPower offers quality control / quality assurance services to provide comprehensive quality control for your project, minimizing risk for your project investors.

These services typically include process documentation and management, equipment testing and inspection, development and commissioning of test procedures, implement commissioning procedures, remote system monitoring and diagnostics, development and initiation of operation and maintenance (O&M) program, energy performance measuring including minimum guarantee generation (MGG) / power generation verification, project documentation and operations and maintenance manuals for conformance to stated project goals and staff training.



M / Manage

Once the clean power system is up and running the manage phase includes on-going monitoring and O&M services. The client is given a final as-built report and staff operational training. Many HelioPower clients use our analytics for continuous energy improvement.



Maintenance, Troubleshooting & Repair: HelioPower's reputation is built on smart design, outstanding components and professional installation. We take pride in our work, and the job does not end with the installation of the solar power system. Providing our customers with quality after-care has been crucial to our success.

System Monitoring: HelioPower has implemented a system to monitor our customer's solar and hybrid renewable energy systems from our offices. We immediately spot any potential problem and initiate a service call to correct it. Consistent, professional monitoring of system health ensures maximum production from the system and protects the investment.

Marketing & Stakeholder Communications



HelioPower supports commercial, public sector and utility client solar installations with marketing and promotional programs. In most cases these services are offered free of charge.

We work with your team to promote the “green” aspects of your company image, to connect your organization more deeply to green-minded consumers, to promote your firm’s environmental programs and solar installation in the green media and to enhance your brand with green attributes.

The marketing and promotional services we offer as part of a solar power system installation are outlined below. The HelioPower marketing department also offers extensive, custom services designed to increase the green message of your brand.

Your brand and solar power installation will be supported by the following schedule of marketing and public relations services:

Employee / Stakeholder Communications

Services include written descriptions for inclusion in employee newsletter and other stakeholder, stage an employee/stakeholder education session and provide information about the solar power system and environmental offsets for company website and marketing materials as desired.

System Dedication Event

Coordinate a team of professionals including client executives, solar panel manufacturer marketing team and HelioPower to create and execute a solar power system dedication program.

These events involve dignitaries including state, local government, the green building industry, environmental groups and partnering manufacturers and serve to highlight the client’s environmental initiatives through public relations outreach. A solar ribbon cutting is a chance to thank all those who have come together to make the project a reality, and involve your employees and stakeholders in a moment of celebration!

“This is another important milestone in Porsche’s long-term strategy for environmentally friendly and sustainability projects that also makes sound business sense,” said Rob Nemchik, General Manager, Porsche Logistics Services at the Porsche solar celebration, March 2009.



Project Gallery



1.1 MW – Ground Mount PV – Azure Power, India

Exceed Expectations: Overcome “First of Its Kind” Project Challenges

1.1 MW power plant in Ahwan, Punjab's Amritsar district, India. This is the first megawatt-scale Independent Power Project (IPP) solar facility to sell clean, sustainably generated electricity to India's grid system.

Remotely located site with a staff unfamiliar with large scale PV installations. In spite of significant challenges, the project was accomplished well before the deadline.

HelioPower's role: Engineer, Procure, Construction Oversight



500 kW – Ground Mount – Giumarra, Bakersfield

Exceed Expectations: Milestone in the Giumarra Sustainability Program

The 516 kilowatt (kW) dc commercial solar power system for Giumarra Vineyards Corporation is adjacent to Giumarra's main production and cold storage facility in Bakersfield, CA. Using 2296 PV modules, the system will deliver 1 gigawatt-hour of electricity annually, enough to power over 200 homes. The system will offset more than 24,000,000 pounds of CO2 emissions over the next 20 years.

HelioPower's role: Engineer, Procure, Build, Promote



380 kW – Roof Top PV – Valley Wide Beverage, Fresno

Exceed Expectations: Meet Sustainable Goals

Valley Wide Beverage used solar to offset their carbon footprint generated by their beer delivery fleet. With 1905 solar modules from Suntech, the solar power system will produce 600,000 kWh/year of renewable electricity per year. Going solar gave Valley Wide Beverage the triple bottom line benefit of saving money, saving energy, and a marketing benefit that allows them to meet their customers' requirements to green their operation.

HelioPower's role: Engineer, Procure, Build

Project Gallery



302 kW – Ground Mount PV – Maplewood Homes, San Bernardino

Exceed Expectations: Secure Largest MASH Tract 2 Grant

The Housing Authority of the County of San Bernardino (HACSB) was awarded the largest CA Solar Initiative (CSI) Multifamily Affordable Solar Housing (MASH) Tract 2 grant for its Maplewood Homes community. The rebate was \$1,840,000. HACSB worked with HelioPower to develop the grant proposal, engineer and construct the solar power system and develop and deliver the educational, training and Internet components of the program.

HelioPower's role: Finance Structure, Engineer, Procure, Construct, Promote



209 kW – Roof Top PV – Cal Avenue Partners, Temecula

Exceed Expectations: Complete On Time/On Budget

Said Mark Gordon, "HelioPower completed the job on time and on budget." 1,536 – 170 watt solar panels. The 21,563 sq. feet of panels enables Cal Avenue Partners to generate enough clean electricity each day to power 208 average homes.

HelioPower's role: Engineer, Procure, Construct



160 kW – Roof Top PV – Sony HQ, San Diego

Exceed Expectations: Innovative Design

HelioPower utilized a customized racking system to incorporate a seamless and integrated installation with a highly aesthetic result. The 160 kW carport mounted installation was installed for San Diego Gas & Electric on the Sony employee parking.

HelioPower's role: Engineer, Procure, Build, Promote

Project Gallery



114 kW – Roof Top PV – Ronald McDonald, San Diego **Exceed Expectations: Challenging Install Environment**

The first Ronald McDonald House to go solar in California is located atop a parking garage in San Diego. The structure is not only unique in its location, it is one of the growing number of Ronald McDonald House facilities in the U.S. going “green.”

HelioPower’s role: Finance, Engineer, Procure, Construct



87 kW – Ground Mount – SunnyLand Mills, Fresno **Exceed Expectations: Deliver More Energy**

Since the Sunnyland system was commissioned in 2007, it has produced 102% of expected energy. Over 500 Mitsubishi panels installed in 5 days to meet customer deadlines.

HelioPower’s role: Engineer, Procure, Construct



73 kW – Roof Top PV – Fallbrook Public Utility, Fallbrook **Exceed Expectations: Award Winning Installation**

The system is comprised of 458 BP Solar 3160B modules and 29 SMA SWR2500U inverters to meet FPUD’s reliability requirements. A penetration type mounting system was customized for use with their shed buildings. A touch screen kiosk was installed in their lobby for public education. Winner of the SANDEE Award for Energy Excellence.

HelioPower’s role: Engineer, Procure, Construct, Monitor

Project Gallery



80 kW – Roof Top PV – Porsche North America, Ontario **Exceed Expectations: Build Community Recognition**

PCNA's new solar panel installation received the Green Valley Initiative (GVI) award, Certificate of Recognition for environmentally sound projects. 372 – 216 watt solar panels make up Phase 1 of the solar power installation at the company's logistics center in Ontario, CA.

HelioPower's role: Engineer, Procure, Construct, Promote



67 kW – Roof Top PV – Las Serenas, San Diego **Exceed Expectations: Build first MASH CA Project**

Community HousingWorks (CHW), a leading affordable housing developer in San Diego County, was awarded the first CA Multifamily Affordable Solar Housing (MASH) Track 2 grant to install solar energy in the Las Serenas affordable housing community. The MASH funds supported the installation of a 67.5 kilowatt (kW) dc solar photovoltaic facility with 100% of its production going to tenants. The solar power system utilizes 300 Canadian Solar CS6P 225P solar panel modules.

HelioPower's role: Finance, Engineer, Procure, Construct, Promote



30kW – Roof Top PV – Tahoe Regional Planning Agency, Tahoe **Exceed Expectations: Leverage New Rebate Program**

HelioPower launched operations in Nevada in 2008 with the Tahoe Regional Planning Agency installation leveraging the Solar Generations renewable energy rebate program. The PV system utilized 192 Mitsubishi solar modules for a roof top installation.

HelioPower's role: Finance, Engineer, Procure, Construct, Promote

Key HelioPower Personnel



Ian Rogoff—Executive Chairman and Acting CEO: has extensive experience in the energy arena and is an active angel investor in software and renewable energy fields, serving as Co-Founder and General Partner at Sierra Nevada Partners, an investment management company established to buy and grow sustainable businesses located in the Western U.S.

Ty Jagerson—President: brings more than 15 years of renewable energy, technology development and venture funding experience to HelioPower. Most recently he was CEO and founder of Simple Energies, LLC, a developer of integrated clean energy which successfully financed over 40 MW of renewables projects, and built a portfolio of 100 MW of projects in the U.S., Asia, Latin America and the Caribbean.



Mo Rousso—Chief Technology Officer: is a true industry veteran, having constructed his first solar energy project in 1975. He founded HelioPower in 2001, and has consistently applied his 30 year engineering and asset management background to the development of integrated energy solutions.

Kent Miller—EVP, Commercial Sales: Prior to HelioPower, Kent was the Sales Director of Services for SunPower, a top five vertically integrated solar company, and prior to that, SunEdison, where he acted as Director of Sales.

Jonah Liebes—Vice President, Operations: Certified by the North American Board of Certified Energy Practitioners (NABCEP). As head of operations for HelioPower, he manages the installation of the company's projects.



John McIntosh—Director of Commercial Construction: John has been in the renewables field for many years, principally based in Oregon, where he headed a solar installation firm. Prior to his solar career, Mr. McIntosh was the Vice President of Engineering for Conner Peripherals' Software Division and founding General Manager of Arcada Software.

Glenna Wiseman—Vice President, Marketing: is a senior marketing and public relations executive who has created and delivered the company's successful green marketing campaigns for commercial and utility clients.

Licensing & Accreditation



Contractor's Licenses

HelioPower holds a California C46 Solar and C10 Electrical State Contractor's License, #915598. In Nevada, the company's electrical C2 contractor license number is 007111.



North American Board of Certified Energy Practitioners

NABCEP is the national certification organization for professional installers in the field of renewable energy.



Better Business Bureau

HelioPower has earned an A+, exemplary rating with the Better Business Bureau.



US Green Building Council

The U.S. Green Building Council is a 501(c)(3) non-profit community of leaders working to make green buildings available to everyone within a generation.



Solar Electric Power Association (SEPA)

The Solar Electric Power Association SEPA is comprised of over 560 utilities and solar industry members. From national events to one-on-one counseling, SEPA is the go-to resource for unbiased and actionable solar intelligence.

How Do You Begin?



Engineering a clean energy solution starts with clearly understanding your energy use and energy generation opportunities.

Our energy services and engineering team will help you determine:

- What is your current energy use, tariff schedule, peak demand, and future load demand - all the factors that impact your energy cost?
- The energy generation opportunities that exist at the site?
- What energy technologies, in what hybrid design, will deliver the strongest return?
- What is the incentive landscape and how will it affect the financial metrics?
- What funding choices are appropriate for the project?



Based on your energy reduction and generation goals, our team can help you determine a course of action.

Design Build Plus Analytics

- Which project first?
- Which products first?

Or, Analytics, Then Design Build

- Measure first
- Build based upon highest return first



We will also work to understand how your energy goals fit into your overall sustainability goals and initiatives.

Our team will want to understand in what ways we can assist you in communicating your clean energy programs to your stakeholders and customers.

When we have gathered all the necessary information from you and your utility your HelioPower energy consultant will then create a customized approach to meet your goals.



HelioPower

Engineering Energy Solutions since 2001



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