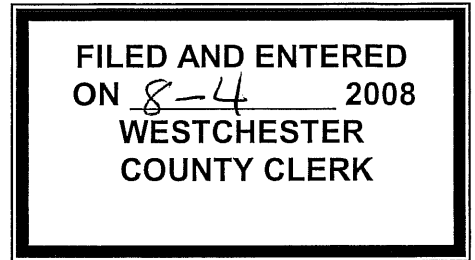


SUPREME COURT - STATE OF NEW YORK  
COMMERCIAL DIVISION, WESTCHESTER COUNTY



To commence the statutory time period of appeals as of right (CPLR 5513[a]), you are advised to serve a copy of this order, with notice of entry, upon all parties.

PRESENT: HON. KENNETH W. RUDOLPH  
Justice

Index No.: 26056/07  
Motion Date: 5/16/08

-----X  
In the Matter of the Application of  
MHS MANAGEMENT CORP. and  
MHS VENTURE MANAGEMENT CORP.,  
in its capacity as a member of UTILISAVE, LLC,

Petitioner,  
- against -

DECISION

For the Dissolution of UTILISAVE, LLC  
Respondent.

-----X

The following papers numbered 1 to 13 read on this motion.

PAPERS NUMBERED

Notice of Motion/Affirmation/Exhibits A-E	1-7
Opposition Memorandum of Law, UtiliSave	8
Reply Affirmation/Exhibits 1-4, Petitioners	9-13

Upon the foregoing papers it is ORDERED that this motion by petitioners for an order vacating the decision and order of this Court dated April 17, 2008 and dismissing the subject petition, is decided as follows.

By decision and order dated April 17, 2008, this Court denied and dismissed the petition by MHS Venture Management Corp., ("MHS") in its capacity as a member of UtiliSave for an order, pursuant to the terms of UtiliSave's January 2006 company operating agreement and Limited Liability Law Article VII, judicially dissolving UtiliSave.

Movants contend that this Court is without subject matter jurisdiction to dissolve a foreign limited liability company. The first paragraph of the petition to dissolve UtiliSave alleges that "UtiliSave, LLC was at all times hereinafter mentioned a foreign liability company organized and existing under and by virtue of the laws of the State of Delaware, and authorized to conduct business in New York." Having filed an admittedly sparse and factually incorrect pleading, and having filed the petition upon a good faith belief that this Court had subject matter jurisdiction, petitioner's attorneys now contend that this Court has no jurisdiction to dissolve a Delaware limited liability company.

The Court notes that its April 17, 2008 decision did not dissolve UtiliSave but dismissed the petition for its failure, prima facie, to demonstrate that UtiliSave was unable to function as intended or failing financially or unable to reasonably operate as a going concern.

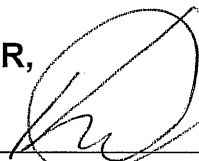
The Court declines to vacate its April 17, 2008 decision; petitioner's motion to vacate said decision is denied.

Respondent's application for sanctions is granted to the extent that respondents are awarded \$100.00 motion costs (CPLR 8202), to be paid by petitioner's attorneys to respondent, UtiliSave's attorneys within fifteen (15) days.

The foregoing constitutes the Decision and Order of this Court.

DATED: White Plains, New York  
July 31, 2008

ENTER,



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HON. KENNETH W. RUDOLPH  
Justice of the Supreme Court

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