

**IN THE COURT OF COMMON PLEAS
FRANKLIN COUNTY, OHIO**

STATE OF OHIO *ex rel.* Dave Yost, Ohio
Attorney General,

Plaintiff,

V.

FIRSTENERGY CORP.,
C/O CT Corporation System
4400 Easton Commons Way, Suite 125
Columbus, Ohio 43219,

FIRSTENERGY SERVICE COMPANY,
C/O CT Corporation System
4400 Easton Commons Way, Suite 125
Columbus, Ohio 43219,

FIRSTENERGY SOLUTIONS CORP.,
C/O CT Corporation System
4400 Easton Commons Way, Suite 125
Columbus, Ohio 43219,

ENERGY HARBOR CORP.,
C/O The Corporation Trust Company
Corporation Trust Center
120 Orange Street
Wilmington, Delaware 19801,

LARRY HOUSEHOLDER
3825 Township Road 19
Glenford, Ohio 43739,

FRIENDS OF LARRY HOUSEHOLDER
207 N Market Street
Somerset, Ohio 43783,

Case No. _____

JUDGE _____

**COMPLAINT ALLEGING A
PATTERN OF CORRUPT ACTIVITY
and APPLICATION FOR
PRELIMINARY INJUNCTIVE
RELIEF PURSUANT TO R.C. 2923.34**

JURY TRIAL DEMANDED

GENERATION NOW, INC.

C/O Treasurer D. Eric Lycan 155 East Main
Street, Suite 260
Lexington, Kentucky 40507,

JEFF LONGSTRETH

2248 Buckley Road
Upper Arlington, Ohio 43220,

JPL & ASSOCIATES, LLC

C/O Statutory Agent Jeff Longstreth
2248 Buckley Road
Upper Arlington, Ohio 43220,

CONSTANT CONTENT

C/O Statutory Agent Jeff Longstreth
2248 Buckley Road
Upper Arlington, Ohio 43220,

NEIL CLARK

155 E. Broad Street, Suite 2020
Columbus, Ohio 43215,

MATT BORGES

2753 Sherwood Road
Bexley, Ohio 43209,

17 CONSULTING GROUP LLC

C/O Statutory Agent, Matt Borges
2753 Sherwood Road
Bexley, Ohio 43209,

JUAN CESPEDES

1011 Delaware Avenue
Columbus, Ohio 43201

And

Other Enterprise Members, Named And
Unnamed,

Defendants.

Plaintiff, the State of Ohio, by and through its Attorney General, Dave Yost, (hereinafter “Ohio” or “the State”), upon personal knowledge as to its own acts and beliefs, and upon information and belief as to all matters based upon the investigation of counsel and matters within the public sphere, alleges as follows:

I. INTRODUCTION:

In late 2016, FirstEnergy Corp. had a problem. The nuclear power generation plants it owned through its subsidiary FirstEnergy Solutions Corp. (“FirstEnergy Solutions”) had turned from assets to liabilities.

The high-cost nuclear plants had survived for most of their existence because government regulation limited competition, and because of a lack of lower cost alternatives. That all changed when inexpensive, plentiful natural gas arrived in what had become a deregulated marketplace in 2001.

With FirstEnergy Corp. and FirstEnergy Solutions having no way to make their nuclear-generated power less expensive, the market would inevitably move away from nuclear power and toward natural gas. Accustomed to operating in the regulatory world of government, FirstEnergy Corp. turned there to find help from the ravages of the market.

Beginning in 2008, FirstEnergy Corp. was able pass the extra cost of nuclear power on to its customers under a waiver of a federal government rule that would normally have prohibited it from buying and then re-selling energy from its subsidiary, FirstEnergy Solutions. But on April 27, 2016, the federal government rescinded that waiver -- and effectively ended FirstEnergy Corp.’s ability to charge the costs of its expensive nuclear plants back to ratepayers.

When help from the federal government vanished, FirstEnergy Corp. then turned to state regulators for assistance. The utility ultimately won approval for a resurrected single supplier deal by providing assurances that excess profits would be used to modernize its facilities. Customers would continue to pay higher rates to prop up FirstEnergy Solutions’ operations. FirstEnergy Corp.’s competitors, and groups representing consumers, businesses and the

environment successfully challenged the surcharge in the Supreme Court of Ohio, again eliminating government assistance for the utility.

FirstEnergy Corp. recognized that the future looked bleak for FirstEnergy Solutions. FirstEnergy Corp. voluntarily took more than \$6 billion in “write downs” on the value of its nuclear generation plants, reporting the write down to its shareholders in November 2016.

FirstEnergy Corp. developed an idea for a third government-created refuge for its uncompetitive nuclear plants: a new state law, or in the words of its CEO, a “Legislative Solution.” Its first attempts to win passage of a Legislative Solution went nowhere in 2017 and 2018, but the once and future ruler of the Ohio House of Representatives would change that in 2019.

Larry Householder, the powerful Speaker of the Ohio House from almost two decades earlier, had won back his seat representing Perry County in November 2016. As he took office in January 2017, he was already plotting his path back to the Speaker’s dais.

To do so, he would need to fund a slate of primary election challengers for state representative elections. “Team Householder,” as these candidates would become known, would be counted on to support Householder’s eventual selection as Speaker. To get Team Householder elected, Householder and his political operatives needed cash -- a lot of cash. FirstEnergy Corp. and FirstEnergy Solutions had it, and were willing to spend it to gain a third government lifeline for their nuclear operations.

So was formed what one of the Defendants would call "The Unholy Alliance." In some ways, this was not so very different from how other Speakers have come to power. What set the Unholy Alliance apart was how the money was routed to disguise its source -- and the expected Legislative Solution as a reward.

The Unholy Alliance moved ever-larger amounts of money around in a shell game using 501(c)(4) entities and other co-conspirators designed to conceal the source of funds and to circumvent Ohio's campaign finance laws and IRS requirements for 501(c)(4) nonprofits. The vast majority of the money came from FirstEnergy Corp. and its subsidiary.

By 2019, Householder, using the proceeds of the 501(c)(4) nonprofit as a virtually unlimited source of campaign cash, recruited and funded challengers to the then-incumbent speaker's supporters. Unable to elicit enough support within his own caucus to unseat the incumbent, Householder turned to members of the minority party who ultimately provided him with the votes necessary to regain the Speaker's gavel. With the power of the Speakership his, and the continued financial backing of FirstEnergy Corp. and its subsidiary, Householder began efforts to deliver the utility's Legislative Solution.

In addition to its money, FirstEnergy Corp. provided the brains and technical expertise through another one of its subsidiaries, FirstEnergy Service Company ("FirstEnergy Service"). Until June of 2020 -- long after the Legislative Solution was passed into law -- FirstEnergy Service would provide nuclear-owning FirstEnergy Solutions with legal, "ethical," financial and "external affairs" support.

Three months after taking control of the legislative agenda, Speaker Householder was in a position to put House Bill 6 (H.B. 6) -- the Legislative Solution that went nowhere in the previous session -- on the House floor for a vote. This bill would provide more than a billion dollars in bailout protection to FirstEnergy Solutions, which had since declared bankruptcy to protect it from creditors, including costs associated with environmental cleanup requirements.

A public bailout of this magnitude would surely face criticism, meaning H.B. 6 needed public support if it was going to pass. Within days of the bailout bill's introduction, Generation Now, Inc. ("Generation Now") -- one of the entities first created to bring Householder to power -- pumped \$10 million into advertising and media services to put pressure on members of the House of Representatives to support the bailout bill. Behind the scenes, legislators were being pressured to support H.B. 6 or face future consequences from the Speaker. Aside from the normal exertion of political pressure a speaker can apply, Householder also enjoyed absolute control over the millions of dollars in the 501(c)(4). Team Householder candidates who received this largess from Householder during their primary could certainly expect those resources to be cut off, should they not decide to support the Legislative Solution. Once the "House" was in order, attention -- and pressure -- shifted to the Senate.

Generation Now would use an infusion of over \$7 million in new money to fund advertising and media services, applying pressure on members of the Senate to support the bailout bill. But perhaps just as important, while the debate was raging over H.B. 6, the House and Senate were in the middle of negotiating the state's biennial budget, House Bill 166.

The House, which begins the appropriations process, had passed its version of the budget on May 9, 2019. The Senate had passed its version on June 20, 2019 -- and it needed House concurrence on its amendments, or a conference committee to iron out the differences. While the biennial budget is typically completed by June 30th in odd numbered years, the Speaker slammed the brakes on the entire state's operating budget, exerting maximum pressure on the Senate to take up H.B. 6.

The House and Senate both agreed to the conference committee report for the budget and passed it on the same day, July 17, 2019. Notably, July 17, 2019 was the same day the Senate passed H.B. 6 and sent it back to the House with amendments. The House passed the Senate's version of H.B. 6 on July 23, 2019 and it was promptly signed into law by the Governor.

While the bailout was law, it was not yet secured. Almost immediately, forces mobilized to put H.B. 6 to a statewide vote, called a referendum. However, a statewide vote would first require challengers to get tens of thousands of voter signatures on a referendum petition.

The financial vehicle to defeat the petition process would be the same one used before: Generation Now. Another \$40 million would go toward sidelining signature collection companies, and direct voter appeals opposing repealing H.B. 6. Ultimately, the Unholy Alliance succeeded: challengers to the bailout bill failed to collect enough signatures and H.B. 6 became law.

Beginning on January 1, 2021, Ohio residents and businesses receiving energy bills will start paying into the bailout.

The wrongful acts described below -- especially the rampant money laundering -- are predicates establishing a corrupt enterprise under §2921.34 of the Ohio Revised Code, referred to in this Complaint as the Unholy Alliance.

Ohio has been wounded by these wrongful acts.

- \$1.3 billion will be taken from Ohio's rate-paying residential consumers and businesses as the result of corrupt legislation.
- Ohio's ability to govern itself has been harmed. Distrust between officials, elected and appointed, is high. Ohio's citizens' trust in their government to act with an ethical and honest conscience has eroded.
- Ohio's reputation among the states as a stable, fair place to compete in business and make investments has been damaged.
- Ohio's environmental future has been damaged, because the costs for the ultimate decommissioning of the nuclear plants are now secured by Energy Harbor, a company with far smaller capitalization than FirstEnergy Corp. To the extent that decommissioning and environmental repair costs exceed Energy Harbor's ability to pay, those costs will be borne by Ohio through its ratepayers or taxpayers -- a scenario that already played out once in the FirstEnergy Solutions' bankruptcy plan that created Energy Harbor.

The criminal indictment handed up by the federal grand jury may provide a certain degree of justice and recompense, but they cannot address the harm Ohio utility ratepayers still face as they pay into a corporate bailout fund that was secured through fraud, deceit and intimidation.

Equally as important, the United States Attorney cannot undo the harm wrought upon Ohio's legislative process or prevent the recurrence of similar acts by members and associates of the Enterprise who have not yet and may never be charged with a criminal offense.

In addition to retrospective relief, prospective relief is also appropriate. Without an order for injunctive relief from this honorable Court, H.B. 6, which was the product of deceit, deception, intimidation and graft will provide more than \$1 billion in ratepayer-funded bailout money to Energy Harbor as successor in interest and benefit to FirstEnergy Corp. and FirstEnergy Solutions.

Without an order, individuals and businesses that worked to undermine the people's trust will continue to conduct their version of "business as usual" -- and others will wonder whether more than a billion dollars might perhaps be worth the chance of being caught and prosecuted.

Without an order, Householder and others will retain substantial financial resources that can be used to influence Ohio politics. And, if curative action is not taken, the people and their representatives will continue to labor under the shadow of Ohio's version of Tammany Hall.

It is for these reasons that the Attorney General brings this lawsuit on behalf of the State of Ohio and its people.

II. PARTIES

A. PLAINTIFF:

1. Ohio Attorney General Dave Yost brings this action for and on behalf of the sovereign State of Ohio in his capacity as chief law officer for the State and on behalf of its citizens in *parens patriae* to remedy a generalized harm to the people of the State of Ohio.

B. DEFENDANTS:

2. **FIRSTENERGY CORP.** is an Akron, Ohio-based public utility holding company. FirstEnergy Corp. is the parent company of FirstEnergy Service Company and former parent company of FirstEnergy Solutions Corp. FirstEnergy Corp. senior management, including its then-President and CEO Charles Jones, also served as senior officers of FirstEnergy Service Company. FirstEnergy Corp. directed and controlled the operation of FirstEnergy Service Company through this shared leadership. FirstEnergy Corp. also played an integral role in establishing and funding Partners for Progress, Inc., which is described below.
3. **FIRSTENERGY SERVICE COMPANY ("FIRSTENERGY SERVICE")** is an Ohio corporation with its principal place of business in Akron, Ohio, and is a wholly-owned subsidiary of FirstEnergy Corp. At all times relevant to this Complaint, FirstEnergy Service provided administrative, management, financial, compliance, ethical, external affairs, and political and regulatory advocacy services to FirstEnergy Solutions Corp. In

re: FIRSTENERGY SOLUTIONS CORP., et al., 18-50757(AMK), US District Court, NDOH ED, 18-50757amk Doc 2721-1 at 50-51. Because of this relationship, FirstEnergy Service is inextricably intertwined with FirstEnergy Solutions Corp. and the affairs of a corrupt enterprise, which is referred to herein as “The Unholy Alliance.”

4. **FIRSTENERGY SOLUTIONS CORP. (“FIRSTENERGY SOLUTIONS”)** was an Akron, Ohio-based operator of two financially troubled nuclear power generation stations located in the State of Ohio. FirstEnergy Solutions operated as a subsidiary of FirstEnergy Corp. On March 31, 2018, FirstEnergy Solutions filed a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Ohio. FirstEnergy Solutions continued to operate the two Ohio nuclear plants throughout 2018 and 2019. On February 27, 2020, FirstEnergy Solutions emerged from these bankruptcy proceedings as Energy Harbor Corp.
5. **ENERGY HARBOR CORP. (“ENERGY HARBOR”)** is a Delaware corporation with its principal place of business in Akron, Ohio. Through bankruptcy proceedings, Energy Harbor is successor in interest to the former FirstEnergy Solutions and its nuclear power generation plants in Ohio. As successor in interest, Energy Harbor will be the direct beneficiary of House Bill 6 and the resulting subsidies. Energy Harbor stands to receive benefits in excess of \$1.3 billion as the result of statutory changes contained in House Bill 6 of the 133rd Ohio General Assembly. Prior to FirstEnergy Solutions’ emergence from bankruptcy as Energy Harbor, a number of key executives now within Energy Harbor held similar positions within FirstEnergy Solutions.
6. **LARRY HOUSEHOLDER (“HOUSEHOLDER”)** is the elected representative for Ohio’s 72nd House District. Householder served as Speaker of the Ohio House of Representatives from January 7, 2019 until his removal from that position on July 30, 2020.
7. **FRIENDS OF LARRY HOUSEHOLDER** is an Ohio Candidate Committee which exists to further the political interests and aspirations of Larry Householder. As of June 5, 2020, Friends of Householder reported having \$1,367,788.35 in available cash.

8. **GENERATION NOW, INC. (“GENERATION NOW”)** is a 501(c)(4) non-profit entity organized under the laws of the State of Delaware. Generation Now is registered with the Ohio Secretary of State to do business as Generation Now Ohio, Inc. Generation Now served as the clearinghouse for receiving and distributing money used in furtherance of the affairs of the Enterprise. Jeff Longstreth, dba JPL & Associates LLC, served as the President and Secretary of Generation Now.
9. **JEFF LONGSTRETH (“LONGSTRETH”)** is Larry Householder’s campaign and political strategist and a resident of Franklin County, Ohio. Longstreth facilitated the flow of funds between FirstEnergy Solutions, FirstEnergy Service, Partners for Progress, Inc. and Generation Now, coordinated Enterprise activities and strategies and acted as a conduit for the flow of money between Enterprise members and instrumentalities used to further the affairs of the Enterprise.
10. **JPL & ASSOCIATES LLC (“JPL & ASSOCIATES”)** is an Ohio Limited Liability Company located in Franklin County, Ohio. Jeff Longstreth is the statutory agent for JPL & Associates. JPL & Associates received and disbursed funds used in furtherance of the affairs of the Enterprise.
11. **CONSTANT CONTENT CO. (“CONSTANT CONTENT”)** is an Ohio Company that received and disbursed funds used in furtherance of the affairs of the Enterprise. Jeff Longstreth directs and controls the business activities of Constant Content.
12. **NEIL CLARK (“CLARK”)** is a career lobbyist who owns and operates Grant Street Consultants, which is located in Columbus, Ohio. Clark served as a proxy for Enterprise member Larry Householder, made decisions impacting the affairs of the Enterprise in Householder's absence and served as an emissary for the Enterprise in its dealings with legislators, candidates and signature collectors.
13. **MATT BORGES (“BORGES”)** is a registered Ohio lobbyist. Borges was contracted to perform lobbying services on behalf of FirstEnergy Corp. and FirstEnergy Solutions. Through strategy development and lobbying, Borges furthered the affairs of the Enterprise.

Borges also acted as a conduit for the flow of money between Enterprise members and instrumentalities.

14. **17 CONSULTING GROUP LLC (“17 CONSULTING GROUP”)** is an Ohio Limited Liability Company that received and disbursed funds used in furtherance of the affairs of the Enterprise. Matt Borges directs and controls the business activities of 17 Consulting Group.
15. **JUAN CESPEDES (“CESPEDES”)** is a registered Ohio lobbyist affiliated with The Oxley Group, LLC. Throughout the course of the Enterprise, Cespedes was contracted to perform lobbying services on behalf of FirstEnergy Solutions and later, its successor in interest, Energy Harbor. In his role, Cespedes facilitated the flow of funds between FirstEnergy Solutions, FirstEnergy Service, Partners for Progress, Inc. and Generation Now. Also, in furtherance of Enterprise affairs, Cespedes coordinated Enterprise activities and strategies and acted as a conduit for the flow of money between Enterprise members and instrumentalities.

C. NON-DEFENDANT ENTITIES

16. **PARTNERS FOR PROGRESS, INC. (“PARTNERS FOR PROGRESS”)** is a nonprofit corporation organized under the laws of the State of Delaware. Partners for Progress, which was led by a lobbyist for FirstEnergy entities, was established to further the policy and political interests of FirstEnergy Corp. and FirstEnergy Solutions. FirstEnergy Corp. provided Partners for Progress with \$5 million in seed money on its establishment in 2017. For the next three years, Partners for Progress received and disbursed tens of millions of dollars used to further the affairs of the Enterprise.
17. **COALITION FOR GROWTH & OPPORTUNITY, INC. (“COALITION FOR GROWTH & OPPORTUNITY”)** is a 501(c)(4) non-profit entity organized under the laws of the State of Delaware. Coalition for Growth & Opportunity, which operates in Ohio, received and disbursed funds used in furtherance of the affairs of the Enterprise.

18. **HARDWORKING OHIOANS, INC. (“HARDWORKING OHIOANS”)** is an Ohio corporation that received and disbursed funds used in furtherance of the affairs of the Enterprise.
19. **GROWTH & OPPORTUNITY PAC, INC. (“GROWTH & OPPORTUNITY PAC”)** is a federally registered political action committee based in Lexington, Kentucky. Growth & Opportunity PAC received and disbursed funds used in furtherance of the affairs of the Enterprise. Eric Lycan, an attorney practicing in Lexington, Kentucky, is identified in regulatory filings as the treasurer of Growth & Opportunity PAC and Coalition for Growth and Opportunity.
20. **OHIOANS FOR ENERGY SECURITY, LLC (“OHIOANS FOR ENERGY SECURITY”)** is an Ohio corporation that received and disbursed funds used in furtherance of the affairs of the Enterprise.
21. **FIRSTENERGY PAC FSL (“FIRSTENERGY PAC”)** is an Ohio registered political action committee funded by, and operated to further the interests of, FirstEnergy Corp. and its subsidiaries. FirstEnergy PAC shares its address (76 South Main Street, Akron, Ohio 44308) with Defendant FirstEnergy Corp. Steven Staub, Vice President and Treasurer at FirstEnergy Corp., serves as the Treasurer of FirstEnergy PAC. FirstEnergy PAC donated over \$290,000 to candidates for the Ohio legislature between January 1, 2017 and June 4, 2020.

III. VENUE AND JURISDICTION

22. This Court has jurisdiction over this matter pursuant to R.C. Section 2305.01, as the amount in controversy exceeds \$15,000.
23. This Court has personal jurisdiction over Defendants as they conduct business in Ohio, purposefully direct or directed their actions toward Ohio, and/or have the requisite minimum contacts with Ohio necessary to constitutionally permit the Court to exercise jurisdiction.

24. Venue is proper in Franklin County pursuant to Civ. R. 3(B)(2), Civ. R. 3(B)(3) and Civ. R. 3(B)(6).

IV. FACTUAL ALLEGATIONS AND CAUSE OF ACTION

COUNT ONE: ENGAGING IN A PATTERN OF CORRUPT ACTIVITY (R.C. 2923.32 and 2923.34)

25. From on or about January 1, 2017, the exact date being unknown and continuing thereafter up to and including the date on which this Complaint was filed, Defendants **FIRSTENERGY CORP., FIRSTENERGY SERVICE COMPANY, FIRSTENERGY SOLUTIONS CORP., ENERGY HARBOR CORP.** as successor in interest and benefit to **FIRSTENERGY SOLUTIONS CORP., LARRY HOUSEHOLDER, FRIENDS OF LARRY HOUSEHOLDER, GENERATION NOW, INC., JEFF LONGSTRETH, JPL & ASSOCIATES LLC, CONSTANT CONTENT CO., NEIL CLARK, MATT BORGES, 17 CONSULTING GROUP LLC, JUAN CESPEDES,** and others named and unnamed whom the undersigned believes shall be identified through Discovery (hereinafter " "Enterprise" or "Unholy Alliance"), engaged in conduct and relationships which, together, constituted an Enterprise in fact as that term is defined in R.C. Section 2923.31. The Unholy Alliance and Enterprise are an interchangeable way to describe the corruption of FirstEnergy Corp. and its subsidiaries and affiliates (collectively "FirstEnergy") and individuals like Larry Householder and others, a pattern of corruption that continues to threaten the State of Ohio to this day.

26. From on or about January 1, 2017, the exact date being unknown and continuing thereafter up to and including the date on which this Complaint was filed, the Enterprise and its associates engaged in multiple acts of Corrupt Activity as defined in R.C. 2923.31, to wit: Engaging in, attempting to engage in, conspiring to engage in, or soliciting, coercing, or

intimidating another person to engage in conduct defined as "racketeering activity" under the "Organized Crime Control Act of 1970," 84 Stat. 941, 18 U.S.C. 1961 (1)(B), (1)(C), (1)(D), and (1)(E), as amended, those acts together constituting Corrupt Activity in violation of R.C. 2923.24(E) & (I); Engaging in, attempting to engage in, conspiring to engage in, or soliciting, coercing, or intimidating another person to engage in financial transactions involving the proceeds of or in furtherance of unlawful or corrupt activity, more commonly referred to as Money Laundering, violations of R.C. 1315.55; Engaging in, attempting to engage in, conspiring to engage in, or soliciting, coercing, or intimidating another person to engage in multiple instances of Extortion, violations of R.C. 2905.11; Engaging in, attempting to engage in, conspiring to engage in, or soliciting, coercing, or intimidating another person to engage in multiple instances of Bribery, violations of R.C. 2921.02; and, Engaging in, attempting to engage in, conspiring to engage in, or soliciting, coercing, or intimidating another person to engage in instances of Tampering with Evidence, violations of R.C. 2921.12;

27. From on or about January 1, 2017, the exact date being unknown and continuing thereafter up to and including the date on which this Complaint was filed, in Franklin County, Ohio and elsewhere in a manner invoking the jurisdiction and venue of Franklin County, Ohio, in accordance with Rule of Civil Procedure 3(C) of the Ohio Rules of Civil Procedure, **FIRSTENERGY CORP., FIRSTENERGY SERVICE COMPANY, FIRSTENERGY SOLUTIONS CORP., ENERGY HARBOR CORP.** as successor in benefit and interest to **FIRSTENERGY SOLUTIONS CORP., LARRY HOUSEHOLDER, FRIENDS OF LARRY HOUSEHOLDER, GENERATION NOW, INC., JEFF LONGSTRETH, JPL & ASSOCIATES LLC, CONSTANT CONTENT CO., NEIL CLARK, MATT BORGES, 17 CONSULTING GROUP LLC, JUAN CESPEDES,** and others named and unnamed did, knowingly, conduct and participate directly and indirectly in conduct of such enterprise's affairs in a pattern of corrupt activity, as defined in Ohio Revised Code Section 2923.31(A), in violation of Ohio Revised Code Section 2923.34.

28. Much of the conduct at issue here has previously been made public through documents filed in the United States District Court for the Southern District of Ohio. While it is true

that an Affidavit in Support of Criminal Complaint¹ and subsequent Indictment² filed in the United States District Court for the Southern District of Ohio (the “Federal Charging Documents”) set forth allegations of significant pervasive criminal conduct relating to the introduction and passage of House Bill 6 of the 133rd Ohio General Assembly, the remedies available to the District Court cannot remedy the harms sought to be addressed through this action.

29. The corrupt acts at issue in this case are rooted in financial distress, political ambition and greed.
30. On August 4, 2014, FirstEnergy Corp., through its Ohio-regulated distribution companies,³ filed its fourth Electric Security Plan (“ESP”) with the Public Utilities Commission of Ohio (“PUCO”). Under the terms of the ESP, FirstEnergy Corp.’s Ohio-regulated distribution companies would buy power directly from FirstEnergy Corp.’s wholly-owned subsidiary FirstEnergy Solutions and sell that power to their customers, bypassing the PJM Interconnection auction system. These all-too-close corporate relationships are referred to as affiliate power sales agreements. Affiliate power sales agreements are generally prohibited under federal regulations because they encourage self-dealing and limit competition and customer choice. FirstEnergy Solutions and FirstEnergy Corp.’s Ohio-regulated distribution companies were operating under a waiver of that prohibition from the Federal Energy Regulatory Commission (“FERC”). On January 27, 2016, a group of FirstEnergy’s competitors filed a complaint asking FERC to rescind that earlier waiver.
31. PUCO approved FirstEnergy Corp.’s ESP on March 31, 2016. That plan incorporated a Retail Rate Stability Rider (“RRSR”), a generation surcharge FirstEnergy Corp. included in an effort to subsidize FirstEnergy Solutions’ coal and nuclear plants. Less than one month later, FERC terminated FirstEnergy Corp.’s waiver. FirstEnergy’s competitors

¹ Affidavit in Support of Criminal Complaint filed July 17, 2020, in *United States of America v Larry Householder et al*, Case No. 1:20-MJ-00526, in the United States District Court for the Southern District of Ohio (“Charging Affidavit”).

² Indictment filed July 30, 2020, in *United States of America v. Larry Householder et al*, Case No. 1120CR077, in the United States District Court for the Southern District of Ohio (“Indictment”).

³ FirstEnergy Corporation’s Ohio regulated distribution companies include Cleveland Electric Illuminating Company, Ohio Edison Company and Toledo Edison Company.

immediately asked PUCO to revisit the ESP, arguing that FERC's decision prohibited FirstEnergy Corp. from implementing the RRSR.

32. On October 12, 2016, PUCO issued its fifth rehearing entry relating to FirstEnergy Corp.'s ESP. That entry removed the RRSR from the ESP but added a Distribution Modernization Rider ("DMR") in its place, claiming that any extra revenue would serve as an incentive for the companies to modernize their distribution systems. The DMR, which was not part of FirstEnergy Corp.'s original ESP application, had the potential to bring between \$168 and \$204 million in extra revenue to FirstEnergy Corp. every year, revenue that could be used to shore up FirstEnergy Solutions' failing nuclear power plants. Not surprisingly, the change from RRSR to DMR faced continuing objections from FirstEnergy's competitors, resulting in four additional hearings before the PUCO. PUCO issued its final appealable order approving the DMR on October 11, 2017. Objectors filed their appeal in the Supreme Court of Ohio a mere five days later. The Supreme Court would eventually strike the plan's DMR provision in a June 2019 decision,⁴ but FirstEnergy Corp. could not wait for the Court to act. It needed action fast.

33. FirstEnergy Corp.'s economic problems were compounding. In its November 2016 Annual Report to Shareholders, FirstEnergy Corp. and its affiliates reported a weak energy market, poor demand forecasts and hundreds of millions of dollars in losses. Much of those losses could be traced back to failing nuclear power plants operated by FirstEnergy Solutions, a then-subsiary of FirstEnergy Corp. Worse yet, FirstEnergy Corp. was forced to "write down" the value of the coal and nuclear power plants owned by FirstEnergy Solutions by \$6.2 billion. There were limited options available to stop FirstEnergy Corp.'s financial bleeding: a government funded or facilitated bailout (couched as "legislative and regulatory solutions for generation assets"); closing plants and selling assets; restructuring debt -- or seeking protection under U.S. bankruptcy laws for its affiliates involved in nuclear generation.

⁴ See *In re Application of Ohio Edison Co.*, 157 Ohio St.3d 73, 2019-Ohio-2401.

34. During FirstEnergy Corp.'s fourth-quarter 2016 earnings conference call, FirstEnergy Corp.'s President and CEO, Chuck Jones, stated:

In Ohio, we have had meaningful dialogue with our fellow utilities and with legislators on solutions that can help ensure Ohio's future energy security. Our top priority is the preservation of our two nuclear plants in the state and legislation for a zero emission nuclear ("ZEN") program is expected to be introduced soon. The ZEN program is intended to give state lawmakers greater control and flexibility to preserve valuable nuclear generation. We believe this legislation would preserve not only zero emission assets but jobs, economic growth, fuel diversity, price stability, and reliability and grid security for the region.

We are advocating for Ohio's support for its two nuclear plants, even though the likely outcome is that [FirstEnergy Corp.] won't be the long-term owner of these assets. We are optimistic, given these discussions we have had so far and we will keep you posted as this process unfolds.

35. FirstEnergy Corp.'s "top priority" legislation, this zero emission nuclear ("ZEN") program, would be introduced in the Ohio General Assembly in 2017, but it would die without reaching any Chamber floor.
36. FirstEnergy Corp. and its affiliates knew getting legislation establishing a ZEN-type program in Ohio passed would not be easy. It would require a special combination of political experience, name identification and the willingness to play rough. FirstEnergy Corp. and its affiliates needed a legislative general to lead the charge. They found Larry Householder.
37. Householder was no stranger to Capital Square, having previously served as a House member representing Ohio's 72nd District from 1997 to 2004. For four of those years (2001-2004), Householder served as Speaker of the Ohio House of Representatives, the

chamber's most influential position. In 2016, Householder successfully sought reelection to his former seat as a representative and began working to regain the Speaker's chair.

38. FirstEnergy connected with Householder almost immediately following his 2016 election, flying Householder and a family member to Washington, D.C. on one of its corporate jets to attend President Donald J. Trump's January 2017 inauguration.
39. Shortly after that flight, the "Unholy Alliance" began to take form. Using millions of dollars routed through FirstEnergy Service, FirstEnergy Solutions, in partnership with Householder, built and engaged a team of lobbyists, political strategists, 501(c)(4) entities, attorneys, consulting firms and media companies to create a machine that would allow the combined FirstEnergy entities to covertly put over \$60 million into introducing, passing and protecting from referendum what would become known in 2019 as House Bill 6 ("H.B. 6"), the "Ohio Clean Air Program."
40. The first step was creating a mechanism that would allow FirstEnergy Solutions and others to contribute money to the effort outside the public's eye. To that end, on January 26, 2017, Partners for Progress was incorporated in the State of Delaware. Partners for Progress described itself as engaging in activities consistent with Section 501(c)(4) of the Internal Revenue Code. Instead, as Ohio Secretary of State Frank LaRose pointed out in his August 27, 2019 complaint to the Ohio Elections Commission, Partners for Progress turned out to be a Political Action Committee in disguise.
41. FirstEnergy Corp. transferred \$5 million to Partners for Progress shortly after its formation. The 2017 IRS Form 990 return filed by Partners for Progress, which designates a longtime lobbyist for FirstEnergy Corp. as its principal officer, lists that deposit as Partners for Progress's sole source of revenue for 2017. Partners for Progress would go on to serve as a key intermediary for financial transactions between FirstEnergy Corp., FirstEnergy Service, FirstEnergy Solutions and other members of the Unholy Alliance.
42. On February 6, 2017, another 501(c)(4) entity, Generation Now, was incorporated under the laws of the State of Delaware. Like Partners for Progress, Generation Now describes itself as being "organized exclusively for the promotion of social welfare and economic

development purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code.” Generation Now is registered with the Ohio Secretary of State to do business as Generation Now Ohio, Inc. It, too, is a subject of Secretary of State LaRose’s complaint to the Elections Commission.

43. Within days of its formation, Generation Now opened two accounts at Fifth Third Bank. Longstreth, a resident of Franklin County, Ohio, and Householder’s longtime political strategist and advisor, was listed as a signatory on both accounts. A property owned by Longstreth would later serve as Generation Now’s Ohio base of operations. Generation Now’s 2017 IRS Form 990, which bears Longstreth’s signature, lists JPL & Associates as Generation Now’s president and secretary. JPL & Associates was paid over \$580,000 by Generation Now for those services in 2017 alone.
44. On March 16, 2017, FirstEnergy Service, a wholly-owned subsidiary of FirstEnergy Corp., transferred \$250,000 into Generation Now’s newly opened account. Identical transfers of \$250,000 from FirstEnergy Service to Generation Now took place on May 17, October 10 and December 8, 2017.
45. 501(c)(4) entities have a unique advantage over traditional Political Action Committees for those seeking to shield the source of their income from discovery. Unlike Political Action Committees, Federal law does not require 501(c)(4) entities to disclose to the public the names or addresses of the sources of their donations. This veil of secrecy has led to 501(c)(4)’s often being referred to as “dark money groups.”
46. During 2017, the Ohio legislature considered three pieces of legislation that would have established a program consistent with the zero emissions nuclear (ZEN) program mentioned by FirstEnergy Corp.’s CEO Chuck Jones in the fourth-quarter 2016 earnings conference call:
 - On April 6, 2017, Senators LaRose and Eklund introduced S.B. 128.
 - On April 10, 2017, Representative Anthony DeVitis introduced H.B. 178.
 - On October 17, 2017, Representative Anthony DeVitis introduced H.B. 381, a near

mirror of S.B. 128 and H.B. 178.

47. Unlike S.B. 128 and H.B. 178, which received virtually no support from legislators, DeVitis' H.B. 381 was cosponsored by fifteen House members, including Householder. None of the three pieces of legislation received sufficient support in their respective Committees to be presented for a floor vote -- but FirstEnergy Corp. did not yet have a Machiavellian ally in the Speaker chair. That would change when it joined forces with Householder.
48. In early 2018, the Unholy Alliance assembled a slate of candidates which would come to be referred to as "Team Householder." Candidates were selected to run against incumbent representatives who were not supporters of Householder, with the understanding that, if elected, they would support his quest for the Speakership. Candidates identified to be part of Team Householder were interviewed by a number of individuals, including Clark, a Columbus-based political consultant and lobbyist who referred to himself as one of Householder's "closest advisors" and "proxy." Clark would later serve as the direct go-between for the Unholy Alliance in its dealings with legislators. In that role, Clark bullied, intimidated and coerced legislators into supporting Larry Householder and H.B. 6.
49. Candidates selected to be members of Team Householder received direct, public support from some members of the Unholy Alliance. Other members of the Unholy Alliance sought to exert their influence through indirect means. The Unholy Alliance used Longstreth, Longstreth's company JPL & Associates, Generation Now, Partners for Progress, Hardworking Ohioans and others to route millions of dollars in money, media, consulting and campaign services to support Team Householder candidates in ways that would not require disclosure to the public or to elections officials.
50. Between April 2, 2018 and May 16, 2018, members of the Unholy Alliance used Generation Now to transfer \$1 million to Growth & Opportunity PAC. Growth & Opportunity PAC then used a portion of those funds to purchase over \$600,000 in radio, television and digital ads, direct mail services and campaign consulting to benefit Team Householder's preferred candidates in the 2018 Ohio Primary Election.

51. The Unholy Alliance used the anonymity provided by Generation Now's status as an IRS 501(c)(4) and the routing of the money through Growth & Opportunity PAC to prevent the public and regulators from discovering their efforts to influence the outcome of the 2018 Ohio Primary Election, to make contributions to candidates in excess of allowable limits and to avoid reporting political activity, all in violation of RC 1315.55, Ohio's Money Laundering statute. Federal Election Commission records reveal expenditures by Growth & Opportunity PAC in OH HD 06, OH HD 19, OH HD 21, OH HD 37, OH HD 42, OH HD 43, OH HD 47, OH HD 50, OH HD 61, OH HD 65, OH HD 67, OH HD 72, OH HD 80, OH HD 81, OH HD 83, OH HD 84, OH HD 86, OH HD 90 and OH HD 91 during the 2018 Primary season. Not coincidentally, Team Householder candidates were seeking the Republican nomination in Ohio House Districts 06, 19, 21, 37, 42, 43, 47, 50, 61, 67, 72, 80, 83, 86, 90 and 91 at the time those expenditures were made. Eleven of those sixteen candidates, including Householder himself, were successful. Ten would later vote to pass H.B. 6.
52. The Unholy Alliance continued its efforts to seize control of the Ohio legislature during the 2018 General Election.
53. Between September 25, 2018 and November 2, 2018, the Unholy Alliance used Generation Now and a yet-undetermined FirstEnergy entity to funnel \$1.17 million to Hardworking Ohioans. Hardworking Ohioans then contracted with a media placement company to place over \$1 million in media buys targeting opponents of Team Householder in the 2018 General Election, the goal being to influence voters to choose Team Householder candidates.
54. The Unholy Alliance used the anonymity provided by Generation Now's status as an IRS 501(c)(4) and the routing of the money through Hardworking Ohioans to prevent the public and regulators from discovering their efforts to influence the outcome of the election, to make contributions to candidates in excess of allowable limits and to avoid reporting political activity. This pattern of obfuscation and deceit, which is detailed in the federal indictment and Secretary LaRose's complaint with the Elections Commission, as well as

in this Complaint, constitutes multiple violations of RC 1315.55, Ohio's Money Laundering statute.

55. Householder did his part as well, sending over \$335,000 in donations directly from Friends of Larry Householder, Householder's own campaign committee, to his favored candidates in 2018 alone.
56. Many Team Householder candidates were victorious. These victorious candidates, in turn, helped elect Householder as Speaker of the House in January 2019.
57. On April 12, 2019, two House members who had been backed by Householder and the Unholy Alliance introduced H.B. 6. The Bill, described by Clark as a "nuclear power plant bailout," established a program under which FirstEnergy Solutions' two Ohio nuclear power plants would become eligible for ratepayer-funded subsidies of \$9 per megawatt hour produced. The changes made by H.B. 6 had the potential to send over \$1 billion to FirstEnergy Corp. and FirstEnergy Solutions.
58. In a press conference held the day H.B. 6 was introduced, Householder stated that he had "crafted" the legislation with the two representatives who had introduced it. When asked where the amount of the subsidy contained in the proposed legislation came from, Householder responded with the following; *"It's based on our brains. For me, I look back, for two years I've had this in my head, and I've had various versions on that white board over the last several months."*
59. Once H.B. 6 was introduced, the real work began. FirstEnergy Service wired \$1.5 million to Generation Now on April 19, 2019, seven days after H.B. 6 was introduced. Generation Now received another \$8 million in transfers from FirstEnergy Service in May 2019. Generation Now used that money for mailers and media meant to pressure members of the Ohio House of Representatives to support the legislation, many of which suggested that voters "Call Representative ____ and tell him (or her) to have the courage to support House Bill 6..."
60. Crossing the Speaker of the Ohio House of Representatives can be a dangerous proposition, politically and economically. The Speaker leads the majority caucus. Defying the

Speaker's wishes can lead to legislation being killed outright or left to die a slow death in committee. The Speaker also has complete control over the appointment of committee members and chairs, positions that bring anywhere from \$3,250 to \$13,500 per year in additional pay. In addition to these levers, Speaker Householder's complete control over the largess from FirstEnergy, and the prospect of future contributions both legitimate and illegitimate from that source, gave him maximum leverage over his caucus.

61. The Unholy Alliance used that dynamic to secure support for Householder and H.B. 6. For example, Clark threatened legislators with loss of committee assignments and having their legislation stalled or killed outright if they did not vote the right way. Householder himself became involved in these intimidation tactics on at least one occasion, telling an individual referred to in the Federal Charging Documents as Rep. 7, *"I just want you to remember - when I needed you - you weren't there. Twice."*
62. Because these threats to "kill" legislation and terminate committee appointments and chairpersonships were made with a single purpose – securing the votes needed for H.B. 6 to pass - each act constitutes a violation or attempted violation of RC 2905.12, Extortion, and RC 2921.02, Bribery.
63. Knowing that discovery of their efforts would prove disastrous both politically and legally, members of the Unholy Alliance instructed at least one witness to delete text messages received from Householder relating to H.B. 6. This, and any other attempt to conceal or destroy evidence of their misconduct, constitutes a violation of RC 2921.12, Tampering with Evidence.
64. On May 29, 2019, H.B. 6 passed the House. The Unholy Alliance then turned its attention to the Ohio Senate. Over the next two months, the Unholy Alliance unleashed a \$7 million barrage of television ads, postcards, mailers and digital media with the goal of pressuring Senators to vote in favor of passing H.B. 6. When that did not work, Householder, with the authority purchased for him by FirstEnergy, dramatically upped the stakes.
65. H.B. 6 was not the only important piece of legislation pending that spring. House Bill 166 ("H.B. 166"), Ohio's Fiscal Year 2020-2021 biennial budget, was also in play. By law,

Ohio must have its biennial general fund budget in place by July 1 of each odd-numbered year. Failing to have a biennial budget in place by July 1 leads to one of the following two things: (1) an agreed temporary budget or (2) a total government shutdown. That would prove to be a key tool in the efforts to get H.B. 6 over the finish line.

66. It quickly became apparent to those around Capital Square that H.B. 6 and H.B. 166 were joined at the hip. The Senate passed its amended version of H.B. 166 on June 20, 2020. The House rejected the Senate's proposed amendments that same day. The Conference Committee assigned to H.B. 166 met on June 25, 2020, but the process immediately ground to a halt. The June 30th deadline for the operating budget came and went, and several weeks passed with no end to the impasse in sight. Then everything changed.

67. On July 16, 2019, the conference committee working on the voluminous budget bill finally agreed to a single version of that legislation, and both chambers passed it on July 17, 2019. It was signed into law the next day. On the same day that the budget impasse ended, the Senate also passed H.B. 6 and sent it back to the House for concurrence. The House soon concurred, and the bill was swiftly signed into law. In a few short months, the Unholy Alliance had taken an idea that received no serious consideration during the previous General Assembly and transformed it into a top legislative priority on par with the state operating budget. The reasons for this are clear: with a billion-dollar corporate bailout at stake for FirstEnergy, and millions of dollars of political influence at stake for Speaker Householder and his cohorts, H.B. 6 was the gasoline in the engine of corruption driving the Unholy Alliance's efforts.

68. Immediately after passage of H.B. 6, an effort was mobilized to repeal H.B. 6 through a ballot referendum. Under Ohio law, in order to place a referendum on the ballot, a group must collect 1,000 certified signatures and submit proposed ballot language to the Ohio Attorney General for approval. The approval ensures that the description of the referendum meets the "fair and truthful" standard outlined in the Ohio Revised Code. If the Ohio Attorney General approves the language, and the Ohio Secretary of State certifies the signatures collected, the proponents of the ballot referendum must then collect signatures from registered voters totaling six percent of the voters who participated in the last

gubernatorial election. In this case, six percent equaled about 265,000 signatures. Those signatures, too, must be validated by the Ohio Secretary of State. If the requisite number of signatures are collected and validated, the referendum appears on the ballot for a popular vote by the residents of Ohio.

69. Between June 19, 2019 and November 30, 2019, the Unholy Alliance transferred over \$40 million into Generation Now to fund their efforts to derail the proposed referendum.
70. Throughout late summer and fall of 2019, Generation Now, Longstreth, Householder, Clark, Borges and Cespedes, along with other members of the Unholy Alliance, engaged in a continuous, well-funded and coordinated effort aimed at defeating the referendum, including, but not limited to: directing and funding massive, inflammatory direct mail campaigns and extensive media outreach through third parties, causing individuals to engage in patterns of harassing and intimidating individuals hired to collect signatures supporting placing the referendum on the ballot, bribing individual signature collectors to leave their employment and abandon efforts aimed toward placing the anti-H.B. 6 referendum on the ballot, seeking to bribe individuals working for companies hired to collect signatures on behalf of H.B. 6 opponents and paying consultants and Unholy Alliance members for their participation in anti-referendum efforts.
71. As early as June 23, 2019, the Unholy Alliance began taking affirmative steps to impede the collection of signatures by paying signature collection companies tens of thousands of dollars to stay on the sidelines.
72. Clark and Cespedes led the efforts to hire signature collection companies away from referendum backers, together arranging for over \$500,000 in payments from Generation Now toward such efforts by end of July 2019.
73. Between August 1, 2019 and November 30, 2019, Generation Now paid Ohioans for Energy Security nearly \$23 million to embark on an expansive, inflammatory direct mail and media campaign designed to keep voters from signing onto efforts to put the referendum repealing H.B. 6 on the ballot.

74. Generation Now engaged Borges to facilitate other efforts to defeat the proposed referendum. Borges and his company, 17 Consulting Group, served as a conduit through which the Unholy Alliance spent an additional \$1.62 million in its efforts to defeat the proposed referendum. In that capacity, Borges used accounts under his control to pass \$600,000 from Generation Now to Cespedes. Cespedes used that money to disrupt signature collection efforts, to engage others in anti-referendum efforts and to pay himself.
75. Borges personally engaged in a scheme to interfere with the signature collection efforts by paying a bribe to a senior executive working for the signature collection agency hired by supporters of the referendum.
76. Borges used portions of the remaining dollars received from Generation Now to promote anti-referendum efforts, to impede signature collection efforts and to pay himself. In 2019 alone, Borges received over \$380,000 in financial benefit from his membership in the Unholy Alliance.
77. As described above, the Unholy Alliance used the anonymity provided by Generation Now's claimed IRS 501(c)(4) status, coupled with the routing of the money through shell companies, Unholy Alliance members and private businesses to evade statutory requirements relating to the reporting of political activities surrounding their attempts to block a referendum seeking to repeal H.B. 6. This pattern of obfuscation and deceit, which is detailed in the federal indictment and Secretary LaRose's complaint with the Elections Commission, as well as in this Complaint, constitutes multiple violations of RC 1315.55, Ohio's Money Laundering statute.
78. The passage of H.B. 6 and the defeat of the referendum did not signal the end of the Unholy Alliance. They had to secure their position of dominance in the Ohio House. Between January 1, 2020 and April 28, 2020, the Unholy Alliance pumped nearly \$1 million into primary elections involving Team Householder candidates, routing money from Generation Now through Coalition for Growth & Opportunity to Growth & Opportunity PAC. Growth & Opportunity PAC then purchased \$900,000 in direct mail, radio, digital and television advertising and production services for the benefit of Team Householder's preferred candidates in the 2020 Ohio Primary Election.

79. The benefit of passing the money through Coalition for Growth & Opportunity first was that Growth & Opportunity PAC listed Coalition for Growth & Opportunity as the source of the \$1,010,000 million in FEC filings, not Generation Now, which multiple media sources had linked to the Alliance's multimillion-dollar effort to pressure legislators into voting in favor of H.B. 6.⁵
80. Householder continued to do his part as well, with his campaign committee, Friends of Larry Householder, doling out almost \$80,000 in donations directly to favored candidates.
81. Throughout the 2020 Ohio Primary Election, Unholy Alliance members used the anonymity provided by Generation Now's status as an IRS 501(c)(4), coupled with the anonymity provided by Coalition For Growth & Opportunity's status as an IRS 501(c)(4) entity and the routing of the money through Growth & Opportunity PAC to prevent the public and regulators from discovering their efforts to influence the outcome of the election, to make contributions to candidates in excess of allowable limits and to avoid reporting political activity, all in violation of RC 1315.55, Ohio's Money Laundering statute.
82. The benefits of being a member of the Unholy Alliance were more than political, they were personal and monetary.
83. Between February 6, 2017 through July 21, 2020, the Unholy Alliance caused over \$400,000 in benefits to be transferred to Householder. Moneys transferred through Generation Now to JPL & Associates and other accounts controlled by Longstreth were used to pay attorneys working on a private legal matter for Householder, to satisfy a civil judgment that was levied against Householder in his personal capacity, to pay Householder's campaign expenses, to pay the taxes on and improve a residence owned by Householder in the State of Florida and to pay credit card bills on Householder's behalf.

⁵ See, e.g., Laura A. Bischoff, *Big Money Pushes for Energy Bill; Consumer Groups Oppose It*, DAYTON DAILY NEWS, May 8, 2019, <https://www.daytondailynews.com/news/local/big-money-pushes-for-energy-bill-consumer-groups-oppose/ciWTL5gLpNVxpt3b03dxLP/>; Josh Goad, *Who Paid All That Money to Buy All Those Nuclear Bailout Ads Raining on Ohio?*, CINCINNATI ENQUIRER, July 12, 2019, <https://www.cincinnati.com/story/news/2019/07/02/who-paid-all-money-buy-all-those-nuclear-bailout-ads-ohio-house-bill-6/1443145001/>.

All of this was done in a manner designed to conceal the source and amount of the benefits to Householder and to shield his acceptance of the proceeds of his unlawful acts from discovery, all in violation of RC 1315.55, Ohio's Money Laundering statute.

84. During the course of the Unholy Alliance, Generation Now transferred a total of \$10.5 million to JPL & Associates, Longstreth's political consulting company. Additionally, Generation Now transferred over \$4.4 million to Ohioans for Energy Security, which was subsequently passed on by Ohioans for Energy Security to Constant Content, another business owned by Longstreth. Together, those businesses paid Longstreth over \$5 million, including \$1 million that was placed in a brokerage account for Longstreth's benefit in January 2020, for his service to the Unholy Alliance, all in violation of RC 1315.55, Ohio's Money Laundering statute
85. Other Unholy Alliance members benefitted directly, as well. Clark, Householder's self-proclaimed proxy and emissary, received over \$290,000 from his work for the Unholy Alliance. Borges' company, 17 Consulting Group, received \$1.62 million from the Unholy Alliance between August 1, 2019 and October 21, 2019. \$350,000 of that was paid directly to Borges for his efforts to derail the proposed referendum. Another \$600,000 was passed on to Cespedes to support his efforts to derail the referendum. Cespedes separately received another \$277,000 in "consulting fees" for serving as the intermediary between FirstEnergy Solutions, legislators and the Unholy Alliance on matters relating to H.B. 6.
86. The acts set forth above are only the beginning. The full breadth of the Unholy Alliance has yet to be revealed. What has come to light thus far reveals a long running scheme that co-opted Ohio's legislative and referendum processes through coercion, intimidation, bribery and collusion.

V. DAMAGES CAUSED BY DEFENDANTS' ACTS

87. Over three years, corporate interests with more than a billion dollars to gain spent tens of millions of dollars disguised as independent expenditures by so-called "Social Interest Organizations" buying influence, aggregating power and deceiving voters. An aspiring House Speaker used political influence, campaign contributions, threats to committee

assignments and a team of henchmen to reach the dais and pass a sweetheart deal for his sponsors. And a gang of political operatives and corporate insiders used a web of dark money groups, political action committees and for-profit corporations to buy their way out of facing a referendum that threatened the legislation that lay at the heart of all of these efforts. Together, these corporations, entities and individuals formed an Enterprise that engaged in a pervasive pattern of Corrupt Activity to the detriment of all Ohioans, in violation of RC 2923.32 and RC 2923.34, Engaging in a Pattern of Corrupt Activity that continues to this day.

88. Defendants' violations of law and their pattern of racketeering activity have directly and proximately caused damage to the Ohio Pension Systems through the decreased value of stock held by the Ohio Public Employees Retirement System in FirstEnergy Corp.
89. Defendants' violations of law and their pattern of racketeering activity have directly and proximately caused damage to Ohio's residential, commercial and large industrial electric utility customers, all of whom will be subject to a new monthly-fixed charge due to the passage of H.B. 6 which, in the aggregate, is expected to approach \$1.3 billion.
90. Defendants' violations of law and their pattern of racketeering activity have directly and proximately caused damage to Ohio's reputation for good government and fair dealings with business interests, harm which will impede Ohio's ability to attract business opportunities.
91. Defendants' violations of law and their pattern of racketeering activity have directly and proximately caused damage to the State of Ohio directly through the State's agreement to settle and compromise in bankruptcy certain claims held by State agencies against FirstEnergy Solutions.
92. By virtue of these violations of R.C. 2923.34, Defendants are liable to the State for three times the damages Plaintiff has sustained, which are in excess of \$25,000, plus the cost of this suit, including reasonable attorneys' fees.

VI. PRAYER FOR RELIEF

WHEREFORE, Plaintiff respectfully prays this court grant relief as follows:

That this Court issue orders that the acts alleged herein be adjudged and decreed to be unlawful in violation of R.C. 2923.34 and that the Court enter a judgment declaring them to be so;

That, pursuant to RC. 2923.34(B)(4) this court enter an order revoking and nullifying the Ohio Air Quality Development Authority's approval of any application filed by any Defendant in this case to receive the proceeds of funds collected pursuant to the utility surcharge provided for in House Bill 6;

That, pursuant to R.C. 2923.34(B)(2), each and every Defendant named herein, along with its predecessors, parents, associates, subsidiaries, successors and assigns be enjoined from receiving any monetary benefit, supplement, credit or offset created by or through H.B. 6 of the 133rd Ohio General Assembly;

That, pursuant to R.C. 2923.34(B)(3), each Defendant business entity and nonprofit entity named in this Complaint be dissolved or reorganized such that no agent, officer or representative found to have engaged in acts in furtherance of retains a position within the defendant business or nonprofit entity;

That, pursuant to R.C. 2923.34(B)(2), each Defendant be enjoined from holding any position or office with any government entity, campaign committee, candidate committee, political party organization, Political Action Committee, regulatory board, government agency or any entity formed pursuant to Section 501(c)(4) of the Internal Revenue Code for a period of eight (8) years;

That, pursuant to R.C. 2923.34(B)(2), each Defendant be enjoined from engaging in any and all lobbying activities in the State of Ohio for a period of eight (8) years;

That Defendants be ordered to pay compensatory, punitive and treble damages as provided by law;

That Defendants be ordered to pay Plaintiff reasonable attorneys' fees and costs and expenses of litigation as provided by law;

That Plaintiff recover all measures of damages allowable under the State statutes identified herein, and that judgment be entered against Defendants in favor of Plaintiff; and,

That the Court order such other and further relief as the Court deems just, necessary and appropriate.

VII. JURY DEMAND

Plaintiff, the State of Ohio, by and through its Attorney General, Dave Yost, demands a trial by jury on all claims to the maximum number of jurors permitted by law.

DATED: September 23, 2020

Respectfully submitted,

DAVE YOST

Ohio Attorney General (0056290)

/s/ Jonathan D. Blanton

JONATHAN D. BLANTON (0070035)

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**REQUEST AND APPLICATION FOR PRELIMINARY INJUNCTIVE RELIEF
PURSUANT TO R.C. 2923.34(D)**

Additional Relevant Facts Establishing Need For An Injunction.

Defendants Householder, Longstreth, Clark, Borges, Cespedes, and Generation Now have been indicted. *United States of America v. Larry Household, et al.*, Case No. 1:20-cr-00077-TSB, Southern District of Ohio, Western Division, Judge Black filed July 30, 2020.

The Racketeering Influence and Corrupt Organizations (“RICO”) Act indictment alleges a significant conspiracy of hiding the source of tens of millions of dollars used to influence the passage of a taxpayer funded bailout of failing energy generators and the corrupt political process used to achieve its goals.

FirstEnergy Corp., FirstEnergy Service Company (“FirstEnergy Service”), FirstEnergy Solutions Corp. (“FirstEnergy Solutions”), and Energy Harbor Corp. (“Energy Harbor”), as successor in interest and benefit to FirstEnergy Solutions, have not been indicted, but their identities as co-participating members of an Enterprise listed in the indictment is readily discernable.

Unindicted "Company A Corp." was an Akron-based public utility holding company. Throughout the start of the relevant period until in or around February 2020, Company A Corp. was the parent company to entities involved in nuclear energy generation, including Company A-1. Company A Service Co. is a principle subsidiary of Company A Corp. According to its 2019 annual report, the President and Chief Executive Officer of Company A Corp. also served as the President and Chief Executive Officer of Company A Service. Co. Company A Corp is clearly a pseudonym for FirstEnergy Corp.

Unindicted “Company A Service Co.” is identified in the indictment as a principal subsidiary “providing legal, financial, and other corporate support” to its parent company, “an Akron-

based public utility holding company” and shares the same President and Chief Executive Office, as well as a common first name. FirstEnergy Service is a wholly-owned subsidiary of FirstEnergy Corp. with its principal place of business in Akron, Ohio, providing administrative, management, financial, compliance, ethical, external affairs, and political and regulatory advocacy services. *See, In re: FIRSTENERGY SOLUTIONS CORP.*, et al., 18-50757(AMK), US District Court, NDOH ED, 18-50757amk Doc 2721-1 at 50-51.

Unindicted “Company A-1” is identified in the indictment as a wholly-owned subsidiary to “an Akron-based public utility holding company” that owned and operated two nuclear plants in Ohio that filed for Chapter 11 bankruptcy protection in March, 2018. Company A-1 also shares a first name with its parent company. FirstEnergy Solutions is an Akron, Ohio-based operator of two Ohio nuclear power generation stations. FirstEnergy Solutions filed a voluntary petition for bankruptcy protection on March 31, 2018. In February, 2020, FirstEnergy Solutions emerged from bankruptcy protection under the name Energy Harbor as successor in interest to FirstEnergy Solutions and entitled to all previous assets and benefits of FirstEnergy Solutions including the taxpayer-funded bailout of H.B. 6. *See, In re: FIRSTENERGY SOLUTIONS CORP.*, et al., 18-50757(AMK), US District Court, NDOH ED, 18-50757amk Doc

Defendant Householder was stripped of his leadership role by a vote of 91-0 on Thursday, July 30, 2020. House Journal, July 30, 2020, <https://www.legislature.ohio.gov/session/journals>.

Defendant Householder was replaced by Robert R. Cupp, representative of the 4th District, as Speaker by a vote of 55-38. House Journal, July 30, 2020, <https://www.legislature.ohio.gov/session/journals>.

Householder continues to have access to significant financial resources through his campaign committee, Friends of Larry Householder. In elections past, Householder has used contributions by Friends of Larry Householder to support candidates for the General Assembly as a means to aggregate power and influence. If left unchecked, this reservoir of financial resources will allow Householder and the Unholy Alliance to continue to aggregate allegiance through contributions, intimidation and financial support.

On or about August 27, 2020, Secretary of State LaRose filed a complaint with the Ohio Elections Commission alleging in excess of one hundred fifty election law violations against, among others, Defendants Householder, Longstreth, Cespedes, Borges, Clark, Friends of Larry Householder, Generation Now, Partners for Progress, JPL & Associates, Constant Content and 17 Consulting Group. The complaint also names various non-Defendant entities which are controlled by various Defendants herein including, among others, The Oxley Group and Grant Street Consulting. The complaint also names unidentified “Company A Corp.,” “Company A-1,” and “Company A Service Co.,” which are expressly named herein as FirstEnergy Corp., FirstEnergy Solutions, FirstEnergy Service, respectively.

[https://www.ohiosos.gov/media-center/press-releases/2020/2020-08-27/;](https://www.ohiosos.gov/media-center/press-releases/2020/2020-08-27/)

<https://www.ohiosos.gov/globalassets/media-center/news/2020/2020-08-27.pdf>.

In late July, a firm that does consulting work for FirstEnergy Corp. fired a senior documents analyst involved in the processes and procedures for compliance with federal law designed to fight fraud and increase oversight to protect a company’s shareholders and the public. On September 1, 2020, FirstEnergy Corp. and the consulting compliance firm sued the former employee for alleged general breach of contract and unauthorized access of company files. *FirstEnergy Corp. et al v. Pircio*, US District Court, NDOH ED 1:20-cv-01966-PAB. The pleading reveals that FirstEnergy Corp. is under federal investigation. In particular, the United States Securities and Exchange Commission’s public finance abuse unit has opened an investigation into FirstEnergy Corp. relating to the same allegations detailed in the above complaint.

<https://www.cleveland.com/business/2020/09/us-securities-and-exchange-commission-launches-investigation-into-firstenergy-corp.html>.

On August 31, 2020, Speaker Cupp created a created a House Select Committee on Energy Policy and Oversight. House Journal, August 31, 2020, <https://www.legislature.ohio.gov/session/journals>. Speaker Cupp indicated that the purpose of the committee is “to have an open and thorough process for repealing House Bill 6 and replacing it with thoughtful legislation Ohioans can have confidence in.” <https://www.statenews.org/post/ohio-house-creates-new-committee-nuclear-bailout-repeal-debate>.

Representatives Skindell and O'Brien introduced H. B. No. 738 – To Repeal The Changes Made By H.B. 6 Of The 133rd General Assembly To The Laws Governing Electric Service, Renewable Energy, And Energy Efficiency And The Changes Made To Other Related Laws. House Journal, August 31, 2020, <https://www.legislature.ohio.gov/session/journals>.

To date, H.B. 738 has thirty-nine cosponsors, has been referred to Speaker Cupp's H.B. 6 review committee, and hearings were held on September 10, 2019 and September 16, 2019. Additional committee activity is expected to take place over the course of the next few weeks, including solicitation of additional cosponsors, interested parties, and witnesses in favor or against changes to H.B. 6.

Representatives Lanese and Greenspan introduced H. B. No. 746 - To Repeal Sections 4 And 5 Of H.B. 6 Of The 133rd General Assembly To Repeal The Changes Made By H.B. 6 Of The 133rd General Assembly To The Laws Governing Electric Service, Renewable Energy, And Energy Efficiency And The Changes Made To Other Related Laws. House Journal, August 31, 2020, <https://www.legislature.ohio.gov/session/journals>.

Plaintiff seeks a preliminary injunction against each Defendant and non-Defendant entity named herein to be restrained from the following activities:

- No Defendant or non-Defendant entity may personally, or through others, directly or indirectly, paid or unpaid, make any contribution in either money and/or goods/services to any political action committee, group, individual, partnership, or other whose primary purpose is to keep or modify H.B. 6 from now through the end of the calendar year of 2020.
- No Defendant or non-Defendant entity may personally, or through others, directly or indirectly, paid or unpaid, make any public statements for or against any future legislative bill, proposal, amendment, or other legislative action taken by either the Ohio House of Representatives or Ohio Senate relating to any repeal, modification, replacement, or change to H.B. 6 or legislation with a similar outcome from now through the end of the calendar year of 2020.

- No Defendant or non-Defendant entity may personally, or through others, directly or indirectly, paid or unpaid, seek to lobby, advise, consult, or in any way attempt to influence any sitting member of the Ohio House of Representatives or Ohio Senate relating to any repeal, modification, replacement, or change to H.B. 6 or legislation with a similar outcome from now through the end of the calendar year of 2020.
- No Defendant or non-Defendant entity may personally, or through others, directly or indirectly, paid or unpaid, make any monetary or in-kind contribution to, for or against any candidate for election to the Ohio House of Representatives or Ohio Senate from now through the end of the calendar year of 2020.

Plaintiff further seeks specific preliminary injunctive relief prohibiting Defendant Friends of Larry Householder from transferring, donating, encumbering, gifting or otherwise distributing money held by or for the benefit of Friends of Larry Householder without first obtaining approval from this court. This limitation would not apply to transactions with an aggregate value to a single recipient of less than \$250.

Generally, in determining whether to grant a preliminary injunction, a court must consider the following factors: (1) whether there is a substantial likelihood that the moving party will prevail on the merits of its claims; (2) whether the moving party will suffer irreparable harm if the injunction is not granted; (3) whether third parties will be unjustifiably harmed if the injunction is granted; and (4) whether the public interest will be served if the injunction is granted. *Vanguard Transp. Sys. v. Edwards Transfer & Storage Co. Gen. Commodities Div.*, 109 Ohio App.3d 786, 790, 673 N.E.2d 182 (10th Dist.1996); *P&G v. Stoneham*, 140 Ohio App.3d 260, 267, 747 N.E.2d 268 (1st Dist.2000).

A. There Is A Substantial Likelihood Of Success On The Merits.

This Complaint alleges a significant, sophisticated scheme orchestrated over several years to hide millions of dollars while advancing corrupt political interests in a taxpayer-funded bailout of failing energy operations.

This Complaint is supported by the publicly reported statements of the Defendants herein, publicly available documents, including incorporation documents, political campaign contributions, and other materials. It will further be supplemented with financial statements, transfers, checks, and other materials establishing the purposeful design to hide millions of dollars used to corrupt the political process including self-dealing.

Householder was a representative (and later Speaker) of the Ohio House who was able to create legislation for a taxpayer-funded bailout in the aggregate sum of \$1.3 billion that would primarily benefit Defendants FirstEnergy Service, FirstEnergy Solutions, and Energy Harbor.

Defendants Householder, Friends of Larry Householder, Generation Now, Longstreth, JPL & Associates, Constant Contact, Clark, Cespedes, Borges, and 17 Consulting Group received financial and non-financial benefits as stated above in the Complaint from an enterprise in violation of Racketeering Influence and Corrupt Organizations (“RICO”) Act.

There is simply no innocent account or coincidental explanation of the facts alleged above that these Defendants will be able to claim. The facts are significant and overwhelming as to a violation of the Ohio’s Pattern of Corrupt Activity Act (“OPCA”), R.C. 2923.34. The obviousness of the violations has been reviewed and has triggered action by the Ohio Secretary of State to refer over one hundred fifty violations of campaign laws to the Ohio Elections Commission thereby indicating at least prima facie evidence of an actual violation.

In determining whether to grant injunctive relief, courts have recognized that no one factor is dispositive. The four factors must be balanced, moreover, with the “flexibility which traditionally has characterized the law of equity.” *Cleveland v. Cleveland Elec. Illum. Co.*, 115 Ohio App.3d 1, 14, 684 N.E.2d 343 (8th Dist.1996) citing *Royal Appliance Mfg. Co. v. Hoover Co.*, 845 F.Supp. 469, 153 F.R.D. 131 (N.D. Ohio 1994), and quoting *Friendship Materials, Inc. v. Michigan Brick, Inc.*, 679 F.2d 100, 105 (6th Cir.1982) (A “balancing of the hardships” “permits the district court, in its discretion, to grant a preliminary injunction even where the plaintiff fails to show a strong or substantial probability of ultimate success on the merits of his claim, but where he at least shows serious questions going to the merits and irreparable harm which decidedly outweighs any potential harm to the defendant if an injunction is issued.”).

B. Although Irreparable Harm Exists, It Need Not Be Shown.

Irreparable injury is that which has no adequate remedy at law and cannot be measured and compensated for through traditional money damages. *Goodall v. Crofton*, 33 Ohio St. 271, 276 (1877); *Cleveland v. Div. 268 of Amalgamated Ass'n*, 84 Ohio App. 43, 81 N.E.2d 310 (8th Dist.1948).

The Injunction requested herein clearly falls within this category. Plaintiff has narrowly tailored its injunction relief request to prevent another of corrupt activity identical to the one that resulted in the passage of H.B. 6 and the Complaint herein. The influence of representative of the House and Senate member votes in favor or against any future legislation sought to address H.B. 6 cannot be made up for in traditional money damages.

Moreover, R.C. 2923.34(D) alleviates any requirement that there be a showing of immediate danger or significant injury to Plaintiff. Specifically, the Legislature stated:

In a civil proceeding under division (B) of this section, the court may grant injunctive relief without a showing of special or irreparable injury.

Pending final determination of a civil proceeding initiated under this section, the court may issue a temporary restraining order or a preliminary injunction upon a showing of immediate danger or significant injury to the plaintiff, including the possibility that any judgment for money damages might be difficult to execute, and, in a proceeding initiated by an aggrieved person, upon the execution of proper bond against injury for an improvidently granted injunction.

C. No Unjustifiable Harm Will Come To Third Parties.

In injunction suits, regard must be had not only for the rights of the complainants but also for the injuries which might result to others from the granting of an injunction. *White v. Long*, 12 Ohio App.2d 136, 140, 231 N.E.2d 337 (12th Dist.1967).

Plaintiff has narrowly tailored their injunctive relief request so as to minimize harm to third parties. One category of third parties who might be harmed would be elected representatives of the House or members of the Senate. However, it is highly unlikely that such members

would desire receiving any financial or other services from Defendants herein as such contribution would likely bring negative publicity and perception with it. In fact, several officials have already sought to divest themselves of any prior contributions, let alone be willing to accept future contributions from any of the Defendants.

Republican nominee Tom Young of the 42nd District, Republican nominee Brian Stewart of the 78th District, and Republican nominee Marilyn John of the 2nd District received donations from Defendant Friends of Larry Householder in January 2020, and stated that each plan either to return the donation or donate it to charity. <https://ohiocapitaljournal.com/2020/07/23/three-gop-candidates-pledge-to-return-donations-from-householder/>.

Representative Shane Wilkin, who co-sponsored H.B. 6, has donated away contributions previously received from Householder and FirstEnergy PAC FSL. <https://www.wnewsj.com/news/144255/wilkin-sheds-campaign-contributions-from-firstenergy-and-householder>.

Representative Tavia Galonski, Representative Lisa Sobecki, and Representative Michele Lepore-Hagan have all donated away previous contributions made by FirstEnergy PAC FSL. <https://www.wnewsj.com/news/144255/wilkin-sheds-campaign-contributions-from-firstenergy-and-householder>.

Another category of third parties who might be harmed are lobbyists, lawyers, consultants and others who would be paid financial compensation for work to either advance and restrict future legislations regarding H.B. 6. However, Plaintiff does not seek to enjoin such employment, only the limitation in how these Defendants participate in contributing to such employment.

A last category of third parties who might be harmed would be the general public who would not hear from these Defendants directly or indirectly regarding future legislation regarding H.B. 6. The value of such insight from Defendants Householder, Friends of Larry Householder, Generation Now, Longstreth, JPL & Associates, Constant Content, Clark, Cespedes, Borges, and 17 Consulting Group is minimal. These Defendants are not experts in the field of public utilities, energy, economics, development, or any other substantive matter for which they could provide invaluable insight to the Legislature or others. These Defendants

are politicians, lobbyists, and influence groups on political issues, and have no scientific, technical or other expertise in any future legislation regarding H.B. 6. The general public will not be harmed by an injunction against the Defendants.

In contrast, the potential adverse harm to consumers in the State of Ohio is significant. Defendant Friends of Householder had available cash of \$1,367,788.35 as of June 5, 2020. This sum could significantly impact local elections or influence of the outcome of legislative efforts through lobbyists. While all of this was not a direct result of the contributions of co-defendants, it has certainly been intermingled. The potential for undue influence on legislative members, or others involved in the legislative process is great. The risk is simply too high that funds available to the Defendants will be used to further pursue the illicit acts that are alleged.

As for Defendants FirstEnergy Service, FirstEnergy Solutions, and Energy Harbor, they are public utilities and are otherwise knowledgeable about scientific, technical, and other expertise which may need addressed by the Legislature or others in any future legislation related to H.B. 6. Indeed, H.B. 6 was directly proposed to subsidize and otherwise financially benefit FirstEnergy Solutions and Energy Harbor. And until there is a change to H.B. 6, Energy Harbor will financially benefit from regular payments by the public to Energy Harbor. Plaintiff does not seek to enjoin these Defendants from stating facts or opinions regarding their expertise in scientific, technical, or other energy related matters. Rather this narrowly tailored injunction request seeks to restrain these Defendants from seeking a specific outcome to any future legislation related to H.B. 6. Plaintiff instead seeks that these Defendants remain impartial as to the political process during this narrow window when representatives of the House and members of the Senate are determining the future of H.B. 6. That is a reasonable consequence for the allegations contained in this Complaint and to maintain the integrity of any future legislation.

D. It Is In The Public Interest To Grant The Injunction.

Two years prior to its introduction, Defendant Householder “had [it] in [his] head” the framework for H.B. 6. (Press conference, Householder, April 12, 2019.) When he came into power as Speaker, Defendant Householder had the legislative authority to create legislation, have it debated in committees of members that Defendant Householder selected, and bring that

legislation to a vote. And that he did. Known to only a few, Defendants were using FirstEnergy Service and FirstEnergy Solutions, monies to secretly fund the passage of the taxpayer-funded bailout that was H.B. 6. The millions of dollars in contributions and influence described above are not the only efforts FirstEnergy Corp. and its allies made to increase their influence in the legislature. Between January 1, 2017 and June 4, 2020, the most recent date through which campaign finance contribution reports are available, FirstEnergy Corp.'s political action committee, FirstEnergy PAC FSL, contributed over \$290,000 to candidates seeking election to the Ohio legislature. The public has a great interest in ensuring that any future legislation related to H.B. 6 is not tainted by the same or similar tactics which have already occurred. Therefore, all Defendants and non-Defendants should be enjoined from the requested activities.

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WHEREFORE, the State of Ohio respectfully moves this Court to issue Preliminary Injunctive relief with respect to each Defendant and non-Defendant entity as set forth above.

Respectfully submitted,

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