

AMC Building HVAC Renovation
Army National Guard
Providence, Rhode Island

SECTION 00300

BID FORM

Date: November 29, 2011

To: The Department of Administration
Office of Purchases
One Capitol Hill
Providence, Rhode Island 02908

Project: AMC Building HVAC Renovation
Army National Guard
1051 North Main Street
Providence, RI 02908

Submitted By: Automatic Temperature Controls, Inc.
(Include Bidder's
Address, Tel., Fax, (P) 401-946-5780, (F) 401-946-5795
and License No.
if Applicable) 00007313

1.1 BID

Having examined the Place of the Work and all matters referred to in the "Instructions to Bidders" and "Supplementary Instructions to Bidders", and in the Contract Documents prepared by the Engineer, Loureiro Engineering Associates, Inc., for the above mentioned project, we the undersigned, hereby propose to enter into Contract to perform the Work for the sum of

Two Million Five Hundred Twenty Eight Thousand Dollars
(Written and Numerically)
\$2,528,000

1.2 ACCEPTANCE

This Bid shall be irrevocably open to acceptance for 60 days from the Bid closing date. If this Bid is accepted by the Owner within 60 days, we will:

Execute the Agreement subject to compliance with required State regulatory agency approvals as described in the "Invitation to Bidders". Furnish the required bonds in compliance with amended provisions of the "Instructions to Bidders". Commence Work upon receipt of Purchase Order.

If this Bid is accepted within 60 days, and we fail to commence the Work, or we fail to provide the required bond(s), the security deposit shall be forfeited as damages to the Owner by reason of our failure, limited in amount to the lesser of the value of the security deposit, or of the difference between this Bid and the Bid upon which the Contract is signed.

In the event our Bid is not accepted within 60 days, the required security deposit shall be returned to the undersigned, in compliance with the provisions of the "Instructions to Bidders", unless a mutually satisfactory arrangement is made in writing for its retention and validity for an extended period of time.

1.3 CONTRACT TIME

If this Bid is accepted, we will achieve Substantial Completion of the work in the time frame specified in Section 00020 Invitation to Bid upon receipt of a Purchase Order.

1.4 ADDENDA

The following Addenda have been received. The noted modifications to the Bid Documents have been considered and all costs are included in the Bid Sum.

- Addendum No. 1, dated 11/2/11 Number 3- 11/4/11 Number 5 11/18/11
- Addendum No.2, dated 11/4/11 Number 4- 11/14/11 Number 6 11/23/11
Number 7 11/23/11

BID FORM SIGNATURES
 (Bidder's name) Automatic Temperature Controls, Inc.
 By: Steven P Lussier 
 Title: President
 Corporate Seal:

END OF SECTION

State of Rhode Island and Providence Plantations Contract Offer
RIVIP GENERATED BIDDER CERTIFICATION COVER FORM

SECTION 1 - VENDOR INFORMATION

Bid/RFP Number: 7449145A7
Bid/RFP Title: ARMORY OF MOUNTED COMMANDS BUILDING, HVAC RENOVATION, MILITIA - ADDENDU
Opening Date & Time: 11/29/2011 2:30 PM
RIVIP Vendor ID #: 2810
Vendor Name: Automatic Temperature Controls, Inc.
Address: 95 Connecticut Street
Cranston, RI 02920
USA
Telephone: 946-5780
Fax: 946-5795
E-Mail: ATC5780@aol.com
Contact Person: Steven Lussier
Title: Sales Engineer
R.I. Foreign Corp #:

*****NOTICE TO VENDORS*****

Effective January 1, 2011 all public works project related bids or proposals exceeding one million (\$1,000,000) dollars are required to include a "public copy" All agency contract solicitations, requests for proposals, invitations for bids, etc. shall state that any bid or proposal that exceeds one million (\$1,000,000) dollars must include a copy to be available for public inspection upon the opening of the bids. Any bid or proposal in excess of one million (\$1,000,000) dollars which does not include a copy for public inspection shall be deemed to be non-responsive. For further information, please see R. I. Gen. Laws §37-2-18 (P.L. 221) <http://www.rilin.state.ri.us/PublicLaws/law10/law10221.htm> and Purchasing Rules & amendment at <http://www.purchasing.ri.gov/Notices2.aspx>. See Question #11 below for further instructions regarding RIDOT Highway and Bridge Construction projects.

In addition, the Division of Purchases has promulgated proposed regulations pursuant to R.I. Gen. Laws § 37-2-18 that implements the "public copy" requirement. Public hearing on the proposed regulations was held on Friday, December 17, 2010. The proposed regulations became final on January 11, 2011. For further information please visit www.sos.ri.gov.

NOTE: AWARD OF CONTRACTS AND PURCHASE ORDERS SHALL BE SUBJECT, AT THE DISCRETION OF THE PURCHASING AGENT, TO THE OFFEROR COMPLETING AN ON-LINE RIVIP REGISTRATION at www.purchasing.ri.gov. It is THE RESPONSIBILITY OF THE VENDOR to make on-line corrections/updates using the Vendor maintenance program on the RI Division of Purchases Web Site.

SECTION 2 - REQUIREMENTS

ALL OFFERS ARE SUBJECT TO THE REQUIREMENTS, PROVISIONS AND PROCEDURES CONTAINED IN THIS THREE-PAGE CERTIFICATION FORM. Offerors are expected to READ, SIGN and COMPLY with all requirements. Failure to do so may be grounds for disqualification of the offer contained herein.

Section 2.1 - RULES FOR SUBMITTING OFFERS

2.1A. This CERTIFICATION FORM MUST BE ATTACHED IN ITS ENTIRETY TO THE FRONT OF THE OFFER and shall be considered an integral part of each offer made by a vendor to enter into a contract with the State of Rhode Island, Division of Purchases. As such, submittal of the entire Bidder Certification Cover Form, signed by a duly authorized representative of the offeror attesting that he/she (1) has read and agrees to comply with the requirements set forth herein and (2) to the accuracy of the information provided and the offer extended, is a mandatory part of any contract award.

To assure that offers are considered on time, each offer must be submitted with the specific Bid/RFP/LOI number (provided above), date and time of opening marked in the upper left hand corner of envelope. Each bid/offer must be submitted in separate sealed envelopes.

A complete, signed (in ink) offer package, must be delivered to the Division of Purchases (via any mail or messenger service) by the time and date specified for the opening of responses in a sealed envelope.

Bids must be submitted on the RI bid solicitation forms provided, indicating brand and part numbers of items offered, as appropriate. Bidders must submit detailed cuts and specs on items offered as equivalent to brands requested WITH THE OFFER. Bidders must be able to submit samples if requested.
Mail To: Division of Purchases, One Capitol Hill, Second Floor, Providence, RI 02908-5855.

Documents misdirected to other State locations or which are not present in the Division of Purchases at the time of opening for whatever cause will be deemed to be late and will not be considered. For the purposes of this requirement, the official time and date shall be that of the time clock in the Division of Purchases. Postmarks shall not be considered proof of timely submission.

2.1B. RIVIP SOLICITATIONS. To assure maximum access opportunities for users, public bid/RFP solicitations shall be posted on the RIVIP for a minimum of seven days and no amendments shall be made within the last five days before the date an offer is due. Except when access to the Web Site has been severely curtailed and it is determined by the State Purchasing Agent that special circumstances preclude extending a solicitation due date, requests to mail or fax hard copies of solicitations will not be honored. When the result of an Internet solicitation is unsuccessful, the State of Rhode Island will cancel the original solicitation and resolicit the original offer directly from vendors.

2.2. PRICING. Offers are irrevocable for sixty (60) days from the opening date (or such other extended period set forth in the solicitation) and may not be withdrawn, except with the express permission of the State Purchasing Agent. All pricing will be considered to be firm and fixed unless otherwise indicated. The State of Rhode Island is exempt from Federal excise taxes and State Sales and Use Taxes. Such taxes shall not be included in the bid price. PRICES QUOTED ARE FOB DESTINATION.

2.3. DELIVERY and PRODUCT QUALITY. All offers must define delivery dates for all items; if no delivery date is specified, it is assumed that immediate delivery from stock will be made. The contractor will be responsible for delivery of materials in first class condition. Rejected materials will be at vendor's expense.

2.4. PREVAILING WAGE, OSHA and APPRENTICESHIP.

2.4.1 Prevailing Wage and OSHA Safety Training Requirements. The provisions of the State labor laws and OSHA Safety Training, including but not limited to Rhode Island General Laws 37-13-1 et seq. and 28-20-1 et seq., shall apply for all public works contracts. Prevailing wage rates are posted in the information section of the RIVIP. The RI Department of Labor and Training should be contacted for regulatory requirements.

2.4.2 (a) Apprenticeship. Rhode Island General Laws §37-13-3.1 requires all general contractors and subcontractors who perform work on any public works contract awarded by the state valued at one million dollars (\$1,000,000) or more shall employ apprentices required for the performance of the awarded contract. The number of apprentices shall comply with the apprentice to journeyman ratio for each trade approved by the apprenticeship council of the department of labor and training.

2.4.2(b) In addition to executing this certification, the general contractor shall be responsible for requiring that all subcontractors on the awarded project certify their compliance with R.I. Gen. Laws §37-13-3.1 prior to allowing the subcontractor to commence work on the awarded project. The general contractor shall be responsible for submitting the subcontractors compliance certification to the Division of Purchases after the contracts are finalized between the contractor and subcontractor.

2.5. PUBLIC RECORDS. Offerors are advised that all materials submitted to the State for consideration in response to this solicitation will be considered without exception to be Public Records pursuant to Title 38 Chapter 2 of the Rhode Island General Laws, and will be released for inspection immediately upon request once an award has been made. Offerors are encouraged to attend public bid/RFP openings to obtain information; however, bid/RFP response summaries may be reviewed after award(s) have been made by using the RIVIP at any time or appearing in person at the Division of Purchases Mondays through Fridays between 8:30 a.m. and 3:30 p.m. Telephone requests for results will not be honored. Written requests for results will only be honored if the information is not available on the RIVIP.

SECTION 3 - AWARD DETERMINATION

Award will be made to the responsive and responsible offeror quoting the lowest net price in accordance with specifications, for any individual item(s), for major groupings of items, or for all items listed, at the State's sole option.

3.1. BID SURETY. Where bid surety is required, bidder must furnish a bid bond or certified check for 5% of the bid total with the bid, or for such other amount as may be specified. Bids submitted without a required bid surety will not be considered.

3.2. SPECIFICATIONS. Unless specified "no substitute," product offerings equivalent in quality and performance will be considered (at the sole option of the State) on the condition that the offer is accompanied by detailed product specifications. Offers which fail to include alternate specifications may be deemed nonresponsive.

SECTION 4 – CONTRACT PROVISIONS

4.1. VENDOR AUTHORIZATION TO PROCEED.

4.1A. When a purchase order, change order, contract/agreement or contract/agreement amendment is issued by the RI Division of Purchases, no claim for payment for services rendered or goods delivered contrary to or in excess of the contract terms and scope shall be considered valid unless the vendor has obtained a written change order or contract amendment issued by the Division of Purchases PRIOR TO delivery.

4.1B. Any offer, whether in response to a solicitation for proposals or bids, or made without a solicitation, which is accepted in the form of an order OR Pricing Agreement made in writing by the Purchasing Agent, or a state official with purchasing authority delegated by the Purchasing Agent, shall be considered a binding contract.

4.2. REGULATIONS, GENERAL TERMS AND CONDITIONS GOVERNING STATE CONTRACTS. This solicitation and any contract or purchase order arising from it are issued in accordance with the specific requirements described herein, and the State's Purchasing Laws and Regulations and other applicable State Laws. The Regulations, General Terms and Conditions are incorporated into all state contracts. These regulations and basic information on How To Do Business with the State of Rhode Island are posted on the Rhode Island Vendor Information Program Website (www.purchasing.ri.gov).

4.2A. ARRA SUPPLEMENTAL TERMS AND CONDITIONS. Contracts and sub-awards funded in whole or in part by the American Recovery and Reinvestment Act of 2009. Pub.L.No. 111-5 and any amendments thereto, such contracts and sub-awards, shall be subject to the Supplemental Terms and Conditions For Contracts and Sub-awards Funded in Whole or in Part by the American Recovery and Reinvestment Act of 2009. Pub.L.No. 111-5 and any amendments thereto located on the Division of Purchases website at www.purchasing.ri.gov.

4.3. EQUAL EMPLOYMENT OPPORTUNITY. Compliance certificate and agreement procedures will apply to all awards for supplies or services valued at \$10,000 and more. Minority Business Enterprise policies and procedures, including subcontracting opportunities as described in Title 37 Chapter 14.1, of the Rhode Island General Laws, also apply.

Revised: 3/21/11

4.4. PERFORMANCE BONDS. Where indicated, successful bidder must furnish a 100% performance bond and labor and payment bond for contracts subject to Title 37 Chapters 12 and 13 of the Rhode Island General Laws. All bonds must be furnished by a surety company authorized to conduct business in the State of Rhode Island. Performance bonds must be submitted within 21 calendar days of the issuance of a tentative notice of award.

4.5. DEFAULT and NON-COMPLIANCE. Default and/or non-compliance with the RIVIP requirements and any other aspects of the award may result in withholding of payment(s), contract termination, debarment, suspension, or any other remedy necessary that is in the best interest of the state.

4.6. COMPLIANCE. Vendor must comply with all applicable federal, state and local laws, regulations and ordinances.

4.7. SPRINKLER IMPAIRMENT AND HOT WORK. The Contractor agrees to comply with the practices of the State's insurance carrier for sprinkler impairment and hot work. Prior to performing any work, the Contractor shall obtain the necessary information for compliance from the Risk Management Office at the Department of Administration or the agency for which work will be performed.

SECTION 5 – CERTIFICATIONS AND DISCLOSURES
ALL CONTRACT AWARDS ARE SUBJECT TO THE FOLLOWING DISCLOSURES & CERTIFICATIONS
Offerors must respond to every disclosure statement.

A person authorized to enter into contracts must sign the offer and attest to the accuracy of all statements.

Indicate Yes (Y) or No (N):

- N 1. Has your firm (or any principal) been subject to any of the following findings by the Federal Government, the State of Rhode Island or any other jurisdiction? Suspension, Debarment, Indictment, Criminal Conviction. CIRCLE APPROPRIATE ITEM(S).
- N 2. Has your firm (or any principal) been fined more than \$5000 for a single violation by the Rhode Island Department of Environmental Management for violation of Rhode Island Wetlands law?
- Y 3. I/we certify that I/we will immediately disclose, in writing, to the Chief Purchasing Officer any potential conflict of interest, which may occur during the course of the engagement authorized pursuant to this contract.
- Y 4. I/we acknowledge that, in accordance with Chapter 37-2-54(c) of the Rhode Island General Laws "no purchase or contract shall be binding on the state or any agency thereof unless approved by the Department [of Administration] or made under general regulations which the Chief Purchasing Officer may prescribe", including change orders and other types of contracts and under State Purchasing Regulation 8.2.1.1.2, "any alleged oral agreement or arrangements made by a bidder or contractor with any agency or an employee of the Office of Purchases may be disregarded and shall not be binding on the state".
- Y 5. I/we certify that the above vendor information is correct and complete.
- Y 6. I/we certify that I/we or my/our firm possesses all licenses required by Federal and State laws and regulations as they pertain to the requirements of the solicitation and offer made herein and shall maintain such required license(s) during the entire course of the contract resulting from the offer contained herein and should my/our license lapse or be suspended, I/we shall immediately inform the Rhode Island State Purchasing Agent in writing of such circumstance.
- Y 7. I/we certify that I/we will maintain required insurance during the entire course of the contract resulting from the offer contained herein and should my/our insurance lapse or be suspended, I/we shall immediately inform the Rhode Island State Purchasing Agent in writing of such circumstance.
- Y 8. I/we certify that I/we understand that falsification of any information herein or failure to notify the Rhode Island State Purchasing Agent as certified herein may be grounds for suspension, debarment and/or prosecution for fraud.
- Y 9. I/we acknowledge that the provisions and procedures set forth in this three-page form apply to any contract arising from this offer.
- Y 10. I/we acknowledge that I/we understand the State's Purchasing Laws (37-2 of the General Laws of Rhode Island) and Purchasing Regulations and General Terms and Conditions available at the Rhode Island Division of Purchases Website (www.purchasing.ri.gov) apply as the governing conditions for any contract or purchase order I/we may receive from the State of Rhode Island, including the offer contained herein.
- Y 11. **NEW REQUIREMENT* - IMPORTANT!!!** I/we hereby acknowledge that I/we understand that effective January 1, 2011 all public works related project bids or proposals exceeding One Million Dollars (\$1,000,000), inclusive of all proposed alternates, must include a "public copy" as required by R.I. Gen. Laws § 37-2-18 and the "Rules, Regulations and General Conditions of Purchases". It is further understood that any bid or proposal in excess of One million Dollars (\$1,000,000) which does not include a copy for public inspection shall be deemed to be non-responsive.

RIDOT Highway and Bridge Public Works related projects utilizing Quest Lite program only – Effective immediately, submission to the Division of Purchases of a duplicate original of a vendor's Quest Lite compatible electronic copy on a readable compact disk shall satisfy the statutory "public copy" requirements. Quest Lite software is defined in the Division of Purchases "Rules, Regulations and General Conditions of Purchases" §12.102.05 (Preparation of Proposal), as adopted on December 15, 2010 and January 11, 2011.

For further information, please see R.I Gen. Laws § 37-2-18 and specific instructions at www.purchasing.ri.gov.

IF YOU HAVE ANSWERED "YES" TO QUESTIONS #1-2 OR IF YOU ARE UNABLE TO CERTIFY YES TO ITEMS #3-11 OF THE FOREGOING, PROVIDE DETAILS/EXPLANATION BELOW AND/OR IN AN ATTACHED STATEMENT. INCOMPLETE CERTIFICATION FORMS SHALL BE GROUNDS FOR DISQUALIFICATION OF OFFER.

Signature below commits vendor to the attached offer and certifies (1) that the offer has taken into account all solicitation amendments, (2) that the above statements and information are accurate and that vendor understands and has complied with the requirements set forth herein. When delivering offers in person to One Capitol Hill, vendors are advised to allow at least one hour additional time for clearance through security checkpoints.

Steven P Lussier
Vendor's Signature (Person authorized to enter into contracts; signature must be in ink.)

Date 11/29/11

Steven P Lussier President

Print Name and Title of company official signing offer
Revised: 3/21/11

AIA[®] Document A305[™] – 1986

Contractor's Qualification Statement

The Undersigned certifies under oath that the information provided herein is true and sufficiently complete so as not to be misleading.

SUBMITTED TO: State of Rhode Island

ADDRESS: One Capitol Hill
Providence, RI 02908

SUBMITTED BY:

NAME: Automatic Temperature Controls, Inc.

ADDRESS: 95 Connecticut Street
Cranston, RI 02920

PRINCIPAL OFFICE: 95 Connecticut Street
Cranston, RI 02920

Corporation

Partnership

Individual

Joint Venture

Other

NAME OF PROJECT Armory of Mounted Command Building
HVAC Renovation, Militia
Providence, RI

TYPE OF WORK (file separate form for each Classification of Work):

General Construction

HVAC

Electrical

Plumbing

Other (please specify)

§ 1. ORGANIZATION

§ 1.1 How many years has your organization been in business as a Contractor? 23 Years

§ 1.2 How many years has your organization been in business under its present business name? 18 Years

§ 1.2.1 Under what other or former names has your organization operated?
C.H.A.C.

§ 1.3 If your organization is a corporation, answer the following:

§ 1.3.1 Date of incorporation: 10/22/93

§ 1.3.2 State of incorporation: Rhode Island

§ 1.3.3 President's name: Steven P Lussier

ADDITIONS AND DELETIONS:

The author of this document has added information needed for its completion. The author may also have revised the text of the original AIA standard form. An *Additions and Deletions Report* that notes added information as well as revisions to the standard form text is available from the author and should be reviewed. A vertical line in the left margin of this document indicates where the author has added necessary information and where the author has added to or deleted from the original AIA text.

This document has important legal consequences.

Consultation with an attorney is encouraged with respect to its completion or modification.

This form is approved and recommended by the American Institute of Architects (AIA) and The Associated General Contractors of America (AGC) for use in evaluating the qualifications of contractors. No endorsement of the submitting party or verification of the information is made by AIA or AGC.

§ 1.3.4 Vice-president's name(s) John Lussier

§ 1.3.5 Secretary's name: Lisa Lussier

§ 1.3.6 Treasurer's name: Donald R Lussier

§ 1.4 If your organization is a partnership, answer the following:

§ 1.4.1 Date of organization:

§ 1.4.2 Type of partnership (if applicable):

§ 1.4.3 Name(s) of general partner(s)

§ 1.5 If your organization is individually owned, answer the following:

§ 1.5.1 Date of organization:

§ 1.5.2 Name of owner:

§ 1.6 If the form of your organization is other than those listed above, describe it and name the principals:

§ 2. LICENSING

§ 2.1 List jurisdictions and trade categories in which your organization is legally qualified to do business, and indicate registration or license numbers, if applicable. Rhode Island, Connecticut, Massachusetts

See Attached Licences

§ 2.2 List jurisdictions in which your organization's partnership or trade name is filed.

§ 3. EXPERIENCE

§ 3.1 List the categories of work that your organization normally performs with its own forces.

HVAC- Refrigeration, Pipefitting, Sheet Metal, Electrical

§ 3.2 Claims and Suits. (If the answer to any of the questions below is yes, please attach details.)

§ 3.2.1 Has your organization ever failed to complete any work awarded to it?

No

§ 3.2.2 Are there any judgments, claims, arbitration proceedings or suits pending or outstanding against your organization or its officers?

NO

§ 3.2.3 Has your organization filed any law suits or requested arbitration with regard to construction contracts within the last five years?

NO

§ 3.3 Within the last five years, has any officer or principal of your organization ever been an officer or principal of another organization when it failed to complete a construction contract? (If the answer is yes, please attach details.)

NO

State of Rhode Island and Providence Plantations
Rhode Island Department of Labor and Training

CONTRACT MASTER/PIPE 00007313
CONTRACT MASTER/REFR 00007313
CONTRACT MASTR/SHMTL 00007313

STEVEN P LUSSIER
13 ANDRE COURT
ASHAWAY RI 02804

Paul R. Anderson

Administrator

01/31/2012

Expiration Date

DP'S CAT 6 40M 09/10 PC-00LICENR00PAPERFY11



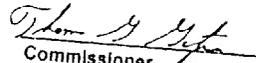
The Commonwealth of Massachusetts
DEPARTMENT OF PUBLIC SAFETY
Refrigeration Contractor License

Number: RC 020067

Expires: 08/30/2013 Tr. no: 143.0

Restricted: AUTOMATIC TEMPERATURE

DONALD R LUSSIER
5 BALSAM RD
SO KINGSTOWN, RI 02879


Commissioner

DIG SAFE CALL C

STATE OF CONNECTICUT
DEPARTMENT OF CONSUMER PROTECTION

HEATING, PIPING & COOLING UNLIMITED CONTRACTOR

DONALD R LUSSIER

5 BALSAM RD

SOUTH KINGSTOWN, RI 02879-5514

LIC. / REG NO.	EFFECTIVE	EXPIRES
HTG.0388921-S1	09/01/2011	08/31/2012

SIGNED

COMMONWEALTH OF MASSACHUSETTS

DIVISION OF PROFESSIONAL LICENSURE - BOARD OF

ELECTRICIANS

AS A REG JOURNEYMAN ELECTRICIAN

ISSUES THE ABOVE LICENSE TO:

ERIC A LAVALLEE

10 FOSTER CENTER RD

FOSTER

RI 02825-1213

10828 B

07/31/13

883809

LICENSE NO.

EXPIRATION DATE

SERIAL NO.

Signature

§ 3.4 On a separate sheet, list major construction projects your organization has in progress, giving the name of project, owner, architect, contract amount, percent complete and scheduled completion date.

See Attached

§ 3.4.1 State total worth of work in progress and under contract:

\$1,152,842.00

§ 3.5 On a separate sheet, list the major projects your organization has completed in the past five years, giving the name of project, owner, architect, contract amount, date of completion and percentage of the cost of the work performed with your own forces.

See Attached

§ 3.5.1 State average annual amount of construction work performed during the past five years:

\$10,000,00.00

..

§ 3.6 On a separate sheet, list the construction experience and present commitments of the key individuals of your organization. See Attached Resumes

§ 4. REFERENCES

§ 4.1 Trade References: See Attached

§ 4.2 Bank References: Bank RI
Steven Russell
Phone: 401-574-1610

§ 4.3 Surety:

§ 4.3.1 Name of bonding company: First National Insurance Company of America

§ 4.3.2 Name and address of agent: Dacey Insurance Agency
631 Main Street
East Greenwich, RI

§ 5. FINANCING

§ 5.1 Financial Statement.

§ 5.1.1 Attach a financial statement, preferably audited, including your organization's latest balance sheet and income statement showing the following items:

Current Assets (e.g., cash, joint venture accounts, accounts receivable, notes receivable, accrued income, deposits, materials inventory and prepaid expenses);

Net Fixed Assets;

Other Assets;

Currently Held Contracts

1	2	3	4	5	6	7	8	9
PROJECT TITLE & LOCATION	WORK CATEGORY	START & END DATES	ON SCHEDULE	CONTRACT PRICE	PERCENTAGE COMPLETE	VALUE OF INCOMPLETE WORK	NO. OF YEARS REMAINING	ANNUALIZED VALUE OF INCOMPLETE WORK
Unmanned A/V's Support Facility P-082 Naval Weapons Station Newport, RI	ENAS	08/18/10 - 11/25/11	Y	\$162,800	5%	\$8,140	1.000	\$8,140
SWOS FRH-2 Naval War College Install HVAC Newport, RI	ENAS HVAC	11/5/2011 - 10/1/2011	Y	\$27,895	10%	\$2,789	1	\$2,789
JFK Elementary School Replacement Heating System Franklin, MA	ENAS HVAC	07/07/11 - 11/10/11	Y	\$1,174,630	20%	\$234,926	1.000	\$234,926
East Providence Schools (E1 Contract 0099-0005) East Providence, RI	ENAS HVAC	06/15/11 - 11/15/11	Y	\$309,758	46%	\$170,080	1.000	\$170,080
Rehman, Ashbury Elementary Schools HVAC Improvements Ashbury & Rehman, RI	ENAS HVAC	06/14/11 - 10/30/11	Y	\$955,405	50%	\$477,702	1.000	\$477,702
Remington Jefferson School ECN1 Franklin, MA	ENAS	07/04/11 - 11/10/11	Y	\$156,100	82%	\$90,538	1.000	\$90,538
181 East Farm Aquacultural Lab Kingston, RI	ENAS HVAC	09/12/11 - 01/15/12	Y	\$421,646	40%	\$168,658	1.000	\$168,658
								\$1,132,842

Reference Information for Currently Held Contracts

PROJECT	COMPANY	CONTACT	TELEPHONE
Unmanned A/V's Support Facility P-082 Naval Weapons Station Newport, RI	Kalant Construction Co Inc	Tom Mann	401-272-4910
SWOS FRH-2 Naval War College Install HVAC Newport, RI	Hudley Construction	Tom Hudley	401-783-1113
JFK Elementary School Replacement Heating System Franklin, MA	Franklin School Department	Mike D'Angelo	508-551-4802
East Providence Schools (E1 Contract 0099-0005) East Providence, RI	East Providence School Dept	Ed Carlin	401-644-6829
Rehman, Ashbury Elementary Schools HVAC Improvements Ashbury & Rehman, RI	Automatic Temperature Controls, Inc.	Steven Lanier	401-946-5780
Remington Jefferson School ECN1 Franklin, MA	Franklin School Department	Mike D'Angelo	508-551-4802
181 East Farm Aquacultural Lab Kingston, RI	Norsco	Robert DeSteflo	508-614-8348

Completed Projects				
TITLE & LOCATION	WORK CATEGORY	CONTRACT PRICE	START DATE	END DATE
June R Levy Rink Hot Water Generator Burrillville, RI	HVAC	\$26,500	8/2/2010	9/13/2010
Renovations to Heating System Guterus School Bristol, RI	EMS HVAC	\$125,000	8/15/2010	10/1/2010
Uxbridge Housing Authority Project #304020 Furnace Replace Uxbridge MA	EMS HVAC	\$156,495	05/05/10	10/14/10
Sutton Police Station Purchase & Installation of Air Conditioning System Sutton, MA	EMS HVAC	\$25,600	05/21/10	09/30/10
Amtrol, Cooling to Office Area West Warwick, RI	HVAC	\$33,600	03/10/10	09/30/10
Walham Housing Authority Pine ST. Boiler Replacement Arthur J Clark Apartments	EMS HVAC	\$486,795	10/14/09	12/22/2010
Central Falls Housing Authority Boiler System Replacement Forand Manor Central Falls, RI	EMS HVAC	\$196,358	06/12/10	11/30/2010
Glen Hills Elementary School KMC Controls Direct Digital Control System, Cranston, RI	EMS	\$55,495	07/10/10	11/30/2010
Building 1171 Chiller Installation NLWC Newport, RI	EMS HVAC	\$61,245	05/17/10	12/15/2010
Wayland Middle School Relocation of Rooftop Unit Wayland, MA	EMS HVAC	\$133,130	07/13/10	01/19/11
Narragansett Bay Commission Boiler Installation Providence, RI	HVAC	\$22,690	11/16/10	01/07/11
Laramee Wignall Rooftop Units Warwick, RI	EMS HVAC	\$69,860	10/04/10	01/15/11
Submarine Museum Bldg 571 Direct Digital Control Groton, CT	EMS	\$59,500	09/07/10	02/11/11
XRA I Medical Imaging Install HVAC Cranston, RI	EMS HVAC	\$25,300	10/22/10	01/15/11
CCI Building 578,89 & 478 Groton HVAC Controls Improvement US Navy Sub Base Groton, CT	EMS	\$71,410	02/05/10	01/10/11
Sambarano Hospital Pascoag, RI	HVAC	\$113,400	08/19/10	01/15/11
Rogers High School Boiler Replacement & HVAC Controls Upgrades Newport, RI	EMS HVAC	\$520,315	07/15/10	03/30/11
Building 115& 1346 Dry Coolers, Newport Udersea Warfare Center	HVAC	\$264,463	1/17/2011	2/17/2011
Building 1258 & 1259 VFD, Newport Udersea Warfare Center	HVAC	\$220,525	02/06/11	4/9/2011
Building 1258&1259 Pumps Newport, RI	HVAC	\$115,875	12/22/2010	1/26/2011
Narragansett Bay Commission Providence, RI	HVAC	\$22,690	12/14/10	12/17/2010
Doris Building, Emergency Repair For Basement Floor Providence, RI	HVAC	\$85,600	02/23/11	5/11/2011
Install Ductless Splits Re-Focus Inc Providence, RI	HVAC	\$60,650	03/08/11	04/06/11
Johnson & Wales University Arts & Swing Space Providence, RI	EMS	\$15,350	04/20/11	04/22/11
Big Tony's Pizza Providence, RI	EMS HVAC	\$19,000	06/08/11	06/29/11
170 Westminster Kitchen Make-Up Air Unit Providence, RI	HVAC	\$16,700	12/21/10	04/20/11
Johnson & Wales University HVAC Building Renovations Providence, RI	EMS HVAC	\$15,924	12/8/2010	6/22/2011
Narragansett Bay Commission AHU Providence, RI	HVAC	\$12,420	2/8/2011	4/8/2011

Reference Information for Completed Projects			
PROJECT TITLE	COMPANY NAME	CONTACT NAME	TELEPHONE
June R Levy Rink Hot Water Generator Burrillville, RI	Automatic Temperature Controls	Mike White	1-508-520-1433
Renovations to Heating System Guterus School Bristol, RI	Automatic Temperature Controls	Steven P Lusster	1-401-946-5780
Uxbridge Housing Authority Project #304020 Furnace Replace Uxbridge MA	C.A. Crowley engineering	Martin Vickey	508-884-5094
Sutton Police Station Purchase & Installation of Air Conditioning System Sutton, MA	Town of Sutton	James Smith	508-865-8727
Amtrol, Cooling to Office Area West Warwick, RI	Automatic Temperature Controls	John Lusster	401-946-5780
Walham Housing Authority Pine ST. Boiler Replacement Arthur J Clark Apartments	J.T. Hailey Builders	John Hailey	508-620-9168
Central Falls Housing Authority Boiler System Replacement Forand Manor Central Falls, RI	Castellucci, Galfi Corporation	Jim Castellucci	410-353-0607
Glen Hills Elementary School KMC Controls Direct Digital Control System, Cranston, RI	City of Cranston	Mark J Marchesi	401-780-3151
Building 1171 Chiller Installation NLWC Newport, RI	Graybar Electric	Holly Guyon	314-573-5264
Wayland Middle School Relocation of Rooftop Unit Wayland, MA	Automatic Temperature Controls	Mike White	508-520-1433
Narragansett Bay Commission Boiler Installation Providence, RI	Automatic Temperature Controls	Mike White	508-520-1433
Laramee Wignall Rooftop Units Warwick, RI	Laramee Wignall	Don W Wignall	401-732-6464
Submarine Museum Bldg 571 Direct Digital Control Groton, CT	Mega Mechanical Services LLC	John Van Ogdén	877-430-6342
XRA I Medical Imaging Install HVAC Cranston, RI	Hurley Construction, Inc.	Tim Hurley	401-783-3133
CCI Building 578,89 & 478 Groton HVAC Controls Improvement US Navy Sub Base Groton, CT	CCI Group LLC	Adem Kelley	207-620-7172
Sambarano Hospital Pascoag, RI	Chevron Energy Solutions	Bob Tobin	215-699-0300
Rogers High School Boiler Replacement & HVAC Controls Upgrades Newport, RI	ConEdison Solutions	Roy Biszko	781-203-2717
Building 115& 1346 Dry Coolers, Newport Udersea Warfare Center	Graybar Electric	Holly Guyon	314-573-5264
Building 1258 & 1259 VFD, Newport Udersea Warfare Center	Graybar Electric	Holly Guyon	314-573-5264
Building 1258&1259 Pumps Newport, RI	Graybar Electric	Holly Guyon	314-573-5264
Narragansett Bay Commission Providence, RI	Automatic Temperature Controls Inc	Mike White	508-520-1433
Doris Building, Emergency Repair For Basement Floor Providence, RI	Don Building Association	John Takian	401-641-5851
Install Ductless Splits Re-Focus Inc Providence, RI	Re-Focus	Raim Batiano	401-272-1600
Johnson & Wales University Arts & Swing Space Providence, RI	Energy-One Southern Mechanical	Ron Bucchi	401-823-1800
Big Tony's Pizza Providence, RI	Automatic Temperature Controls	Steve Lusster	401-946-5780
170 Westminster Kitchen Make-Up Air Unit Providence, RI	Automatic Temperature Controls	Lisa Morraco	401-861-9150
Johnson & Wales University HVAC Building Renovations Providence, RI	Energy-One Southern Mechanical	Linda Robertus	401-823-1800
Narragansett Bay Commission AHU Providence, RI	Automatic Temperature Controls	Mike White	508-520-1433

Completed Projects				
TITLE & LOCATION	WORK CATEGORY	CONTRACT PRICE	START DATE	END DATE
Putnam Train Depot	EMS	\$15,000	6-15-2011	7-15-2011
80 Chare Road, Dayville, CT	HVAC			
P112V Maritime Subsurface Naval Undersea Warfare Center Newport, RI	EMS	\$118,050	11-23-2010	4-22-2011

Reference Information for Completed Projects			
PROJECT TITLE	COMPANY NAME	CONTACT NAME	TELEPHONE
Putnam Train Depot	Putnam Depot LLC	Jim Dandeneau	860-779-7492
80 Chare Road, Dayville, CT			
P112V Maritime Subsurface Naval Undersea Warfare Center Newport, RI	Delta Mechanical	Bruce Bookbinder	401-737-3500

Steven P. Lussier

13 Andre Court

Ashaway, RI 02804

401-265-2074

Slussier@autotempcontrols.com

Professional Achievements

AUTOMATIC TEMPERATURE CONTROLS INC.:

- Became company President in 2005
- Became company Vice President in 1999

ENERGY MANAGEMENT PROJECTS:

1/06/2010 - present

Westerly Library- Westerly, RI

- Renovate and update piping, duct work, insulation and controls for better energy efficiency.

03/16/2009- 06/30/2009

URI Bay Campus – Narragansett, RI

- Designed and installed an energy management system for the aquarium at the Bay Campus for URI.

08/15/2007 – 12/31/2008

Franklin Public Schools- Franklin, MA

- Energy renovation in various schools.

HVAC DDC CONTROLS:

03/17/08 - 03/01/2009

Groton Navy Base- Groton, CT

- Installed new DDC controls in Buildings 40 and 88.

04/14/2008 - 12/12/2008

Rusty's Harbor House- West Yarmouth, MA

- Installed DDC controls

04/20/2009 - 06/01/09

NUWC- Newport, RI

- Building 106 Installed new HVAC mechanical equipment, energy recovery ventilator and new ductwork.

06/15/09 – 10/01/2009

White Elephant- Nantucket, RI

- VFD Installation

REFRIGERATION PROJECTS:

05/15/2009 - 08/08/2009

NUWC- Newport, RI

- Building 1258 & 1259 Chiller replacement- Removal of old chiller units and installation of new ones.

COLLEGE ACHIEVEMENTS:

- NROTC Scholarship
- Charlie Company Commander
- Repaired HVAC system on training ship during a training cruise

Licenses

- Universal technician ESCO Certificate 0384028240763
- 3rd Asst engineer steam & motor vessels any horsepower #790631
- Contract Master/Pipe 00007313
- Contract Master/Refrigeration 00007313
- Contract Master/Sheet metal 00007313

Work History

- Automatic Temperature Controls 1988-present

Education

HS Diploma: COVENTRY HIGH SCHOOL, COVENTRY, RI

BS DEGREE: MARINE ENGINEERING, MAINE MARITIME ACADEMY, CASTINE, ME

References

References are available on request.

Professional Profile

Project Manager- estimates projects as well as oversee all aspects of the projects including material take-offs, labor, sub contractors, and safe on-time completion that is under budget. Job position also includes working closely with the service coordinator and the operations manager daily.

- 13+ years job shop experience
- Blueprint reading and interpretation
- Estimate and manage the installation of HVAC and plumbing that meet code requirements
- Estimate and set-up job costs with labor and material
- Update and approve change orders
- OSHA certified
- Knowledge of applicable local codes
- Supervisory experience
- Project manager skills

Professional Accomplishments

Project Manager

- Exeter/ West Greenwich Schools- Mechanical upgrades 2009-2010
- Ponnagansett School- Complete Mechanical Systems- 2006-2009

Service Tech Foreman

- Newport Navy Base- Job site foreman 2004-2008

Work History

Project Manager	ATC Inc., Cranston, RI	2008- present
Service Tech	ATC Inc., Cranston, RI	1996-2008

Education

AMP license	East Coast Aero Tech, Bedford, MA	June 1999
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References

References are available upon request.

728 Greenville Avenue
Johnston, RI, 02919
Phone: 401.595.0904
Email: Jay4130@yahoo.com

Jason G. Misiaszek

OBJECTIVE:

To acquire a challenging and rewarding position as a Construction Manager where I may provide my knowledge and experience in the field.

EDUCATION:

University of Rhode Island Kingston, RI Graduated: May, 2005

- Bachelor of Science in Business Administration

WORK EXPERIENCE:

Assistant Project Manager Lincoln, RI June 2009-November 2009
LGS Group, LLC

- Coordinate construction jobs for a company that specializes in framing, sheetrock, painting, acoustical ceilings and EFIS.
- Employ strong communication and organization skills to manage jobs along the Eastern coast from an office environment.
- Coordinate with General Contractors while actively composing submittal packages, follow up letters, change orders and RFI's.
- Established quality relationships with vendors and service professionals while achieving material cost reductions and efficiency for LGS.
- Perform material takeoffs from plans and coordinate orders and delivery.
- Utilize superior communication with LGS Superintendents and Subcontractors to effectively manage the job sites.

Project Manager Pawtucket, RI June 2005-May 2009
Urban Smart Growth

- Assist in schedule, budget, and project execution for a 30 million dollar historic mill redevelopment construction project- Hope Artiste Village. A mixed-use mill conversion including restaurant, office, retail, apartment, and light industrial space. Managed over 100 individual custom tenant fit-outs.
- Coordinate with Engineers, Architects, City Officials and the Historical Society with all aspects of project including plan reviews, permitting and inspections. Work closely with the Architects and Engineers to produce detailed plans to meet the requirements of the owner and tenant.
- Demonstrated ability to manage construction process from mechanical and structural design, review, bid, signing contracts, through execution and completion.
- Utilize strong organization skills to maintain accurate historical drawings. Ensure plan changes are properly updated, documented and distributed.
- Draft, update and maintain detailed project schedules using Microsoft Project. Oversee project progress, report to management and make necessary adjustments. Have a niche for streamlining project. Received Microsoft Project certification.
- Research product and pricing. Create and track purchase order requests and change orders. Monitor efficient vendor payments. Report and manage category spent analysis to maintain budget.
- Employ superior communication and presentation skills while reporting to top management on status of project and contributing unique judgment and input on the project proceedings.

Marketing/Public Relations Intern Providence, RI December 2004-June 2005
Trion Communications

- Demonstrated professional communication through affectively creating and implementing phone customer satisfaction survey.

- Played a vital role in attaining clients by creating affective marketing proposals by closely assessing consumer needs and wants.
- Implemented research to create status reports which advised Trion on how to approach a campaign.
- Solid ability to work with groups while participating in advertising development conference meetings.

COMPUTER SKILLS:

Proficient in Microsoft Project, Excel, Visio, Access, Power Point and Word. Working knowledge in AutoCAD, SPSS, AIA contracts and Photoshop. Type 50 wpm. Anything I do not know, I am willing and capable of learning.

***References and a Portfolio of my work are available upon request.*

RESUME
FOR
DONALD R. LUSSIER

Donald R. Lussier
9 Issac Fiske Lane
Greene, RI 02827
SS#038-30-8927

VIETNAM VETERAN, U. S. NAVY 1968 - 1972

EDUCATION

GRADUATE, WARWICK VETERAN'S HIGH SCHOOL, WARWICK, RI

HVAC DEGREE, NEW ENGLAND INSTITUTE OF TECHNOLOGY, WARWICK, RI

LICENSES: STATE OF RHODE ISLAND REFRIGERATION MASTER I #00002684
STATE OF RHODE ISLAND PIPEFITTER MASTER I #00002684
STATE OF MASSACHUSETTS REFRIGERATION CONTRACTOR #20067
STATE OF CONNECTICUT, HEATING, PIPING & COOLING UNLIMITED
CONTRACTOR TYPE S1, LICENSE 00388921
RSES LICENSE
KMC CERTIFICATE OF COMPLETION, KMDigital DDC Controls Engineering
and Systems Operation Training Program, 1995

EMPLOYMENT

1972 – 1978 University of Rhode Island Maintenance Dept, Heating and Ventilation
maintenance and repair, including controls.

1978 - 1985 Johnson Controls, Inc. Cranston, RI Inside sales, inventory control,
Service dispatcher and scheduling.

1985 – to 1993: Owner of Controls, Heating & Air Conditioning, an HVAC Company in
Cranston, RI. HVAC Installation and Service company doing business in Rhode Island
in commercial, industrial and government buildings.

1993 – Present. Owner of Automatic Temperature Controls, Inc, d/b/a CHAC.
HVAC Installation and Service company doing business in Rhode Island in commercial,
industrial and Government buildings.

Authorized distributor and installation contractor of Direct Digital Controls for a national
Control Manufacturer in Rhode Island, Massachusetts and Connecticut.

RESUME
FOR
ROBERT J MARTEL

Robert J. Martel
1138 Cherry Farm Road
Harrisville, RI 02830
SS#038-46-4361

EDUCATION

Graduate, Burrillville High School

HVAC Degree, New England Institute of Technology, Warwick, RI

KMC CERTIFICATE OF COMPLETION KMDigital DDC Controls Engineering and
Systems Operation Training Program, 1995

Refrigeration Service Engineers Society – Universal Technician for proper refrigerant
practices #069200418

LICENSES: RHODE ISLAND REFRIGERATION/MASTER 2 00006081

EMPLOYMENT

1982 – 1989 Country Refrigeration Inc. Install HVAC systems and controls.
Refrigeration Service Technician

1989 – 1993 Doall Mechanical Service. Owner. Installed HVAC Systems and controls,
plus service on existing HVAC equipment.

1993 – PRESENT Automatic Temperature Controls, Inc. General Foreman. Assigns
men to jobs, checks work, and schedules. Trains men in DDC (Direct Digital Control)
work.

Automatic Temperature Controls, Inc.

d/b/a CHAC

95 Connecticut Street, Cranston, RI 02920
Phone: (401) 946-5780 Fax: (401) 946-5795
E-mail: ATC5780@AOL.COM
AN EQUAL OPPORTUNITY EMPLOYER
KMDIGITAL AIC

Trade References:

Automatic Heating Equipment
401 Charles Street
Providence, RI
401-521-8877

Ardente Supply Co., Inc
404 Valley Street
Providence, RI
401-861-1324

Kreuter Manufacturing Co. Inc
19514 Industrial Drive
New Paris, IN 46553
219-831-5250

Supply New England
123 East Street
Attleboro, MA
508-222-5555

Cranston Windustrial
150 Jefferson Blvd
Warwick, RI
401-941-8370

Homans Associates LLC
250 Ballardvale Street
Wilmington, MA 01887
978-988-9692

Current Liabilities (e.g., accounts payable, notes payable, accrued expenses, provision for income taxes, advances, accrued salaries and accrued payroll taxes);

Other Liabilities (e.g., capital, capital stock, authorized and outstanding shares par values, earned surplus and retained earnings).

§ 5.1.2 Name and address of firm preparing attached financial statement, and date thereof:

John W. Glegg & Company
1130 Ten Rod Road
North Kingstown, RI 02852

§ 5.1.3 Is the attached financial statement for the identical organization named on page one?

Yes

§ 5.1.4 If not, explain the relationship and financial responsibility of the organization whose financial statement is provided (e.g., parent-subsiary).

§ 5.2 Will the organization whose financial statement is attached act as guarantor of the contract for construction?

NO

§ 6. SIGNATURE

§ 6.1 Dated at this 22nd day of November 2011

Name of Organization: Automatic Temperature Controls, Inc.

By: Steven P Lussier

Title: President

§ 6.2

Steven P Lussier

MR. being duly sworn deposes and says that the information provided herein is true and sufficiently complete so as not to be misleading.

Subscribed and sworn before me this 22nd day of November 2011

Notary Public:

My Commission Expires:

AUTOMATIC TEMPERATURE CONTROLS, INC.

FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION

FOR THE YEARS ENDED
JUNE 30, 2010 AND 2009

AUTOMATIC TEMPERATURE CONTROLS, INC.

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JOHN W. CLEGG & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS

THE MEADOWS

1130 TEN ROD ROAD, SUITE F-201

NORTH KINGSTOWN, RI 02852

To the Stockholders and Board of Directors
Automatic Temperature Controls, Inc.
Cranston, Rhode Island

We have reviewed the accompanying balance sheets of Automatic Temperature Controls, Inc. as of June 30, 2010 and 2009 and the related statements of operations and retained earnings and cash flows for the years then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of Automatic Temperature Controls, Inc.

A review consists principally of inquiries of Company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, with the exception of the matter described in the following paragraph, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with generally accepted accounting principles.

As disclosed in Note 8 to the financial statements, generally accepted accounting principles require that the Company's computation of current and deferred income tax assets and liabilities only consider tax positions that are more likely than not to be sustained if the taxing authority examined the positions. Management has informed us that they have not determined if there are any tax positions that do not meet the more than likely than not requirement. The effects of this departure from generally accepted accounting principles on the financial position, results of operations, and cash flows have not been determined.

Our reviews were made for the purpose of expressing limited assurance that there are no material modifications that should be made to the financial statements in order for them to be in conformity with generally accepted accounting principles. The information included in the accompanying schedules of uncompleted contracts, schedules of cost of revenues, and schedules of general and administrative expenses are presented only for supplementary analysis purposes. Such information has been subjected to the inquiry and analytical procedures applied in the review of the basic financial statements, and we are not aware of any material modifications that should be made thereto.

John W. Legg & Company

March 31, 2011

AUTOMATIC TEMPERATURE CONTROLS, INC.

BALANCE SHEETS, JUNE 30, 2010 AND 2009

ASSETS

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
CURRENT ASSETS:		
Cash and cash equivalents	\$ 106,459	\$ 179,478
Contract receivables, less allowance for doubtful accounts of \$20,000	1,527,822	1,652,461
Costs and estimated earnings in excess of billings on uncompleted contracts	-	270,115
Refundable income taxes	27,682	53,878
Inventories	11,608	7,500
Prepaid expenses	80,031	83,899
Deferred income taxes	<u>6,000</u>	<u>-</u>
Total current assets	<u>1,759,602</u>	<u>2,247,331</u>
PROPERTY AND EQUIPMENT:		
Equipment	382,813	354,585
Motor vehicles	482,006	482,006
Leasehold improvements	<u>65,113</u>	<u>37,916</u>
Total	<u>929,932</u>	<u>874,507</u>
Less accumulated depreciation	<u>659,439</u>	<u>558,455</u>
Net property and equipment	<u>270,493</u>	<u>316,052</u>
Total	\$ <u>2,030,095</u>	\$ <u>2,563,383</u>

(See Accompanying Notes and Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

BALANCE SHEETS, JUNE 30, 2010 AND 2009

LIABILITIES AND STOCKHOLDERS' EQUITY

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
CURRENT LIABILITIES:		
Bank line of credit	\$ 325,000	\$ 300,000
Notes payable - officers	59,632	63,187
Accounts payable -		
Trade	556,944	681,176
Employees withholdings	17,010	1,996
Billings in excess of costs and estimated earnings on uncompleted contracts	204,237	367,844
Accrued expenses	162,338	90,876
Accrued state income taxes	604	-
Deferred income taxes	-	105,000
	<u>1,325,765</u>	<u>1,610,079</u>
Total current liabilities		
DEFERRED INCOME TAXES	<u>49,000</u>	<u>60,000</u>
STOCKHOLDERS' EQUITY:		
Common stock, no par value -		
Authorized 600 shares		
Issued and outstanding 200 shares	8,000	8,000
Retained earnings	<u>647,330</u>	<u>885,304</u>
	<u>655,330</u>	<u>893,304</u>
Total stockholders' equity		
Total	\$ <u>2,030,095</u>	\$ <u>2,563,383</u>

(See Accompanying Notes and Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

STATEMENTS OF OPERATIONS AND RETAINED EARNINGS
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	<u>2010</u>	<u>JUNE 30</u> <u>2009</u>
CONTRACT REVENUES EARNED	\$ 8,276,227	\$ 10,509,223
COST OF REVENUES EARNED	<u>7,872,766</u>	<u>9,590,213</u>
Gross profit	403,461	919,010
GENERAL AND ADMINISTRATIVE EXPENSES	<u>722,845</u>	<u>860,335</u>
Income (loss) from operations	<u>(319,384)</u>	<u>58,675</u>
OTHER EXPENSE (INCOME):		
Loss on sale of property and equipment	-	6,514
Interest income	(89)	(794)
Interest expense	<u>13,629</u>	<u>6,690</u>
Total	<u>13,540</u>	<u>12,410</u>
Income (loss) before income taxes	(332,924)	46,265
INCOME TAXES (BENEFIT)	<u>(94,950)</u>	<u>19,144</u>
Net income (loss)	(237,974)	27,121
RETAINED EARNINGS, BEGINNING OF YEAR	<u>885,304</u>	<u>858,183</u>
RETAINED EARNINGS, END OF YEAR	\$ <u>647,330</u>	\$ <u>885,304</u>

(See Accompanying Notes and Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	<u>2010</u>	<u>JUNE 30</u> <u>2009</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	\$ (237,974)	\$ 27,121
Adjustments to reconcile net income (loss) to net cash used in operating activities -		
Depreciation	100,984	103,261
Bad debt expense	-	1,604
Loss on sale of property and equipment	-	6,514
Officer payroll	(3,555)	(76,300)
Deferred income taxes	(122,000)	20,000
Decrease (increase) in assets -		
Contract receivables	124,639	1,078,196
Costs and estimated earnings in excess of billings on uncompleted contracts	270,115	(87,587)
Refundable income taxes	26,196	(53,878)
Inventories	(4,108)	-
Prepaid expenses	3,868	(38,552)
Increase (decrease) in liabilities -		
Accounts payable	(109,218)	(624,469)
Accrued expenses	71,462	(31,143)
Accrued income taxes	604	(41,100)
Billings in excess of costs and estimated earnings on uncompleted contracts	(163,607)	(482,346)
Net cash used in operating activities	(42,594)	(198,679)

(Continued)

(See Accompanying Notes and Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

(Continued)

	<u>2010</u>	<u>JUNE 30</u> <u>2009</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of property and equipment	(55,425)	(55,341)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net borrowings on bank line of credit	<u>25,000</u>	<u>240,000</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(73,019)	(14,020)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>179,478</u>	<u>193,498</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ <u>106,459</u>	\$ <u>179,478</u>

(See Accompanying Notes and Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2010 AND 2009

1. ACCOUNTING POLICIES:

Nature of Operations -

The Company is a Rhode Island corporation whose principal line of business is installing electronic temperature regulation systems primarily on a contract basis and related non-contract services. The Company's main facility is located in Cranston, Rhode Island. The Company also has a sales office in Massachusetts. The Company performs ongoing credit evaluations of its customers' financial condition and, generally, requires no collateral from its customers, substantially all of whom are located in southeastern New England.

Revenue Recognition -

The Company recognizes revenues from construction and installation contracts on the percentage-of-completion method, measured by the percentage of cost incurred to date to estimated total cost for each contract. That method is used because management considers total cost to be the best available measure of progress on the contracts. Non-contract revenue is recognized as work is performed.

Contract costs include direct material, equipment, labor, subcontract and those indirect costs related to contract performance, such as indirect labor and maintenance costs. General and administrative costs are charged to expense as incurred. Provisions for estimated losses on incomplete contracts are made in the period in which such losses are determined. Changes in job performance, job conditions, estimated profitability, and final contract settlements may result in revisions to costs and income and are recognized in the period in which the revisions are determined. Claims for additional contract revenue are recognized when realization is assured and the amount can be reasonably determined.

The asset "costs and estimated earnings in excess of billings on uncompleted contracts," represents revenues recognized in excess of amounts billed. The liability, "billings in excess of costs and estimated earnings on uncompleted contracts," represents billings in excess of revenues recognized.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

1. ACCOUNTING POLICIES (CONTINUED):

Use of Estimates -

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Certain Significant Estimates -

Significant estimates used in preparing these financial statements are primarily in connection with computing profit percentages under the percentage-of-completion revenue recognition method and the related calculation of deferred income taxes. It is at least reasonably possible that the estimates used will change within the next year.

Cash -

The Company maintains its cash accounts at various financial institutions. Non-interest bearing bank account balances are fully insured and interest bearing bank account balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per bank as of June 30, 2010. As of June 30, 2010, the Company had no uninsured cash balances.

Cash Equivalents -

For purposes of reporting cash flows, cash and cash equivalents include money market accounts and any highly liquid debt instruments purchased with a maturity of three months or less.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

1. ACCOUNTING POLICIES (CONTINUED):

Contract Receivables -

Contract receivables are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a charge to earnings and a credit to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to contract receivables. The Company follows the practice of filing statutory liens on construction projects where collection problems are anticipated. The liens serve as collateral for contract receivables.

The Company includes retainage in contract receivables. Retainage, which is normally collected within one year from the completion date of the contract, totaled \$385,934 and \$361,965 as of June 30, 2010 and 2009, respectively.

Inventories -

Inventories, consisting of parts and supplies, are stated at the lower of cost (first-in, first-out) or market (net realizable value).

Property and Equipment -

Property and equipment are stated at cost. Depreciation generally is computed using a straight-line method over the estimated useful lives of the assets. Repairs and maintenance are charged to expense as incurred.

Revenue -

The Company is required to collect, on behalf of various states, sales tax based on a percentage of most gross sales. The Company's policy is to exclude sales taxes from revenue when collected, and expenses when paid and instead, record the collection and payment of sales taxes through a liability account.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

1. ACCOUNTING POLICIES (CONTINUED):

Advertising -

Advertising, which is charged to expense as incurred, aggregated \$3,457 and \$2,652 for 2010 and 2009, respectively.

Income Taxes -

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to differences between depreciation methods and basis of contract receivables and long-term contracts. The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled.

Reclassifications -

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

Subsequent Events -

Subsequent events were evaluated through March 31, 2011, which is the date the financial statements were available to be issued.

2. UNCOMPLETED CONTRACTS:

Costs, estimated earnings and billings on uncompleted contracts are summarized as follows:

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
Billings to date	\$ <u>773,937</u>	\$ <u>2,709,734</u>
Costs incurred on uncompleted contracts	464,494	2,228,907
Estimated earnings	<u>105,206</u>	<u>383,098</u>
Total	<u>569,700</u>	<u>2,612,005</u>
Net	\$ <u>204,237</u>	\$ <u>97,729</u>

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

2. UNCOMPLETED CONTRACTS (CONTINUED):

Included in the accompanying balance sheets under the following captions:

	<u>2010</u>	<u>JUNE 30</u>	<u>2009</u>
Costs and estimated earnings in excess of billings on uncompleted contracts	\$ -		\$ 270,115
Billings in excess of costs and estimated earnings on uncompleted contracts	<u>204,237</u>		<u>367,844</u>
Net	\$ <u>204,237</u>		\$ <u>97,729</u>

There was no provision for estimated losses on uncompleted contracts at June 30, 2010 and 2009.

3. BANK LINE OF CREDIT:

The Company has a \$500,000 demand line of credit (\$175,000 of which was unused at June 30, 2010) with Bank Rhode Island with a renewal date of January 31, 2011. Interest is payable monthly at prime plus 1%. The line of credit is secured by substantially all the assets of the Company and is guaranteed by the certain stockholders of the Company.

The Company's line of credit agreement contains various restrictions and covenants relating to financial reporting requirements. As of June 30, 2010 the Company was in compliance or obtained waivers for all such covenants.

4. NOTES PAYABLE - OFFICERS:

The Company has unsecured demand notes due to officers of the Company with interest payable at 1% per annum. Interest expense on the obligations totaled \$450 and \$1,200 at June 30, 2010 and 2009, respectively.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

5. BACKLOG:

Backlog represents the amount of revenue the Company expects to realize from work to be performed on uncompleted contracts in progress at year end and from contractual agreements on which work has not yet begun. The backlog totaled \$497,110 and \$3,206,933 at June 30, 2010 and 2009, respectively.

6. PENSION PLAN:

The Company sponsors a defined contribution pension plan that covers substantially all of its employees. Contributions to the plan are based upon a discretionary percentage of each covered employee's compensation. The plan also has a 401(k) employee deferral provision with a partial Company matching provision. The total pension expense for 2010 and 2009 was \$377,085 and \$317,631, respectively.

7. LEASES:

The Company rents its Rhode Island facility, a sales office in Franklin, Massachusetts, and various equipment on a month-to-month basis.

Rent expense totaled \$96,213 and \$110,634 in 2010 and 2009, respectively.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

8. INCOME TAXES (BENEFIT):

Components of income taxes are as follows:

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
Federal -		
Current	\$ 21,000	\$ (635)
Deferred	<u>(87,000)</u>	<u>12,000</u>
Total	<u>(66,000)</u>	<u>11,365</u>
State -		
Current	6,050	(221)
Deferred	<u>(35,000)</u>	<u>8,000</u>
Total	<u>(28,950)</u>	<u>7,779</u>
Total	<u>\$ (94,950)</u>	<u>\$ 19,144</u>

The current deferred tax asset and long-term deferred tax liability represent the gross components. The current deferred tax liability as of June 30, 2009 is net of current deferred tax assets of \$6,800. There was no valuation allowance utilized in the determination of deferred income taxes.

The income tax provision differs from the expense that would result from applying Federal statutory rates to income before income taxes because of the Company's utilization of the graduated tax rates and certain expenses are not deductible for tax purposes.

Generally accepted accounting principles require that the computation of current and deferred income tax assets and liabilities only consider tax positions that are more likely than not to be sustained if the taxing authority examined the positions. The Company has not determined if there are any tax positions that do not meet the more likely than not requirement.

The Company files income tax returns in the U.S. federal jurisdiction and various state jurisdictions. U.S. federal and state income tax returns prior to fiscal year 2006, which were filed, are closed.

(Continued)

AUTOMATIC TEMPERATURE CONTROLS, INC.

NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2010 AND 2009

9. RELATED PARTY TRANSACTIONS:

The Company rents its Rhode Island facility on a month-to-month basis from its majority stockholder. Total facility rent expense aggregated \$21,600 for 2010 and 2009.

10. CASH FLOW INFORMATION:

Interest and income taxes paid were as follows:

	<u>2010</u>	<u>JUNE 30</u> <u>2009</u>
Interest	\$ <u>13,629</u>	\$ <u>6,690</u>
Income taxes	\$ <u>250</u>	\$ <u>94,122</u>

SUPPLEMENTARY INFORMATION

AUTOMATIC TEMPERATURE CONTROLS, INC.

SCHEDULE OF UNCOMPLETED CONTRACTS
JUNE 30, 2010

	Contract Price	Estimated Gross Profit	Billings to Date	Costs to Date	Gross Profit Recognized to Date	Estimated Costs to Complete	Costs and Estimated Earnings in Excess of Billings	Billings in Excess of Costs and Estimated Earnings
Street Boiler Replacement	\$ 486,795	\$ 97,359	\$ 364,178	\$ 223,154	\$ 55,788	\$ 166,282	\$ -	\$ 85,236
Early Library	405,125	68,643	365,759	229,085	46,734	107,397	-	89,940
Building 141 and 156	174,890	31,420	44,000	12,255	2,684	131,215	-	29,061
Totals	\$ 1,066,810	\$ 197,422	\$ 773,937	\$ 464,494	\$ 105,206	\$ 404,894	\$ -	\$ 204,237

(See Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

SCHEDULE OF UNCOMPLETED CONTRACTS

JUNE 30, 2009

	Contract Price	Estimated Gross Profit	Billings to Date	Costs to Date	Gross Profit Recognized to Date	Estimated Costs to Complete	Costs and Estimated Earnings in Excess of Billings	Billings in Excess of Costs and Estimated Earnings
Family Service	\$ 953,703	\$ 102,033	\$ 953,703	\$ 755,393	\$ 90,499	\$ 96,277	\$ -	\$ 107,811
Bld 109 DDC Controls	28,700	2,870	22,960	8,944	994	16,886	-	13,022
on Senior Center	581,250	35,082	151,896	172,837	11,102	373,331	32,043	-
Report RTU Replacement	32,700	3,271	22,554	26,089	2,900	3,340	6,435	-
Pool Area Recreation Dept	300,915	19,737	107,915	74,792	5,250	206,386	-	27,873
EMS Bay & Prov Campus	164,142	21,359	108,749	67,024	10,026	75,759	-	31,699
Ham Town Hall	86,625	14,208	43,154	23,390	4,589	49,027	-	15,175
Aquarium Controls	41,000	4,100	41,000	35,307	3,923	1,593	-	1,770
ing 522 Grotton	28,568	4,726	28,568	18,239	3,615	5,603	-	6,714
Bay Heating Upgrades	197,300	15,427	114,949	93,343	7,918	88,530	-	13,688
ce in Hope Youth Center	59,885	12,175	59,885	38,232	9,756	9,478	-	11,897
er Replacement	244,800	25,800	244,800	174,046	20,504	44,954	-	50,250
ing 86 Grotton	44,280	4,428	44,280	16,638	1,849	23,214	-	25,793
School Controls	65,000	-	4,080	128	-	64,872	-	3,952
ort Boiler Rm Fan Duct	19,091	1,975	-	8,292	957	8,824	9,249	-
Butler School	834,885	112,097	88,550	68,143	10,568	654,645	-	9,839
Elephant VFD Drives	89,700	17,200	53,820	34,192	8,112	38,308	-	11,516
ate MS/HS Project	174,500	25,800	-	15,874	2,754	132,826	18,628	-
Building 1176	16,000	1,600	16,000	5,880	653	8,520	-	9,467
Building 1245	35,123	3,505	35,123	8,632	957	22,986	-	25,534
Preventative Maint.	823,950	203,287	540,538	560,663	183,635	60,000	203,760	-
Building 68	27,210	2,721	27,210	22,829	2,537	1,660	-	1,844
ville Police Addition	188,000	21,410	-	-	-	166,590	-	-
Quinn Funeral Home	78,165	10,905	-	-	-	67,260	-	-
lf School	229,200	22,358	-	-	-	206,842	-	-
loam	136,835	13,121	-	-	-	123,714	-	-
High School	111,375	10,576	-	-	-	100,799	-	-
am Elementary	178,825	17,820	-	-	-	161,005	-	-
Schools IT Office	47,210	6,521	-	-	-	40,689	-	-
Totals	\$ 5,818,937	\$ 736,112	\$ 2,709,734	\$ 2,228,907	\$ 383,098	\$ 2,853,918	\$ 270,115	\$ 367,844

(See Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

SCHEDULES OF COST OF REVENUES EARNED
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
Material	\$ 2,587,829	\$ 3,681,069
Labor	2,716,276	2,892,897
Subcontract labor	885,995	1,294,623
Direct job expenses -		
Engineering fees	1,684	-
Motor vehicles expense	272,517	270,737
Depreciation expense	77,353	84,577
Pension expense	375,648	316,054
Insurance	215,555	244,151
Payroll taxes	252,886	254,052
Employee benefits	370,916	371,016
Continuing education	12,264	41,797
Facilities rent	30,300	30,675
Utilities	5,143	7,236
Licenses, bonds and permits	20,796	31,136
Equipment rental	35,613	49,284
Supplies expense	<u>11,991</u>	<u>20,909</u>
 Total	 \$ <u>7,872,766</u>	 \$ <u>9,590,213</u>

(See Accountant's Review Report.)

AUTOMATIC TEMPERATURE CONTROLS, INC.

SCHEDULES OF GENERAL AND ADMINISTRATIVE EXPENSES
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	<u>JUNE 30</u>	
	<u>2010</u>	<u>2009</u>
Officers' payroll	\$ 236,620	\$ 193,400
Salaries and wages	180,501	270,732
Payroll taxes	44,573	88,601
Employee benefits	65,519	67,534
Pension expense	1,437	1,577
Repairs and maintenance	6,340	6,365
Office supplies and expense	29,610	40,544
Travel and entertainment	8,403	18,701
Telephone	50,720	41,299
Legal and accounting	21,295	21,009
Bad debt expense	-	1,604
Depreciation expense	23,631	18,684
Advertising	3,457	2,652
Insurance	5,210	6,518
Facilities rent	30,300	30,675
Utilities	5,143	7,236
Other taxes	2,842	21,944
Outside services	-	4,800
Bank service fees	2,768	2,597
Dues and subscriptions	1,578	2,255
Miscellaneous expenses	<u>2,898</u>	<u>11,608</u>
Total	\$ <u>722,845</u>	\$ <u>860,335</u>

(See Accountant's Review Report.)

BID BOND

Conforms with The American Institute of Architects, A.I.A. Document No. A-310

KNOW ALL BY THESE PRESENTS, That we, Automatic Temperature Controls, Inc.

of 95 Connecticut Street, Cranston RI 02920

as Principal, hereinafter called the Principal,

and the First National Insurance Company of America,

of 1001 4th Avenue, Suite 1700, Seattle, WA 98154, a corporation duly organized under

the laws of the State of Washington, as Surety, hereinafter called the Surety, are held and firmly bound unto

State of Rhode Island, Dept. of Admin., Div. of Purchases, One Capitol Hill, Providence, RI 02908 as Obligee, hereinafter called the Obligee,

in the sum of --five percent of the attached bid proposal---

Dollars (\$ Five Percent (5%) of Bid), for the payment of which sum well and truly to be made, the said Principal and the said Surety, bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, firmly by these presents.

WHEREAS, the Principal has submitted a bid for Armory of Mounted Commands Building, HVAC Renovation, Militia,
Bid #7449145

NOW, THEREFORE, if the Obligee shall accept the bid of the Principal and the Principal shall enter into a Contract with the Obligee in accordance with the terms of such bid, and give such bond or bonds as may be specified in the bidding or Contract Documents with good and sufficient surety for the faithful performance of such Contract and for the prompt payment of labor and material furnished in the prosecution thereof, or in the event of the failure of the Principal to enter such Contract and give such bond or bonds, if the Principal shall pay to the Obligee the difference not to exceed the penalty hereof between the amount specified in said bid and such larger amount for which the Obligee may in good faith contract with another party to perform the Work covered by said bid, then this obligation shall be null and void, otherwise to remain in full force and effect.

Signed and sealed this 29th day of November, 2011

Robert Silkeberry

Witness

Automatic Temperature Controls, Inc.
of 95 Connecticut Street, Cranston RI 02920 (Seal)
{ Steven P. Lussier

Steven P. Lussier, President Principal Title

M. T. King

Witness

First National Insurance Company of America
{ By Marcia S. Dacey

Marcia S. Dacey Attorney-in-Fact

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

FIRST NATIONAL INSURANCE COMPANY OF AMERICA
SEATTLE, WASHINGTON
POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That First National Insurance Company of America (the "Company"), a Washington stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint.

MICHAEL T. DACEY, MARCIA S. DACEY, ALL OF THE CITY OF EAST GREENWICH, STATE OF RHODE ISLAND.....

each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations in the penal sum not exceeding FIFTY MILLION AND 00/100..... DOLLARS (\$ 50,000,000.00.....) each, and the execution of such undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE IV - Officers: Section 12. Power of Attorney.

Any officer or other official of the Corporation authorized for that purpose in writing by the Chairman or the President, and subject to such limitations as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and executed, such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article IV, Section 12 of the By-laws, David M. Carey, Assistant Secretary of First National Insurance Company of America, is authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of First National Insurance Company of America has been affixed thereto in Plymouth Meeting, Pennsylvania this 2nd day of June 2011.



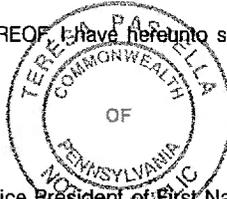
FIRST NATIONAL INSURANCE COMPANY OF AMERICA

By David M. Carey, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA ss
COUNTY OF MONTGOMERY

On this 2nd day of June, 2011, before me, a Notary Public, personally came David M. Carey, to me known, and acknowledged that he is an Assistant Secretary of First National Insurance Company of America; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of First National Insurance Company of America thereto with the authority and at the direction of said corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.



Notarial Seal
Teresa Pastella, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires Mar. 28, 2013
Member, Pennsylvania Association of Notaries

By Teresa Pastella, Notary Public

CERTIFICATE

I, the undersigned, Vice President of First National Insurance Company of America, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Officer specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article IV, Section 12 of the By-laws of First National Insurance Company of America.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of First National Insurance Company of America at a meeting duly called and held on the 18th day of September, 2009.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this 29th day of November, 2011



By Gregory W. Davenport, Vice President

Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees.

To confirm the validity of this Power of Attorney call 1-610-832-8240 between 9:00 am and 4:30 pm EST on any business day.