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September 30, 2009

Dr. William S. Spears, CEO – Founder
Energy Education, Inc
5950 Sherry Lane, Suite 900
Dallas, TX 75225

Via Electronic Mail

Re: Good Steward Software, LLC ("Good Steward"); Our File No. 01174

Dear Bill:

You have asked me to review the organizational documents for Good Steward.

In conjunction with your request, I have reviewed the following:

1. State of Colorado, Department of State Certificate issued to Good Steward, issued on December 27, 2001;
2. Articles of Organization of Good Steward, filed with the State of Colorado, Department of State, on December 27, 2001;
3. The Operating Agreement of Good Steward, dated December 31, 2001;
4. A statement from Steven D. Heinz, the sole member of Good Steward, dated October 7, 2005.

In addition to my review of the organizational documents of Good Steward, my review also extended to discussions with the principals of both Good Steward and Energy Education, Inc. ("EEI"). This information provided me background information concerning the business relationship between the two companies and between Steven Heinz and you.

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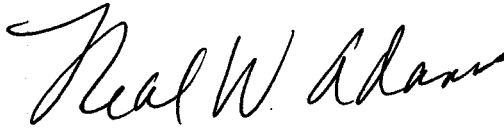
It is my opinion in reviewing these documents Steven D. Heinz has been from the date of issuance of the Certificate from the State of Colorado to Good Steward, the sole member, manager and owner of Good Steward. There is no evidence from the organizational documents and operating document of Good Steward that would indicate that EEI or any of its officers, directors or principals has ever had any kind of ownership or management position with Good Steward.

My conclusion is from the beginning of the relationship between Good Steward and EEI that both companies have taken care to ensure an independent relationship between EEI's services and Good Steward's measurement and verification process. An example of this is the fact that EEI employs no computer specialists with expertise in programming and EEI's personnel have never had physical access to the source code for Good Steward's software products.

If you have any questions regarding this matter, please contact me.

Sincerely,

ADAMS, LYNCH & LOFTIN, P.C.

A handwritten signature in black ink, appearing to read "Neal W. Adams". The signature is fluid and cursive, with the first name "Neal" being the most prominent.

Neal W. Adams