
From: Vinyard, Herschel T. - Chief Administrative Officer [vinyht@jea.com]
Sent: 8/14/2019 2:13:10 PM
To: 'Powers, Ted' [ted.powers@pillsburylaw.com]; Hyde, Kevin E. [KHyde@foley.com]; Hosay, Robert H. [RHosay@foley.com]; Kise, Chris [CKise@foley.com]
CC: Amdur, Stephen B. [stephen.amdur@pillsburylaw.com]; Platt, Justin S. [justin.platt@pillsburylaw.com]; Calcado, Alexandra F. [alexandra.calcado@pillsburylaw.com]; Weissman, Andrew D. [andrew.weissman@pillsburylaw.com]
Subject: RE: Call on Alternatives

**** EXTERNAL EMAIL MESSAGE ****

Good for me.

From: Powers, Ted <ted.powers@pillsburylaw.com>
Sent: Wednesday, August 14, 2019 2:08 PM
To: Vinyard, Herschel T. - Chief Administrative Officer <vinyht@jea.com>; 'KHyde@foley.com' <KHyde@foley.com>; RHosay@foley.com; CKise@foley.com
Cc: Amdur, Stephen B. <stephen.amdur@pillsburylaw.com>; Platt, Justin S. <justin.platt@pillsburylaw.com>; Calcado, Alexandra F. <alexandra.calcado@pillsburylaw.com>; Weissman, Andrew D. <andrew.weissman@pillsburylaw.com>
Subject: RE: Call on Alternatives

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Does 10 am tomorrow work?

Thanks,
Ted

From: Vinyard, Herschel T. - Chief Administrative Officer <vinyht@jea.com>
Sent: Wednesday, August 14, 2019 1:26 PM
To: 'KHyde@foley.com' <KHyde@foley.com>; Powers, Ted <ted.powers@pillsburylaw.com>; RHosay@foley.com; CKise@foley.com
Cc: Amdur, Stephen B. <stephen.amdur@pillsburylaw.com>; Platt, Justin S. <justin.platt@pillsburylaw.com>; Calcado, Alexandra F. <alexandra.calcado@pillsburylaw.com>; Weissman, Andrew D. <andrew.weissman@pillsburylaw.com>
Subject: RE: Call on Alternatives

Me too

From: KHyde@foley.com <KHyde@foley.com>
Sent: Wednesday, August 14, 2019 12:58 PM
To: Powers, Ted <ted.powers@pillsburylaw.com>; RHosay@foley.com; CKise@foley.com; Vinyard, Herschel T. - Chief Administrative Officer <vinyht@jea.com>
Cc: Amdur, Stephen B. <stephen.amdur@pillsburylaw.com>; Platt, Justin S. <justin.platt@pillsburylaw.com>; Calcado, Alexandra F. <alexandra.calcado@pillsburylaw.com>; Weissman, Andrew D. <andrew.weissman@pillsburylaw.com>
Subject: RE: Call on Alternatives

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Tomorrow would be best for me.

-Kevin E. Hyde

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From: Powers, Ted <ted.powers@pillsburylaw.com>
Sent: Wednesday, August 14, 2019 10:46 AM
To: Hyde, Kevin E. <KHyde@foley.com>; Hosay, Robert H. <RHosay@foley.com>; Kise, Chris <CKise@foley.com>;
Vinyard, Herschel T. - Chief Administrative Officer <vinyht@jea.com>
Cc: Amdur, Stephen B. <stephen.amdur@pillsburylaw.com>; Platt, Justin S. <justin.platt@pillsburylaw.com>; Calcado,
Alexandra F. <alexandra.calcado@pillsburylaw.com>; Weissman, Andrew D. <andrew.weissman@pillsburylaw.com>
Subject: Call on Alternatives

**** EXTERNAL EMAIL MESSAGE ****

Foley team,

We have some questions, excerpted below, we were hoping to run by you in connection with analyzing the IPO and Coop alternatives. Please let us know if you're available for a call today or tomorrow to discuss.

Thanks,
Ted

IPO Questions:

1. What protections would exist for the Company if someone were to request a copy of an S-1 confidentially submitted to the SEC?
2. To what extent could the public request communications between the Company and its auditors, underwriters, and/or legal counsel?
3. Would the Company have grounds to refuse an information request if it would otherwise violate federal law (i.e., federal securities laws)?
4. Are there any exemptions to the public records that we should be aware that would be relevant to this process?
5. Is there a (feasible) process for working with the Florida legislature or governor's office or otherwise to obtain case by case exemptions to the public records laws?
6. Is the Company permitted statutorily or otherwise to own stock of a public company or a private company?

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7. Would the Company be required to state in its referendum that the sale transaction contemplated is an IPO, as opposed to just an exit transaction for a minimum dollar amount?

Co-Op Questions:

1. What statutory basis would the Company have to operate its business as a cooperative? The Florida Code, Section 619 seems to only apply to agricultural based cooperatives. Could a cooperative be formed pursuant to Chapter 617 as a nonprofit? We note that there appears to be a few cooperative energy companies in Florida, but perhaps they were formed under a law that has since been amended or replaced.

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NASHVILLE NEW YORK NORTHERN VIRGINIA PALM BEACH SACRAMENTO
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