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December 19, 2011

Via Electronic Filing
Rosemary Chiavetta, Secretary
PA Public Utility Commission
PO Box 3265
Harrisburg, PA 17105-3265

Re: Joint Petition of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company and West Pen Power Company for Approval of Their Default Service Programs, Docket Nos. P-2011-2273650, P-2011-2273668, P-2011-2273669 and P-20112273670

Dear Secretary Chiavetta:

On behalf of Direct Energy Services, LLC enclosed for filing is the original of its Petition to Intervene and Prehearing Memo along with the electronic filing confirmation for each of the documents with regard with regard to the above-referenced matter. Copies to be served in accordance with the attached Certificate of Service.

Very truly yours,

Daniel Clearfield/lw
Daniel Clearfield

DC/lww
Enclosure

cc: Hon. Elizabeth Barnes w/enc.
Cert. of Service w/enc.

CERTIFICATE OF SERVICE

I hereby certify that this day I served a copy of Direct Energy's Petition to Intervene and Prehearing Memoupon the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code Section 1.54.

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BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Petition Of Metropolitan Edison	:	Docket No. P-2011-2273650
Company, Pennsylvania Electric Company,	:	Docket No. P-2011-2273668
Pennsylvania Power Company and West	:	Docket No. P-2011-2273669
Penn Power Company for Approval of	:	Docket No. P-2011-2273670
Their Default Service Programs	:	

PREHEARING MEMORANDUM
OF DIRECT ENERGY SERVICES, LLC

Pursuant to 52 Pa. Code §§ 5.72-5.75, the public notices filed in the Pennsylvania Bulletin on December 3, 2011 and the Prehearing Conference Order dated November 30, 2011, and subject to the granting of the Petition to Intervene filed by Direct Energy Services, LLC ("Direct Energy") in the above captioned proceeding, Direct Energy submits this Prehearing Memorandum.

I. REPRESENTATION

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II. PRESENTLY IDENTIFIED ISSUES

Direct Energy is licensed by the Commission at No. A-110164 to provide electricity and related services to all classes of retail customers throughout Pennsylvania, including the service territories of the Companies.

The Commission's action in this proceeding will determine the Companies' default service rates, terms and conditions effective June 1, 2013. Direct Energy must compete in these markets and will be bound by the action of the Commission in this proceeding. The structure of the competitive markets in these territories will have a significant effect on the level of retail competition that will be experienced in these markets and, thus, on the ability of Direct Energy to do business in this market. Because of Direct Energy's direct interest in the outcome of these proceedings, it filed a Petition to Intervene in this proceeding.

Direct Energy has identified the following issues that should be examined in this proceeding:

- Whether the Companies' overall default service supply plan is consistent with the Commission's regulations and the Public Utility Code.
- The effectiveness of the Companies' default service plan to promote retail market development for the benefit of consumers in the Companies' service territories.
- The appropriateness of relying on exclusive reliance on 24-month contracts for the full requirements portion of the portfolio, the Companies' proposed schedule of competitive supply auctions and lead times prior to delivery, and the rate class classifications.
- The design, purpose and potential effectiveness of the Companies' proposed Opt-In Auction program, customer referral program, and Time of Use rates to promote retail market development for the benefit of consumers in the Companies' service territories.

At this time, Direct Energy continues to evaluate its position on the proposed procurement plans and will refine its position based on further study of the proposals, review of discovery and additional input from other parties. Direct Energy reserves the right to address other issues identified through its continued review and analysis of the filing or raised by other parties.

III. WITNESSES

At this time, Direct Energy is still evaluating whether or not to present testimony in this matter. Direct Energy reserves the right to present a witness as may be necessary depending on the course of the proceeding and will provide the Presiding Officer as well as the other parties in this matter reasonable notice if necessary. Direct Energy also reserves its right to add additional witnesses or change the identity of its witnesses at any time upon appropriate notice to the Presiding Officer and the parties.

IV. LITIGATION SCHEDULE AND DISCOVERY RULES

Direct Energy is amenable to working with the other parties in this matter to adopt a reasonable litigation schedule and/or necessary modifications to the Commission's discovery rules.

V. SETTLEMENT

Direct Energy is willing to participate in settlement discussions with any party to narrow the issues in this matter.

Respectfully submitted,

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