

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of HealthTrust Purchasing Group, LP for approval to offer, render, furnish, or supply electricity or electric generation services as a broker/marketer throughout the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

HealthTrust Purchasing Group, LP (hereinafter referred to as "HPG")
155 Franklin Road, Suite 400
Nashville, TN 37027
(615) 344-3000
(615) 344-3161 (fax)

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number

NONE

- 2 a **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

Jon Ervin
Director, National Energy Agreements
One Park Plaza, Bldg II-3E
Nashville, TN 37203
615-344-1116
615-344-1270 (fax)

- b **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

Jon Ervin
Director, National Energy Agreements
One Park Plaza, Bldg II-3E
Nashville, TN 37203
615-344-1116
615-344-1270 (fax)

- 3 a **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

Gary V. Pack, Esq.
Chief Legal Officer
HealthTrust Purchasing Group
155 Franklin Road, Suite 400
Nashville, TN 37027
615-344-3011
615-344-3166 (fax)

Brian J. Knipe, Esq.
Buchanan Ingersoll & Rooney PC
17 North Second Street, 15th Floor
Harrisburg, PA 17101-1503
(717) 237-4820
(717) 233-0852 (fax)
brian.knipe@bipc.com

- b REGISTERED AGENT: If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

C T Corporation System
1515 Market Street, Suite 1210
Philadelphia, PA 19102
(215) 563-7750
(215) 563-7771 (fax)

4 FICTITIOUS NAME: (select and complete appropriate statement)

- The Applicant will be using a fictitious name or doing business as ("d/b/a"):

Attach to the Application a copy of the Applicant's filing with the Commonwealth's Department of State pursuant to 54 Pa. C S §311, Form PA-953

or

- The Applicant will not be using a fictitious name

5 BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS: (select and complete appropriate statement)

- The Applicant is a sole proprietor.

If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa C S §4124 relating to Department of State filing requirements

or

- The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa C S §8211)
- foreign limited liability limited partnership (15 Pa. C S §8211)

Provide proof of compliance with appropriate Department of State filing requirements as indicated above
See HPG's foreign limited partnership registration and amendment, attached as Exhibits A and B.

Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers

Each of Applicant's partners is involved in the business of providing healthcare services.

General Partner:

CMS GP, LLC
One Park Plaza
Nashville, TN 37203

CMS GP, LLC is a subsidiary of HCA, Inc which operates over 163 hospitals across the United States.

Limited Partners:

Management Services, LP, LLC
One Park Plaza
Nashville, TN 37203

Management Services, LP, LLC is a subsidiary of HCA, Inc which operates over 163 hospitals across the United States

LifePoint Hospitals Holdings, Inc
103 Powell Court, Suite 200
Brentwood, TN 37027

**Health Management Associates, Inc.
5811 Pelican Bay Blvd , Suite 500
Naples, FL 34108

**CHS/Community Health Systems, Inc
4000 Meridian Blvd
Franklin, TN 37067

**Consorta, Inc
1475 E. Woodfield Road
Schaumburg, IL 60173

Consorta Shareholders:

Caritas Christi Health Care System
77 Warren Street
Brighton, MA 02135

Catholic Health East
14 Campus Blvd , Suite 300
Newton Square, PA 19073

Catholic Health Initiatives
1999 Broadway, Suite 2600
Denver, CO 80202

Hospital Sisters Health System
4935 LaVeme Road
Springfield, IL 62707

Ministry Health Care
11925 W Lake Park Drive
Milwaukee, WI 53224

Provena Health
19065 Hickory Creek Dr. , Ste 300
Mokena, IL 60448

Sisters of St. Francis Health
Services, Inc.
1515 Dragoon Trail
Mishawaka, IN 46544

St John Health System
1923 South Utica
Tulsa, OK 74104-6502

Trinity Health System Corporation
34605 Twelve Mile Road
FarmingtonHills, MI 48331-3221

Via Christi Health System
3720 E Bayley
Wichita, KS 67218

Wheaton Franciscan Services, Inc.
26W 171 Roosevelt Road
Wheaton, IL 60187

**Universal Health Services, Inc.
367 South Gulph Road
King of Prussia, PA 19406

**Limited Partners which own Facilities doing in business in Pennsylvania

* If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa C S §4124

or

- The Applicant is a :
- domestic corporation (none)
 - foreign corporation (15 Pa. C.S. §4124)
 - domestic limited liability company (15 Pa. C.S. §8913)
 - foreign limited liability company (15 Pa. C.S. §8981)
 - Other _____

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation.

Give name and address of officers.

The Applicant is incorporated in the state of _____.

6 **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:** (select and complete appropriate statement)

- Affiliate(s) of the Applicant doing business in Pennsylvania are:

The following limited partners of the Applicant are doing business in Pennsylvania as healthcare providers:

1. **Consorta, Inc. (list of affiliates attached as Exhibit C)**
2. **CHS/Community Health Systems, Inc. (list of affiliates attached as Exhibit D)**
3. **Health Management Associates, Inc. (list of affiliates attached as Exhibit E)**
4. **Universal Health Services, Inc. (list of affiliates attached as Exhibit F)**

Give name and address of the affiliate(s) and state whether the affiliate(s) are jurisdictional public utilities. **For affiliate addresses, see Exhibits C, D, E, and F. None of the affiliates are jurisdictional public utilities or are engaged in the supply of electricity or related services.**

- If the Applicant or an affiliate has a predecessor who has done business within Pennsylvania, give name and address of the predecessor(s) and state whether the predecessor(s) were jurisdictional public utilities

or

- The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.

7. **APPLICANT'S PRESENT OPERATIONS:** (select and complete the appropriate statement)

- The Applicant is presently doing business in Pennsylvania as a
- vertically-integrated provider of generation, transmission, and distribution services
 - municipal electric corporation providing service outside its municipal limits
 - electric cooperative
 - local gas distribution company
 - nonintegrated provider of electric generation, transmission or distribution services
 - Other. (Identify the nature of service being rendered)

or

The Applicant is not presently doing business in Pennsylvania.

8. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- Generator and supplier of electric power
- Municipal generator and supplier of electric power
- Electric Cooperative and supplier of electric power
- Broker/Marketer engaged in the business of supplying electricity.
- Aggregator engaged in the business of supplying electricity
- Other (Describe):

Applicant is a group purchasing organization, the members of which are hospitals and other healthcare providers. On behalf of its members, Applicant negotiates the purchase of goods and services with third party suppliers. Applicant proposes to operate as a broker/marketer engaged in the business of negotiating the purchase of electricity on behalf of its members in Pennsylvania with a third-party EGS licensed by the Commission. However, each member would directly purchase electricity from the third-party licensed EGS, and remit payment directly to the electric distribution company or third-party licensed EGS. Applicant would not take title to the electricity.

9. **PROPOSED SERVICES:** Generally describe the electric services or the electric generation services which the Applicant proposes to offer.

Applicant is a group purchasing organization, the members of which are hospitals and other healthcare providers. On behalf of its members, Applicant negotiates the purchase of goods and services with third party suppliers, so that its members can benefit from their combined purchasing power. Applicant seeks an EGS license so that it may expand its activities to include negotiations for the purchase of electricity on behalf of its member healthcare providers in Pennsylvania. Applicant already engages in this activity for its members in other jurisdictions, including Illinois, Massachusetts, New Hampshire, New Jersey, Texas (where Applicant is a licensed aggregator) and Washington, D.C. Applicant issues a Request for Proposals (RFP) to third-party licensed EGSs, to serve the aggregate demand of Applicant's participating members. Applicant then negotiates a Group Purchasing and Energy Aggregation Agreement (Group Purchasing Agreement) with the winning licensed EGS, including pricing and other terms of its members' purchase of electricity from the third-party licensed EGS. In accordance with the Group Purchasing Agreement, each participating member enters into a separate Transaction Agreement with the third-party licensed EGS, whereby the member purchases electricity directly from the third-party licensed EGS, and remits payment directly to the electric distribution company or the third-party licensed EGS. Applicant does not take title to the electricity, make payments on behalf of its members, or receive any payments from its members. Applicant only receives a small administrative fee from the third-party licensed EGS, to cover the costs of conducting the RFP and negotiating and administering the Group Purchasing Agreement. Applicant does not provide any services to residential customers, and will not serve residential customers in Pennsylvania.

Currently, Applicant has 8 members in Pennsylvania that are interested in participating in the group purchase of electricity, including 7 members in the service territory of PPL Electric Utilities Corporation and 1 member in the service territory of Duquesne Light Company. Applicant has already conducted an RFP and negotiated the terms of the sale of electricity to its Pennsylvania members starting January 1, 2010 with the winning EGS, which is licensed by the Commission. However, Applicant is applying for an EGS license to ensure compliance with all applicable statutes, regulations and Commission orders, and the issuance of a license to Applicant is critical for Applicant's members to begin receiving electricity on January 1, 2010 from the winning third-party licensed EGS, under the terms negotiated by Applicant. Therefore Applicant respectfully requests that the Commission grant this Application and issue a license before January 1, 2010.

10. **SERVICE AREA:** Generally describe the geographic area in which Applicant proposes to offer services

Applicant's current membership in Pennsylvania consists of 7 hospitals in the service territory of PPL Electric Utilities Corporation and 1 hospital in the territory of Duquesne Light Company. In anticipation of changes in its membership, Applicant proposes to be licensed to offer services to its members throughout all of Pennsylvania.

11. **CUSTOMERS:** Applicant proposes to initially provide services to:

- Residential Customers
- Commercial Customers - (25 kW and Under)
- Commercial Customers - (Over 25 kW)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

HPG's members with business locations in Pennsylvania. HPG's members are non-residential customers with demand over 25 kW.

12. **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer
- Received approval from FERC to be a Power Marketer at Docket or Case Number _____
- Not applicable

13. **START DATE:** The Applicant proposes to begin delivering services on **January 1, 2010.**
(approximate date)

14. **NOTICE:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa Code §5.14, serve a copy of the signed and verified Application with attachments on the following:

Irwin A. Popowsky
Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

William R. Lloyd, Jr.
Commerce Building, Suite 1102
Small Business Advocate
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

Any of the following Electric Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

Gary A. Jack, Assistant General Counsel
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

John P. Litz, Division Controller
UGI Utilities, Inc.
Electric Division
400 Stewart Road
P O Box 3200
Hanover Industrial Estates
Wilkes-Barre, PA 18773-3200

(Metropolitan Edison Company or Pennsylvania Electric Company)
Blaine W. Uplinger, Jr., Director of Governmental and Regulatory Affairs
FirstEnergy
100 APC Building
800 North Third Street
Harrisburg, PA 17102-2025

Paul E. Russell, Associate
General Counsel
PPL
Two North Ninth Street
Allentown, PA 18108-1179

Carlo L. Ciabattoni, Manage Energy Acquisition
PECO Energy Company
2301 Market Street
Philadelphia, PA 19101-8699
215 841 4210
carlo.ciabattoni@exeloncorp.com

Stephen L. Feld, Attorney
Pennsylvania Power Company
First Energy Corporation
76 South Main Street
Akron, OH 44308

John L. Munsch, Attorney
Allegheny Power
800 Cabin Hill Drive
Greensburg, PA 15601-1689

Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, attach Proof of Service of the Application and attachments upon the above named parties. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14.

15. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.
16. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.
- None.**
17. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** Electricity should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.
- a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

Jon Ervin
Director, National Energy Agreements
One Park Plaza, Bldg. II-3E
Nashville, TN 37203
615-344-1116
615-344-1270 (fax)

Dave McMillan
Manager, Procurement
2515 Park Plaza, Bldg II-3E
Nashville, TN 37203
615-344-8124
615-344-2170 (fax)

- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers. N/A
- c. If proposing to serve Residential and/or Small Commercial (under 25 kW) customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix C to this Application. N/A

18. **BONDING:** In accordance with 66 PA. C.S. Section 2809(C) (1)(I), the Applicant is:

- Furnishing a copy of initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000
- Furnishing proof of other initial security for Commission approval, to ensure financial responsibility
- Filing for a modification to the \$250,000 and furnishing a copy of an initial bond, letter of credit or proof of bonding to the Commission for the amount of \$ 10,000. Applicant is required to provide information supporting an amount less than \$250,000.

As explained in detail in response to Question 9, Applicant will only negotiate purchases on behalf of its members, with another EGS already licensed by the Commission. Applicant will not take title to the electricity or make or process utility payments on behalf of its members, and the end-users will not remit any funds to Applicant. Applicant will only receive an administrative fee from the other licensed EGS, to cover the costs of conducting an RFP and negotiating the terms of purchase of the electricity by its members.

At the conclusion of Applicant's first year of operation it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on an annual basis.

19. **FINANCIAL FITNESS:**

- A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:
- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies. **See HPG's organizational chart, attached as Exhibit G.**
 - Published parent company financial and credit information. **See the third quarter 2009 Form 10-Q and 2008 Form 10-K for HCA, Inc., the parent company of Applicant's general partner, attached as Exhibits H and I, respectively. Also, a November 5, 2009 press release, entitled "HCA Reports Increase in 2009 Third Quarter Earnings" is attached as Exhibit J. See also the 2005 Annual Report for HCA, attached as Exhibit K. The 2005 Annual Report is the most recent one available for HCA, which was purchased by a group of private investors in 2006.**
 - Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available. **See HPG's 2008 balance sheet and income statement, attached as Exhibits L and M.**
 - Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports. **See the Dun and Bradstreet Credit Report for HCA, Inc., attached as Exhibit N.**
 - A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
 - Audited financial statements

- Such other information that demonstrates Applicant's financial fitness.

B Applicant must provide the following information:

- Identify Applicant's chief officers including names and their professional resumes.
See list of HPG's chief officers, attached as Exhibit O.
- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

John M. Paul
Chief Financial Officer
HealthTrust Purchasing Group
155 Franklin Road, Suite 400
Nashville, TN 37027
615-344-3037
615-344-3166 (fax)

20 **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by electric utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.

Jon Ervin
Director, National Energy Agreements
One Park Plaza, Bldg. II-3E
Nashville, TN 37203
615-344-1116
615-344-1270 (fax)

Dave McMillan
Manager, Procurement
2515 Park Plaza, Bldg. II-3E
Nashville, TN 37203
615-344-8124
615-344-2170 (fax)

Resumes are attached as Exhibit P. Applicant is a licensed aggregator in Texas, and also provides services similar to what it proposes to do in Pennsylvania in Washington D.C., Illinois, Massachusetts, New Hampshire, and New Jersey.

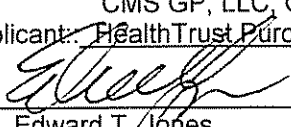
- Proposed staffing and employee training commitments
Mr. Ervin and Mr. McMillan will be supported by 3 primary facilitators, Alicia Rye, Christine Harding and Marney Sherrill. See Exhibit P for their resumes.
- Business plans
- Documentation of membership in **ECAR, MAAC** or other regional reliability councils shall be submitted if applicable to the scope and nature of the applicant's proposed services
- An affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service

21 **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application

22. **ASSESSMENT:** The Applicant acknowledges that Title 66, Chapter 5, Section 510 grants to the Commission the right to make assessments to recover regulatory expenses and that as a supplier of electricity or an electric generation supplier it will be assessed under that section of the Pennsylvania Code. The Applicant also acknowledges that the continuation of its license as a supplier of electricity or an electric generation supplier will be dependent upon the payment of all prior years assessments.
23. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.
24. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- a. **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
 - b. The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
 - c. Applicant shall report to the Commission the following information on an annual basis:
 - the percentages of total electricity supplied by each fuel source

Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.
25. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.
26. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.
27. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

CMS GP, LLC, General Partner for
 Applicant: HealthTrust Purchasing Group, LP *AT*

By: 
 Edward T. Jones

Title: _____
 Vice President

AFFIDAVIT

State of Tennessee)
)SS:
County of Williamson)

Edward T. Jones, Affiant, being duly sworn according to law, deposes and says that:

He is the Vice President of CMS GP, LLC, the General Partner for Applicant, HealthTrust Purchasing Group, L.P.;

That he is authorized to and does make this affidavit for said Applicant;

That HealthTrust Purchasing Group, L.P., the Applicant herein, acknowledges that [Applicant] may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

That HealthTrust Purchasing Group, L.P., the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to act as an electric generation supplier (specifically, a broker of electric service) within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

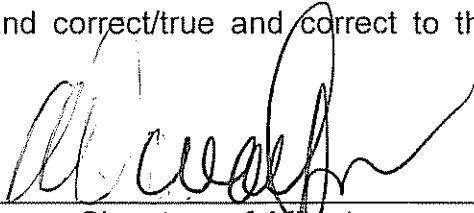
That HealthTrust Purchasing Group, L.P., the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

That HealthTrust Purchasing Group, LP, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, §2807 (C), §2807(D)(2), §2809(B) and the standards and billing practices of 52 PA. Code Chapter 56.


That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the law.

That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.



Signature of Affiant

Sworn and subscribed before me this 30th day of November, 2009.



Notary Public
STATE OF TENNESSEE
NOTARY PUBLIC
COUNTY OF RUTHERFORD

My commission expires: 3/20/2011

AFFIDAVIT

State of Tennessee)
)SS:
County of Williamson)

Edward T. Jones, Affiant, being duly sworn according to law, deposes and says that:

He is the Vice President of CMS GP, LLC, the General Partner for Applicant, HealthTrust Purchasing Group, L.P. ;

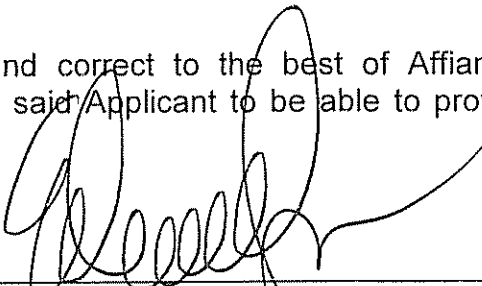
That he is authorized to and does make this affidavit for said Applicant,

That HealthTrust Purchasing Group, L.P., the Applicant herein, certifies that it has caused the notice of the filing of its electric generation license application to be published in the newspapers and on the dates as set forth on the attachment to this Affidavit.

A copy of the notice as it appeared in each of the above newspapers is attached. Noted on each copy is the newspaper section (name, number or letter), if applicable, and the page number on which the notice appeared.

That HealthTrust Purchasing Group, L.P., the Applicant, will submit to the Commission the proof of publication from each newspaper in which notice of the application filing was published as soon as it is available.

That the facts above set forth are true and correct to the best of Affiant's knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.



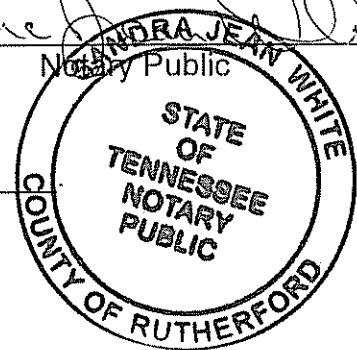
Signature of Affiant *ehp*

Sworn and subscribed before me this 30th day of November, 2009.



Sandra Jean White
Notary Public

My commission expires: 3/20/2011



HealthTrust Purchasing Group, LP

Notice of the filing of HealthTrust Purchasing Group, LP's application for an electric generation supplier license was published in the following newspapers on the following dates:

Philadelphia Inquirer - November 27, 2009
Pittsburgh Post-Gazette - December 1, 2009
The Patriot News - November 27, 2009
Erie Times-News - November 27, 2009
Scranton Times - November 27, 2009
Williamsport Sun Gazette - November 28, 2009

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of HealthTrust Purchasing Group, LP For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Broker/Marketer.

NOTICE is hereby given that HealthTrust Purchasing Group, LP filed an application with the Pennsylvania Public Utility Commission ("PUC") for a license to offer services as a broker/marketer engaged in the business of pooling electric usage of non-residential customers together to obtain buying power, and providing non-residential customers with electric supply proposals from licensed third-party electric suppliers. HealthTrust Purchasing Group, LP proposes to operate as an electricity broker/marketer for its members throughout all of Pennsylvania under the provisions of the Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of HealthTrust Purchasing Group, LP may be filed within 15 days of the publication date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to HealthTrust Purchasing, LP's attorney at the address provided below. Please reference HealthTrust Purchasing Group, LP on any protest or other correspondence with the PUC.

Brian J. Knipe, Esq.
Buchanan Ingersoll & Rooney PC
17 North Second Street, 15th Floor
Harrisburg, PA 17101-1503
(717) 237-4820
(717) 233-0852 (fax)

AFFIDAVIT

State of Tennessee)
)SS:
County of Williamson)

Edward T. Jones, Affiant, being duly sworn according to law, deposes and says that:

He is the Vice President of CMS GP, LLC, the General Partner for HealthTrust Purchasing Group, L.P., Applicant;

That he is authorized to and does make this affidavit for said Applicant;

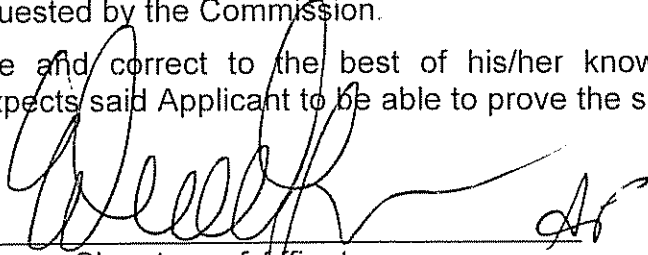
That the Applicant herein, HealthTrust Purchasing Group, L.P., has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier (specifically, a broker of electric service) pursuant to 66 Pa. C.S. § 2809 (B).

That the Applicant herein, HealthTrust Purchasing Group, L.P., has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein, HealthTrust Purchasing Group, L.P., acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.


That the Applicant herein, HealthTrust Purchasing Group, L.P., acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

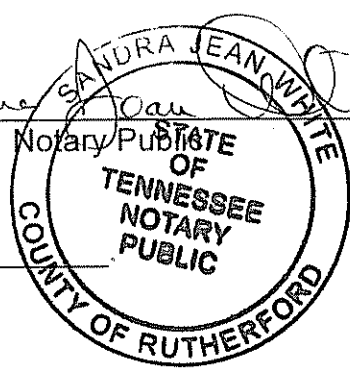
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

Sworn and subscribed before me this 30th day of November, 2009



Notary Public


My commission expires: 3/20/2011

APPENDIX A

License Item Number 18, Page 7

Page 1 of 2

Electric Generation Supplier License Bonds

Bonds submitted in order to satisfy the licensing process must comply with the following:

The bond in the amount of \$250,000 should name the Pennsylvania Public Utility Commission as the obligee or beneficiary, and should contain the following language:

This bond is written in accordance with Section 2809(c)(1)(i) of the Public Utility Code, 66 Pa. C.S. § 2809(c)(1)(i), to assure compliance with applicable provisions of the Public Utility Code, 66 Pa. C.S. §§101, et seq., and the rules and regulations of the Pennsylvania Public Utility Commission by the Principle as a licensed electric generation supplier; to ensure the payment of Gross Receipts Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. § 2810; and to ensure the supply of electricity at retail in accordance with contracts, agreements or arrangements. Payment of claims shall have the following priority: (i) The Commonwealth; (ii) Electric Distribution Companies for the reimbursement of Gross Receipts Tax; and (iii) Private individuals. Proceeds of the bond may not be used to pay any penalties or fines levied against the Principal for violations of the law, or for payment of any other tax obligations owed to the Commonwealth.

The original and two copies of the bond must be submitted to the Office of the Secretary, Pa. Public Utility Commission, P.O. Box 3265, Harrisburg, PA 17105-3265. An approved copy of the bond will be returned with a letter acknowledging receipt of the bond. The entry date of the Commission's Order will be the effective date for the license.

APPENDIX A

XYZ INSURANCE COMPANY
License Bond

Bond Number: _____

KNOW ALL MEN BY THESE PRESENTS that APPLICANT NAME as Principal, and XYZ Insurance Company of *CITY, STATE*, as Surety, are firmly bound unto Pennsylvania Public Utility Commission, as obligee, in the penal sum of two hundred fifty thousand dollars (\$250,000), lawful money of the United States* of America for the payment of which, well and truly to be made, we bind ourselves, our heirs, executors and administrators, successors and assigns, jointly, severally, and firmly by these presents.

SIGNED, SEALED AND DATED THIS day of Month, Year

THE CONDITION OF THIS OBLIGATION IS SUCH, that Whereas the Principal has made application for a license to the Obligee to offer, render, furnish or supply electricity or electric generation services to the public

NOW THEREFORE, the condition of this obligation is such that the Principal must act in accordance with Section 2809(c)(1)(i) of the Public Utility Code, 66 Pa. C.S. 2809(c)(1)(i), to assure compliance with applicable provisions of the Public Utility Code, 66 Pa. C.S. 101, et seq. and the rules and regulation of the Pennsylvania Public Utility Commission by the Principal as a licensed electric generation supplier; to ensure the payment of Gross Receipts Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. 2810; and to ensure the supply of electricity at retail in accordance with contracts, agreements or arrangement. Payment of claims shall have the following priority: (I) The Commonwealth of Pennsylvania; (II) Electric Distribution Companies for the reimbursement of Gross Receipts Tax; and (III) Private Individuals. Proceeds of the bond may not be used to pay any penalties or fines levied against the Principal for violations of the law, or for the payment of any other tax obligations owed to the Commonwealth of Pennsylvania.

NOW THEREFORE, if the Principal shall, during the period commencing on the aforesaid date, faithfully observe and honestly comply with such rules, regulations and statutes that are applicable to an electric generation supplier licensed in Pennsylvania and fulfills its obligation to pay the Gross Receipts Tax to the Commonwealth, and to deliver electricity at retail in accordance with contracts, agreements and arrangements, require the execution of this bond, then this obligation shall become void and of no effect.

PROVIDED, the Surety may terminate its future liability under this Bond sixty (60) days after furnishing written notice of such intention to terminate. This termination shall not affect the liability of the Surety and the Principal for any liability incurred by the Principal prior to the effective date of such termination. Any claim under this bond must be instituted within three (3) months of the effective date of termination.

THIS BOND WILL EXPIRE Month Day, Year, but may be continued by continuation certificate signed by Principal and XYZ. XYZ may at any time terminate its liability by giving sixty (60) days written notice of the Obligee, and XYZ shall not be liable for any default after such sixty-day notice period, except for defaults occurring prior thereto.

Signed, sealed and dated Month Day, Year.

Principal

Surety

COUNTERSIGNED BY

Registered Agent

By _____
Attorney-in-Fact

APPENDIX B

**COMMONWEALTH OF
PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

**TAX CERTIFICATION
STATEMENT**

A completed Tax Certification Statement must accompany all applications for new licenses, renewals or transfers. Failure to provide the requested information and/or any outstanding state income, corporation, and sales (including failure to file or register) will cause your application to be rejected. If additional space is needed, please use white 8 1/2" x 11" paper. Type or print all information requested.

1 CORPORATE OR APPLICANT NAME HEALTHTRUST PURCHASING GROUP, L.P.	2 BUSINESS PHONE NO (615-344-3000) CONTACT PERSON(S) FOR TAX ACCOUNTS: Michael R. Luther, Director, State Income and Franchise Tax, Research and Planning
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3 TRADE/FICTITIOUS NAME (IF ANY)
N/A

4 LICENSED ADDRESS (STREET, RURAL ROUTE, P O BOX NO) (POST OFFICE) STATE) (ZIP)
155 FRANKLIN ROAD, SUITE 400, BRENTWOOD, TN 37027

5 TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION

8 LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICER(S)

NAME (PRINT) CMS GP, LLC (GENERAL PARTNER) a Delaware Limited Liability Company	SOCIAL SECURITY NUMBER (OPTIONAL) _____ - _____ - _____
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _____ - _____ - _____
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _____ - _____ - _____
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _____ - _____ - _____
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _____ - _____ - _____

9 LIST THE FOLLOWING STATE TAX IDENTIFICATION NUMBERS (ALL ITEMS: A, B, AND C MUST BE COMPLETED)

A. SALES TAX LICENSE (8 DIGITS) APPLICATION PENDING N/A _____ - _____ <input type="checkbox"/> <input checked="" type="checkbox"/>	C. CORPORATE BOX NUMBER (7 DIGITS) APPLICATION PENDING N/A _____ <input type="checkbox"/> <input checked="" type="checkbox"/>
B. EMPLOYER ID (EIN) (9 DIGITS): APPLICATION PENDING N/A _____ <input type="checkbox"/> <input checked="" type="checkbox"/>	

10 Do you have PA employees either resident or non-resident? YES NO

11 Do you own any assets or have an office in PA? YES NO

NAME AND PHONE NUMBER OF PERSON(S) RESPONSIBLE FOR FILING TAX RETURNS

N/A	N/A	N/A
PA SALES AND USE TAX	EMPLOYER TAXES	CORPORATE TAXES
PHONE	PHONE	PHONE

Telephone inquiries about this form may be directed to the Pennsylvania Department of Revenue at the following numbers: (717) 772-2673, TDD# (717) 772-2252 (Hearing Impaired Only)

APPENDIX D
EXAMPLE FORM OF NOTICE

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

*Application of **HealthTrust Purchasing Group, LP** For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Broker/Marketer.*

NOTICE is hereby given that **HealthTrust Purchasing Group, LP** filed an application with the Pennsylvania Public Utility Commission ("PUC") for a license to offer services as a broker/marketer engaged in the business of pooling electric usage of non-residential customers together to obtain buying power, and providing non-residential customers with electric supply proposals from licensed third-party electric suppliers. **HealthTrust Purchasing Group, LP** proposes to operate as an electricity broker/marketer for its members throughout all of Pennsylvania under the provisions of the Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **HealthTrust Purchasing Group, LP** may be filed within 15 days of the publication date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to **HealthTrust Purchasing, LP's** attorney at the address provided below. Please reference **HealthTrust Purchasing Group, LP** on any protest or other correspondence with the PUC.

Brian J. Knipe, Esq.
Buchanan Ingersoll & Rooney PC
17 North Second Street, 15th Floor
Harrisburg, PA 17101-1503
(717) 237-4820
(717) 233-0852 (fax)