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July 26, 2010

VIA HAND DELIVERY

Rosemary Chiavetta, Secretary
PA Public Utility Commission
400 North Street, Keystone Bldg., 2nd Fl.
Room N201
Harrisburg, PA 17105-3265

RECEIVED
2010 JUL 26 PM 1:47
SECRETARY'S BUREAU

Re: Revised Application of Stream Energy Pennsylvania, LLC d/b/a Stream Energy for an EGS License; Docket No. A-2010-2181867

Dear Secretary Chiavetta:

On behalf of Stream Energy Pennsylvania, LLC ("Stream Pennsylvania"), enclosed are the original and three copies of revised public pages and exhibits to its application for approval of an electric generation supplier ("EGS") license, as well as one copy of the revised "Confidential" and "Proprietary" exhibits in a separate envelope. Also enclosed is one electronic copy of the revised public pages and exhibits on a CD-ROM disk.

The purpose of the revisions is to respond to Commission staff's concerns and make public information that was marked as "Confidential" and "Proprietary" and furnished separately under seal in the original application. The information now marked "Confidential and Proprietary" is limited to operation and financial information of Stream Pennsylvania and details concerning its proprietary business model. As a privately held company, Stream Pennsylvania does not publish or otherwise make available for use by the general public or its competitors its financial or tax information, or details of its proprietary business model or operations which, if publicly disclosed as part of this application, would reveal trade secrets and harm Stream Pennsylvania's competitive interests. Accordingly, Stream Pennsylvania respectfully requests the Commission to maintain the confidentiality of the information filed under seal.

Rosemary Chiavetta, Secretary
July 26, 2010
Page 2

If you have any questions or require additional information, please feel free to contact me at your convenience.

Very truly yours,



Kevin J. Moody
Enclosures

cc: Certificate of Service (w/enc)
Derek Vogelsong, FUS (w/enc)

SECRETARY OF REVENUE
2010 JUL 26 PM 1:17

Stream Energy Pennsylvania LLC
Application to the Pennsylvania Public Utility Commission
to Offer, Render, Furnish, or Supply Electricity to the
Public in the Commonwealth of Pennsylvania

Section 1	License application of Stream Energy Pennsylvania LLC to the Pennsylvania Public Utilities Commission for approval to offer, render, furnish or supply electricity to the public in the Commonwealth of Pennsylvania
Section 2	Exhibit 'A' – Response to application item 4 regarding filing of Form PA-953
Section 3	Exhibit 'B' – Response to application item 5 regarding business entity filings
Section 4	Exhibit 'C' – Response to application item 5 regarding Applicant's operating agreement which is <u>filed under Seal</u>
Section 5	Exhibit 'D' – Part of the response to application item 16 regarding compliance which is <u>filed under Seal</u>
Section 6	Exhibit 'E' – Response to application item 17 regarding standards, billing practices, terms and conditions of providing service and consumer education which is <u>filed under Seal</u>
Section 7	Exhibit 'F' – Part of the response to application item 19 regarding financial fitness which is <u>filed under Seal</u>
Section 8	Exhibit 'G' – Part of the response to application item 20 regarding technical fitness which is <u>filed under Seal</u>
Section 9	Appendix A – Letter of Credit
Section 10	Appendix B – Tax certification statement which is <u>filed under Seal</u>
Section 11	Required Affidavits

SECTION 1

Application of
STREAM ENERGY PENNSYLVANIA, LLC
before the
PENNSYLVANIA PUBLIC UTILITY COMMISSION
to
Offer, Render, Furnish or Supply Electricity
to the Public in the
Commonwealth of Pennsylvania

- 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

X 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.
- X** Aggregator engaged in the business of supplying electricity
- X** Other (Describe): **Supplier of electric power**

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

Stream Energy Pennsylvania, LLC, will offer electricity services to residential and commercial customers in the Commonwealth of Pennsylvania.

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

All electric distribution companies' (each an "EDC") service territories in the Commonwealth of Pennsylvania.

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

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

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

- X** 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 01 October 2010. (approximate date).

15. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.

See Appendix B, which is filed under Seal

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.

Neither the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has ever been convicted of a crime involving fraud or a similar activity.

During the last five years, the Applicant has not been involved in any proceedings before an administrative body or in a judicial forum as either a defendant or respondent.

Affiliates of the Applicant routinely appear before administrative bodies having jurisdiction over the sale of electricity and natural gas in the states in which affiliates of the Applicant are licensed to transact business.

See Exhibit 'D' for additional information considered confidential by Stream Pennsylvania.

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.

See Exhibit 'E', Part A, which is filed under Seal

- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.

See Exhibit 'E', Part B, which is filed under Seal

- 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.

See Exhibit 'E', Part C, which is filed under Seal

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

- X** Furnishing a copy of initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.

Original submitted directly by Applicant's Bank and to be kept under Seal – Copy contained in Exhibit 'F', Part A, which is filed under Seal'

- 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 \$_____. Applicant is required to provide information supporting an amount less than \$250,000:

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.
- Published parent company financial and credit information.
- 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 Exhibit 'F', Part A, which is filed under Seal

- 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.
- 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.

Stream Pennsylvania is led by Robert L Snyder, John P Littlejohn and Lisa D Holliday whose summary professional resumes are below.

Robert L Snyder, President and Manager

Rob is responsible for the entirety of the business of Stream Pennsylvania and its strategic direction. Prior to founding Stream Energy, Rob served as Managing Director of SnyderCapital Corporation, a private equity firm, and from 1992 through 1994 was Vice President of Corporate Development for SnyderGeneral Corporation, a multinational heating, ventilating, air conditioning and refrigeration manufacturing and service company. Prior to his tenure at SnyderGeneral, Rob was an Associate Attorney in the New York office of Fried, Frank, Harris, Schriver and Jacobson in the practice of transactional law.

John P Littlejohn, Vice President

John is responsible for the operations of Stream Pennsylvania including all operations, customer care, marketing, legal and human resources functions. Prior to joining Stream Energy, John served as co-Managing Partner of Infrastructure Development Partners an energy related project development firm. Previously, John served in various senior management capacities including that of Senior Vice President of Business Development

with CRSS Inc., a New York Stock Exchange traded international provider of design, construction and merchant power.

Lisa D Holliday, Treasurer, Secretary and Manager

Lisa is the primary financial officer of Stream Pennsylvania and is responsible for all financial reporting, forecasting and treasury management as well as oversight of the wholesale energy, risk control and information technology operations. Prior to joining Stream Energy, Lisa served as Vice President, Treasurer and Risk Control Officer of PG&E Energy Trading Corporation the deregulated natural gas trading and provisioning division of Pacific Gas and Electric. Previously she served as Vice President, Treasurer and Risk Control Officer of the publically traded oil and gas production and trading firm Edisto Resources Corporation.

- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

See Exhibit 'F', Part B, which is filed under Seal

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.

See response to Number 19.B. above.

- Proposed staffing and employee training commitments
- Business plans

Service quality begins with attitude, commitment and an institutional understanding that things done right the first time are important to both the customer but as well as the firm itself. To the customer, the concept of service quality translates into reliability, dependability, the knowledge that their concerns will be dealt with courteously and promptly, and that the firm supplying their electricity is operationally strong. To the Pennsylvania Public Utility Commission (the "PUC"), it is the knowledge that Stream Energy Pennsylvania LLC ("Stream Pennsylvania") highly values positive relationships with its customers and also recognizes the value in having a strong professional working relationship with the PUC.

The ability of Stream Pennsylvania to deliver on the commitments to both its customers and to the PUC rests on a combination of factors: the leadership of the organization, the individuals involved and the systems employed. For Stream Pennsylvania, it all begins with leadership.

Leadership. Stream Pennsylvania is led by Robert L Snyder, Lisa D Holliday and John P Littlejohn. These three individuals provide Stream Pennsylvania with thorough business capabilities as well as extensive power industry market based experience at the retail, wholesale and merchant levels. These are the officers who are directly responsible for the operation of Stream Pennsylvania.

Robert L Snyder, President and Manager

Rob is responsible for the entirety of the business of Stream Pennsylvania and its strategic direction. Prior to founding Stream Energy, Rob served as Managing Director of SnyderCapital Corporation, a private equity firm, and from 1992 through 1994 was Vice President of Corporate Development for SnyderGeneral Corporation, a multinational heating, ventilating, air conditioning and refrigeration manufacturing and service company. Prior to his tenure at SnyderGeneral, Rob was an Associate

Attorney in the New York office of Fried, Frank, Harris, Schriver and Jacobson in the practice of transactional law.

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While successful operations begin with the leadership of an organization, it also requires a competent professional staff as well as a commitment to on-going training and personnel development programs. The leadership of Stream Pennsylvania both understands that need and is committed to the implementation of continuing training and staff development programs. These programs are fundamental to maintaining a thorough understanding of market conditions and regulatory requirements as well as being able to offer competitive products and respond to customer needs.

Sales and Marketing. *Stream Pennsylvania will use a network marketing approach for the sale of its products. Network marketing is sometimes referred to as multi-level marketing, relationship marketing or direct selling. Within a network marketing context, a company has a relationship with independent sales associates who sell the products that the company offers. Quite often, companies that utilize a network marketing approach to their sales efforts enjoy strong customer loyalty as a high proportion of their customers are generally the family and friends of the sales agents who represent the company. It is an approach that has been utilized successfully by such nationally recognized and highly respected companies as Avon, Primerica, Mary Kay and the Pampered Chef subsidiary of Berkshire Hathaway.*

In consideration of their efforts, IAs will receive a monthly payment for each individual or company that becomes a customer of Stream Pennsylvania. Additionally, IAs will receive supplemental compensation for achieving various sales goals, building sales teams and bringing customers into Stream Pennsylvania.

Please see Exhibit 'G' for additional information regarding Stream Pennsylvania proprietary business model.

Customer Enrollment. *Stream Pennsylvania will employ both web based and telephonic request for service processes.*

- **Web-based enrollment.** *The web based enrollment process utilizes a series of very user-friendly web pages designed and controlled by Stream Pennsylvania that guide a potential customer through the requisite steps necessary to become a customer. The web pages protect customer privacy by encrypting customer sensitive information using a Secure Socket Layer (SSL) technology. The process begins with a potential customer initiating the service request process through the homesite of the IA with whom they have discussed the Stream Pennsylvania product offerings. Customers can also enroll directly through a Stream Pennsylvania website. The service request process can only be completed by the prospective customer and requires approximately four minutes.*

The prospective customer inputs their personal information and then selects the product plan and length of term that fits their particular needs. The last of the series of screens includes a "summary" page which outlines all information that the new customer has provided as well as the details regarding their switch to Stream Pennsylvania. This permits the customer to review—in one page—all the information previously provided for purposes of easy acknowledgement. Upon acknowledgment of the summary page, the prospective customer is presented with a confirmation of their entries and selections along with a toll free telephone number which they must call in order to complete a Quality Assurance process to verify their identity and their desire to switch to Stream Pennsylvania service. The completion of the Quality Assurance call represents the completion of the service request process which will constitute the entering into a contract with Stream Pennsylvania. This step serves as an additional measure to prevent any potential slamming. Prior to completing and entering into a contract, the prospective customer will be presented with several opportunities to decide against completing the switch and terminate the request prior to any action being taken.

- Telephonic enrollment. The telephonic process for customer enrollment is somewhat similar to the web-based process described above except that the process will be completed via telephone using interactive voice recognition ("IVR") technology with appropriate opt-out options to speak with a live Stream Pennsylvania enrollment agent. Stream Pennsylvania does not engage in telemarketing. This process is only triggered if a customer proactively calls Stream Pennsylvania.
- Quality Assurance. To ensure that an electricity account is only switched to Stream Pennsylvania service when a prospective customer is satisfied, all prospective customers of Stream Pennsylvania will receive a "Quality Assurance" call. The call will consist of a series of personal identification questions that are intended to confirm that the correct party or entity is entering into an agreement with Stream Pennsylvania, that such person has the authority to enter into legally binding contract, and that it is their intent to consummate the enrollment. The Quality Assurance call is also an important step towards ensuring the data that a prospective customer has previously provided is correct so that first bills, event notifications, or transaction-related phone calls are placed to and arrive at the proper location.

The leadership of Stream Pennsylvania have found that "going the extra step" with a Quality Assurance call strengthens the customer relationship by protecting prospective customers, building greater brand loyalty and appreciation as well as ensuring that their first customer experience with Stream Pennsylvania is a positive one. Moreover, these calls ensure that customer expectations regarding savings, timelines and other points regarding product offerings are clearly understood. At any point prior to the completion of the Quality Assurance process, a prospective customer can decide against switching and cancel the request by answering any question with a simple "no".

The Customer Experience. The leadership of Stream Pennsylvania understands the necessity of and is committed to providing honest, straight-forward care for customers. To that end, the policies and business processes of Stream Pennsylvania will operate in a very customer-friendly manner. Such methodology will separate Stream Pennsylvania from our competition, both on the front-end and the back-end of the traditional customer lifecycle.

Please see Exhibit 'G' for additional information regarding Stream Pennsylvania proprietary business model.

Customer Care. Recognizing that often the primary contact method for a customer and their electricity provider is telephonic, Stream Pennsylvania is committed to making a telephone inquiry as easy and responsive as possible. Stream Pennsylvania customers will be provided both local and 800 telephone numbers to reach call center personnel who are trained and capable of responding to the majority of the customer calls. Should the customer need involve a more complex issue the call will be escalated to specialists trained to unravel and resolve even the most difficult or complex situations. In most cases, the escalation of the call to a specialist can be handled with the customer online through a process that transfers the call as well as the customer account information to a specialist care representative thus eliminating the need for the customer to repeat information or re-describe their issue. This ability to move both voice and data together facilitates a higher level of customer satisfaction as well as providing for a more efficient operation and greatly reduced hold times.

Please see Exhibit 'G' for additional information regarding Stream Pennsylvania proprietary business model.

Customer Protection. Each IA representing Stream Pennsylvania will receive comprehensive in-depth training materials on the services provided by Stream Pennsylvania as well as the regulatory requirements which govern their actions. Additionally, IAs will have at their disposal a comprehensive web-based back-office system that allows them to assist customers beginning with the service enrollment process and throughout their tenure as a Stream Pennsylvania customer. To ensure that IAs respect both Stream Pennsylvania policies and procedures as well as applicable regulatory and statutory requirements, there will be a specialized group of individuals dedicated to customer protection and able to act swiftly and decisively should an IA operate outside acceptable parameters.

- 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.

Please see Section 11 of this application package for the required affidavits.

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.

SECTION 2

Exhibit 'A'

to the

Application of

STREAM ENERGY PENNSYLVANIA, LLC

before the

PENNSYLVANIA PUBLIC UTILITY COMMISSION

to

Offer, Render, Furnish or Supply Electricity

to the Public in the

Commonwealth of Pennsylvania

SECTION 3

Exhibit 'B'

to the

Application of

STREAM ENERGY PENNSYLVANIA, LLC

before the

PENNSYLVANIA PUBLIC UTILITY COMMISSION

to

Offer, Render, Furnish or Supply Electricity

to the Public in the

Commonwealth of Pennsylvania

SECTION 9

Appendix 'A'

to the

Application of

STREAM ENERGY PENNSYLVANIA, LLC

before the

PENNSYLVANIA PUBLIC UTILITY COMMISSION

to

Offer, Render, Furnish or Supply Electricity

to the Public in the

Commonwealth of Pennsylvania

SECTION 11

Required Affidavits

to the

Application of

STREAM ENERGY PENNSYLVANIA, LLC

before the

PENNSYLVANIA PUBLIC UTILITY COMMISSION

to

Offer, Render, Furnish or Supply Electricity

to the Public in the

Commonwealth of Pennsylvania

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Stream Energy :
Pennsylvania, LLC d/b/a Stream Energy :
for an EGS License : Docket No. A-2010-2181867
:
:

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PENNSYLVANIA PUBLIC UTILITY COMMISSION

CERTIFICATE OF SERVICE

I hereby certify that this day I served copies of revised public pages and exhibits of the foregoing Application on the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code Section 1.54.

VIA FIRST CLASS MAIL

Irwin A. Popowsky, Esquire
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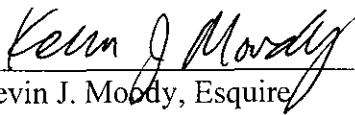
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Date: July 26, 2010


Kevin J. Moody, Esquire