

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of BRICE ASSOCIATES d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) _____ [as specified in item #8 below] to the public in 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:

BRICE ASSOCIATES, LLC
477 CAFFERTY RD.
ERWINNA, PA 18920
610-294-9024 PH
610-294-9815 FX

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.

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:

RICHARD P BROOKMAN PH: 610-294-9024
477 CAFFERTY RD. FX: 610-294-9815
ERWINNA, PA 18920

- 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:

RICHARD P BROOKMAN PH: 610-294-9024
477 CAFFERTY RD. FX: 610-294-9815
ERWINNA, PA 18920

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

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PA P.U.C.
SECRETARY'S BUREAU

- 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:

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.

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.

- * 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.

RICHARD P BROOKMAN
477 CAFFEY RD -
ERWINNA, PA 18920

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:

Give name and address of the affiliate(s) and state whether the affiliate(s) are jurisdictional public utilities.

- 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.) **ENGINEERING CONSULTING**

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):

9. **PROPOSED SERVICES:** Generally describe the electric services or the electric generation services which the Applicant proposes to offer. ENERGY ANALYSIS AND BROKERAGE FOR COMMERCIAL/INDUSTRIAL USERS IN PENNSYLVANIA

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

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):

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 1 JULY 2010 (approximate date).

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.
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.
- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.
- 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.
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 \$ _____. 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.
 - 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.
- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.

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.
- Proposed staffing and employee training commitments
- 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

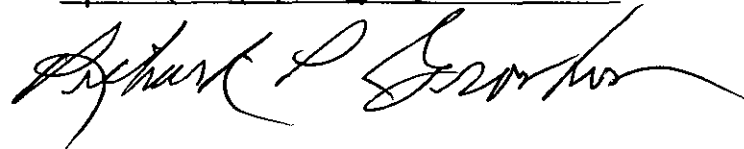
Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

- 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.

Applicant: BRICE ASSOCIATES, LLC

By: RICHARD P BROOKMAN

Title: PARTNER



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 BRICE ASSOCIATES, LLC	2. BUSINESS PHONE NO. (610) 294-9024 CONTACT PERSON(S) FOR TAX ACCOUNTS: RICHARD P BROOKMAN
3. TRADE/FICTITIOUS NAME (IF ANY)	

4. LICENSED ADDRESS	(STREET, RURAL ROUTE, P.O. BOX NO.)	(POST OFFICE)	STATE	(ZIP)
477 CAFFEZTY RD., EDWINNA, PA 18920				
5. TYPE OF ENTITY <input type="checkbox"/> SOLE PROPRIETOR <input checked="" type="checkbox"/> PARTNERSHIP <input type="checkbox"/> CORPORATION				
LLC				

8. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICER(S)	
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)
RICHARD P BROOKMAN	
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"/>	
B. EMPLOYER ID (EIN) (9 DIGITS)		APPLICATION PENDING		N/A	
01-0683464		<input type="checkbox"/>		<input type="checkbox"/>	
C. CORPORATE BOX NUMBER (7 DIGITS)			APPLICATION PENDING		N/A
			<input type="checkbox"/>		<input checked="" type="checkbox"/>

10. Do you have PA employees either resident or non-resident?	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO
11. Do you own any assets or have an office in PA?	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO

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

PA SALES AND USE TAX	EMPLOYER TAXES	RICHARD P BROOKMAN CORPORATE TAXES
PHONE	PHONE	PHONE 610-294-9024

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)



**PENNSYLVANIA
Department of State**

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Business Entity Filing History
Date: 1/9/2007
 (Select the link above to view the Business Entity's Filing History)

Business Name History

Name	Name Type
BRICE ASSOCIATES	Current Name

Fictitious Names - Domestic - Information

Entity Number: 3075922
Status: Active
Entity Creation Date: 6/5/2002 3:11:03 PM
State of Business.: PA
Principal Place of Business: 477 CAFFERTY ERWINNA PA 18920-0
Principal Office Address: No Address
Mailing Address: No Address

Owner Information

Owner(s) for: BRICE ASSOCIATES

Owners

Name: RICHARD P BROOKMAN
Mailing Address: [Address Not Available]
Name: EDWARD P O'BRIEN
Mailing Address: -[Address Not Available]

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Commonwealth of PA Privacy Statement

BRICE

ASSOCIATES, LLC
ENGINEERS & CONSULTANTS

477 Cafferty Road
Erwinna, PA 18920

Tel: 610-294-9024
Fax: 610-294-9815
www.briceassociates.com

BRICE ASSOCIATES, LLC INSURANCE COVERAGES 2010

General Liability:

The Hartford
Policy: 44 SBA TB9435
Expires: 3 March 2011
Aggregate limits: \$4,000,000

Professional Liability:

Hays Affinity Solutions-Lloyds
Policy: CP0310R00034
Expires: 3 March 2011
Limits: \$1,000,000

Workman's Comp.

Pennsylvania State Workers' Insurance Fund
Policy: 05418413
Expires: 2 April 2011

BRICE ASSOCIATES
Balance Sheet
 As of December 31, 2009

	<u>Dec 31, 09</u>
ASSETS	
Current Assets	
Checking/Savings	
Checking, Premier Bank	20,987.86
Total Checking/Savings	<u>20,987.86</u>
Accounts Receivable	
Accounts Receivable	-2,756.65
Total Accounts Receivable	<u>-2,756.65</u>
Total Current Assets	18,231.21
Fixed Assets	
Computer, lap top	
Depreciation	-557.13
Original Cost	3,085.66
Total Computer, lap top	<u>2,528.53</u>
Nikon digital camera	404.37
Total Fixed Assets	<u>2,932.90</u>
TOTAL ASSETS	<u><u>21,164.11</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	-1,000.00
Total Accounts Payable	<u>-1,000.00</u>
Other Current Liabilities	
Retainers	2,175.00
Utilichoice Advance	1,626.23
Total Other Current Liabilities	<u>3,801.23</u>
Total Current Liabilities	<u>2,801.23</u>
Total Liabilities	2,801.23
Equity	
Opening Bal Equity	-1,390.00
Partner Ed Equity	
Partner Ed Draws	-123,188.50
Partner Ed Earnings	31.62
Partner Ed Investments	-354.87
Partner Ed Equity - Other	4,954.87
Total Partner Ed Equity	<u>-118,556.88</u>
Partner Rich Equity	
Partner Rich Draws	-301,424.62
Partner Rich Earnings	126.41
Partner Rich Investments	-95.40
Partner Rich Equity - Other	8,578.73
Total Partner Rich Equity	<u>-292,814.88</u>
Retained Earnings	366,040.95
Net Income	65,083.69
Total Equity	<u>18,362.88</u>
TOTAL LIABILITIES & EQUITY	<u><u>21,164.11</u></u>

RICHARD P. BROOKMAN, PE, CEM
Partner
BRICE ASSOCIATES, LLC

Manufacturing ... Engineering & Product Design ... Plant Construction &
Operation... Energy Procurement/Management
R&D ... Operations Research ... Cost Reduction ... Budgets
Marketing ... Technical Contracts ... Business Development

Rich has over 30 years technical and business experience in the specialty chemical, petrochemical, chemical process equipment, and energy management areas. An honors chemical engineering graduate of New York University, he has continued postgraduate studies in chemical engineering, operations research and finance at Stevens Institute of Technology. He has done additional study in the areas of vacuum technology, surface analysis, metrology, energy auditing and project management.

Rich has been responsible for development of air pollution control equipment including tray, packed, grid and spray tower scrubbers, adsorbers, cyclones, and filtration systems. He has engineered processes for remediation of volatile organic compounds and developed materials for high efficiency coalescing filtration.

In semiconductor manufacturing ultra-high purity piping systems are necessary for low defect and high yield manufacturing. Rich has lead engineering design, construction and validation teams in this critical area and has introduced off shore high purity technology to US manufacturers. He has conducted technical audits, internationally, to quantify and improve high purity processing methods.

Rich has experience in gas purification and chemical gas synthesis, process equipment design, hazardous material management and process plant hazards evaluation and reduction. He has lead industry group efforts to establish reactive stability criteria for hydride and group VI-A gases, and organized seminars directed toward process gas safety. He has engineered processes for methyl ester (biodiesel) synthesis from varying feedstocks and designed methyl ester processing plants and infrastructure.

Rich has developed methods for quantification of cost effects resulting from energy reduction measures. He has advised major energy users regarding procurement in the deregulated energy markets and alternative energy sourcing such as distributed generation and renewable energy. He has developed programs to measure the relative value of energy offerings based on usage and demand profiles.

Rich is a patent holder, has instructed in chemical plant hazards evaluation at The Center for Professional Advancement, he has authored numerous articles on chemical engineering, safety and environmental subjects, and contributed to two books in chemical separations, semiconductor manufacturing safety and air pollution control.

He is a licensed professional engineer in New Jersey, Pennsylvania and Maine, a certified energy auditor and is a member of The American Institute of Chemical Engineers and the Association of Energy Engineers. Rich holds a commercial pilots' license with an instrument rating.

BRICE

ASSOCIATES, LLC
ENGINEERS & CONSULTANTS

477 Cafferty Road
Erwinna, PA 18920

Tel: 610-294-9024
Fax: 610-294-9815
www.briceassociates.com

BRICE ASSOCIATES, LLC ACCOUNTING CONTACT

Margaret Swaintecke, CPA, MST
1806 Deep Run Road, Ste. A
PO Box 460
Pipersville, PA 18947

Ph: 215-766-2801
Fx: 215-766-7550
Cl: 215-534-0877

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

NOTICE

*Application of **Brice Associates LLC** (d/b/a "**Brice Associates LLC**") For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Generator And Supplier Of Electric Power, A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania, Docket No. A-11_____.*

On July 7, 2010, **Brice Associates LLC** filed an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. **Brice Associates LLC** proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new 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 **Brice Associates LLC** may be filed within 15 days of the 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 **Brice Associates LLC**'s attorney at the address listed below. Please include the PUC's "docket number" on any correspondence, which is A-11_____.

By and through Counsel:

BRICE ASSOCIATES LLC

477 Cafferty Road
Erwinna, PA 18920
Tel: 610-294-9024
Fax: 610-294-9815