

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of SourceOne Inc. (DE), d/b/a SourceOne Energy, Inc., for approval to offer, render, furnish, or supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity services to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (including any fictitious name or d/b/a), primary address, web address, and telephone number of Applicant:

SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.
132 Canal Street
Boston, MA 02114
Phone 800.510.4485
Facsimile 617.399.6186

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

C T Corporation System
116 Pine Street, Suite 320
Harrisburg, Pennsylvania 17101
Phone: (717) 234-6004
Facsimile: (717) 234-6024

- c. **REGULATORY CONTACT:** Provide the name, title, address, telephone number, fax number, and e-mail address of the person to whom questions about this Application should be addressed.

Matthew L. Hooks
Senior Commodities Manager
SourceOne, Inc. (DE)
132 Canal St.
Boston, MA 02114
Phone: (617) 399-6143
Facsimile: (617) 399-6186

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- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

Robert Arendell
Associate General Counsel
Veolia Energy North America Holdings, Inc.
99 Summer Street, Suite 900
Boston, MA 02110
Phone: (617) 849-6634
Facsimile: (617) 849-6635

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, FAX number, and e-mail 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 the Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed EGSs.

Matthew L. Hooks
Senior Commodities Manager
SourceOne, Inc. (DE)
132 Canal St.
Boston, MA 02114
Phone: (617) 399-6143
Facsimile: (617) 399-6186

Brant Davis
Vice President, Commodity Management
SourceOne, Inc. (DE)
99 Summer Street, Suite 900
Boston, MA 02110
Phone: (617) 502-4450
Facsimile: (617) 502-4451

2. BUSINESS ENTITY FILINGS AND REGISTRATION

- a. **FICTITIOUS NAME:** *(Select appropriate statement and provide supporting documentation as listed.)*

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

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

See Exhibit #1

or

The Applicant will not be using a fictitious name.

- b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**
(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)

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

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The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- 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 (Describe):

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

See Exhibit #2

- Provide the state in which the business is incorporated and provide a copy of the Applicant's Articles of Incorporation.

The Applicant is incorporated in the State of Delaware – See Exhibit #3

- Give name and address of officers.

Name	Title	Address
Stewart Wood	Chairman of the Board (Chief Operating Officer)	99 Summer Street, Suite 900 Boston, MA 02110
Vincent Martin	President	132 Canal Street Boston, MA 02114
Thomas A. Witt	Vice President and Secretary	200 East Randolph Street, Suite 7900 Chicago, Illinois 60601
Jason Salgo	Vice President – Finance and Chief Financial Officer	99 Summer Street, Suite 900 Boston, MA 02110
Alexandre Visciglio	Treasurer	99 Summer Street, Suite 900 Boston, MA 02110
James Roberts	Vice President	200 East Randolph Street, Suite 7900 Chicago, Illinois 60601
Steven Weafer	Controller	99 Summer Street, Suite 900 Boston, MA 02110

3. AFFILIATES AND PREDECESSORS

(both in state and out of state)

- a. **AFFILIATES:** Give name and address of any affiliate(s) currently doing business and state whether the affiliate(s) are jurisdictional public utilities. If the Applicant does not have any affiliates doing business, explicitly state so. Also, state whether the applicant has any affiliates that are currently applying to do business in Pennsylvania.

Entity Name	Address	Jurisdictional Public Utility
Philadelphia Thermal Development Corporation	2600 Christian Street Philadelphia, PA 19146	N/A
Philadelphia United Power Corporation	2600 Christian Street Philadelphia, PA 19146	N/A
Trigen-Philadelphia Energy Corporation	2600 Christian Street Philadelphia, PA 19146	Regulated Steam Heating Utility
Trigen - Schuylkill Cogeneration, Inc.	2600 Christian Street Philadelphia, PA 19146	N/A
Grays Ferry Cogeneration Partnership	2600 Christian Street Philadelphia, PA 19146	FERC QF / Power Marketer
Veolia Energy Efficiency (PA), LLC	2600 Christian Street Philadelphia, PA 19146	N/A
Thermal North America, Inc.	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy North America, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Thermal Western Holdings Inc.	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-LA Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Energy Pacific Glendale	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Energy Pacific Las Vegas	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Glendale Energy Company, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Las Vegas Energy Company, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Portland District Cooling Company, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
United Thermal Development Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Baltimore Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A

Catalyst Steam Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Baltimore Heating LLP	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Baltimore Cooling LLP	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Boston Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Grays Ferry Holdings Inc.	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen Fuels Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trenton Energy Company, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Trenton Energy Company, L.P.	99 Summer Street, Ste 900 Boston, MA 02110	FERC QF
Veolia Energy Maryland Steam Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Building Services Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen - Inner Harbor East, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Atlantic Station, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Atlanta Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Atlanta Holding Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Oklahoma Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Oklahoma City Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Tulsa Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Missouri Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Trigen-Kansas City Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	FERC QF, Regulated Steam Heating Utility
Trigen-St. Louis Energy Corporation	99 Summer Street, Ste 900 Boston, MA 02110	FERC QF / Power Marketer, Quasi-Steam Heating Utility

Veolia Energy Grand Rapids, LLC	99 Summer Street, Ste 900 Boston, MA 02110	
Veolia Energy Renewables, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy North America Holdings, Inc.	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Dalkia North America Holdings, Inc.	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Operating Services, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Veolia Energy Facilities Services, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Dalkia Energy Services, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
Dalkia Facilities Services, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
DalkiaOne, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
VeoliaOne, LLC	99 Summer Street, Ste 900 Boston, MA 02110	N/A
SourceOne APT, Inc.	7 Penn Plaza New York, NY 10001	N/A
SourceOne Harborside, Inc.	132 Canal Street Boston, MA 02114	N/A

b. PREDECESSORS: Identify the predecessor(s) of the Applicant and provide the name(s) under which the Applicant has operated within the preceding five (5) years, including address, web address, and telephone number, if applicable. If the Applicant does not have any predecessors that have done business, explicitly state so.

The Applicant does not have any predecessors that have done business in Pennsylvania.

4. OPERATIONS

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

- The Applicant is presently doing business in Pennsylvania as a
- municipal electric corporation
 - electric cooperative
 - local gas distribution company
 - 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.

b. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a (may check multiple):

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

Definitions

- Supplier – an entity that sells electricity to end-use customers utilizing the jurisdictional transmission and distribution facilities of an EDC.
- Aggregator - an entity that purchases electric energy and takes title to electric energy as an intermediary for sale to retail customers.
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

c. **PROPOSED SERVICES:** Describe in detail the electric services or the electric generation services which the Applicant proposes to offer.

SourceOne will serve as a broker/consultant for large commercial and industrial customers in order to facilitate the bidding and purchase of electricity from suppliers in the locations where electric choice is available. SourceOne will not serve as a generator, nor take title or ownership of electricity at any time.

d. **PROPOSED SERVICE AREA:** Provide a list of each Electric Distribution Company for which the Applicant proposes to provide service.

SourceOne intends to offer services throughout Pennsylvania, but more specifically those customers located in the regions served with default service by the following utilities: PECO Energy, Pennsylvania Electric, West Penn Power, PPL Electric Utilities, Metropolitan Edison, and Duquesne Light Co.

e. **CUSTOMERS:** Applicant proposes to provide services to:

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

f. **PROPOSED MARKETING METHOD** (check all that apply)

- Internal – Applicant will use its own internal resources/employees for marketing

- External EGS – Applicant will contract with a PUC **LICENSED EGS** broker/marketer
- Affiliate – Applicant will use a **NON-EGS** affiliate marketing company and or individuals.
- External Third-Party – Applicant will contract with a **NON-EGS** third party marketing company and or individuals
- Other (Describe):

g. DOOR TO DOOR SALES: Will the Applicant be implementing door to door sales activities?

- Yes
- No

If yes, will the Applicant be using a Third Party Verification procedure?

- Yes
- No

If yes, describe the Applicant's Third Party Verification procedures.

h. START DATE: Provide the approximate date the Applicant proposes to begin services within the Commonwealth.

The Applicant proposes to begin delivering services on Dec 15, 2010 (approx).

5. COMPLIANCE

a. CRIMINAL/CIVIL PROCEEDINGS: State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

Applicant is an affiliate of Veolia Environnement, S.A., the world's largest environmental services company. As such, Applicant has over 3,000 other affiliates throughout the world (including the United States, where none of such affiliates are engaged in the same business as Applicant). Applicant has very little knowledge of its affiliates' legal proceedings outside of the United States. Even within the United States, Applicant's knowledge of its affiliates' legal proceedings is relatively limited. Further, whether or not Applicant's affiliates are or have been named as defendants in legal proceedings, such information should have no bearing on Applicant's qualifications to engage in the business for which licensure is now being sought, by Applicant.

For these reasons, and upon advice of counsel after consultation with agency officials, Applicant is limiting its response to matters involving Applicant and Applicant's 40+ United States energy-industry affiliates, nearly all of which were acquired within the last five years. Information provided in response to this Item 5 is therefore for the last five years or, if less, from the date of acquisition. Such information also excludes in all cases civil actions arising in the ordinary course of business and alleging personal injury or property damage for which liability insurance coverage is believed to exist.

1. SourceOne APT, Inc. v. NXP Semiconductors USA Corp. as successor-in-interest to Philips Semiconductors, Inc. and Command Management, Inc. and associated cross-claims, Supreme Court of the State of New York, County of Dutchess, index no. 3076/2007. These claims, which arose out of an electrical circuit breaker malfunction, were fully resolved by a settlement and all related litigation was terminated.
2. Robert J. Devereaux Corporation v. Trigen-Boston Energy Corporation, Suffolk County Superior Court, C.a. No. SUCV2007-04774-G. This was an alleged breach of contract claim relating to non-payment of a construction subcontractor. This matter settled and the complaint was dismissed.
3. Today's IV Inc. vs. Fiveplants Associates, et. al., Trigen-LA Energy Corporation and Thermal North America, Inc. This was a customer contract dispute inherited from the companies' prior owner. The matter settled and was dismissed.
4. International Union of Operating Engineers-Local 501 and Ray Branch vs. Trigen-LA Energy Corporation. Arbitration claim initiated by the union representing a terminated employee. Arbitrator decided in favor of Trigen-LA Energy Corporation.
5. Mayor and City Counsel of Baltimore City v. Trigen-Baltimore Energy Corporation, Baltimore City District court, Maryland case number 40735-2008. This was a claim for allegedly unpaid taxes that was dismissed after further investigation established no basis for the claim.
6. The State of Texas vs. Dalkia Facilities Services, LLC, 174 District Court of Harris County, Texas, case number 1236997. Dalkia Facilities Services, LLC was charged with the knowing unauthorized discharge of a pollutant into the State's waters. The parties agreed to a resolution that will result in dismissal of the charge.
7. Andrews Industrial Controls, Inc. v. Veolia Energy North America, LLC ("VENA") and Trigen-Baltimore Energy Corporation ("Trigen-Baltimore"), Court of Common Pleas of Allegheny County, Pennsylvania, case number GD 10-009639. This is an alleged breach of contract claim. VENA and Trigen-Baltimore have filed a motion to dismiss this lawsuit on jurisdiction and venue grounds, which is pending.
8. LVI Environmental Services, Inc. v. Trigen-Boston Energy Corporation ("TBEC") and Walton Systems International, Inc. Middlesex Superior Court civil action number MICV2010-01145. This is a recent alleged breach of contract claim arising out of deficient performance by TBEC's subcontractor. TBEC believes this claim to be without merit and will vigorously defend against it.
9. One Hundred Towers, LLC v. Central Plants, Inc., Sempra Energy and Does 1-100. Superior Court of California, Los Angeles County, case no. BC 316829. This was a contract dispute claim which was dismissed after the Court granted the defendants' motion for summary judgment.
10. Century City Medical Plaza v. Sempra Facilities Management, and Does 1 through 50. Superior Court for the State of California for the County of Los Angeles, case no. SC087467. This was an alleged breach of contract claim inherited from the companies' prior owner, which subsequently settled and was dismissed.
11. Cencity Associates LLC v. Central Plants, Inc. Superior Court for the State of California for the County of Los Angeles case no. BC342445. This was an alleged breach of contract claim inherited from the companies' prior owner, which subsequently settled and was dismissed.

In the Matter of the McGraw Trucking Facility Site, Michael lee McGraw and Michelle lee McGraw and Michael lee McGraw and Michele Lee McGraw d/b/a McGraw Trucking, L.L.C. and Trigen-Kansas City Energy Corporation and McCabe Industrial Minerals as Respondents to the Kansas Department of Health and Environment, case no. 10-E-0034 BER. The parties negotiated a Consent Order and are operating pursuant to it. Trigen is remediating a site in Kansas in which a third-party, now bankrupt, deposited non-hazardous waste material allegedly originating from Trigen.

- b. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any such proceedings listed above.

See 5(a) above for summary details.

- c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints filed with or by a customer, regulatory agency, or prosecutory agency against the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, for the prior five (5) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General. If the Applicant has no actions or complaints to list, explicitly state such.

The Applicant has identified three matters that are responsive to Question No. 5(c). The first two matters were complaints filed against our Trigen-Philadelphia Energy Corp. steam utility affiliate before the Pennsylvania Public Utilities Commission (the "PUC"). The third matter is a complaint filed against Trigen-Boston Energy Corporation.

1. The first matter is Ellington Condominium Association ("Ellington") v. Trigen-Philadelphia Energy Corporation ("TPEC") (Docket No. C-2009-2092612). Ellington filed its Complaint against TPEC in February 2009, and the case has gone through many months of attempted mediation and hearings and most recently briefs. TPEC has vigorously defended itself against what it views to be a completely unfounded attempt by Ellington to avoid paying for steam service. A decision by the Commission is expected shortly.
 2. The second matter is Trustees of the University of Pennsylvania ("UPenn") v. Trigen-Philadelphia Energy Corp. (Docket No. C-2007-8225). In September 2007, UPenn filed a complaint with the PUC alleging that TPEC had historically overbilled UPenn through the use of non-temperature compensated meters. Following UPenn's filing of a Certificate of Satisfaction with the PUC and a Motion to withdraw its Complaint with prejudice, the PUC officially closed this matter in December 2007.
 3. The third matter is Department of Labor v. Trigen-Boston Energy Corporation ("TBEC"). (Docket No. 10-0990; Inspection No. 313796518). On Sunday, December 20, 2009, there was a sudden steam discharge inside a Massachusetts Eye and Ear Infirmary utility vault in Boston where two TBEC employees were working. No one was injured. However, OSHA investigated the incident and proposed fines and citations, which TBEC appealed to the U.S. Department of Labor. The appeal has been favorably settled following reduced fines and citations.
- d. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any actions listed above.

See 5(c) above for summary details.

6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

- a.) **STATUTORY AGENCIES:** Pursuant to Section 5.14 of the Commission's Regulations; 52 Pa. Code §5.14, provide proof of service of a signed and verified Application with attachments on the following:

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

Office of the Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

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

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See Exhibit #4

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- b.) **EDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Electric Distribution Companies the Applicant proposed to provide service in. 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. Contact information for each EDC is as follows.

Allegheny Power:

Legal Department
West Penn Power d/b/a Allegheny Power
800 Cabin Hill Drive
Greensburg, PA 15601-1689

PECO:

Manager Energy Acquisition
PECO Energy Company
2301 Market Street
Philadelphia, PA 19101-8699

Duquesne Light:

Regulatory Affairs
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

PPL:

Legal Department
Attn: Paul Russell
PPL
Two North Ninth Street
Allentown, PA 18108-1179

Met-Ed, Penelec, and Penn Power:

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI:

UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

Citizens' Electric Company:

Citizens' Electric Company
Attn: EGS Coordination
1775 Industrial Boulevard
Lewisburg, PA 17837

Pike County Light & Power Company:

Director of Customer Energy Services
Orange and Rockland Company
390 West Route 59
Spring Valley, NY 10977-5300

Wellsboro Electric Company:

Wellsboro Electric Company
Attn: EGS Coordination
33 Austin Street
P. O. Box 138

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7. FINANCIAL FITNESS

a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...

- Furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
- Furnishing the **original** (along with copies) of another initial security for Commission approval, to ensure financial responsibility.
- Filing for a modification to the \$250,000 requirement and furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.

- *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.*
- *Example version of a bond and letter of credit are attached at Appendix D & E, Applicant's security must follow language from these examples.*
- *Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.*

The Applicant is submitting this application with this request for modification of the initial bonding agreement to the amount of \$10,000. The Applicant will be serving as a broker/consultant and as a result will not be taking title of electric power, will not be collecting/paying Gross Receipts Tax, and not making payments on behalf of SourceOne clients. This is consistent with how SourceOne has operated as broker/consultant previously outside of Pennsylvania.

Bond attached. See Exhibit #5

b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must 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 Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.

The Applicant's financial statements have been included as Exhibit #6. These documents are, as indicated, CONFIDENTIAL, and are not to be released into the public domain.

See Exhibit #6

- 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, evidence of Moody's, S&P, or Fitch ratings, and/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 exhibiting accounts over a minimum two year period.
 - Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.
- c. **ACCOUNTING RECORDS CUSTODIAN:** Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.

Steven Weafer
Controller
Veolia Energy North America
99 Summer Street, Suite 900
Boston, MA 02110
Telephone: 617.849.6640
Facsimile: 617.849.6641

- d. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix F to this application.

All sections of the Tax Certification Statement must be completed. Absence (submitting N/A) of any of the TAX identifications numbers (items 7A through 7C) shall be accompanied by supporting documentation or an explanation validating the absence of such information.

Items 7A and 7C on the Tax Certification Statement are designated by the Pennsylvania Department of Revenue. Item 7B on the Tax Certification Statement is designated by the Internal Revenue Service.

See Exhibit #7

8. 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.

- a.) **EXPERIENCE, PLAN, STRUCTURE:** such information may include:

SourceOne, Inc. provides strategic infrastructure development, commodity procurement and utility power management services to companies that view power as mission critical to their operations. SourceOne has a long history of serving as a broker/consultant and has the staff in place to continue to provide excellent service to our clients.

Firm Overview

SourceOne was founded and organized to serve the emerging needs of private and public entities associated with commodity procurement, infrastructure development, sustainability programming, sourcing capacity/reliability and providing utility bill review. Some twelve years post our commencement we now serve many of the largest loads in the Northeast and many of

the regions most recognizable institutional, biotechnology, healthcare, pharmaceutical, real estate development, commercial and public entities. We have achieved this standing by offering customer centric tools, products, and services with an unwavering desire to deliver significant value.

In total, SourceOne has approximately 900 MW of electric commodity and 2 BCF of natural gas procurement in the marketplace. We manage nearly \$500 million of monthly utility billings for our customers and we manage \$750 million of energy infrastructure capital improvements. SourceOne operates multiple offices located in Boston, New York, Hartford, Chicago and Los Angeles with a staff comprised of approximately sixty-five (65) energy professionals.

Some of SourceOne's customers include: City of Boston, State of Connecticut, CCEDA, City of Harford, City of New Haven, City of Syracuse, Town of Randolph, Town of Dedham, Biogen Idec, Genzyme, Boston Scientific, EMD Serono, Novartis, Merck & Co., Millennium Pharmaceuticals, Acceleron Pharma, Analog Devices, EMC, University of Massachusetts Medical School, New York University, Yale University, Children's Hospital Boston, Boston Medical Center, Brigham & Women's Hospital, Harvard Institute of Medicine, Beth Israel Deaconess Medical Center, Goldman Sachs, Morgan Stanley, Oracle, Sun Microsystems, ZOLL Medical, Boston Properties, Equity Residential, New England Development, St. Paul Travelers, Phoenix Insurance, Vornado Realty Trust, SL Green, Taconic Investments, The Durst Organization, Northland Investment Corporation, etc.

Industry leaders have recognized the strengths of SourceOne and the intrinsic value of our services. We currently provide many Fortune 500 companies with energy expertise and owner's representative services. Veolia Energy, our parent company and the world's largest operator of cogeneration systems, employing some 50,000 employees in 39 countries, acquired SourceOne, Inc. (DE) in the second quarter of 2007. Veolia Energy recognizes the expertise and talents of SourceOne and we will be an integral part of their growth plans for the U.S. market.

SourceOne Services

As a leading provider of comprehensive energy management and power solution services, SourceOne maintains the view that power is a strategic asset that must be actively managed. Recent and continuing changes to the utility industry have resulted in complexities in the energy markets and power infrastructures that can undermine reliability, capacity and business operations, ultimately compromising enterprise success.

SourceOne is comprised of industry experts who understand the world of utilities. Our breadth of services and expertise create the synergy to ensure reliable, cost-effective power infrastructures and commodity supply that fuel growth and keep operations running. Throughout the public and private sectors, SourceOne has served as a trusted partner in managing hundreds of mission-critical energy projects. Time and again, enterprises are relying on SourceOne as their "Private Utility" to address all their power challenges.

SourceOne services include the following:

- Owner's Agent / Representative services
- Commodity procurement and management
- Monthly utility billing management, bill reconciliation, reporting, etc.
- Power master planning
- Utility coordination
- *Power/grid due diligence*
- Primary and back-up infrastructure reliability review
- Metering and monitoring integration
- Internal billing and tenant metering
- Sustainability planning and carbon management
- Demand response programming
- Conservation planning
- Commissioning services

b.) **OFFICERS:** Identify Applicant's chief officers including names and their professional resumes.

The following individuals/officers will be responsible for the SourceOne operations as a broker/consultant in Pennsylvania:

Vincent Martin, President

Vincent Martin was appointed President of Veolia Energy North America's consulting subsidiary, SourceOne, in June 2010. Mr. Martin joined Veolia Energy North America as Chief Technical Officer in early 2008, and has been employed by Veolia Energy since September 1995. From 2001 to 2008, he served as the Corporate Technical Director for Dalkia, specifying and implementing Dalkia's technical policy. Mr. Martin has contributed to Dalkia's Business Development by participating in major projects and acquisitions, and he has also contributed to the definition of Veolia Energy's Research and Development programs.

Before joining Veolia Energy, Mr. Martin worked for GEC ALSTOM, where he took part in the design and commissioning of coal fired power plants in France and China. Prior to GEC ALSTOM, Mr. Martin began his career as an officer with the French Navy's boat patrol based in Guyana.

Brant Davis, Director of Commodity Procurement

Brant Davis recently joined SourceOne from its parent company, Veolia Energy. Brant Davis has been Vice President of Operations Improvement at Veolia Energy since March 2009. In this position, Mr. Davis is responsible for providing corporate oversight of Veolia Energy's fuel commodity supply and general purchasing function. Prior to that, he spent 12 years with Deloitte Consulting's Strategy & Operations practice where he provided supply chain, M&A, fuels procurement, and pricing advisory services to numerous energy and heavy asset manufacturing clients. Before working with Deloitte Consulting, he worked in various engineering roles with Frito-Lay and Georgia Power.

Mr. Davis has a Bachelor of Science degree in Mechanical Engineering from Tennessee Technological University, and an MBA from the Kenan-Flagler Business School (University of North Carolina).

Matthew Hooks, Senior Commodities Manager

Matthew Hooks is a recent addition to the SourceOne team. He recently completed his MBA at the Tuck School of Business at Dartmouth, which he attended after a three year career at TIAX LLC, a Massachusetts and California-based consulting firm. At TIAX he worked extensively with the California Energy Commission, Air Resources Board, and the U.S. Department of Energy on their alternative energy policies. Matthew Hooks received a BS & MS in mechanical engineering from Stanford University.

c.) **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

9. DISCLOSURE STATEMENT:

a. **Disclosure Statements:** If proposing to serve Residential and/or Small Commercial (under 25 kW) customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix G to this Application.

- 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.

SourceOne is not proposing to serve residential and or small commercial customers.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:

- proof of registration as a PJM Load Serving Entity (LSE), or
- proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.

(Select only one of the following)

- AGREED - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).
- AGREED - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ACKNOWLEDGED - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information

b. **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. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43.

AGREED

c. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201–54.204 require that all active EGSs report sales activity information. An EGS will file an annual report

reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.

- 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.
- 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.
- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis:
- 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.

AGREED

- d. **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.

AGREED

- e. **ASSESSMENT:** The Commission does not presently assess Electric Generation Suppliers for the purposes of recovery of regulatory expenses; see *PPL Energyplus, LLC v. Commonwealth*, 800 A.2d 360 (Pa. Cmwlth. 2002).

ACKNOWLEDGED

- f. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 54.34.

AGREED

- g. **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.

AGREED

- h. NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within twenty (20) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 54.34.

AGREED

- i. CEASING OF OPERATIONS:** Applicant is also required to officially notify the Commission if it plans to cease doing business in Pennsylvania, 90 days prior to ceasing operations.

AGREED

- j. Electronic Data Interchange:** The Applicant acknowledges the Electronic Data Interchange (EDI) requirements and the relevant contacts for each EDC, as listed at appendix J.

AGREED

- k. FEE:** The Applicant has enclosed or paid the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

PAYMENT ENCLOSED

11. AFFIDAVITS

- a.) APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.

See Exhibit #8

- b.) OPERATIONS AFFIDAVIT:** Provide an officially notarized 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. An example copy of this Affidavit can be found at Appendix B.

See Exhibit #9

12. NEWSPAPER PUBLICATIONS

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service. Below is a list of newspapers which cover the publication requirements for Electric Generation Suppliers looking to do business in Pennsylvania.

The newspapers in which proof of publication is required is dependent on the service territories the applicant is proposing to serve. The chart below dictates which newspapers are necessary for each EDC. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

Please file with the Commission the Certification of Publication, along with a photostatic copy of the notice to complete the notice requirements.

Proof of newspaper publications must be filed with the initial application. Applicants **do not** need a docket number in their publication. Docket numbers will be issued when all criteria on the item 14 checklist (see below) are satisfied.

	<u>Duquesne</u>	<u>Met Ed</u>	<u>PECO</u>	<u>Penelec</u>	<u>Penn Power</u>	<u>PPL</u>	<u>UGI</u>	<u>West Penn</u>	<u>Entire Commonwealth</u>
Philadelphia Daily News		X	X			X			X
Harrisburg Patriot-News		X		X		X		X	X
Scranton Times Tribune		X		X		X	X		X
Williamsport Sun Gazette				X		X		X	X
Johnstown Tribune Democrat				X				X	X
Erie Times-News				X	X				X
Pittsburgh Post-Gazette	X				X			X	X

(Example Publication is provided at Appendix H)

See Exhibit #10

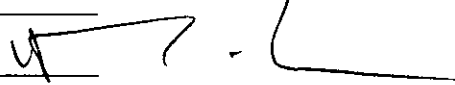
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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

13. SIGNATURE

Applicant: Source One

By: Vincent MARTIN 

Title: President

14. CHECKLIST

For the applicant's convenience, please use the following checklist to ensure all relevant sections are complete. The Commission Secretary's Bureau will not accept an application unless each of the following sections are complete.

Applicant: SourceOne, Inc. (DE)

Applicant's Use	✓	Signature	RECEIVED NOV 24 2010 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU
	✓	Filing Fee	
	✓	Application Affidavit	PUC Secretary's Bureau Use
	✓	Operations Affidavit	
	✓	Proof of Publication	
	✓	Bond or Letter of Credit	
	✓	Tax Certification Statement	
	✓	Commonwealth Department of State Verification	
	✓	Certificate of Service	

List of Exhibits:

1. Filing of Fictitious Name & Proof of Publication
2. Pennsylvania Department of State – Application for Certificate of Authority
3. Articles of Incorporation
4. Certificate of Service
5. Bond
6. Financial Statements
7. Tax Certification Statement
8. Application Affidavit
9. Operations Affidavit
10. Proof of Newspaper Publication

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Exhibit #1

Filing of Fictitious Name & Proof of Publication

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**PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration of Fictitious Name
54 Pa.C.S. § 311

Name			
GT CORP-COUNTEE			
Address			
City	State	Zip Code	
7899431	SO PA	2	

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)



Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:
SourceOne Energy, Inc.

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
Energy planning, procurement, monitoring and management.

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

132 Canal Street	Boston	MA	02114	Suffolk
Number and street	City	State	Zip	County

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State
None.			

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5. Each entity, other than an individual, interested in such business is (are):


SourceOne, Inc. (DE)	Corporation	State of Delaware
Name	Form of Organization	Organizing Jurisdiction
132 Canal Street, Boston, MA 02114		
Principal Office Address		
ST Corporation System		DAUPHIN
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional: The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):
None.

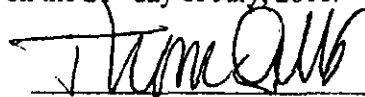
IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

27th day of August, 2010

Individual Signature	Individual Signature
Individual Signature	Individual Signature
SourceOne, Inc. (DE)	
Entity Name	Entity Name
	
Signature	Signature
Vice President and Secretary	
Title	Title

RESOLUTION OF FOREIGN CORPORATION
ADOPTING FICTITIOUS NAME IN PENNSYLVANIA

I, Thomas A. Witt, certify that I am the secretary of SourceOne, Inc (DE) a corporation organized under laws of the State of Delaware (the "Company"), and that the following is a true and correct copy of a resolution duly adopted by a unanimous written consent in lieu of a meeting of the Board of Directors of the Company on the 21st day of July, 2010.



Thomas A. Witt
Secretary

RESOLVED, that the Company adopts the name SourceOne Energy, Inc., under which it shall operate in Pennsylvania because its corporate name is not available for use in Pennsylvania, that the secretary is authorized to certify a copy of this resolution and is directed to deliver the copy of this resolution to the Secretary of the Commonwealth of Pennsylvania for filing, pursuant to Section 4123(b)(1), Title 15, Pa. C.S.A.

THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS

Proof of Publication

Under Act No. 587, Approved May 16, 1929
Commonwealth of Pennsylvania, County of Dauphin) ss

Holly Blain, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 812 to 818 Market Street, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Metro editions which appeared on the date(s) indicated below. That neither she nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

PUBLICATION COPY

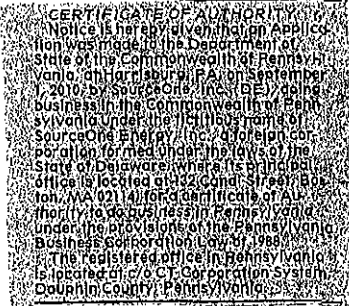
This ad # 0002092708 ran on the dates shown below:

September 08, 2010

Holly Blain

Sworn to and subscribed before me this 10 day of September, 2010 A.D.

Sherrie L. Kisner
Notary Public



COMMONWEALTH OF PENNSYLVANIA

Notarial Seal
Sherrie L. Kisner, Notary Public
Lower Paxton Twp., Dauphin County
My Commission Expires Nov. 26, 2011
Member, Pennsylvania Association of Notaries

Proof of Notice of Publication in Dauphin County Reporter

213 North Front Street, Harrisburg, PA 17101

Under Acts approved May 16, 1929, P.L. 1784 and April 24, 1931, P.L. 67, 45 P.S. 1 et seq.

State of Pennsylvania
County of Dauphin

ss:

Donald Morgan, agent of the Publisher of the Dauphin County Reporter, of the County and State aforesaid, being duly sworn, deposes and says that the Dauphin County Reporter, a legal periodical published in the City of Harrisburg, County and State aforesaid, was established January 1, 1898, and designated the Legal Periodical for Dauphin County, on February 5, 1919, since which date the Dauphin County Reporter has been regularly issued in said County, and that the printed notice of publication attached hereto is exactly the same as was printed and published in the regular editions and issues of the Dauphin County Reporter on the following dates, viz:

SEPTEMBER 10, 2010

Affiant further deposes that he is the Agent of the Publisher of the Dauphin County Reporter, a legal Periodical of general circulation, to verify the foregoing statement under oath, and that neither the affiant nor the Dauphin County Reporter is interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statements as to time, place and character of publication are true.



Sworn to and subscribed before me this 10th
day of SEPTEMBER 2010



Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Joyce A. Tambolas, Notary Public
City Of Harrisburg, Dauphin County
My Commission Expires Oct. 5, 2012

Member, Pennsylvania Association of Notaries

Statement of Advertising Costs:

SourceOne, Inc. (DE)

Copy of Notice of Publication

NOTICE IS HEREBY GIVEN that an Application was made to the Department of State of the Commonwealth of Pennsylvania, at Harrisburg PA, on September 1, 2010, by SourceOne, Inc. (DE), doing business in the Commonwealth of Pennsylvania under the fictitious name of SourceOne Energy, Inc., a foreign corporation formed under the laws of the State of Delaware, where its principal office is located at 132 Canal Street, Boston, MA 02114, for a Certificate of Authority to do business in Pennsylvania under the provisions of the Pennsylvania Business Corporation Law of 1988.

The registered office in Pennsylvania is located at c/o CT Corporation System, Dauphin County, Pennsylvania. s10

Exhibit #2

Pennsylvania Department of State – Application for Certificate of Authority

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Certificate of Authority
(15 Pa.C.S.)

- Foreign Business Corporation (§ 4124)
 Foreign Nonprofit Corporation (§ 6124)

Name _____
Address CT CORP-COUNTY
City 78 State 99431 Zip Code SO PA 1

Commonwealth of Pennsylvania
CERTIFICATE OF AUTHORITY 4 Page(s)



T1024511015

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned, hereby states that:

1. The name of the corporation is:
SourceOne, Inc. (DE)

2. Complete only when the corporation must adopt a corporate designator for use in Pennsylvania.
The name which the corporation adopts for use in this Commonwealth is:

3. If the name set forth in paragraph 1 or 2 is not available for use in this Commonwealth, complete the following:
The fictitious name which the corporation adopts for use in transacting business in this Commonwealth is:
SourceOne Energy, Inc.

The corporation shall do business in Pennsylvania only under such fictitious name pursuant to the attached resolution of the board of directors under the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations) and the attached form DSCB:54-311 (Application for Registration of Fictitious Name).

4. The name of the jurisdiction under the laws of which the corporation is incorporated is: Delaware

5. The address of its principal office under the laws of the jurisdiction in which it is incorporated is:

<u>132 Canal Street</u>	<u>Boston</u>	<u>MA</u>	<u>02114</u>
Number and street	City	State	Zip

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6. The (a) address of this corporation's proposed registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				County
c/o: C T Corporation System				Dauphin County

7. Check one of the following:

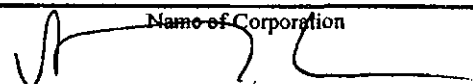
Business Corporation: The corporation is a corporation incorporated for a purpose or purposes involving pecuniary profit, incidental or otherwise.

Nonprofit Corporation: The corporation is a corporation incorporated for a purpose or purposes not involving pecuniary profit, incidental or otherwise.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Application for Certificate of Authority to be signed by a duly authorized officer thereof this 21st day of July, 2010.

SourceOne, Inc. (DE)

Name of Corporation



Signature

Vincent Martin, President

Title

Exhibit #3

Articles of Incorporation

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SPARK ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "SOURCEONE, INC. (DE)" UNDER THE NAME OF
"SOURCEONE, INC. (DE)", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2007, AT 1:22
O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF
APRIL, A.D. 2007, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

3179179 8100M

070494284



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5634955

DATE: 04-30-07

CERTIFICATE OF MERGER

of

SPARK ACQUISITION CORP.
(a Delaware corporation)

with and into

SOURCEONE, INC. (DE)
(a Delaware corporation)

Pursuant to the provisions of Section 251(c) of the General Corporation Law of the State of Delaware (the "DGCL"), SourceOne, Inc. (DE), a Delaware corporation ("SourceOne"), hereby certifies the following information relating to the merger of Spark Acquisition Corp., a Delaware corporation ("Spark"), with and into SourceOne (the "Merger"):

FIRST: The names and states of incorporation of the constituent corporations (the "Constituent Corporations") in the Merger are:

<u>Name</u>	<u>State of Incorporation</u>
SourceOne, Inc. (DE)	Delaware
Spark Acquisition Corp.	Delaware

SECOND: The Agreement and Plan of Merger, by and among SourceOne, Spark, and Dalkia North America Holdings, Inc., the sole shareholder of Spark, dated as of April 5, 2007 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") is SourceOne, Inc. (DE).

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation attached hereto as Exhibit A.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation whose address is 125 Canal Street, Boston, Massachusetts 02114.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 11:59 p.m. EST on April 30, 2007.

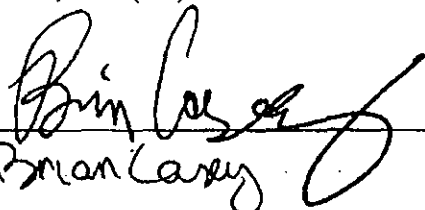
IN WITNESS WHEREOF, SourceOne has caused this Certificate of Merger to be executed by its duly authorized officer on April 30, 2007.

SOURCEONE, INC. (DE)

By:

Name:

Title:



Brian Casey

President

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EXHIBIT A

CERTIFICATE OF INCORPORATION

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

OF

SOURCEONE, INC. (DE)

1. The name of the corporation is SourceOne, Inc. (DE).
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle 19801. The name of its registered agent at such address is The Corporation Trust Company.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
4. The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of Common Stock. The par value of each share is \$0.01.
5. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the corporation is expressly authorized to adopt, amend or repeal the by-laws of the corporation.
6. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.
7. The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Section.

Exhibit #4
Certificate of Service

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

On this the 24th day of November 2010, I certify that a true and correct copy of the foregoing application form for licensing within to Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments (confidential financial statements withheld) have been served upon the following:

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

Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

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

Legal Department
West Penn Power d/b/a Allegheny Power
800 Cabin Hill Drive
Greensburg, PA 15601-1689

Manager Energy Acquisition
PECO Energy Company
2301 Market Street
Philadelphia, PA 19101-8699

Regulatory Affairs
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

Legal Department
Attn: Paul Russell
PPL
Two North Ninth Street
Allentown, PA 18108-1179

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

Citizens' Electric Company
Attn: EGS Coordination
1775 Industrial Boulevard
Lewisburg, PA 17837

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Director of Customer Energy Services
Orange and Rockland Company
390 West Route 59
Spring Valley, NY 10977-5300

Wellsboro Electric Company
Attn: EGS Coordination
33 Austin Street
P. O. Box 138
Wellsboro, PA 16901



Vincent Martin, President of SourceOne, Inc.

Exhibit #5

Bond

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

EVERGREEN NATIONAL INDEMNITY COMPANY
MAYFIELD HEIGHTS, OH
POWER OF ATTORNEY

POWER NO. **853401**

KNOW ALL MEN BY THESE PRESENTS: That the Evergreen National Indemnity Company, a corporation in the State of Ohio does hereby nominate, constitute and appoint: ***** SANDRA D. CIKRAJI *****

its true and lawful Attorney(s)-In-Fact to make, execute, attest, seal and deliver for and on its behalf, as Surety, and as its act and deed, where required, any and all bonds, undertakings, recognizances and written obligations in the nature thereof, PROVIDED, however, that the obligation of the Company under this Power of Attorney shall not exceed **TEN THOUSAND and 00/100 DOLLARS (\$10,000.00)**

This Power of Attorney is granted and is signed by facsimile pursuant to the following Resolution adopted by its Board of Directors on the 23rd day of July, 2004:

"RESOLVED, That any two officers of the Company have the authority to make, execute and deliver a Power of Attorney constituting as Attorney(s)-in-fact such persons, firms, or corporations as may be selected from time to time.
FURTHER RESOLVED, that the signatures of such officers and the Seal of the Company may be affixed to any such Power of Attorney or any certificate relating thereto by facsimile; and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company; and any such powers so executed and certified by facsimile signatures and facsimile seal shall be valid and binding upon the Company in the future with respect to any bond or undertaking to which it is attached."

IN WITNESS WHEREOF, the Evergreen National Indemnity Company has caused its corporate seal to be affixed hereunto, and these presents to be signed by its duly authorized officers this 1st day of June, 2009.

EVERGREEN NATIONAL INDEMNITY COMPANY

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**PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**

By: Charles D. Hamm Jr.
Charles D. Hamm Jr., President
By: David A. Canzone
David A. Canzone, CFO

Notary Public)
State of Ohio) SS:

On this 1st day of June, 2009, before the subscriber, a Notary for the State of Ohio, duly commissioned and qualified, personally came Charles D. Hamm, Jr. and David A. Canzone of the Evergreen National Indemnity Company, to me personally known to be the individuals and officers described herein, and who executed the preceding instrument and acknowledged the execution of the same and being by me duly sworn, deposed and said that they are the officers of said Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and the said Corporate Seal and signatures as officers were duly affixed and subscribed to the said instrument by the authority and direction of said Corporation, and that the resolution of said Company, referred to in the preceding instrument, is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at Columbus, Ohio, the day and year above written.



PENNY M. BURNS
NOTARY PUBLIC
STATE OF OHIO
Comm. Expires
April 04, 2012

Penny M. Burns
Penny M. Burns, Notary Public
My Commission Expires April 4, 2012

State of Ohio) SS:

I, the undersigned, Secretary of the Evergreen National Indemnity Company, a stock corporation of the State of Ohio, DO HEREBY CERTIFY that the foregoing Power of Attorney remains in full force and has not been revoked; and furthermore that the Resolution of the Board of Directors, set forth herein above, is now in force.

Signed and sealed in Mayfield Hts, Ohio this 18TH day of October 2010.



Wan C. Collier
Wan C. Collier, Secretary

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



COMMONWEALTH OF PENNSYLVANIA
INSURANCE DEPARTMENT

CERTIFICATE OF AUTHORITY

Casualty

Effective Date: April 1, 2010

EVERGREEN NATIONAL INDEMNITY COMPANY

NAIC NO. 12750

HAS COMPLIED WITH THE REQUIREMENTS OF THE LAWS OF THE COMMONWEALTH OF PENNSYLVANIA RELATING TO ADMISSION IN SAID COMMONWEALTH FOR THE PURPOSE OF TRANSACTING INSURANCE BUSINESS IN PENNSYLVANIA AND THAT THE ABOVE NAMED COMPANY IS HEREBY AUTHORIZED TO TRANSACT THE BUSINESS OF:

Auto Liability 40 P.S. s 382(c)(11)

Boiler and Machinery 40 P.S. s 382(c)(5)

Burglary and Theft 40 P.S. s 382(c)(6)

Credit 40 P.S. s 382(c)(7)

Elevator 40 P.S. s 382(c)(9)

Fidelity and Surety 40 P.S. s 382(c)(1)

Glass 40 P.S. s 382(c)(3)

Inland Marine and Physical Damage 40 P.S. s 382(b)(2)

Livestock 40 P.S. s 382(c)(10)

Mine and Machinery 40 P.S. s 382(c)(12)

Ocean Marine 40 P.S. s 382(b)(3)

Other Liability 40 P.S. s 382(c)(4)

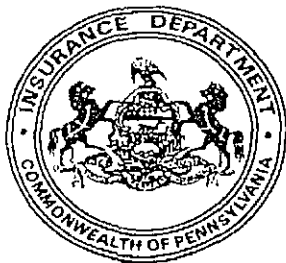
Personal Property Floater 40 P.S. s 382(c)(13)

Property and Allied Lines 40 P.S. s 382(b)(1)

Water Damage 40 P.S. s 382(c)(8)

Workers Compensation 40 P.S. s 382(c)(14)

FOR THE YEAR ENDING MARCH 31, 2011, IN ACCORDANCE WITH ITS CHARTER AND IN CONFORMITY WITH THE LAWS OF SAID COMMONWEALTH OF PENNSYLVANIA.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY
HAND AND AFFIXED MY OFFICIAL SEAL, THE
DATE AND YEAR FIRST ABOVE WRITTEN.

Handwritten signature of Joel Ario.

JOEL ARIO
INSURANCE COMMISSIONER



Evergreen National Indemnity Company
Certificate
2009

The following financial information was excerpted from the Statutory Annual Statement filed by Evergreen National Indemnity Company with the Ohio Department of Insurance.

STATEMENT OF INCOME

Direct Written Premium	\$ 32,720,809
Reinsurance Assumed	3,171,452
Reinsurance Ceded	(25,499,903)
Net Written Premium	10,392,358
Change in Unearned	201,148
Net Earned Premium	10,593,506
Losses & LAE Incurred	195,964
Net Commission Expense	4,433,569
Other Expenses	3,320,911
Underwriting Gain/ (Loss)	2,643,062
Investment Gain	531,366
Other Income/ (Expense)	195,256
Income Before FIT	3,369,684
Federal Income Tax	1,360,133
Net Income	2,009,551

BALANCE SHEET

Assets

Invested Assets	45,541,976
Agent's Balances (net of Reins.)	2,134,978
Reinsurance Recoverable	302,414
Other Assets	903,377
Total Assets	48,882,745

Liabilities & Surplus

Unearned Premium Reserve	4,412,137
Loss & LAE Reserves	3,759,499
Other Liabilities	7,817,216
Total Liabilities	15,988,852
Surplus	32,893,893

I hereby certify that the above information is that contained in the Statutory Annual Statement filed by Evergreen National Indemnity Company with the Ohio Department of Insurance for the year ending December 31, 2009.


Charles D. Hamm, Jr., President

Exhibit #6

SourceOne, Inc. Financial Statements

(removed for confidentiality when distributed to Statutory Agencies and EDCs, and in electronic submission – can be found in hard copy submission)

Parent company financials can be found at <http://www.finance.veolia.com/results.html>

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SECRETARY'S BUREAU

Exhibit #7

Tax Certification Statement

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SECRETARY'S BUREAU

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

APPENDIX B

TAX CERTIFICATION
STATEMENT

COMMONWEALTH OF
PENNSYLVANIA
PUBLIC UTILITY COMMISSION

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 SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.	2. BUSINESS PHONE NO. (800) 510.4485 CONTACT PERSON(S) FOR TAX ACCOUNTS: William Owens, Tax Director Phone: (317) 917-3770
---	--

3. TRADE/FICTITIOUS NAME (IF ANY) SourceOne Energy, Inc.	132 Canal Street Boston, MA 02114 Phone 800.510.4485
---	--

4. LICENSED ADDRESS (STREET, RURAL ROUTE, P.O. BOX NO.) 132 Canal Street, Boston, MA 02114	(POST OFFICE)	STATE)	(ZIP)
---	---------------	--------	-------

5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION

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

NAME (PRINT) Stewart Wood, Chairman of the Board (Chief Operating Officer)	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Vincent Martin, President	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Thomas A. Witt, Vice President and Secretary	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Jason Salgo, Vice President – Finance and Chief Financial Officer	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ _ - _ _ - _ _ _ _ _
NAME (PRINT) James Roberts, Vice President	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 <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	C. CORPORATE BOX NUMBER (7 DIGITS) 2 8 8 8 4 1 6 APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>
B. EMPLOYER ID (EIN) (9 DIGITS) 0 4 - 3 5 5 8 8 6 8 APPLICATION PENDING <input type="checkbox"/> N/A <input 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

PA SALES AND USE TAX William Owens, Tax Director PHONE (317) 917-3770	EMPLOYER TAXES Linda Barbatto PHONE (617) 502-4458	CORPORATE TAXES William Owens, Tax Director PHONE (317) 917-3770
---	--	--

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)

TAX CERTIFICATION STATEMENT
ADDITIONAL INFORMATION

Additional Corporate Officers

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

NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)
Alexandre Visciglio, Treasurer	_ _ _ - _ _ - _ _ _ _ _
Steven Weafer, Controller	_ _ _ - _ _ - _ _ _ _ _
NAME (PRINT)	_ _ _ - _ _ - _ _ _ _ _

Exhibit #8
Application Affidavit

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SECRETARY'S BUREAU

APPLICATION AFFIDAVIT

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Commonwealth of Massachusetts:

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

County of Suffolk

Vincent Martin, Affiant, being duly sworn according to law, deposes and says that:

He is the President of SourceOne, Inc. (DE);]

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

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. 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 SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. 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 knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.

[Handwritten Signature]

Signature of Affiant

Sworn and subscribed before me this 23 day of November, 2010.

[Handwritten Signature]

Notary Public
COMMONWEALTH OF MASSACHUSETTS
My Commission Expires
May 19, 2017

My commission expires

Exhibit #9
Operations Affidavit

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

OPERATIONS AFFIDAVIT

Commonwealth of Massachusetts:

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ss.

NOV 24 2010

County of Suffolk

**PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**

Vincent Martin, Affiant, being duly sworn according to law,
deposes and says that:

He is the President of SourceOne, Inc. (DE);

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

That SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc., 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 SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc., the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render 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.

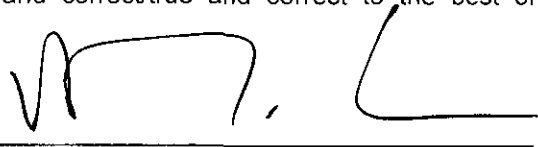
That SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc., the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 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 SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc., 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.

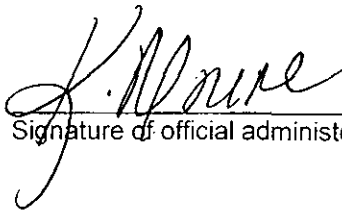
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the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

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



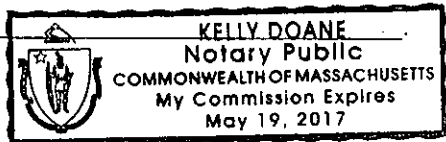
Signature of Affiant

Sworn and subscribed before me this 23rd day of November, 2010.



Signature of official administering oath

My commission expires



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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Exhibit #10

Proof of Newspaper Publication

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NOV 24 2010

**PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**

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OATH of PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
APPLICATION OF SOURCEONE, INC. (DE) (d/b/a "SourceOne Energy, Inc.") 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") will be filing 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below.
By and through Counsel:
Robert Arendell,
Associate General Counsel
SourceOne, Inc. (DE)
(d/b/a "SourceOne Energy, Inc.")
c/o Veolia Energy
North America
99 Summer Street
Suite 900
Boston, MA 02110
Phone: (617) 849-6634
FAX: (617) 482-3235
(10-1041023-NT-22)

PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

SOURCEONE INC
132 CANAL ST
BOSTON MA 02114

REFERENCE: L0004859 PUC
0001041023 PENNSYLVANIAPUBLICUT

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

Rosanne Cheeseman being duly sworn, deposes and says that she is the Publisher of the Times Publishing Company, which publishes: the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, successor, by consolidation, of the Morning News, established January 1957, and the Erie Daily Times, established April 1888, daily newspapers of general circulation and published at Erie, Erie County, Pennsylvania, and that the notice of which the attached is a copy published, in the regular editions of said newspaper of the dates referred to below. Affiant further deposes that she is duly authorized by the TIMES PUBLISHING COMPANY, publisher of The Erie Times-News to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the forgoing statement as to time, place and character of publication are true.

PUBLISHED ON: 10/22

TOTAL COST: 244.00 AD SPACE: 79 LINE
FILED ON: 10/22/10

Sworn to and subscribed before me this

22 day of October 2010 Affiant: Rosanne Cheeseman

NOTARY: Tami J. Brown

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Tami J. Brown, Notary Public
City of Erie, Erie County
My commission expires April 14, 2014

The Patriot-News Co.
2020 Technology Pkwy
Suite 300
Mechanicsburg, PA 17050
Inquiries - 717-255-8213

The Patriot-News
Now you know

SOURCEONE, INC.
132 CANAL STREET

BOSTON

MA 02114

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NOV 24 2010

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS

Proof of Publication

Under Act No. 587, Approved May 16, 1929
Commonwealth of Pennsylvania, County of Dauphin} ss

Holly Blain, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 812 to 818 Market Street, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Metro editions which appeared on the date(s) indicated below. That neither she nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002103738 ran on the dates shown below:

October 22, 2010

Holly Blain

Sworn to and subscribed before me this 01 day of November, 2010 A.D.

Sherrie L. Kisner
Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Sherrie L. Kisner, Notary Public
Lower Paxton Twp., Dauphin County
My Commission Expires Nov. 26, 2011

Member, Pennsylvania Association of Notaries

SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below. By and through Counsel: Robert Arendell, Associate General Counsel SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") c/o Veolia Energy North America 99 Summer Street, Suite 900 Boston, MA 02110 Phone: (617) 849-6634 FAX: (617) 482-3235

Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929

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NOV 24 2010

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU
Copy of Notice of Publication

Anna Dickerson being duly sworn, deposes and says that **The Philadelphia Daily News** is a newspaper published daily, except Sunday, at Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

October 25, 2010

Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

Anna Dickerson

Sworn to and subscribed before me this 25th day of
October, 2010.

Mary Anne Logan
Notary Public

My Commission Expires:

NOTARIAL SEAL
Mary Anne Logan, Notary Public
City of Philadelphia, Phila. County
My Commission Expires March 30, 2013

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE
Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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.
SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") will be filing 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below.
By and through Counsel:
Robert Arendell, Associate General Counsel
SourceOne, Inc. (DE)
(d/b/a "SourceOne Energy, Inc.")
c/o Veolia Energy North America
99 Summer Street, Suite 900
Boston, MA 02110
Phone: (617) 849-6634
FAX: (617) 482-3235

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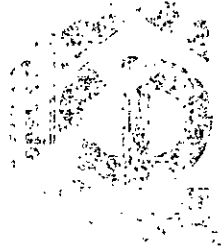
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Proof of Publication of Notice in Pittsburgh Post-Gazette

Under Act No 587, Approved May 16, 1929, PL 1784, as last amended by Act No 409 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss C. Mohamed, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Gazette and Sun-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has been regularly issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was printed and published in the _____ regular editions and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

22 of October, 2010

Affiant further deposes that he/she is an agent for the PG Publishing Company, a corporation and publisher of the Pittsburgh Post-Gazette, that, as such agent, affiant is duly authorized to verify the foregoing statement under oath, that affiant is not interested in the subject matter of the afore said notice or publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") will be filing 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE), (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below. By and through Counsel: Robert Arendell, Associate General Counsel SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc."), c/o Veolia Energy North America, 99 Summer Street, Suite 900, Boston, MA 02110 Phone: (617) 849-6634 FAX: (617) 482-3235	PG PUBL hereby ack been fully O 34 Bouleva PITTSBUR Phone 41 I hereby cert said notice.
---	---

C Mohamed
PG Publishing Company
Sworn to and subscribed before me this day of:
October 22, 2010

Linda M. Gaertner
COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Linda M. Gaertner, Notary Public
City Of Pittsburgh, Allegheny County
My Commission Expires Jan. 31, 2011
Member, Pennsylvania Association of Notaries

RECEIVED
NOV 24 2010
PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

STATEMENT OF ADVERTISING COSTS
SourceOne, Inc.,
132 CANAL ST
ATTN: MATTHEW L. HOOKS
BOSTON MA 02114-1805

To PG Publishing Company

Total ----- \$498.15

Publisher's Receipt for Advertising Costs

PG PUBLISHING COMPANY, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation, hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

34 Boulevard
PITTSBURGH
Phone 41

PG Publishing Company, a Corporation, Publisher of
Pittsburgh Post-Gazette, a Newspaper of General Circulation
By MARLA JUEZ

I hereby certify that this is the original Proof of Publication and receipt for the Advertising costs in the subject matter of

The Scranton Times (Under act P.L. 877 No 160. July 9, 1976)
Commonwealth of Pennsylvania, County of Lackawanna

SOURCEONE INC
MATTHEW L HOOKS
132 CANAL STREET BOSTON MA 02114

Account # 529036
Order # 80410847
Ad Price: 269.81

RECEIVED

NOV 24 2010

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Gina Krushinski
Being duly sworn according to law deposes and says that she is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication hereto attached is exactly as printed in the regular editions of the said newspaper on the following dates:

10/21/2010

Affiant further deposes and says that neither the affiant nor The Scranton Times is interested in the subject matter of the aforesaid notice or advertisement and that all allegations in the foregoing statement as time, place and character or publication are true Gina Krushinski

Sworn and subscribed to before me
this 21st day of October A.D., 2010

Sharon Venturi

(Notary Public)

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sharon Venturi, Notary Public
City of Scranton, Lackawanna County
My Commission Expires Feb. 12, 2014
Member, Pennsylvania Association of Notaries

LEGAL NOTICE

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION

Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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.

SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") will be filing 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA
 PUBLIC UTILITY COMMISSION
 NOTICE

Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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.

SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") will be filing 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. SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below.

By and through Counsel: Robert Arendell,
 Associate General Counsel
 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.")
 c/o Veolia Energy North America
 99 Summer Street, Suite 900
 Boston, MA 02110
 Phone: (617) 849-6634
 FAX: (617) 482-3235

Swoi
 22nd day of October, 2010.

[Handwritten Signature]

COMMONWEALTH OF PENNSYLVANIA
 Notarial Seal
 Vivian Ohs, Notary Public
 City of Johnstown, Cambria County
 My Commission Expires Dec. 6, 2012
 Member, Pennsylvania Association of Notaries

On this 22nd day of October A.D. 2010, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and above matter published in said publication in the regular issues PA, on October 21st, 2010; and that the Affiant is not advertising and that all of the allegations as to time, place and

[Handwritten Signature: Christine Marhefka]

STATEMENT OF ADVERTISING COSTS

0.00 Lines @ \$2.50 per line	0.00
8 Inches @ \$25.00 per inch	200.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	207.50

To The Tribune-Democrat, Johnstown, PA
 For publishing the notice or publication
 attached hereto on the above stated dates.

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

_____ for publisher of _____
 a newspaper of general circulation, hereby acknowledges receipt of the aforesaid
 and publication costs and certifies that the same has been duly paid.

(Name of Newspaper) **RECEIVED**

By _____ NOV 24 2010

PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

PROOF OF PUBLICATION OF NOTICE IN THE WILLIAMSPORT SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

Bernard A. Oravec Publisher of the Sun-Gazette Company, publishers of the Williamsport, Sun-Gazette, successor to the Williamsport Sun and the Gazette & Bulletin, both daily newspapers of general circulation, published at 252 West Fourth Street, Williamsport, Pennsylvania, being duly sworn, deposes and says that the Williamsport Sun was established in 1870 and the Gazette & Bulletin was established in 1801, since which dates said successor, the Williamsport Sun-Gazette, has been regularly issued and published in the County of Lycoming aforesaid, and that a copy of the printed notice is attached hereto exactly as the same was printed and published in the regular editions of said Williamsport Sun-Gazette on the following dates, viz:

October 27, 2010

Affiant further deposes that he is an officer daily authorized by the Sun-Gazette Company, publisher of the Williamsport Sun-Gazette, to verify the foregoing statement under oath and also declares that affiant is not interested in the subject matter of the aforesaid notice of publication, and that all the allegations in the foregoing statement as to time, place and character of publication are true.

PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE
Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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.
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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") 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 SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") attorney at the address listed below.
By and through Counsel: Robert Arendell, Associate General Counsel SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") c/o Veolia Energy North America 99 Summer Street, Suite 900 Boston, MA 02110 Phone: (617) 849-6634 FAX: (617) 482-3235

Bernard A. Oravec
SUN-GAZETTE COMPANY
Sworn to and subscribed before me
the 27th day of October 2010
Cathy A. Billey
Notary Public

NOTARIAL SEAL
CATHY A. BILLEY, Notary Public
City of Williamsport, Lycoming County
My Commission Expires May 15, 2011

RECEIVED
NOV 24 2010
PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ 309.76
Probated same.....\$
Total.....\$ 309.76

From: Origin ID: LWMA (617) 399-6100
SourceOne, Inc

132 Canal St

Boston, MA 02114



J18391010040225

Ship Date: 24NOV10
ActWgt: 2.0 LB
CAD: 1256869/NET3090

Delivery Address Bar Code



Ref #
Invoice #
PO #
Dept #

SHIP TO: (000) 000-0000

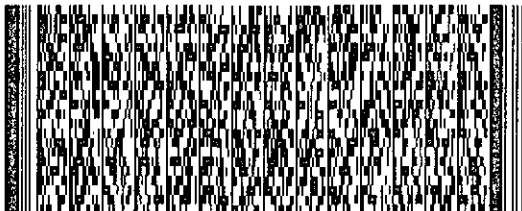
BILL SENDER

Pennsylvania Public Utility Commiss
SECRETARY KEYSTONE BLDG FL 2
ROOM N201
HARRISBURG, PA 17120

TRK# 7964 8578 7176
0201

MON - 29 NOV A1

** 2DAY **



17120

PA-US

MDT

SH MDTA



58AG1/BCDA/2780

After printing this label:

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.
2. Fold the printed page along the horizontal line.
3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

Warning: Use only the printed original label for shipping. Using a photocopy of this label for shipping purposes is fraudulent and could result in additional billing charges, along with the cancellation of your FedEx account number.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$500, e.g. jewelry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits, see current FedEx Service Guide.