

Deanne M. O'Dell
717.255.3744
dodell@eckertseamans.com

June 30, 2011

VIA HAND DELIVERY

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

RECEIVED
2011 JUN 30 PM 3:25
PA FILE BUREAU
SECRETARY'S BUREAU

Re: Jerome H. Rhoads, Inc. d/b/a Rhoads Energy Corporation, Request to Amend License
A-2009-2138310

Dear Secretary Chiavetta:

By Order entered January 14, 2010, the Commission granted the natural gas supplier (NGS) application for Jerome H. Rhoads, Inc. d/b/a Rhoads Energy Corporation ("Rhoads Energy") to serve Residential and Commercial customers in the service territory of UGI Utilities, Inc. By Order entered June 13, 2011, the Commission granted the request of Rhoads Energy to amend its NGS license to also serve industrial and governmental customers in the service territory of UGI Utilities Inc.

The purpose of this letter is to request approval for Rhoads Energy to further amend its NGS license to expand its services to all customer classes in the service territories of UGI Central Penn, UGI Penn Natural and PECO Gas. In support of this request, Rhoads Energy is enclosing the following:

1. Documentation to evidence Rhoads Energy's compliance with the Section 2208(c) bonding requirement for UGI Central Penn, UGI Penn Natural and PECO Gas.
2. Proof of publication of Rhoads Energy's intent to seek this expansion of its NGS authority into the territories of UGI Central Penn and UGI Penn Natural.

The original notice publishing the initial application of Rhoads Energy stated that Rhoads Energy intended to provide service in the PECO Gas territory. Specifically, it stated as follows:

Application of Jerome H. Rhoads, Inc. d/b/a "Rhoads Energy Corporation" For Approval To Offer, Render, Furnish Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania, Docket No. A-2009-2138310.

On October 27, 2009, **Jerome H. Rhoads, Inc.** filed an application with the Pennsylvania Public Utility Commission (“PUC”) for a license to provide natural gas supply services as a supplier of natural gas. **Jerome H. Rhoads, Inc.** proposes to sell natural gas and related services in the service territories of UGI Utilities, Inc. and PECO Gas in Pennsylvania under the provisions of the Natural Gas Choice and Competition Act. (emphasis added)

Thus, in accordance with the Commission’s approval of similar amendments to license applications and authority, additional publication regarding Rhoads Energy’s request to expand service into PECO Gas’ service territory is neither necessary nor required. *See, e.g.*, Exelon Energy Company, A-2008-2079002 (amendment requests of 11/3/09 and 10/29/10).

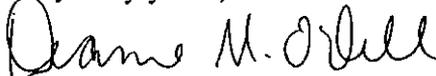
Rhoads Energy remains committed to complying with all applicable laws and Commission regulations and its amendment requests here are a reflection of Rhoads Energy’s continuing success to date in the Pennsylvania market. Further, the requested amendments are consistent with Rhoads Energy’s stated business expansion plans as set forth in response to question number 10 in its March 17, 2011 NGS application.

For all these reasons, Rhoads Energy respectfully requests that the Commission grant this request to further amend its NGS license to expand its services to all customer classes in the service territories of UGI Central Penn, UGI Penn Natural, and PECO Gas service territory.

A copy of this request has been served in accordance with the attached Certificate of Service.

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

Very truly yours,


Deanne M. O’Dell

DMO/lww

Enclosures

cc: per Certificate of Service

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PA PUC
SECRETARY'S BUREAU

CERTIFICATE OF SERVICE

I hereby certify that this day I served a copy of the foregoing letter and enclosures to amend Application on the persons listed below in the manner indicated in accordance with the requirements of 52 Pa. Code Section 1.54.

VIA FIRST CLASS MAIL

Irwin A. Popowsky, Esquire
Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101

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

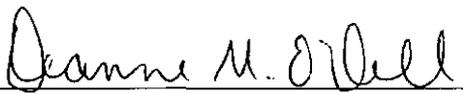
David E. Lahoff
2525 N. 12th Street, Suite 360
Reading, PA 19612-2677
*For UGI Penn National and UGI Central
Penn*

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

William R. Lloyd, Jr., Esquire
Office of Small Business Advocate
Commerce Bldg., Suite 1102
300 North Second Street
Harrisburg, PA 17101

Carlos Thillet, Manager, Gas Supply and
Transportation
2301 Market Street, S9-2
Philadelphia, PA 19103
For PECO

June 30, 2011


Deanne M. O'Dell, Esquire

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2011 JUN 30 PM 3:25
PA 17103
SECRETARY'S BUREAU



UGI Utilities, Inc.
2525 North 12th Street
Suite 360
Post Office Box 12677
Reading, PA 19612-2677
(610) 796-3400 Telephone

May 13, 2011

Michael DeBerdine
President
Rhoads Energy Corporation.
P.O. Box 1198
Lancaster, PA 17608

RE: UGI Financial Security Requirements

Dear Mr. DeBerdine,

UGI Utilities, Inc. ("UGI") has reviewed the financial information of Rhoads Energy Corporation, ("Rhoads"). Based on this review and the requirement that Rhoads must post security as specified in the UGI Penn Natural Gas ("PNG") and UGI Central Penn Gas ("CPG") Supplier Coordination Tariffs before it serves customers on the PNG and CPG distribution systems, UGI has determined that Rhoads has demonstrated adequate creditworthiness to satisfy any costs PNG and CPG may incur in the event they operate as a supplier of last resort due to a default on the part of Rhoads.

This determination may change in the event there is a material deterioration in that condition, if Rhoads's obligations to PNG and CPG exceed the amount of the financial security provided, if the financial security is withdrawn or is deemed to be null and void or inadequate due to the material financial deterioration of any guarantor, or if Rhoads fails to abide by the terms and conditions of PNG and CPG Gas Tariffs and the PNG and CPG Natural Gas Supplier Coordination Tariffs.

Please feel free to contact me with any additional questions that you may have. I can be reached at (610) 796-3520

Sincerely,

David E. Lahoff
Manager, Rates
UGI Utilities, Inc.
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, PA 19612-2677

RECEIVED
2011 JUN 30 PM 3:25
PA PUC
SECRETARY'S BUREAU



An Exelon Company

June 16, 2011
PECO - Exelon Corporation
Energy Acquisition
2301 Market Street
Philadelphia, PA. 19101

Mr. Craig Herr
Rhoads Energy
18 Chestnut Street
Coatesville, PA. 19320

Energy Acquisition is providing this notification letter that Rhoads Energy has met the creditworthiness business requirement involved with the Pennsylvania Gas Choice - Low Volume Transportation program, pursuant to the receipt of an initial Surety of \$35,000.00 Guaranty. The Surety may be submitted to PECO via three acceptable forms; a Cash Deposit, a Letter of Credit, or a Surety bond. PECO will hold any surety to cover potential obligations to PECO and other system costs that could result from failure of a Supplier to meet its competitive Natural Gas Supply service delivery obligations.

Please note, although the creditworthiness requirements were met, as referenced within Section 7.13 (Creditworthiness of a Natural Gas Supplier (NGS) Serving Low Volume Transportation Customers) of the Gas Service Tariff, PECO has the right to re-assess the creditworthiness of the company if PECO has any reason to suspect a change in the marketer's financial condition.

If you should have any questions regarding this matter, please contact the Electric & Gas Choice Hotline at 215-841-3700.

Sincerely,

A handwritten signature in cursive script that reads "Carol Reilly".

Carol Reilly
Manager
Energy Acquisition

AFFIDAVIT

Commonwealth of Pennsylvania

County of Dauphin

ss.

Deanne M. O'Dell, Affiant, being duly sworn according to law, deposes and says that:

She is an authorized representative of Rhoads Energy Corporation;

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

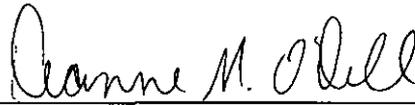
That he certifies that he has caused the notice of the filing of Rhoads Energy Corporation's Natural Gas Supplier License Application to be published in the following newspapers on the dates shown:

Newspaper	Publication Date
The Scranton Times Tribune	June 17, 2011
Erie Times-News	June 21, 2011
Williamsport Sun Gazette	June 19, 2011

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

That he is submitting to the Commission the proof of publication from each newspaper in which notice of the application filing was published.

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.



Signature of Affiant
Deanne M. O'Dell

Sworn and subscribed before me this 29th day of June 2011.



Signature of official administering oath

My commission expires Dec. 9, 2014.

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SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Jennifer L. Skoff, Notary Public
City of Harrisburg, Dauphin County
My Commission Expires Dec. 9, 2014
Member, Pennsylvania Association of Notaries

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

ECKERT SEAMANS CHERIN & MELLOTT
ATTN: JENNIFER SKOFF
213 MARKET STREET, 8TH FLOOR HARRISBURG PA 17101

Account # 72739
Order # 80627388
Ad Price: 300.75

Colleen Wettstein

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:

06/17/2011

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 to time, place and character or publication are true Colleen Wettstein

Sworn and subscribed to before me
this 17th day of June A.D., 2011

Carol Demas

(Notary Public)

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Carol Demas, Notary Public
City of Scranton, Lackawanna County
My Commission Expires Jan. 21, 2014
Member, Pennsylvania Association of Notaries

LEGAL NOTICE
PENNSYLVANIA
PUBLIC UTILITY COMMISSION

NOTICE

Application of **Jerome H. Rhoads, Inc. d/b/a "Rhoads Energy Corporation"** For Approval To Offer, Render, Furnish Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania, Docket No. **A-2009-2138310**.

By order entered January 14, 2010, **Jerome H. Rhoads, Inc. d/b/a Rhoads Energy Corporation** ("Rhoads Energy") was granted a natural gas supplier license by the Pennsylvania Public Utility Commission ("PUC") at Docket No. A-2009-2138310 to serve residential and commercial customers in the service territory of UGI Utilities, Inc. By order entered June 13, 2011, Rhoads Energy was granted authority to begin to offer, render, furnish or supply natural gas supply services to residential, small commercial (less than 6,000 MCF annually), large commercial (greater than 6,000 MCF annually), industrial, and governmental customers in the natural gas distribution company service territory of UGI Utilities, Inc. Rhoads Energy intends to seek a further amendment of its license to sell natural gas and related services to all classes of customers in the service territories of UGI Penn Natural Gas and UGI Central Penn Gas in Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this amendment without a hearing. Protests directed to the technical or financial fitness of **Rhoads Energy** to provide the proposed services 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 **Rhoads Energy's** attorney at the address listed below. Please include the PUC's "docket number," which is **A-2009-2138310**, on any correspondence.

Deanne M. O'Dell, Esquire
Eckert Seamans Cherin & Mellott, LLC
213 Market Street, 8th Floor
Harrisburg, PA 17101
Phone: (717) 237-6000
Fax: (717) 237-6019

SECRETARY'S BUREAU
PA PUC
2011 JUN 30 PM 3:25
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OATH of PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

ECKERT SEAMANS CHERIN & MELLOTT
213 MARKET ST 8TH FL
HARRISBURG PA 17101

REFERENCE: L0004367 PUC
0001076821 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: 06/21

TOTAL COST: 262.00 AD SPACE: 85 LINE
FILED ON: 06/21/11

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE
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Deanne M. O'Dell,
Esquire
Eckert Seamans Cherin & Mellott, LLC
213 Market Street,
8th Floor
Harrisburg, PA 17101
Phone: (717) 237-6000;
Fax (717) 237-6019
(6-1076821-NT-21)

Sworn to and subscribed before me this

21 day of June 2011 Affiant: Rosanne Cheeseman

NOTARY: Tami J. Davis

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

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2011 JUN 30 PM 3:25
PA PUC 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:

June 19, 2011

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

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Deanne M. O'Dell,
Esquire
Eckert Seamans Cherin
& Mellott, LLC
213 Market Street,
8th Floor
Harrisburg, PA 17101
Phone: (717) 237-6000
Fax: (717) 237-6019

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the *22nd* day of *June*, 2011

Cathy A. Billey
Notary Public

NOTARIAL SEAL

CATHY A. BILLEY, Notary Public
City of Williamsport, Lycoming County
My Commission Expires May 15, 2015

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ *350.88*
Probated same.....\$
Total.....\$ *350.88*