

Hawke
 Mckeon &
 Sniscak LLP
ATTORNEYS AT LAW

William T. Hawke
Kevin J. McKeon
Thomas J. Sniscak
Todd S. Stewart
Craig R. Burgraff
Janet L. Miller

Steven K. Haas
William E. Lehman
Judith D. Cassel
Of Counsel
Julia A. Conover
Christopher J. Knight

100 North Tenth Street, Harrisburg, PA 17101 Phone: 717.236.1300 Fax: 717.236.4841 www.hmslegal.com

February 22, 2012

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Post Office Box 3265
Harrisburg, PA 17105-3265

Re: Application of Kinetic Energy Associates, LLC; Docket No. _____

Dear Secretary Chiavetta:

Enclosed for filing with the Commission are an original, one copy and a CD-ROM of the application of Kinetic Energy Associates, LLC to provide electric service as a broker and marketer throughout the Commonwealth of Pennsylvania. A check in the amount of \$350.00, made payable to the Commonwealth of Pennsylvania is enclosed to cover the applicable filing fee. Copies of this application have been served in accordance with the attached Certificate of Service.

Thank you for your attention to this matter. Please contact me with any questions you may have.

Respectfully Submitted,



Steven K. Haas
Counsel to Kinetic Energy Associates, LLC

SKH/san
cc: Per Certificate of Service

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SECRETARY'S BUREAU

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Kinetic Energy Associates, LLC, for approval to offer, render, furnish, or supply electricity or electric generation services as a Marketer/Broker engaged in the business of supplying electricity 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:

Kinetic Energy Associates, LLC
100 North Tenth Street
Harrisburg, PA 17101
(717) 884-9409

- 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.

None.

- 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.

Todd S. Stewart, Member
100 North Tenth Street
Harrisburg, PA 17101
Phone: (717) 884-9409
Fax: (717) 236-4841
E-mail: tsstewart@hmslegal.com

- 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.

Steven K. Haas
Hawke McKeon & Sniscak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone: (717) 236-1300
Fax: (717) 236-4841
E-mail: skhaas@hmslegal.com

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- 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.

Todd S. Stewart
Member
100 N. 10th Street
Harrisburg, PA 17101
Phone - (717) 884-9409
Fax - (717) 236-4841
tsstewart@hmslegal.com

Judith D. Cassel
Member
100 N. 10th Street
Harrisburg, PA 17101
Phone - (717) 884-9409
Fax - (717) 236-4841
jdcassel@hmslegal.com

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.

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.

- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.
- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

or

The Applicant is a:

- domestic corporation (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 attached.

- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation.

Pennsylvania.

- Give name and address of officers.

Managing Members: Todd S. Stewart, Kevin J. McKeon, Judith D. Cassel
100 N. 10th Street, Harrisburg, PA 17101

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.

None.

- 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.

None.

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.

To offer, render, furnish or supply electricity as a marketer/broker throughout the Commonwealth of Pennsylvania.

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

Throughout the Commonwealth of Pennsylvania.

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.

Upon approval of application.

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.

None.

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

N/A

- 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.

None.

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

None.

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.

The Applicant will be providing service as a marketer/broker in the Commonwealth of Pennsylvania. As such, it will not take title to electricity at any time, nor will it be paying electricity bills on behalf of its customers.

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:

See attached 2011 Federal Income Tax Return.

Kinetic is a start-up company that was formed in 2011. It will be conducting business from the offices of Hawke McKeon & Sniscak LLP, and will have access to necessary administrative support services as needed. Accordingly, Kinetic's overhead and administrative costs will be minimal. Kinetic's business model does not require substantial capital or overhead, since it's role will be to match customers, its clients, with sellers.

- 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.

Christine Bonitz, Business Office Manager
100 North Tenth Street
Harrisburg, PA 17101
Phone: (717) 236-1300
Fax: (717) 236-4841
E-mail: cdbonitz@hmslegal.com

- 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.

See Appendix F. The company has no payroll, nor does it collect sales tax. Accordingly, a Sales Tax License Number is not needed.

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.

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:**

The five members of Kinetic Energy Associates, LLC ("Kinetic") are all attorneys in the law firm Hawke, McKeon & Sniscak, LLP ("HMS"), in Harrisburg, PA. HMS focuses its practice in the areas of public utility and energy law. HMS has been representing both public and investor owned utility companies, including electric, gas, water and sewer companies, for over thirty years. Several attorneys in HMS have been very closely involved in electric utility issues, including retail competition, since electric competition was introduced in Pennsylvania approximately fifteen years ago. The five members of Kinetic have combined experience of nearly one hundred (100) years in the utility and energy industry. Although the individual members of Kinetic gained their knowledge as attorneys, they will be working in the capacity of consultants when working for Kinetic.

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

Managing Members: Todd S. Stewart, Kevin J. McKeon and Judith D. Cassel.

See attached biographies of Managing Members.

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.

Kinetic will provide service strictly as a broker/marketer. It will not be providing service as a supplier. Accordingly, a Disclosure Statement is not necessary. Kinetic will use the Disclosure Statements of the electric suppliers with which it does business.

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.

X 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.

X 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).

X 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.

X 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.

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.

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)

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FEB 22 2012

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

13. SIGNATURE

Applicant: Kinetic Energy Associates, LLC

By: 
Todd S. Stewart, Member

Appendix A

APPLICATION AFFIDAVIT

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FEB 22 2012

Commonwealth of Pennsylvania :

: ss.

County of Dauphin :

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Todd S. Stewart, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

He is a managing member of Kinetic energy Associates, LLC;

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

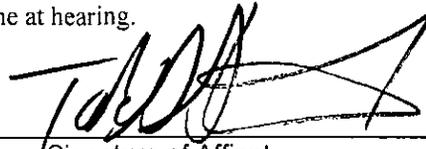
That the Applicant herein, Kinetic Energy Associates, LLC, has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

That the Applicant has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

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

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



Signature of Affiant

Sworn and subscribed before me this _____ day of _____, 20____.

Signature of official administering oath

My commission expires _____.

OPERATIONS AFFIDAVIT

Commonwealth of Pennsylvania :
:
County of Dauphin :

ss.

Todd S. Stewart, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

He is managing member of Kinetic Energy Associates, LLC;

RECEIVED

FEB 22 2012

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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

That Kinetic Energy Associates, LLC, 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 Kinetic Energy Associates, LLC, 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 Kinetic Energy Associates, LLC, 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).

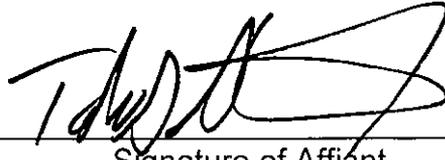
As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing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

Appendix B (Continued)

That Kinetic Energy Associates, LLC, 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 _____ day of _____, 20____.

Signature of official administering oath

My commission expires _____.

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

FEBRUARY 13, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

Kinetic Energy Associates, LLC

is duly organized as a Pennsylvania Limited Liability Company under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in black ink, appearing to read "Carol Aichele".

Secretary of the Commonwealth

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 13, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

Kinetic Energy Associates, LLC

I, Carol Aichele, Secretary of the Commonwealth of Pennsylvania

do hereby certify that the foregoing and annexed is a true and correct
copy of

Certificate of Organization filed on October 17, 2011

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Carol Aichele

Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Certificate of Organization
Domestic Limited Liability Company
(15 Pa.C.S. § 8913)

Name Monroe Dove		
Address Counter Pick-up		
City	State	Zip Code

Document will be returned to the name and address you enter to the left.



Commonwealth of Pennsylvania
CERTIFICATE OF ORGANIZATION 3 Page(s)



T1129060173

Fee: \$125

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):
Kinetic Energy Associates, LLC

2. The (a) address of the limited liability company's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street 100 N. 10th Street	City Harrisburg	State PA	Zip 17101	County Dauphin
(b) Name of Commercial Registered Office Provider c/o:				County

3. The name and address, including street and number, if any, of each organizer is (*all organizers must sign on page 2*):

Name Todd S. Stewart	Address 100 N. 10th Street, Harrisburg, PA 17101

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PA DEPT OF STATE

4. *Strike out if inapplicable term*

~~A member's interest in the company is to be evidenced by a certificate of membership interest.~~

5. *Strike out if inapplicable:*

~~Management of the company is vested in a manager or managers.~~

6. The specified effective date, if any is: Upon Filing
month date year hour, if any

7. *Strike out if inapplicable:* ~~The company is a restricted professional company organized to render the following restricted professional service(s):~~

8. For additional provisions of the certificate, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have)
signed this Certificate of Organization this

17th day of October, 2011.



Signature

Signature

Signature



Hawke McKeon & Sniscak LLP
100 N. 10th Street
Harrisburg, PA 17101
kjmckeon@hmslegal.com
717-236-1300 x 235
717-236-4841 (f)

Assistant

Stephanie Norman
717-236-1300 x 254
sanorman@hmslegal.com

Practice Areas

Appeals
Energy
Gaming
Government Regulation and Licensing

Education

*J.D., Dickinson School of Law of
The Pennsylvania State University, 1979*
B.A., La Salle University, 1976

Bar and Court Admissions

Pennsylvania
Supreme Court of the United States
D.C. Circuit Court of Appeals
3rd Circuit Court of Appeals
9th Circuit Court of Appeals

KEVIN J. McKEON

Partner

Kevin appears regularly before the Federal Energy Regulatory Commission (FERC), the Pennsylvania Public Utility Commission (Pa. PUC), other Pennsylvania agencies, and state and federal appellate courts.

Kevin's FERC practice includes ongoing California energy crisis litigation and the representation of natural gas distribution companies in interstate pipeline proceedings. Kevin's Pa. PUC practice includes representation of natural gas and electric distribution companies in rate and merger proceedings. He also represents gaming clients before the Pennsylvania Gaming Control Board (PGCB) and Pennsylvania courts.

In his appellate practice, Kevin handles appeals from FERC, the Pa. PUC, the PGCB, and original jurisdiction challenges to state action before Pennsylvania's Commonwealth Court and related appeals. He also appears frequently as appellate counsel in other areas of substantive law. Kevin is a member of the Pennsylvania Supreme Court's Appellate Court Procedural Rules Committee.

Representative Matters

- Represents California Attorney General in ongoing 2000-2001 energy crisis refund litigation before FERC and the federal courts
- Represented UGI Electric in its 2011 Energy Efficiency and Conservation filing before the Pa. PUC
- Represented Exelon in 2009 hostile takeover of NRG before Pa. PUC
- Represented airline shippers in 2008 oil pipeline proceedings before Pa. PUC
- Represented Dominion Resources, Inc.'s local distribution companies (LDCs) in pipeline proceedings before FERC and the federal courts
- Represented Connecticut Natural Gas Company, Southern Connecticut Gas Company and Yankee Gas in pipeline proceedings before FERC and federal courts
- Represented various Pennsylvania LDCs in rate and certificate proceedings at the Pa. PUC
- Represented Bensalem Racing Association in

its appeal from the Pa. Harness Racing Commission's approval of Harrah's Chester's account wagering application.

- Represents Pennsylvania Medical Society in ongoing challenge to Pennsylvania's 2009 appropriation of MCARE and HCPRA funds for budgetary purposes
- Represents Philadelphia Park in ongoing licensing application matters of Valley Forge Convention Center
- Represented Pennsylvania Racinos in 2007 challenge to budget impasse shutdown of gambling operations

Representative Reported Cases

- *Bensalem Racing Ass'n v. Pa. State Harness Racing Comm'n*, 19 A.3d 549 (Pa. Comwlth. 2011) (agency's orders denying intervention to competitor in account wagering application and granting application reversed)
- *Pa. Med. Soc'y Dept. of Pub. Welfare*, 994 A.2d 33 (Pa. Comwlth. 2010) (legislature's raid of physicians' professional liability funds for general budgetary purposes invalidated)
- *Port of Seattle v. FERC*, 499 F.3d 1016 (9th Cir. 2007), cert den. sub nom. 130 S. Ct. 1051 (2010) (FERC's denial of refunds for California's energy crisis purchases reversed and remanded)
- *Wings Field Pres. Assocs. L.P. v. Dept. of Transp.*, 776 A.2d 311 (Pa. Comwlth. 2001) (statute imposing local restrictions on airport funding invalidated on special legislation and delegation grounds).

Honors & Distinctions

- Member, Pennsylvania Appellate Court Procedural Rules Committee, 2011
- Pennsylvania Superlawyers 2004, 2006, 2009, 2010; Corporate Counsel Edition 2010
- Martindale-Hubbell "AV" Preeminent

Publications

- *West's Pennsylvania Appellate Practice* (3 Vol. Treatise updated annually)

Judicial Clerkship

- Law Clerk to the Honorable James S. Bowman, President Judge, Commonwealth Court of Pennsylvania, 1979-1980

Government Service

- Deputy Prothonotary for Law,
Commonwealth Court of Pennsylvania,
1980-1982

Professional Affiliations

- American Bar Association
- Pennsylvania Bar Association
- Dauphin County Bar Association
- Energy Bar Association
- James S. Bowman American Inn of Court

TODD S. STEWART

100 N. 10th Street, P.O. Box 1778, Harrisburg PA 17105
717-236-1300, tsstewart@hmslegal.com

Work Experience

Hawke McKeon & Sniscak LLP, Partner 1995 - Present
Todd represents competitive suppliers of electricity and natural gas in ongoing market restructuring and development matters before the Pennsylvania Public Utility Commission (Pa. PUC), and represents clients on a variety of matters before the Federal Energy Regulatory Commission (FERC). Todd also represents new market entrants seeking to participate in the Marcellus Shale play.

Todd provides advice and representation on a wide range of matters before the Pa. PUC, including utility rate proceedings, generic and rulemaking proceedings, as well as enforcement actions. Todd also represents other energy clients such as independent power companies and power marketers before the FERC in matters such as project sales and acquisitions, electricity quarterly report filings, annual interlocking directorate report filings, and tariff revisions.

Todd also represents telecommunications on a wide array of matters before the Pa. PUC, including enforcement and complaint actions, as well as matters involving issues such as high speed data tariffs, utility plant, and joint-use agreements.

Todd is admitted to practice law in Pennsylvania, and before the 9th Circuit Court of Appeals

Education

Widener University School of Law 1994
Juris Doctor, cum laude

The Pennsylvania State University 1985
Bachelor of Science Degree

Professional Affiliations

- American Bar Association
- Pennsylvania Bar Association
- Dauphin County Bar Association
- Lancaster Bar Association

Civic Affiliations

- Faith United Evangelical Lutheran Church, President
- Pack 132 Denver, Assistant Cub Master
- Linden Hall School for Girls, Trustee
- LutherCare, Board Member (2007-2009)



Hawke McKeon & Sniscak LLP
100 N. 10th Street
Harrisburg, PA 17101
jdcassel@hmslegal.com
717-236-1300 x 239
717-236-4841 (f)

Assistant

Stephanie Norman
717-236-1300 x 254
sanorman@hmslegal.com

Practice Areas

<i>Electricity</i>	<i>Litigation</i>
<i>Natural Gas</i>	<i>Contracts</i>
<i>Petroleum</i>	<i>Regulatory</i>
<i>Biofuels</i>	<i>Administrative</i>
<i>Solar</i>	

Education

*J.D., Dickinson School of Law of
The Pennsylvania State University*

M.B.A., Lebanon Valley College

B.A., The Pennsylvania State University

Bar and Court Admissions

*Licensed to practice in Pennsylvania and New Jersey
Pennsylvania Courts
3rd, 9th and D.C. Circuit Court of Appeals*

Social networks

*LinkedIn
Twitter
FaceBook*

JUDITH D. CASSEL

Associate

Judith Cassel has spent over 20 years in the energy industry. Judith began her energy career as an executive for Mobil Oil Corporation and later as Vice President of two regional petroleum and natural gas companies. She has negotiated mergers and acquisitions, reorganized operations and refinanced companies.

Beyond managing energy companies, Judith has represented clients, including utilities, bio-diesel manufacturers, solar installations and electric generation suppliers, in matters before the Federal Energy Regulatory Commission (FERC), Pennsylvania Public Utility Commission (Pa. PUC), the Pennsylvania Department of Environmental Protection (Pa. DEP), the Common Pleas Courts of Pennsylvania and both the Pennsylvania and Maryland taxing authorities.

Judith provides advice and representation in a range of energy matters, including grant funding, entity formation, refinancing, franchise contract negotiations and contract litigation. She also represents electric generation suppliers before the Pa. PUC in matters such as licensing, purchase of receivables, and default service proceedings.

In addition, Judith represents energy and construction companies before the Bureau of Minority and Women Business Opportunities (BMWBO), as well as the Pennsylvania Department of Community and Economic Development and the Pennsylvania Department of Environmental Protection (Pa. DEP).

Representative Matters

- Represents client in front of FERC
- Represents Solar Installation facilities in front of the Pa. DEP and Pa. PUC
- Represents Petroleum Distributors in front of Pa. Insurance Department's Underground Storage Tank Indemnification Fund (USTIF).
- Represented an electric utility and electric generation supplier before the Pa. PUC
- Represented Philadelphia Construction Company before the BMWBO for Certification
- Represents convenience store chains and gasoline distributors before Pa. DEP and the Pennsylvania Court of Common Pleas
- Represents petroleum companies before Pennsylvania and Maryland taxing authorities
- Represented Petroleum Distributor in judgment foreclosure action and

commercial collections matter

Professional Affiliations

- Pennsylvania Bar Association
- Lancaster Bar Association
- Pennsylvania Petroleum Marketing Convenience Store Association
- Energy Bar Association
Oil and Liquid Pipelines

Honors & Distinctions

- Central Penn Business Journal's Top 40 Under 40
- Pegasus Elite – Mobil Oil Corp.
- Honors in Negotiations and Russian Business Law
- NCAA Division I All-American and five-time record holder – Track and Field

Government Service

- Law Clerk, Law Bureau, Pa. PUC

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 M. Goodwin, 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:

16 of November, 2011

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 Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.

M. Goodwin
PG Publishing Company

Sworn to and subscribed before me this day of:
November 16, 2011

Linda M. Gaertner

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Linda M. Gaertner, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires Jan. 31, 2015
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

RECEIVED

FEB 22 2012

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

STATEMENT OF ADVERTISING COSTS

Hawke McKeon & Sniscak
100 N TENTH ST
PO BOX 1778
ATTN: STEVEN K HAAS
HARRISBURG PA 17105-1778

To PG Publishing Company

Total ----- \$517.50

Publisher's Receipt for Advertising Costs

PG PUBLIS hereby ackn been fully p Offi 34 Boulevard PITTSBURGH, PA 15222 Phone 412-263-1338

By and through Counsel: Steven K. Haas Hawke McKeon & Sniscak, LLP 100 North Tenth Street Harrisburg, PA 17101 Phone - (717) 236-1300 Fax - (717) 236-4841

I, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation, of the aforesaid advertising and publication costs and certifies that the same have

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

By Maria Jucec

I hereby certify that the foregoing is the original Proof of Publication and receipt for the Advertising costs in the subject matter of said notice.

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

HAWKE MCKEON SNISCAK & KENNARD
100 NORTH TENTH STREET
HARRISBURG PA 17105

Account # 51864
Order # 80756185
Ad Price: 209.75

RECEIVED

FEB 22 2012

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:

11/17/2011

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 Gina Krushinski

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

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 Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business of Supplying Electricity to the Public in The Commonwealth Of Pennsylvania.

Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.

By and through Counsel:
Steven K. Haas
Hawke McKeon & Sniscak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone - (717) 236-1300
Fax - (717) 236-4841

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:

November 17, 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.

LEGAL NOTICES

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE

Application of Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker / marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3285, Harrisburg, PA 17105-3285. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.

By and through Counsel:
Steven K. Haas
Hawke McKeon & Sniscak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone - (717) 236-1300
Fax - (717) 236-4841

THE SUN
and cert

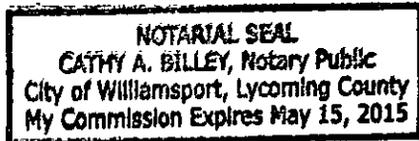
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 18th day of November 2011

Cathy A. Billey
Notary Public



STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ 236.96
Probated same.....\$
Total.....\$ 236.96

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

ANY hereby acknowledges receipt of the aforesaid advertising and publication costs
have been fully paid.

SUN-GAZETTE COMPANY

RECEIVED

BY Bernard A. Oravec

FEB 22 2012

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA
 PUBLIC UTILITY COMMISSION
 NOTICE

Application of Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.

By and through Counsel: Steven K. Haas
 Hawke McKeon & Sniscak, LLP
 100 North Tenth Street
 Harrisburg, PA 17101
 Phone - (717) 236-1300
 Fax - (717) 236-4841

publ
 that
 of T

interested in the subject matter of said notice or advertising and that all of the allegations as to time, place and character of said publication are true.

County of Cambria, and Commonwealth of Pennsylvania and above matter published in said publication in the regular issues of the Tribune-Democrat, Johnstown, PA, on November 16, 2011; and that the Affiant is not

Christine Marhefka
 STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this
 23rd day of November, 2011.

[Signature]

0.00 Lines @ \$2.50 per line	0.00
6 Inches @ \$25.00 per inch	150.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	157.50

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

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)

By _____

RECEIVED

FEB 22 2012

PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

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

The Patriot-News
Now you know

HAWKE MCKEON SNISCAK & KENNARD LLP
ATTN: STEVEN K. HAAS
100 NORTH TENTH STREET

HARRISBURG PA 17101

RECEIVED

FEB 22 2012

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 2020 Technology Pkwy, Suite 300, in the Township of Hampden, County of Cumberland, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 1900 Patriot Drive, 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/ Community Weekly 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 # 0002179442 ran on the dates shown below:

November 18, 2011

Sworn to and subscribed before me this 30 day of November, 2011 A.D.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sherrie L. Owens, Notary Public
Lower Paxton Twp., Dauphin County
My Commission Expires Nov. 26, 2015
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE
Application of Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.
Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.
By and through Counsel:
Steven K. Haas
Hawke McKeon & Sniscak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone - (717) 236-1300
Fax - (717) 236-4841

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

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

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:

November 16, 2011

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 16th day of
November, 2011

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

Copy of Notice of Publication

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of Kinetic Energy Associates, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania. Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.

By and through Counsel: Steven K. Haas
Hawke McKeon & Sniacak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone - (717) 236-1300
Fax - (717) 236-4841

RECEIVED

FEB 22 2012

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

OATH of PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

HAWKE MCKEON SNISCAK LLP
100 NORTH TENTH ST
HARRISBURG PA 17101

REFERENCE: L0000110
2023246 PUC NOTICE KINETIC E

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: 11/17

TOTAL COST: 294.00 AD SPACE: 7.000 INCH
FILED ON: 11/17/11

Sworn to and subscribed before me this
17 day of November 2011 Affiant:

Rosanne Cheeseman

NOTARY *Laurene A. Daugherty*

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Laurene A. Daugherty, Notary Public
City of Erie, Erie County
My Commission Expires Nov. 5, 2013
Member, Pennsylvania Association of Notaries

RECEIVED

FEB 22 2012

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**
*Application of Kinetic Energy Associates, LLC
For Approval To Offer, Render, Furnish Or Supply
Electricity Or Electric Generation Services As
A Marketer/Broker Engaged In The Business
Of Supplying Electricity To The Public In The
Commonwealth Of Pennsylvania.*
Kinetic Energy Associates, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Kinetic Energy Associates, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.
The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Kinetic Energy Associates, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to the attorney for Kinetic Energy Associates, LLC at the address listed below.
By and through Counsel: Steven K. Haas
Hawke McKeon & Sniscak, LLP
100 North Tenth Street
Harrisburg, PA 17101
Phone - (717) 236-1300
Fax - (717) 236-4841

2013246

KINETIC ENERGY ASSOCIATES, LLC
100 N 10TH STREET
HARRISBURG, PA 17101
717-884-9409

February 13, 2012

THOMAS J. SNISCAK
225 NORTHGATE DRIVE
CAMP HILL, PA 17011

RE:
Kinetic Energy Associates, LLC
45-3647781
Schedule K-1 from Partnership's 2011 Return of Income

Dear THOMAS J. SNISCAK:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from Kinetic Energy Associates, LLC. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

Kinetic Energy Associates, LLC

Enclosure(s)

KINETIC ENERGY ASSOCIATES, LLC
100 N 10TH STREET
HARRISBURG, PA 17101
717-884-9409

February 13, 2012

TODD S STEWART
525 PINE STREET
DENVER, PA 17517

RE:
Kinetic Energy Associates, LLC
45-3647781
Schedule K-1 from Partnership's 2011 Return of Income

Dear TODD S STEWART:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from Kinetic Energy Associates, LLC. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

Kinetic Energy Associates, LLC

Enclosure(s)

KINETIC ENERGY ASSOCIATES, LLC
100 N 10TH STREET
HARRISBURG, PA 17101
717-884-9409

February 13, 2012

Craig R Burgraff
19 WESTWIND DRIVE
LEMOYNE, PA 17043-1234

RE:
Kinetic Energy Associates, LLC
45-3647781
Schedule K-1 from Partnership's 2011 Return of Income

Dear Craig R Burgraff:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from Kinetic Energy Associates, LLC. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

Kinetic Energy Associates, LLC

Enclosure(s)

KINETIC ENERGY ASSOCIATES, LLC
100 N 10TH STREET
HARRISBURG, PA 17101
717-884-9409

February 13, 2012

Judith D. Cassel
345 N. Broad Street
Lititz, PA 17543

RE:
Kinetic Energy Associates, LLC
45-3647781
Schedule K-1 from Partnership's 2011 Return of Income

Dear Judith D. Cassel:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from Kinetic Energy Associates, LLC. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

Kinetic Energy Associates, LLC

Enclosure(s)

FEB 22 2012

COMMONWEALTH OF PENNSYLVANIA
PUBLIC UTILITY COMMISSION

TAX CERTIFICATION STATEMENT

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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 Kinetic Energy Associates, LLC	2. BUSINESS PHONE NO. (717-884-9409) CONTACT PERSON(S) FOR TAX ACCOUNTS: Todd Stewart, Chris Bonitz
--	---

3. TRADE/FICTITIOUS NAME (IF ANY)

4. LICENSED ADDRESS (STREET, RURAL ROUTE, P.O. BOX NO.) (POST OFFICE) STATE (ZIP)
100 North Tenth Street Harrisburg PA 17101

5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION
 LLC OTHER (Describe...)

6. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICERS(S)	
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL)
Todd S. Stewart	_____ - _____ - _____
Kevin J. McKeon	_____ - _____ - _____
Thomas J. Sniscak	_____ - _____ - _____
Judith D. Cassel	_____ - _____ - _____
Craig R. Burgraff	_____ - _____ - _____

7. LIST THE FOLLOWING STATE & FEDERAL TAX IDENTIFICATION NUMBERS. (ALL ITEMS A, B, & C MUST BE COMPLETED)
Applicant must provide explanation if submitting N/A for any items
Item A - Designated by the Pennsylvania Department of Revenue.
Item B - Designated by the Internal Revenue Service.
Item C - Designated by the Pennsylvania Department of Revenue. The Corporate Box number may also be referred to as the Corporate Account number.

A. SALES TAX LICENSE (8 DIGITS) _____ - _____ - _____ Kinetic has no employees and collects no sales tax. APPLICATION PENDING <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	C. CORPORATE BOX NUMBER (7 DIGITS) [1] [2] [9] [3] [7] [0] [0] APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>
B. EMPLOYER ID (EIN) (9 DIGITS) [4] [5] - [3] [6] [4] [7] [7] [8] [1] APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>	

8. Do you have PA employees, resident or non-resident? YES NO

9. 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

Chris Bonitz PA SALES AND USE TAX (717) 236-1300	Chris Bonitz EMPLOYER TAXES (717) 236-1300	Chris Bonitz CORPORATE TAXES (717) 236-1300
PHONE	PHONE	PHONE

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

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: Kinetic Energy Associates, LLC

✓	Signature	✓
✓	Filing Fee	✓
✓	Application Affidavit	
✓	Operations Affidavit	
✓	Proof of Publication	✓
✓	Bond or Letter of Credit	✓
✓	Tax Certification Statement	✓
✓	Commonwealth Department of State Verification	✓
✓	Certificate of Service	✓

Applicant's Use

PUC Secretary's Bureau Use

CERTIFICATE OF SERVICE

On this the 22nd day of February 2012, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments have been served upon the following:

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

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

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

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

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

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

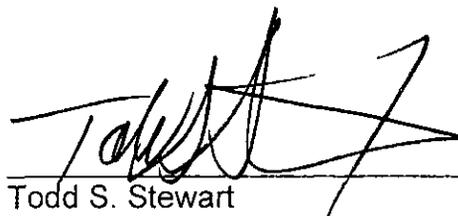
UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

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

2012 FEB 22 PM 1:55

RECEIVED

SECRETARY'S BUREAU



Todd S. Stewart