



TAKING CONTROL OF YOUR ENERGY COSTS

SECUREENERGYSOLUTIONS.COM

Christopher Duby

President

Secure Energy Solutions, LLC

12-14 Somers Rd.

East Longmeadow, MA 01028

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SECRETARY'S BUREAU

April 16, 2012

Ms. Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Keystone Building, 400 North Street
2nd Floor, Room N201
Harrisburg, PA 17120

Re: Application of Secure Energy Solutions, LLC for Registration as a Natural Gas Broker/Marketer/Aggregator.

Dear Ms. Chiavetta:

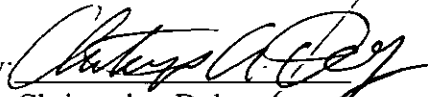
Pursuant to the Commission's application requirements, Secure Energy Solutions, LLC (the "Company"), hereby files its application for approval to offer natural gas services in the Commonwealth of Pennsylvania. As required, we have included an original and three paper copies of the public version of the application, along with an electronic copy.

The Company's confidential response to Section 17 of the application, as it relates to confidential and proprietary financial information, has been submitted in a sealed envelope marked "Confidential" pursuant to the Commission's instructions. A Petition for Protective Order and an affidavit supporting the claim of confidentiality is also enclosed. Finally, the application fee in the amount of \$350.00 is enclosed.

If you have any questions with respect to this filing, please contact the undersigned at your earliest convenience.

Respectfully yours,

SECURE ENERGY SOLUTIONS, LLC

By: 

Christopher Duby
Its President

CD/ejn
Enclosures

12-14 SOMERS RD.
EAST LONGMEADOW, MA 01028
PHONE: (800) 655-9318
FAX: (413) 733-2574

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**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

P.U.C.
SECRETARY'S BUREAU

APPLICATION OF SECURE ENERGY : DOCKET NO. _____
SOLUTIONS, LLC TO OFFER, RENDER, :
FURNISH, OR SUPPLY NATURAL GAS :
SUPPLY SERVICES TO THE PUBLIC IN :
THE COMMONWEALTH OF :
PENNSYLVANIA : APRIL 16, 2012

PETITION FOR PROTECTIVE ORDER

Secure Energy Solutions, LLC (the "Company") moves herein that the Pennsylvania Public Utility Commission (the "Commission") issue the attached Protective Order so that the confidential and proprietary information (the "Information") contained in the Company's response to the Commission's Application questions in the above-referenced Docket, be maintained under protective seal, subject to review by the Commission's personnel, and subject to appropriate safeguards as spelled out in the proposed Protective Order. The proposed Protective Order is modeled after an order prepared in Docket No. A-2011-2241747, *Application of J. Andrews Associates, Inc. d/b/a Seven-Utility Management Consultants LLC for approval to supply electricity or Generation services as a broker/consultant engaged in the business of supplying electricity to the public in the Commonwealth of Pennsylvania.*

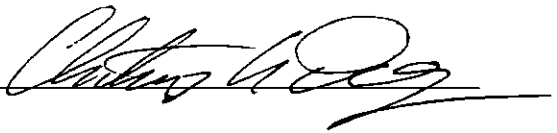
The information provided by the Company in response to Section 17 of the Application contains confidential and proprietary financial information. In particular, because the Company is a privately held company, the financial statements and balance sheets are confidential and proprietary financial information. Public disclosure of this financial information would be

detrimental to the Company and could be of great aid and assistance to the persons or entites who might compete with the Company in providing services that are the subject of the Company's application. In support of these claims, the Company has prepared and submits herewith an Affidavit of Christopher Duby, the Company President.

Because of the sensitivity of the Information contained in the Company's response, the Company respectfully requests that the Commission approve the attached Protective Order.

Respectfully submitted,

SECURE ENERGY SOLUTIONS, LLC

By: 

Christopher Duby
President
12-14 Somers Rd.
East Longmeadow, MA 01018
Ph. (800) 655-9818 X-211
Fax (413) 733-2574

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**PENNSYLVANIA
PUBLIC UTILITY COMMISSION** 2012 APR 27 AM 9:48

PA.P.U.C.
SECRETARY'S BUREAU

APPLICATION OF SECURE ENERGY	:	DOCKET NO. _____
SOLUTIONS, LLC TO OFFER, RENDER,	:	
FURNISH, OR SUPPLY NATURAL GAS	:	
SUPPLY SERVICES TO THE PUBLIC IN	:	
THE COMMONWEALTH OF	:	
PENNSYLVANIA	:	APRIL 16, 2012

PROTECTIVE ORDER

1. This Protective Order shall apply to all materials and information identified at Paragraph 2 of this Protective Order which are filed with the Public Utility Commission ("Commission"), produced in discovery, or otherwise presented during these proceedings in testimony or exhibits. All persons now and hereafter granted access to the materials and information identified in Paragraph 2 of this Protective Order shall use and disclose such information only in accordance with this Order.

2. The materials subject to this Order are all responses to discovery, correspondence, documents, data, information, studies, methodologies and other materials which a party or an affiliate of a party furnishes in this proceeding pursuant to Commission rules and regulations, discovery procedures or cross-examination or provides as a courtesy to a party to this proceeding, which are claimed to be of a proprietary or confidential nature and which are designated "PROPRIETARY INFORMATION" (hereinafter collectively referred to as "Proprietary Information").

3. Proprietary Information shall be made available to the Commission and its Staff and experts, and to the Office of Consumer Advocate and its Staff and experts, for use in this proceeding subject to these Ordering Paragraphs. For purposes of filing, to the extent Proprietary Information is placed in the Commission's report folders, such information shall be handled in accordance with routine Commission procedures inasmuch as the report folders are not subject to public disclosure. To the extent that Proprietary Information is placed in the

Commission's testimony or document folders, such information shall be separately bound, conspicuously marked, and accompanied by a copy of this Order. Public inspection of Proprietary Information shall be permitted only in accordance with this Protective Order.

4. Proprietary Information shall be made available to active parties in this proceeding pursuant to the following procedures:

Proprietary Information. To the extent required for participation in this proceeding, a party may afford access to Proprietary Information made available by another party ("the producing party") to the party's expert(s), subject to the following restrictions:

a. Such expert(s) may not hold any of the following positions with any competitor of the producing party: (a) an officer, board member, significant stockholder, partner, owner (other than owner of stock) or an employee of any competitor of the producing party who is primarily involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the producing party; or (b) an officer, board member, significant stockholder, partner, owner (other than owner of stock) of any affiliate of a competitor of the producing party; provided, however, that any expert shall not be disqualified on account of being a stockholder, partner, or owner unless his/her interest in the business constitutes a significant potential for violation of the limitations of permissible use of the *Proprietary Information*.

b. No other persons may have access to the Proprietary Information except as authorized by order of the Commission or of the presiding Administrative Law Judge. No person who may be entitled to receive, or who is afforded access to any Proprietary Information shall use or disclose such information for the purposes of business or competition, or any purpose other than

the preparation for and conduct of this proceeding or any administrative or judicial review thereof.

5. Prior to making Proprietary Information available to any person as provided in paragraph 4 of this Protective Order, counsel or such person shall deliver a copy of this Order to such other person and shall receive a written acknowledgment from that person in the form attached to this Order and designated as Appendix A. Counsel or such person shall promptly deliver to the producing party a copy of the executed acknowledgment form.

6. A producing party shall designate data or documents as constituting or containing Proprietary Information by affixing an appropriate proprietary stamp or typewritten designation on such data or documents. Where only part of data compilations or multi-page documents constitutes or contains Proprietary Information, the producing party shall designate *only the specific data or pages of documents which constitute or contain Proprietary Information.*

7. Any public reference to Proprietary Information by counsel or persons afforded access thereto shall be to the title or exhibit reference in sufficient detail to permit persons with access to the Proprietary Information to fully understand the reference and not more. The Proprietary Information shall remain a part of the record, to the extent admitted, for all purposes of administrative or judicial review.

8. Parts of any record in this proceeding containing Information, including but not limited to all exhibits, writings, testimony, cross examination, argument and responses to discovery, and including reference thereto as mentioned in ordering paragraph 6 above, shall be sealed for all purposes, including administrative and judicial review, unless such Proprietary Information is released from the restrictions of this Order, either through the agreement of the parties or pursuant to order of the Administrative Law Judge or the Commission. Testimony and/or exhibits containing Proprietary Information will be labeled "PROPRIETARY" as the case may be and will not be included in the publicly available record of this proceeding. Unresolved challenges arising under paragraph 8 shall be decided on motion or petition by the presiding officer or the Commission as provided by 52 Pa. Code §5.423(a). All such challenges will be

resolved in conformity with existing rules, regulations, orders, statutes, precedent, etc., to the extent that such guidance is available.

9. The parties affected by the terms of this Order shall retain the right to question or challenge the confidential or proprietary nature of Proprietary information; to question or challenge the admissibility of Proprietary Information; to refuse or object to the production of Proprietary Information on any proper ground, including but not limited to irrelevance, immateriality or undue burden; to seek an order permitting disclosure of Proprietary Information beyond that allowed in this Order; and to seek additional measures of protection of Proprietary Information beyond those provided in this Order. If a challenge is made to the designation of a document or information as Proprietary, the party claiming that the information is Proprietary retains the burden of demonstrating that the designation is necessary and appropriate.

10. Upon completion of this proceeding, including any administrative or judicial review, all copies of all documents and other materials, including notes, which contain any Proprietary information shall be immediately returned upon request to the party furnishing such Proprietary Information. In the alternative, parties may provide an affidavit of counsel affirming that the materials containing or reflecting Proprietary Information have been destroyed.

Dated: _____

Administrative Law Judge

APPENDIX A

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BEFORE THE

PENNSYLVANIA PUBLIC UTILITY COMMISSION

PA.P.U.C.
SECRETARY'S BUREAU

APPLICATION OF SECURE ENERGY SOLUTIONS, LLC TO OFFER, RENDER, FURNISH, OR SUPPLY NATURAL GAS SUPPLY SERVICES TO THE PUBLIC IN THE COMMONWEALTH OF PENNSYLVANIA	:	DOCKET NO. _____
	:	
	:	
	:	
	:	
	:	APRIL 16, 2012

TO WHOM IT MAY CONCERN:

The undersigned is the _____ of _____ (the retaining party) and is not, or has no knowledge or basis for believing that he/she is: (1) an officer, board member, stockholder, partner or owner other than stock of any competitor of _____ (the "Producing Party") or an employee of any competitor of the Producing Party who is primarily involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the Producing Party; or (2) an officer, board member, stockholder, partner, or owner other than stock of any affiliate of a Competitor of the Producing Party.

The undersigned has read and understands the Protective Order that deals with the treatment of Proprietary Information. The undersigned agrees to be bound by, and comply with, the terms and conditions of said Order. In the case of an independent expert, the undersigned represents that he/she has complied with the provisions of the Order prior to submitting this Affidavit.

SIGNATURE

PRINT NAME

ADDRESS

DATE

EMPLOYER

AFFIDAVIT OF CHRISTOPHER DUBY

Christopher Duby, being duly sworn, deposes and says:

- 1. My business address is 12-14 Somers Rd., East Longmeadow, Massachusetts 01028.
- 2. I am over 18 years of age, and I believe in the obligation of the oath.
- 3. I am the President of Secure Energy Solutions, LLC (the "Company"), and in that capacity, I am familiar with operational and compliance obligations of the Company.
- 4. The Company is in the business of providing electricity aggregation and marketing in the Commonwealth of Pennsylvania and pursuant to a recent application to the Commission, the Company seeks to include the marketing of natural gas as an additional service.
- 5. The information provided to the Commission in response to Section 17 of the Application for licensure as a natural gas marketer is proprietary and confidential financial information that is commercially sensitive and is not publically available and would be of great aid and assistance to the persons or entities who might compete with the Company in providing related services.
- 6. The Company has used its best efforts to maintain the confidentiality of the information requested in Section 17 of the Application. The information has not been disclosed or released to the public, and has not fallen into the hands of the Company's competitors. If such were to occur, the Company would be materially adversely affected for the reasons described herein. Therefore the information should remain and be treated as confidential and proprietary.

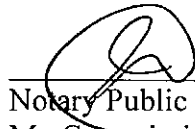

Christopher Duby

STATE OF MASSACHUSETTS)
)
COUNTY OF HAMPDEN)

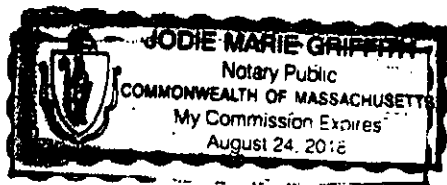
ss. EAST LONGMEADOW

On April 19th 2012, personally appeared before me, Christopher Duby, known to me, the undersigned officer, to be the person described above, who made oath to the truth of the matters contained in the foregoing Affidavit.

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Notary Public
My Commission-Expires 2018



BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Secure Energy Solutions, LLC, d/b/a Secure Energy Solutions, LLC, for approval to offer, render, furnish, or as a(n) [as specified in item #8 below] to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

Secure Energy Solutions, LLC
12-14 Somers Road
East Longmeadow, MA 01028
Ph: 800-655-9818
Fax: 413-733-2574

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number.

None

2. a. **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

Mike Schmidt, Director of Operations
12-14 Somers Road
East Longmeadow, MA 01028
Ph: 800-655-9818 Ext. 223
Fax: 413-733-2574

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

Mike Schmidt, Director of Operations
12-14 Somers Road
East Longmeadow, MA 01028
Ph: 800-655-9818 Ext. 223
Fax: 413-733-2574

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

Erik J. Ness, Esq.
12-14 Somers Road
East Longmeadow, MA 01028
Ph: 800-655-9818 Ext. 238
Fax: 413-733-2574

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SECRETARY'S BUREAU

b. **REGISTERED AGENT:** If the Applicant does not maintain a principal office in the Commonwealth, the required name, address, telephone number and FAX number of the Applicant's Registered Agent in the Commonwealth are:

InCorp Services, Inc
7208 Red Top Rd
Hummelstown, PA 17036
Ph: 702-866-2500
Fax: 702-866-2689

4. **FICTITIOUS NAME:** (select and complete appropriate statement)

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

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

OR

The Applicant will not be using a fictitious name.

5. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:** (select and complete appropriate statement)

The Applicant is a sole proprietor.

If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa. C.S. §4124 relating to Department of State filing requirements.

OR

The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa. C.S. §8211)
- foreign limited liability limited partnership (15 Pa. C.S. §8211)

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

Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

or

- The Applicant is a:
- domestic corporation (none)
 - foreign corporation (15 Pa. C.S. §4124)
 - domestic limited liability company (15 Pa. C.S. §8913)
 - foreign limited liability company (15 Pa. C.S. §8981)
 - Other _____

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation. **See Attached Exhibit 1, Articles of Incorporation & Exhibit 2, Certificate of Good Standing**

Give name and address of officers.

Christopher A. DUBY	Kevin Mattson	Joseph Fusco
12-14 Somers Rd.	12-14 Somers Rd.	12-14 Somers Rd.
East Longmeadow, MA 01028	East Longmeadow, MA 01028	East Longmeadow, MA 01028

The Applicant is incorporated in the state of Massachusetts.

6. **AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:** (select and complete appropriate statement)

- Affiliate(s) of the Applicant doing business in Pennsylvania are:

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

Direct Energy 1001 Liberty Ave. Pittsburgh, PA 15222	Hess Corporation 1185 Avenue of the Americas New York, NY 10036, 40th Floor	Pepco Energy Services, Inc. 1300 N. 17th Street Arlington, VA 22209
PPL Energy Plus, LLC Two North Ninth St. Allentown, PA 18101	Sempra Energy Solutions, LLC 101 Ash St. San Diego, CA 92101-3017	Spark Energy Gas LP 2105 Citywest Blvd, Suite 100 Houston, TX 77042
Sprague Operating Resources LLC Two International Drive, Suite 200 Portsmouth, NH 03801-6809		BlueStar Energy Solutions 363 West Erie Street, 7th Floor Chicago, IL 60654

- Does the Applicant have any affiliation with or ownership interest in

(a) any other Pennsylvania retail natural gas supplier licensee or licensee applicant,
Yes

ACTION OF THE ORGANIZER

OF

SECURE ENERGY SOLUTIONS, LLC

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The undersigned, being the sole organizer of Secure Energy Solutions, LLC; organized in the State of Massachusetts, hereby takes the following action:

Adoption of Operating and Member Control Agreement

RESOLVED, that the form of the Operating and Member Control Agreement is hereby adopted.

FURTHER RESOLVED, that the Operating and Member Control Agreement shall be inserted in the Company's record book.

Admission of Members

RESOLVED, that the admission as Members of the Company of the persons named as Members of the Company in that form of Operating and Member Control Agreement in exchange for the contributions described in said Agreement, is hereby ratified and approved.

Election of Managers

RESOLVED, that the following named persons are elected to the manager positions, which shall be referred to as offices, set forth opposite their respective names, such persons immediately to assume the discharge of their respective duties and to hold office for the period provided by the Operating and Member Control Agreement:

Christopher Duby, President

Christopher Duby, Secretary

Kevin Mattson, Treasurer

Kevin Mattson, Vice President

Banking Resolutions

RESOLVED, that the managers of the Company are hereby authorized and directed to designate a banking facility for the Company;

and

Organization Fees

RESOLVED, that the Treasurer (or other manager as determined by the managers or members) is authorized to pay all fees and expenses incident to and necessary for the organization of the Company.

Assumption and Reimbursement

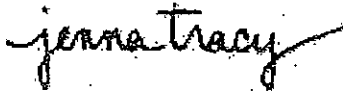
RESOLVED, that any obligations and liabilities that Members have entered on behalf of, or for the benefit of, the Company prior to its formation, whether entered into personally or in the name of the Company, are hereby ratified and assumed by the Company, and the Company agrees to perform under the terms and conditions specified in written documents representing the obligation.

FURTHER RESOLVED, that Members may request reimbursement for any such documented expenses incurred by any of them personally prior to formation.

Resignation of Organizer

The undersigned organizer resigns as organizer of Secure Energy Solutions, LLC, effective as of the date of formation of said limited liability company by the State of Massachusetts.

Executed on the 2nd of February, 2006



Jenna Tracy, Organizer

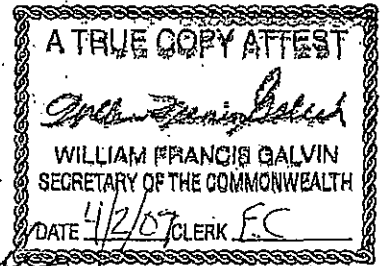
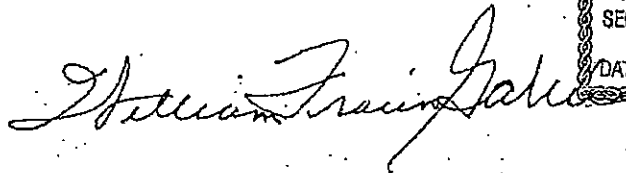
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2012 APR 27 AM
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SECRETARY'S B

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

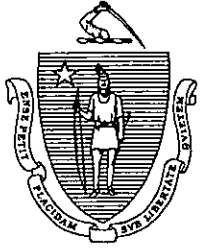
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WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

EXHIBIT 2, CERTIFICATE OF GOOD STANDING



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

April 6, 2012

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TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

SECURE ENERGY SOLUTIONS, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **January 26, 2006.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **KEVIN MATTSON, JOSEPH STEPHEN FUSCO, CHRISTOPHER DUBY**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **KEVIN MATTSON, JOSEPH STEPHEN FUSCO, CHRISTOPHER DUBY, MICHAEL SCHMIDT, ERIK NESS**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **KEVIN MATTSON, JOSEPH STEPHEN FUSCO, CHRISTOPHER DUBY**



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

- (b) any other Pennsylvania retail licensed electric generation supplier or license applicant,
 - Yes
- (c) any Pennsylvania natural gas producer and/or marketer,
 - Yes
- (d) any natural gas wells or
 - No
- (e) any local distribution companies (LDCs) in the Commonwealth
 - No

If the response to parts a, b, c, or d above is affirmative, provide a detailed description and explanation of the affiliation and/or ownership interest.

Secure Energy Solutions is an aggregator/broker that facilitates electricity and natural gas agreements through its affiliated suppliers.

Provide specific details concerning the affiliation and/or ownership interests involving:

(a) any natural gas producer and/or marketers,

Secure Energy Solutions is an aggregator/broker that facilitates natural gas agreements through the above mentioned Natural Gas Suppliers.

(b) any wholesale or retail supplier or marketer of natural gas, electricity, oil, propane or other energy sources.

Secure Energy Solutions is an aggregator/broker of electricity and natural gas. Secure Energy Solutions currently works with many suppliers of electricity and natural gas to facilitate energy agreements for its customers.

Provide the Pa PUC Docket Number if the applicant has ever applied:

(a) for a Pennsylvania Natural Gas Supplier license, or

Not Applicable

(b) for a Pennsylvania Electric Generation Supplier license.

Docket No: M-2009-2082042

If the Applicant or an affiliate has a predecessor who has done business within Pennsylvania, give name and address of the predecessor(s) and state whether the predecessor(s) were jurisdictional public utilities.

OR

The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.

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

The Applicant is presently doing business in Pennsylvania as a

- natural gas interstate pipeline.
- municipal providing service outside its municipal limits.
- local gas distribution company
- retail supplier of natural gas services in the Commonwealth
- a natural gas producer
- Other. (Identify the nature of service being rendered.)

Secure Energy Solutions is currently doing business as an Electricity aggregator/broker, under License No. A-2009-2124105.

or

The Applicant is not presently doing business in Pennsylvania.

8. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- supplier of natural gas services.
- Municipal supplier of natural gas services.
- Cooperative supplier of natural gas services.
- Broker/Marketer engaged in the business of supplying natural gas services.
- Aggregator engaged in the business of supplying natural gas services.
- Other (Describe):

9. **PROPOSED SERVICES:** Generally describe the natural gas services which the Applicant proposes to offer.

Secure Energy Solutions, LLC is a Broker/Aggregator that does not take ownership of the Natural Gas supply it sells. Secure Energy Solutions, LLC will facilitate Natural Gas supply contracts through its competitive supplier relationships. Secure Energy Solutions, LLC will serve industrial, commercial and governmental customers.

10. **SERVICE AREA:** Provide each Natural Gas Distribution Company (NGDC) in which Applicant proposes to offer services.

Secure Energy Solutions, LLC would like to offer services in all service areas of Pennsylvania

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

- Residential Customers
- Commercial Customers - (Less than 6,000 Mcf annually)
- Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

12. **START DATE:** The Applicant proposes to begin delivering services on May1, 2012, or as soon as possible. (approximate date).

13. **NOTICE:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, serve a copy of the signed and verified Application with attachments on the following:

Irwin A. Popowsky
Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120-1921

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

William R. Lloyd, Jr.
Commerce Building, Suite 1102
Small Business Advocate
300 North Second Street
Harrisburg, PA 17101

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

Any of the following Natural Gas Distribution Companies through whose transmission and distribution facilities the applicant intends to supply customers:

<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: rcrocker@ctenterprises.org</p>	<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: wolfordd@natfuel.com</p>
<p>UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Peoples Natural Gas Company LLC Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 email: Lynda.w.petrichevich@peoples-gas.com PH: 412.208.6528 FAX: 412.208.6577</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Robert M. Hovanec 205 North Main Street Butler, PA 16001 PH: 724.287.2725 FAX: 724.287.5021 email: rhovanec@twphillips.com</p>	<p>UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>
<p>UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Equitable Gas Company Jerald Moody 225 North Shore Drive Pittsburgh, PA 15212-5352 PH: 412.395.3209 FAX: 412.395.3335</p>
<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 email: carlos.thillet@exeloncorp.com PH: 215.841.6452</p>	<p>Columbia Gas of Pennsylvania Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: theckathorn@nisource.com</p>
<p>Philadelphia Gas Works Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 email: douglas.moser@pgworks.com PH: 215.684.6899</p>	

Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, attach Proof of Service of the Application and attachments upon the above named parties. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14.

See Attached Exhibit 3, Proof of Service of Application



TAKING CONTROL OF YOUR ENERGY COSTS
SECUREENERGYSOLUTIONS.COM

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Exhibit 3, Proof of Service of Application, Page 1

I hereby certify that I have this day served a true copy of the foregoing document upon the parties, listed below, in accordance with the requirements of § 1.54 (relating to service by a party).

Irwin A. Popowsky, Office of Consumer Advocate, 5th Floor, Forum Place, 555 Walnut Street. Harrisburg, PA 17120-1921

William R. Lloyd, Jr., Commerce Building, Suite 1102, Small Business Advocate, 300 North Second Street. Harrisburg, PA 17101

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

Valley Energy Inc., Robert Crocker, 523 South Keystone Avenue. Sayre, PA 18840-0340

UGI Central Penn, David Beasten, 2525 N. 12th Street, Suite 360. Reading, PA 19612-2677

Peoples TWP LLC (Formerly T. W. Phillips), Robert M. Hovanec, 205 North Main Street. Butler, PA 16001

UGI Penn Natural, David Beasten, 2525 N. 12th Street, Suite 360. Reading, PA 19612-2677

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

Philadelphia Gas Works, Douglas Moser, 800 West Montgomery Avenue. Philadelphia, PA 19122

National Fuel Gas Distribution Corp., David D. Wolford, 6363 Main Street. Williamsville, NY 14221

Peoples Natural Gas Company LLC, Lynda Petrichevich, 375 North Shore Drive, Suite 600. Pittsburgh, PA 15212

UGI, David Beasten, 2525 N. 12th Street, Suite 360. Reading, PA 19612-2677

**12-14 SOMERS RD.
EAST LONGMEADOW, MA 01028
PHONE: (800) 655-9318
FAX: (413) 733-2574**



TAKING CONTROL OF YOUR ENERGY COSTS

~~Equitable Gas Company~~ Gerald Moody, 225 North Shore Drive. Pittsburgh, PA 15212-5352

Columbia Gas of Pennsylvania Inc., Thomas C. Heckathorn, 200 Civic Center Drive.
Columbus, OH 43215

Dated this 23rd day of April, 2012.

Erik J. Ness
General Counsel
Secure Energy Solutions LLC

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12-14 SOMERS RD.
EAST LONGMEADOW, MA 01028
PHONE: (800) 655-9818
FAX: (413) 733-2574

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix A to this application.

15. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

Secure Energy Solutions, LLC, its affiliates, the predecessors of both and all identified individuals in this application, to the extent of our knowledge, have not been convicted of a crime involving fraud or similar activity.

16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.

a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

1) John Haynes, Contract and Accounts Coordinator
12-14 Somers Rd. East Longmeadow, MA 01028
Phone: 800-655-9818 Ext. 210 Fax: 413-733-2574

2) Jennifer Costello, Pricing and Accounts Coordinator
12-14 Somers Rd. East Longmeadow, MA 01028
Phone: 800-655-9818 Ext. 236 Fax: 413-733-2574

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

Not Applicable; Secure Energy Solutions will not offer residential services.

c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.

Not Applicable; Secure Energy Solutions facilitates contracts with natural gas suppliers, it does not take title to any natural gas.

17. **FINANCIAL FITNESS:**

A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published parent company financial and credit information.
- Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.

See Attached Exhibit 4, Financial Statements

***As Secure Energy Solutions is a privately held company, please take all measures to keep Financial Statements confidential. Exhibit 4, Financial Statements have been stamped "Confidential" and filed under seal with a Petition for Protective Order.**

- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.

See Attached Exhibit 5, Dun and Bradstreet Credit Report

***As Secure Energy Solutions is a privately held company, please take all measures to keep Dun and Bradstreet Credit Report confidential. Exhibit 5, Dun and Bradstreet Credit Report have been stamped "Confidential" and filed under seal with a Petition for Protective Order.**

- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements
- Such other information that demonstrates Applicant's financial fitness.

B. Applicant must provide the following information:

- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.

Secure Energy Solutions facilitates contracts between its customers and third party suppliers. It does not take title to any natural gas supply.

- Identify Applicant's chief officers including names and their professional resumes.

Christopher A. Duby 12-14 Somers Rd. East Longmeadow, MA 01028	Kevin Mattson 12-14 Somers Rd. East Longmeadow, MA 01028	Joseph Fusco 12-14 Somers Rd. East Longmeadow, MA 01028
--	--	---

See Attached Exhibit 6, Resumes

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

Kevin Mattson, Chief Financial Officer
12-14 Somers Rd.
East Longmeadow, MA 01028
Phone: 800-655-9818 Ext. 212 Fax: 413-733-2574

18. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by natural gas utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.

Christopher A. Duby President 12-14 Somers Rd. East Longmeadow, MA 01028	Kevin Mattson Chief Financial Officer 12-14 Somers Rd. East Longmeadow, MA 01028	Joseph Fusco Vice-President 12-14 Somers Rd. East Longmeadow, MA 01028
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- A copy of any Federal energy license currently held by the Applicant.
- Proposed staffing and employee training commitments.
- Business plans.

56 Lawnwood St
Agawam, MA 01001

Phone (413) 250-0360
E-mail cduby@sesenergy.org

Christopher A. Duby

Objective To make Secure Energy Solutions one of the best in the industry by offering good customer service and competitive products.

Work experience Jan 2006 – Present Secure Energy Solutions Agawam, MA

President

- Formed Secure Energy Solutions LLC.
- Attained Necessary License For each territory.
- Set up Sales Channels with Suppliers.
- Managed and sold New Business.
- Designed Marketing Material and managed marketing campaigns.
- Trained new sales agents.
- Designed Total Quality Management program to ensure Customer Satisfaction.
- Grown company by territory, number of employees, and Customers served.

2002 - 2004 Northeast Energy Partners Bloomfield, CT

Regional Account Manager

- Managed New and existing customers thru-out New England and the Mid-Atlantic States.
- Kept up to date with current affairs and Market Conditions for Energy.
- Prospected Potential Clients thru Cold Calling, Phone and Networking.
- Traveled to many parts of the U.S. to attract new business.
- Created Sales Tools to attract new clients.
- Managed Marketing Campaigns.
- Acquired necessary information from Customers and Utilities.
- Put together and filed reports for booking.

Education 1998- 2002 American International College Springfield, MA

B. A., Business Administration

- Graduated with a 3.59 GPA.
- Relevant courses include business ethics, Marketing, Management, and Business Communications.

Extracurricular activities Exercise, Outdoor activities, Home improvement projects, and reading books mostly pertaining to financial success and informational books to learn skills.

Community activities Worked on Mayor Richard A. Cohen's Election Campaign's in 1999, 2001, 2003, 2005, 2007 and 2009.

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EXHIBIT 6 RESUMES PAGE 2

One hidden Place. (413) 427-6203
Southwick MA.
01077

Kevin Mattson

Objective To increase my knowledge, by extended hours and hard work. Through great work ethic I plan to bring Secure Energy Solutions to great financial success.

Experience 2006-Present Secure Energy Solutions E Longmeadow, MA
Chief Financial Officer

- Balance budget and manage company finances.
- Put together forecasts and projections to allow management to make calculated decisions.
- Manage team of Administrative Employees
- Worked with I.T. manager to create customer database that helps us to stay in touch with our customers.

2001-2004 Northeast Energy Partners Bloomfield, CT

National Sales Representative

- Managed large data base, organizing future prospects
- Achieved status of "ATL"(surpassing 150% of quota per 3 month average)
- Multiple awards in sales
- Cold call on new business though phones and walk-ins.
- Managed book of business with over 500,000 in business.
- Renewed and triggered existing account to establish high profits and achieve top saving for clients.
- Traveled/called nationally to generate new business.

Education 1999-2001 STCC SPFLD

Springfield Technical Community College, Associates Business Finance

Internship: Morgan Stanley, Campaign Mayor Cohen

Interests Exercise, water activities, Softball, Golf, Automotive repair

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Joseph S. Fusco

Objective To independently operate and broker in the field of energy.

Experience 2006-present Secure Energy Solutions E. Longmeadow, MA

Vice President of Sales

- Manage team of Sales Managers and Sales people.
- Maintained book of business and acquired new customers.
- Work with Competitive Suppliers to learn new products and best solutions available for Electric and Natural Gas customers.
- Create new sales tools and marketing materials.
- Project Sales forecasts for each territory SES operates in.
- Identify which territories present the best opportunities to help customers procure their energy for budget-ability and potential savings.
- Execute our continuous training program which provides even the most veteran sales person with a refresh on things they already know and keeps them up to date with new products and opportunities.

2001-2005 Northeast Energy Partners Bloomfield, CT

National Account Manager

- Full service energy marketer, explaining value and choice of energy purchasing, energy consumption, and information strategies.
- Acquired necessary information from customers and utilities in order to obtain pricing quote from certified suppliers.
- Provided accurate and timely information on what is affecting energy market.
- Managed Marketing campaigns.
- Won several awards for achieving sales goals.
- Employee of the year 2004.

Education Massachusetts College of Liberal Art, North Adam, MA

- B.A., Science, May 1993.
- Mayor Business Admission, **Concentration:** Management.

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19. **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 2208(D). Transferee will be required to file the appropriate licensing application.
20. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.
21. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- a. **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on an annual basis no later than 30 days following the end of the calendar year.
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 22 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive natural gas market.**
22. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.
23. **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.
24. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

Applicant: Secure Energy Solutions, LLC
 By: *Charles A. Edy*
 Title: Managing Partner

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APPENDIX A

COMMONWEALTH OF PENNSYLVANIA
PUBLIC UTILITY COMMISSION

TAX CERTIFICATION STATEMENT

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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.

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PA P.U.C.

1. CORPORATE OR APPLICANT NAME Secure Energy Solutions, LLC	2. BUSINESS PHONE NO. (413) 733-2571 Ext. 212 CONTACT PERSON(S) FOR TAX ACCOUNTS: Kevin Mattson
--	--

3. TRADE/FICTITIOUS NAME (IF ANY)

4. LICENSED ADDRESS 12-14 Somers Road	(STREET, RURAL ROUTE, P.O. BOX NO.) East Longmeadow	(POST OFFICE) MA	STATE MA	(ZIP) 01028
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5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION

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

NAME (PRINT) Christopher A. Duby	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Kevin Mattson	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ - _ _ - _ _ _ _ _
NAME (PRINT) Joseph Fusco	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ - _ _ - _ _ _ _ _
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ - _ _ - _ _ _ _ _
NAME (PRINT)	SOCIAL SECURITY NUMBER (OPTIONAL) _ _ - _ _ - _ _ _ _ _

9. LIST THE FOLLOWING STATE TAX IDENTIFICATION NUMBERS. (ALL ITEMS: A, B, AND C MUST BE COMPLETED).

A. SALES TAX LICENSE (8 DIGITS) _ _ - _ _ _ _ _ - _ _ APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>	C. CORPORATE BOX NUMBER (7 DIGITS) _ _ _ _ _ _ _ APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>
B. EMPLOYER ID (EIN) (9 DIGITS) 1 1 - 3 7 7 6 1 1 1 APPLICATION PENDING <input type="checkbox"/> N/A <input type="checkbox"/>	

10. Do you have PA employees either resident or non-resident? YES NO

11. Do you own any assets or have an office in PA? YES NO

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

Kevin Mattson PA SALES AND USE TAX 413-733-2571 Ext. 212 PHONE	Kevin Mattson EMPLOYER TAXES 413-733-2571 Ext. 212 PHONE	Parmalee-Poirier & Associates CORPORATE TAXES 401-738-0010 PHONE
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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)

Appendix B

Sample Disclosure Statement Format for Natural Gas Suppliers

This is an agreement for natural gas services, between NGS name and customer's name and full address.

Background:

We at NGS Company Name are licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is A-110XXX.

- We set the prices and charges that you pay. The Public Utility Commission regulates distribution or delivery prices and services. The Federal Energy Regulatory Commission regulates interstate pipeline prices and services.
- If you ask us, we can bill you directly for our service.
- Right of Recision - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure.

Definitions

- Interstate Pipeline Charges - Charges for moving natural gas to the distribution lines of a distribution company.
- Nonbasic Charges - *Define each nonbasic service being offered.*

Terms of Service

1. (a) **Basic Service Prices** - *Itemize Basic Services you are billing for and their prices.*

You will pay rate per (Mcf/Dth/ccf) for the commodity of natural gas.
Suppliers are to include any variable pricing conditions and limits, if charging a variable rate.

You will pay rate per (Mcf/Dth/ccf) for other natural gas service.
Suppliers are to include transmission service prices if billed.

- (b) **Nonbasic Service Prices** - *Itemize Nonbasic Services you are offering and their prices.*

2. **Length of Agreement**

You will buy your natural gas services for the above street address from company's name beginning date through date of expiration, if any.

3. **Special Terms and Conditions** - *List and explain all that apply.*

Sign-up bonuses
Add-ons
Limited time offers
Other Sales Promotions
Exclusions

4. **Special Services** - *Provide explanation of price, terms and conditions, including advanced metering deployment, if applicable.*

5. Penalties, Fees and Exceptions - List any that apply including a late payment charge. The print size for this section must be larger than the print in the rest of the agreement.

6. Cancellation Provisions - This category may consist of both customer initiated cancellation provisions and supplier initiated cancellation provisions.

7. Renewal Provision - If this is a fixed term agreement with automatic renewal, explain the procedure here.

8. Agreement Expiration/Change in Terms

If you have a fixed term agreement with us and it is approaching the expiration date or if we propose to change our terms of service, we will send you written notice in each of our last three bills or in separate mailings before either the expiration date or the effective date of the changes. We will explain your options in these three advance notices.

9. Dispute Procedures

Contact us with any questions concerning our terms of service. You may call the PUC if you are not satisfied after discussing your terms with us.

10. Contact Information

Supplier Name: _____

Address: _____

Phone Number: _____

Internet Address: _____

Distribution Company Name: _____

Provider of Last Resort Name: _____

Address: _____

Phone Number: _____

Public Utility Commission (PUC)

Address: P.O. Box 3265 Harrisburg, PA 17105-3265

Natural Gas Competition Hotline Number: 1-888-xxx-xxxx

Universal Service Program Name: _____

Phone Number: _____

APPENDIX C
EXAMPLE FORM OF NOTICE

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PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

*Application of **Secure Energy Solutions, LLC** For Approval To Offer, Render, Furnish Natural Gas Supply Services as a Marketer/Broker or Aggregator Engaged In The Business Of Supplying Natural Gas Supply Services. To The Public In The Commonwealth Of Pennsylvania, Docket No. **A-125XXX**.*

On **April 11, 2012** **Secure Energy Solutions, LLC** filed an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas, (2) a broker/marketer engaged in the business of supplying natural gas, and (3) an aggregator engaged in the business of providing natural gas supply services. **Secure Energy Solutions, LLC** proposes to sell natural gas and related services throughout all of Pennsylvania under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **Secure Energy Solutions, 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 **Secure Energy Solutions, LLC's** attorney at the address listed below. Please include the PUC's "docket number" on any correspondence, which is **A-125XXX**.

By and through Counsel: Erik J. Ness, Esq.

Secure Energy Solutions, LLC

12-14 Somers Road

East Longmeadow, MA 01028

Phone: (413)733-2571

FAX: (413)733-2574

APPENDIX D

Standards of Conduct

- (1) The [natural gas distribution company] should apply its tariffs in a nondiscriminatory manner to its affiliate, its own marketing division and any nonaffiliate.
- (2) The [natural gas distribution company] should likewise not apply a tariff provision in any manner that would give its affiliate or division an unreasonable preference over other marketers with regard to matters such as scheduling, balancing, transportation, storage, curtailment, capacity release and assignment, or nondelivery, and all other services provided to its affiliated suppliers.
- (3) If a tariff provision is mandatory, the [natural gas distribution company] should not waive the provision for its affiliate or division absent prior approval of the Commission.
- (4) If a tariff provision is not mandatory or provides for waivers, the [natural gas distribution company] should grant the waivers without preference to affiliates and divisions or non-affiliates.
- (5) The [natural gas distribution company] should maintain a chronological log of tariff provisions for which it has granted waivers. Entries should include the name of the party receiving the waiver, the date and time of the request, the specific tariff provision waived and the reason for the waiver. Any chronological log should be open for public inspection during normal business hours.
- (6) The [natural gas distribution company] should process requests for transportation promptly and in a nondiscriminatory fashion with respect to other requests received in the same or a similar period. The [natural gas distribution company] should maintain a chronological log showing the processing of requests for transportation services. Any chronological log should be open for public inspection during normal business hours.
- (7) Transportation discounts and fee waivers and rebates provided to the [natural gas distribution company's] or its marketing affiliate's favored customers should be offered to other similarly situated customers and should not be tied to any unrelated service, incentive or offer on behalf of either the parent or affiliate. A chronological

log should be maintained showing the date, party, time and rationale for the action. Any chronological log should be open for public inspection during normal business hours.

- (8) The [natural gas distribution company] should not disclose any customer proprietary information to its marketing affiliate or division, and to the extent that it does disclose customer information, it should contemporaneously provide this same information to other similarly situated marketers in a similar fashion so as not to selectively disclose, delay disclosure, or give itself or its affiliate any undue advantage related to the disclosure. A chronological log should be maintained showing the date, time and rationale for the disclosure. Any chronological log should be open for public inspection during normal business hours. A natural gas distribution company should not provide information received from non-affiliated customers or suppliers to its affiliated natural gas suppliers.
- (9) The [natural gas distribution company] should justly and reasonably allocate to its marketing affiliate or division the costs or expenses for general administration or support services.
- (10) The [natural gas distribution company] selling surplus gas supplies and/or upstream capacity on a short-term basis (as defined by the Federal Energy Regulatory Commission) to its affiliate should make supplies available to similarly situated marketers on a nondiscriminatory basis. The [natural gas distribution company] should not make any gas supplies and/or upstream capacity available through private disclosure to the [natural gas distribution company's] affiliate unless the availability is made simultaneously with public dissemination in a manner that fairly apprises interested parties of the availability of the gas supplies and/or upstream capacity. The [natural gas distribution company] should maintain a chronological log of these public disseminations. Any chronological log should be open for public inspection during normal business hours.
- (11) The [natural gas distribution company] should not condition or tie agreements to release interstate pipeline capacity to any service in which the [natural gas distribution company] or affiliate is involved.
- (12) The [natural gas distribution company] should not directly or by implication . . . represent to any customer, supplier or third party that an advantage may accrue to any party through use of the [natural gas distribution company's] affiliate or subsidiary.

- (13) The [natural gas distribution company] should establish and file with the Commission a complaint procedure for dealing with any alleged violations of any of the standards listed in paragraphs (1) through (12), this paragraph or paragraphs (14) and (15), excepting for paragraph (9), which should be exclusively under the purview of the Commission. These procedures should be developed in consultation with interested parties during consideration of any tariff guided by this section and §69.191 (relating to general). The Commission may expect establishment of a complaint procedure or other recordkeeping requirements if warranted by subsequent facts or circumstances.
- (14) The [natural gas distribution company] should keep a chronological log of any complaints, excepting paragraph (9), regarding discriminatory treatment of natural gas suppliers. This chronological log should include the date and nature of the complaint and the [natural gas distribution company's] resolution of it. Any chronological log should be open for inspection during normal business hours.
- (15) Parties alleging violations of these standards may pursue their allegations through the Commission's established complaint procedures. A complainant bears the burden of proof consistent with 66 Pa. C.S. (relating to Public Utility Code) in regard to the allegations.
- (16) Licensees shall provide accurate information about their natural gas supplier services using plain language and common terms. Where new terms are used, such terms must be defined again using plain language: Information should be provided in a format which will allow for comparison of the various natural gas supply services offered and the prices charged for each type of service.
- (17) Licensees shall provide notification of the change in conditions of service, intent to cease operation as a natural gas supplier, explanation of denial of service, proper handling of deposits and proper handling of complaints in accordance with Commission regulations where applicable.
- (18) Licensees shall maintain the confidentiality of customers' historic payment information and right of access to their own load and billing information.

- (19) Licensees shall not discriminate in the provision of natural gas supply services as to availability and terms of service based on race, color, religion, national origin, sex, marital status, age receipt of public assistance income, and exercise of rights under the Consumer Credit Protection Act, 15 U. S. C. §§1691-1691f; Regulation B, 12 C.F.R. §§202-202.14.
- (20) Licensees will be responsible for any fraudulent deceptive or other unlawful marketing or billing acts performed by their agents or representatives. Licensee shall inform consumers of state consumer protection laws that govern the cancellation or rescission of natural gas supply service contracts. 73 P. S. §201-7.
- (21) The natural gas distribution company shall not give any affiliate or marketing division preference over a non-traditional affiliate in the provision of goods and services such as processing requests for information, complaints and responses to service interruptions. The natural gas distribution company shall provide comparable treatment without regard to a customer's chosen natural gas supplier.
- (22) No transaction between the natural gas distribution company and an affiliated natural gas supplier shall involve an anti-competitive cross-subsidy and all such transactions shall comply with applicable law.
- (23) Natural gas distribution company employees who have responsibility for operating the distribution system, including natural gas delivery or billing and metering, shall not be shared with an affiliated or divisional Supplier, and their offices shall be physically separated from the office(s) used by those working for the Supplier. Such natural gas distribution company employees may transfer to a Supplier provided such transfer is not used as a means to circumvent these interim standards of conduct. Any supplier shall have its own direct line management. Any shared facilities shall be fully and transparently allocated between the natural gas distribution company function and the Supplier function. The natural gas distribution company accounts and records shall be maintained such that the costs a Supplier incurs may be clearly identified.
- (24) (a) Neither the natural gas distribution company nor an affiliated or divisional Supplier may directly or by implication falsely and unfairly represent:

- that the Pa PUC jurisdictionally regulated services provided by the natural gas distribution company are of a superior quality when power is purchased from an affiliated or divisional Supplier; or
- that the merchant services (for natural gas) are being provided by the natural gas distribution company rather than an affiliated or divisional Supplier;
- that the natural gas purchased from a Supplier that is not an affiliate or division of the natural gas distribution company may not be reliably delivered;
- that natural gas must be purchased from an affiliate or divisional Supplier to receive Pa PUC jurisdictional regulated services.

(b) The natural gas distribution company shall not jointly market or jointly purchase its Pa PUC jurisdictional regulated services with the services of an affiliated or divisional Supplier. This prohibition includes prohibiting the natural gas distribution company from including bill inserts in its natural gas distribution company bills promoting an affiliated or divisional Supplier's services, and further precludes a reference or link from the natural gas distribution company's web-site to any affiliated or divisional supplier.

(c) When an affiliated or divisional Supplier markets or communicates to the public using the natural gas distribution company name or logo, it shall include a disclaimer that states:

(i) That the Supplier is not the same company as the natural gas distribution company; (2) that the prices of the Supplier are not regulated by the Pa PUC; and (3) that a customer does not have to buy natural gas or other products from the Supplier in order to receive the same quality service from the natural gas distribution company. When a Supplier advertises or communicates verbally through radio or television to the public using the natural gas distribution company name or logo, the Supplier shall include at the conclusion of any such communication a disclaimer that includes all of the disclaimers listed in this paragraph.

(25) The natural gas distribution company must: (a) make interstate capacity available for release, assignment, or transfer to its affiliated or divisional Supplier only through the interstate pipeline electronic bulletin boards and the competitive bidding procedures in place on those interstate systems; (b)

not give its affiliated or divisional Supplier any preference over non-affiliated or non-divisional Suppliers, or potential non-affiliated or non-divisional Suppliers, in matters relating to the assignment, release, or other transfer of the natural gas distribution company's capacity rights on interstate pipeline systems; and (c) not condition or tie its agreement to release, assign, or otherwise transfer interstate pipeline capacity to any agreement by a gas Supplier, customer or other third party relating to any service in which its marketing affiliate is involved.

AFFIDAVIT

Commonwealth of Massachusetts:

: ss.

County of Hampden:

Christopher A. Duby, Affiant, being duly sworn according to law, deposes and says that:

He is the President of Secure Energy Solutions, LLC;

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

That Secure Energy Solutions, LLC, the Applicant herein, acknowledges that Secure Energy Solutions, LLC 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 Secure Energy Solutions, LLC, the Applicant herein, asserts that he possesses the requisite technical, managerial, and financial fitness to render natural gas supply 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 Secure Energy Solutions, 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 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of, 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 natural gas 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).

Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

That Secure Energy Solutions, LLC, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, and the standards and billing practices of 52 PA. Code Chapter 56.

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

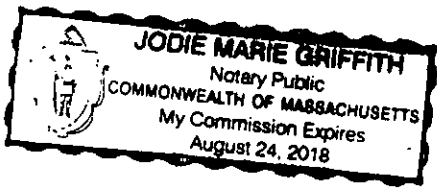
That the facts above set forth are true and correct/true and correct to the best of his knowledge, information, and belief.


Signature of Affiant

Sworn and subscribed before me this 19 day of April, ~~19~~ 2012.


Signature of official administering oath

My commission expires 2018.



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AFFIDAVIT

Commonwealth of Massachusetts:

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: ss.

County of Hampden:

Christopher A. Duby, Affiant, being duly sworn according to law, deposes and says that:

He is the President of Secure Energy Solutions, LLC;

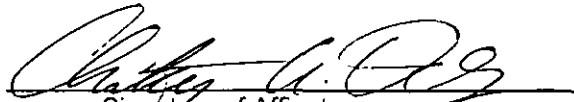
That he is authorized to and does make this affidavit for said Applicant;

That Secure Energy Solutions, LLC, the Applicant herein certifies that it has caused the notice of the filing of its license application to be published in the following newspapers on Upon issuance of Docket Number
(date)

A copy of the 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 Secure Energy Solutions, LLC, the Applicant will submit to the Commission the proof of publication from each newspaper in which notice of the application filing was published as soon as it is available.

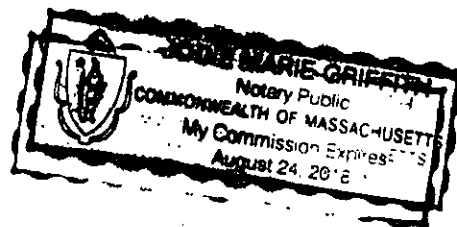
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.


Signature of Affiant

Sworn and subscribed before me this 19 day of April, 2012.


Signature of official administering oath

My commission expires 2018.



AFFIDAVIT

Commonwealth of Massachusetts:

: ss.

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SECRETARY'S BUREAU

County of Hampden:

Christopher A. Duby, Affiant, being duly sworn according to law, deposes and says that:

He is the President of Secure Energy Solutions, LLC;

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

That the Applicant herein Secure Energy Solutions, LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. §2208(c)(1).

That the Applicant herein Secure Energy Solutions, LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Secure Energy Solutions, LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That the Applicant herein Secure Energy Solutions, LLC 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.

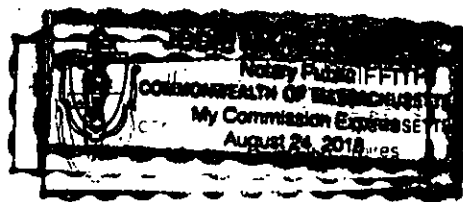
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.


Signature of Affiant

Sworn and subscribed before me this 19 day of April, 2012.


Signature of official administering oath

My commission expires 2018.

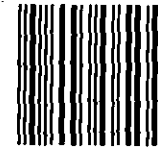


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