

CAPTION SHEET

CASE MANAGEMENT SYSTEM

1. REPORT DATE: 00/00 :  
 2. BUREAU: FUS :  
 3. SECTION(S) : 4. PUBLIC MEETING DATE:  
 5. APPROVED BY: : 00/00/00  
 DIRECTOR: :  
 SUPERVISOR: :  
 6. PERSON IN CHARGE: : 7. DATE FILED: 08/07/98  
 8. DOCKET NO: A-110094 : 9. EFFECTIVE DATE: 00/00/00

PARTY/COMPLAINANT: T/A JRI ENERGY SYSTEMS

RESPONDENT/APPLICANT: JACK RICH, INCORPORATED

COMP/APP COUNTY:

UTILITY CODE: 110094

ALLEGATION OR SUBJECT

APPLICATION OF JACK RICH, INCORPORATED, T/A JRI ENERGY SYSTEMS, OR ANTHRACITE POWER AND LIGHT COMPANY, FOR APPROVAL TO OFFER, RENDER, FURNISH OR SUPPLY ELECTRICITY OR ELECTRIC GENERATION SERVICES AS A BROKER, MARKETER AND AGGREGATOR ENGAGED IN THE BUSINESS OF SUPPLYING ELECTRICITY TO THE PUBLIC IN THE COMMONWEALTH OF PENNSYLVANIA.

DOCUMENT  
FOLDER

DOCKETED

AUG 26 1998

CAPTION SHEET

CASE MANAGEMENT SYSTEM

1. REPORT DATE: 00/00/00 :  
 2. BUREAU: FUS :  
 3. SECTION(S): :  
 5. APPROVED BY: : 4. PUBLIC MEETING DATE:  
     DIRECTOR: : 00/00/00  
     SUPERVISOR: :  
 6. PERSON IN CHARGE: : 7. DATE FILED: 08/07/98  
 8. DOCKET NO: A-110094 : 9. EFFECTIVE DATE: 00/00/00

PARTY/COMPLAINANT:

RESPONDENT/APPLICANT: JACK RICH, INCORPORATED

COMP/APP COUNTY:

UTILITY CODE: 110094

ALLEGATION OR SUBJECT

APPLICATION OF JACK RICH, INCORPORATED, T/A JRI ENERGY SYSTEMS, OR ANTHRACITE POWER AND LIGHT COMPANY, FOR APPROVAL TO OFFER, RENDER, FURNISH OR SUPPLY ELECTRICITY OR ELECTRIC GENERATION SERVICES AS A BROKER, MARKETER AND AGGREGATOR ENGAGED IN THE BUSINESS OF SUPPLYING ELECTRICITY TO THE PUBLIC IN THE COMMONWEALTH OF PENNSYLVANIA.

DOCUMENT  
FOLDER

DOCKETED  
AUG 03 1998



FUELS • LUBRICANTS • PLUMBING • HEATING

A-110094

617 Altamont Boulevard ■ Frackville, PA 17931 ■ PH (717) 622-3000 • (717) 874-2000 • (800) 366-7424 ■ FAX (717) 874-2550

July 15, 1998

Pennsylvania Public Utility Commission  
B-20 North Office Building  
Harrisburg, PA 17120

RE: **APPLICATION FOR  
ELECTRICITY SUPPLIER**

Dear Sir:

The attached application, support documents, and \$350 filing fee are submitted by Jack Rich, Incorporated pursuant to the interim requirements of the Pennsylvania Public Utility Commission for the purpose of supplying electricity to the public in the Commonwealth of Pennsylvania.

Appended hereto are the required eight copies and electronic version of the application.

Please feel free to contact me at (717) 874-1602 with any questions concerning Jack Rich, Incorporated's application.

Sincerely,

Brian R. Rich, President

cl

Attachments (with original application)

- 1) Filing fee
- 2) Eight paper copies of application
- 3) One electronic version of application
- 4) Original confidential information in support of application

DOCUMENT  
FOLDER

Terminals in ■ Deer Lake ■ Cressona ■ Frackville

**ORIGINAL**  
**APPLICATION**

A-110094

**TO THE**  
**PENNSYLVANIA PUBLIC UTILITY**  
**COMMISSION**  
**TO**  
**SUPPLY ELECTRICITY**

RECEIVED  
98 AUG -7 AM 9:16  
PA.P.U.C.  
SECRETARY'S BUREAU

**SUBMITTED BY:**

**Jack Rich, Incorporated**  
**617 Altamont Boulevard**  
**Frackville, PA 17931**

## Table of Contents

<u>Tab #</u>	<u>Content</u>
1.	• Application to Supply Electricity
2.	• Tax Certification Statement
3.	• Articles of Incorporation Certificate of Amendment Certificate of Merger Change in Registered Office
4.	• Certificate of Insurance
5.	• Customer Agreement for Electric Generation Service
6.	<u>Fictitious Name Registrations</u> • JRI Energy Systems Anthracite Power & Light Company
7.	• Irrevocable Standby Letter of Credit
8.	<u>Corporate Resumes</u> • Brian R. Rich, President & Secretary John W. Rich, Treasurer Martin J. Cerullo, Assistant Secretary
9.	• Corporate Financials - Jack Rich, Incorporated Credit of Worthiness Letter - Pennsylvania National Bank  Dunn & Bradstreet, Business Information Report

SECTION 1.

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Jack Rich, Incorporated  
d/b/a JRI Energy Systems (or...) Anthracite Power & Light Co.,  
for approval to offer, render, furnish, or supply electricity  
for electric generation services as a broker, marketer &  
aggregator [as specified in item 10 below] to the public  
in the Commonwealth of Pennsylvania

Application Docket No. A-110094  
F \_\_\_\_\_  
19 \_\_\_\_\_

ORIGINAL

To the Pennsylvania Public Utility Commission:

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

Jack Rich, Incorporated  
617 Altamont Blvd.  
Frackville, Pa 17931  
Phone: 717/874-4419  
Fax: 717/874-2550

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:

Brian R. Rich, President  
Jack Rich Incorporated  
617 Altamont Blvd.  
Frackville, PA 17931  
Phone: 717/874-1602  
Fax: 717/874-2625

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:

Brian R. Rich, President  
Jack Rich, Incorporated  
617 Altamont Blvd.  
Frackville, PA 17931  
Phone: 717/874-1602  
Fax: 717/874-2625

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

Martin J. Cerullo, Esquire  
c/o Cerullo, Datte, & Wallbillich, P.E.  
450 W. Market St., Garfield Square  
Pottsville, PA 17901  
Phone: 717/622-0767  
Fax: 717/622-0798

DOCKETED

AUG 26 1998

DOCUMENT  
FOLDER

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:

N/A

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

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

JRI Energy Systems  
or

Anthracite Power & Light Company

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. (see Tab #6)

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. N/A

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: N/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 domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

N/A

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 Tab #3)

Give name and address of officers.

President	Brian R. Rich	P.O. Box 423, Main St. Gilberton, PA 17934
Treasurer	John W. Rich	P.O. Box 423, Main St. Gilberton, PA 17934
Secretary	Brian Rich	" " "
Assistant Secretary	Martin J. Cerullo	450 W. Market St. Pottsville, PA 17901

The Applicant is incorporated in the state of Pennsylvania

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

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

None

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

N/A

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

or

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

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

- The Applicant is presently doing business in Pennsylvania as a
- vertically-integrated provider of generation, transmission, and distribution services.
  - municipal electric corporation providing service outside its municipal limits.
  - electric cooperative
  - local gas distribution company
  - nonintegrated provider of electric generation, transmission or distribution services.
  - Other. (Identify the nature of service being rendered.)

Retail and wholesale marketing of petroleum products. Operates convenience stores.  
Operates service station, tire shop and truck maintenance facility

or

- The Applicant is not presently doing business in Pennsylvania.

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

- Generator and supplier of electric power.
- Municipal generator and supplier of electric power.
- Electric Cooperative and supplier of electric power
- Broker/Marketer engaged in the business of supplying electricity.
- Aggregator engaged in the business of supplying electricity

9. **PROPOSED SERVICES:** Generally describe the electric services or the electric generation services which the Applicant proposes to offer.

Electricity Supplier

- 1) Marketer;
- 2) Broker; and,
- 3) Aggregator.

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

All of Pennsylvania

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

- Residential Customers
- Commercial Customers
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

12. **FERC FILING:** Applicant has: N/A

- 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 \_\_\_\_\_.

13. **START DATE:** The Applicant proposes to begin delivering services on upon certification (approximate date). by the P.U.C. (July 1, 1998)

14. **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.

15. **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  
Consumer Advocate  
1425 Strawberry Square  
Harrisburg, PA 17120

Bernard A. Ryan, 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

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 pages 7a, b, & c of application)

ACCEPTANCE OF SERVICE

I, Travis Perry, accept service of a copy of the Jack Rich, Incorporated filing with the Pennsylvania. Public Utility Commission for the purpose of supplying electricity to the public in the Commonwealth of Pennsylvania, dated 7/21/98, 1998, on behalf of Office of Housing, and certify that I am authorized to do so. Advocate

Date: 7/21/98

Travis Perry

ACCEPTANCE OF SERVICE

I, Cathy Updegraff, accept service of a copy of the Jack Rich, Incorporated filing with the Pennsylvania. Public Utility Commission for the purpose of supplying electricity to the public in the Commonwealth of Pennsylvania, dated 7/21, 1998, on behalf of Small Business Advocate, and certify that I am authorized to do so.

Date: 7/21/98

Cathy A Updegraff

ACCEPTANCE OF SERVICE

I, Cindy Marsh, accept service of a copy of the Jack Rich, Incorporated filing with the Pennsylvania. Public Utility Commission for the purpose of supplying electricity to the public in the Commonwealth of Pennsylvania, dated 7/21, 1998, on behalf of BCV, and certify that I am authorized to do so.

Date:

7/21/98

Cindy Marsh

# AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

ss.

County of Schuylkill :

Brian R. Rich, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

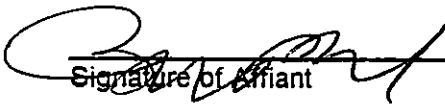
[He/she is the President (Office of Affiant) of Jack Rich Incorporated (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

That Jack Rich Incorporated, 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 Jack Rich Incorporated, the Applicant herein, asserts that [he/she/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 the facts above set forth are [true and correct/true and correct to the best of his/her knowledge, information, and belief] and that he/she [expects/expects said Applicant] to be able to prove the same at any hearing hereof.

  
Signature of Affiant

Sworn and subscribed before me this 17<sup>th</sup> day of JULY, 1998.

  
Signature of official administering oath

My commission expires 06-28-99.

Notarial Seal  
John F. Dalton, Jr., Notary Public  
Frackville Boro, Schuylkill County  
My Commission Expires June 28, 1999  
Member, Pennsylvania Association of Notaries



17. TAXATION: Provide the State Tax Account number or similar number of the Applicant. 1629-738

In certification that the supplier will pay in full all taxes due from the supplier as required by 66 Pa. C.S. Section 2809 (C)(1)(II)(IV), the Applicant will attach to the Application and affidavit as follows:

# AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

ss.

County of Schuylkill :

Brian R. Rich, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:


[That he/she is the President (office of Affiant) of Jack Rich Incorporated (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

Jack Rich Incorporated, 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 provide to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission and is subject to Title 66, Section 506.

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

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

  
\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this 17<sup>th</sup> day of JULY, 1998.

  
\_\_\_\_\_  
Signature of official administering oath

My commission expires 06-28-99.

18. **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. Jack Rich, Inc. affiliates, predecessors of either, or persons identified in this application have not been convicted of a crime including fraud or similar activity.

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

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

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

c. Attach to the Application an Affidavit as follows:

a. Primary Customer Service Contact:

Robert C. Dittmar  
Manager

Jack Rich Incorporated, Altamont Blvd., Frackville, PA 17931  
Phone: 717/874-3277  
Fax: 717/874-2550

Alternate Customer Service Contact

Susan Rudiman  
Jack Rich Incorporated  
Phone: 717/874-3277  
Fax: 717/874-2550

b. Copy of Standard Forms

(See Tab: #5)

c. Affidavit Re: Customer Educational & Informational Material

See page #11 of application.

AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

ss.

County of Schuylkill :

Brian R. Rich, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

Jack Rich

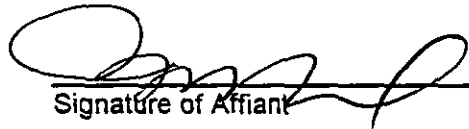
[He/she is the President (Office of Affiant) of Incorporated (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

Jack Rich  
That Incorporated, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 PA. C.S. Section 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 or designee 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] and that he/she [expects/expects said Applicant] to be able to prove the same at any hearing hereof.

  
Signature of Affiant

Sworn and subscribed before me this 17<sup>th</sup> day of JULY, 19 98.

  
Signature of official administering oath

My commission expires 06-28-99

Notarial Seal  
John F. Dalton, Jr., Notary Public  
Frackville Boro, Schuylkill County  
My Commission Expires June 28, 1999  
Member, Pennsylvania Association of Notaries

20. **BONDING:** In accordance with 66 PA. C.S. Section 2809(C) (1)(I), the Applicant is:

- Furnishing a copy of initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000. (See Tab #7)
- Furnishing proof of other initial security for Commission approval, to ensure financial responsibility.
- Filing for a modification to the \$250,000 and furnishing a copy of an initial bond, letter of credit or proof of bonding to the Commission for the amount of \$\_\_\_\_\_. Applicant is required to provide information supporting an amount less than \$250,000.

At the conclusion of Applicant's first year of operation or when a permanent license is issued, whichever comes first, it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on a semi-annual basis.

21. **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.

22. **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.

23. **ASSESSMENT:** The Applicant acknowledges that Title 66, Chapter 5, Section 510 grants to the Commission the right to make assessments to recover regulatory expenses and that as a supplier of electricity or an electric generation supplier it will be assessed under that section of the Pennsylvania Code. The Applicant also acknowledges that the continuation of its license as a supplier of electricity or an electric generation supplier will be dependent upon the payment of all prior years assessments.

24. **FINANCIAL FITNESS:** (See Attached)

- 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 Tab #9) (confidential with original submission).
  - 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 Tab #9)
  - 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. (see Tab #4)
  - Such other information that demonstrates Applicant's financial fitness. (see Tab #9)

B. Applicant must provide the following information:

- Identify Applicant's chief officers including names and their professional resumes. (see Tab #8).
- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records. Mark K. Wolfe, Controller  
Main St.  
Gilberton, PA 17934  
Phone: 717/874-1602  
Fax: 717/874-2625

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

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes. (see Tab #8)
- General information concerning the energy sources to be employed by the Applicant in providing services. (see page 13-A of application)
- Documentation of membership in ECAR, MAAC or other regional reliability councils.
- An affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service.

26. **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.

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

- a. Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- b. The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
- c. Applicant shall report to the Commission the following information on an annual basis:
  - the percentages of total electricity supplied by each fuel source

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

**GENERAL INFORMATION CONCERNING  
ENERGY SOURCES**

- A) Schuylkill Energy Resources  
P. O. Box 112  
Shenandoah, PA 17976
  
- B) Gilberton Power Company  
50 Elenore Avenue  
Frackville, PA 17931
  
- C) P.J.M. Interconnection, L.L.C.  
955 Jefferson Avenue  
Valley Forge Corporate Center  
Norristown, PA 19403-2497

28. FEE: The Applicant has enclosed the required initial licensing fee of \$350.

Applicant: Jack Rich Incorporated

By: Brian R. Rich

Title: President

### VERIFICATION

[Commonwealth/State] of Pennsylvania :

ss.

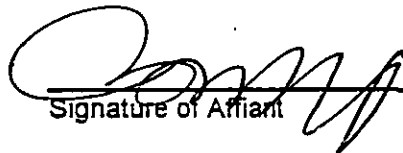
County of Schuylkill

Brian R. Rich, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of Jack Rich Incorporated (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said corporation;]

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

  
Signature of Affiant

Sworn and subscribed before me this 17<sup>th</sup> day of JULY, 1998.

  
Signature of official administering oath

My commission expires 06-28-99

Notary Seal  
John F. Dalton, Jr., Notary Public  
Frackville Boro, Schuylkill County  
My Commission Expires June 28, 1999  
Member, Pennsylvania Association of Notaries

SECTION 3.





COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
HARRISBURG

The Secretary of the Commonwealth

November 30, 1955

Curran & Lavelle, Esqs.  
310 West Market Street  
Pottsville, Pennsylvania

In Re: JACK RICH, INCORPORATED

Gentlemen:

Articles of Incorporation for the  
above named corporation have been approved as  
of November 28, 1955.

Certificate of Incorporation and  
official receipt will issue in due course.

Yours very truly,

James A. Finnegan  
Secretary of the Commonwealth

By

Thomas Anton  
Director, Bureau of Corporations

jk

003401C

ARTICLES OF INCORPORATION

TO THE DEPARTMENT OF STATE;  
COMMONWEALTH OF PENNSYLVANIA:

In compliance with the requirements of the "BUSINESS CORPORATION LAW," approved the 5th day of May, A. D. 1933, P. L. 364, as amended, the undersigned, desiring that they may be incorporated as a business corporation, do hereby certify:

1st. The name of the corporation is JACK DECH, INCORPORATED

2nd. The location and post office address of its initial registered office in this Commonwealth is

10 Wilder Crossara Schuylkill  
(number) (street) (city) (county)

3rd. The purpose or purposes of the corporation are:

To distribute oil and oil products at wholesale and retail, and to buy, sell and own real estate and personal property required in and incidental to such business, and to do any and all things incidental to the above purposes.

4th. The term of its existence is perpetual

5th. The authorized capital stock of the corporation is \$500.00 divided into\* Five hundred shares of Class "A" Common Stock, having a par value of ONE (\$1.00) DOLLAR per share.

003402C

6th. The value of the property with which the corporation will begin business is \$500.00

\*Note: There should be set forth the number and par value of all shares having par value, the number of shares without par value, and the stated capital applicable thereto. If the shares are to be divided into classes, a description of each class, and a statement of the preferences, qualifications, limitations, restrictions, and the special or relative rights granted to, or imposed upon, the shares of each class.

# Commonwealth of Pennsylvania



## Department of State

To All To Whom These Presents Shall Come, Greeting:

Whereas, In and by Article VIII of the Business Corporation Law, approved the fifth day of May, Anno Domini one thousand nine hundred and thirty-three, the Department of State is authorized and required to issue a

### CERTIFICATE OF AMENDMENT

evidencing the amendment of the Articles of Incorporation of a business corporation organized under or subject to the provisions of that Law, and

Whereas, The stipulations and conditions of that Law pertaining to the amendment of Articles of Incorporation have been fully complied with by

JACK RICH, INCORPORATED

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, *[illegible]* the Great Seal of the Commonwealth, *[illegible]* named above, in *[illegible]* presented *[illegible]* and enjoy *[illegible]* provisions and restrictions of the Business Corporation Law and all other applicable laws of this Commonwealth.



Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 12th day of August in the year of our Lord one thousand nine hundred and fifty-nine and of the Commonwealth the one hundred and eighty-fourth

*John S. Rice*  
Secretary of the Commonwealth

602452C

7th. The names and addresses of the first directors:

Name	Address (Including street and number, if any)
John W. Rich	1621 Howard Avenue, Pottsville, Pennsylvania
Bennie Rich	1331 Mahantongo Street, Pottsville, Pennsylvania
John J. Curran	Oak Road, Pottsville, Pennsylvania

8th. The names and addresses of the incorporators and the number and class of shares subscribed by each are:

Name	Address (Including street and number, if any)	No. and Class of Shares
John W. Rich	1621 Howard Ave., Pottsville, Pa.	256 Common
Bennie Rich	1331 Mahantongo Street, Pottsville, Pa.	121 Common
John J. Curran	Oak Road, Pottsville, Pennsylvania.	123 Common

9th. The number of incorporators who are citizens of the United States is Three

John W. Rich (SEAL) ..... (SEAL)  
John J. Curran (SEAL) ..... (SEAL)  
Bennie Rich (SEAL) ..... (SEAL)

Commonwealth of Pennsylvania }  
County of Schuykill } ss:

Before me, Notary Public in and for the county aforesaid, personally came the above named, John W. Rich, Bennie Rich and John J. Curran

who, in due form of law, acknowledged the foregoing instrument to be their act and deed for the purposes therein specified.

Witness my hand and seal of office the 9th day of November A. D. 1955.

Valencia M. Louchman  
 NOTARY PUBLIC  
 My Commission Expires 2/12/57 **003403C**

(SEAL)

Approved by the Department of State, ..... day of ..... A. D. 19.....

Roll ..... Film .....

.....  
Secretary of the Commonwealth

6. The amendment adopted by the shareholders, set forth in full, follows:

RESOLVED THAT Paragraph 5th of the Articles of Incorporation of this corporation which reads as follows:

5th. The authorized capital stock of the corporation is Five Hundred (\$500.00) Dollars divided into Five Hundred (500) shares of Class "A" Common Stock, having a par value of One (\$1.00) Dollar per share.

Be and the same is hereby amended to read as follows:

5th. The authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00) Dollars divided into One Hundred Thousand (100,000) Shares of Common Stock, having a par value of One (\$1.00) Dollar per share.

IN TESTIMONY WHEREOF, the applicant has caused these Articles of Amendment to be signed by its President or Vice President and its corporate seal, duly attested by its Secretary or Treasurer, to be hereunto affixed this 10th day of August, 1959

ATTEST:

By

(President or Vice President)

(Secretary or Treasurer)

(CORPORATE SEAL)

Commonwealth of Pennsylvania SS  
County of Schuylkill

Before me, a Notary Public in and for the State and County aforesaid, personally appeared John W. Rich, the President, and John J. Curran, the Secretary, of the above named corporation, who, being duly sworn, or affirmed, did depose and say that the foregoing Application was duly signed and sealed by them as the act and deed of the corporation; that the seal affixed thereto is the common and corporate seal of the corporation; and that the statements therein are true to the best of the knowledge and belief of each deponent.

Sworn to before me this 10th day of August, 1959.

(SEAL)

Notary Public, Frackville, Schuylkill County

My commission expires January 7, 1963

Approved and filed in the Department of State on the 12th day of August A.D. 1959.

John S. Rice  
Secretary of the Commonwealth  
san

Articles  
or  
Amendments

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF REVENUE  
CORPORATION DIVISION

In compliance with the requisite parts of Article VIII of the Business Corporation Law approved the 5th day of May, 1933, P. L. 346, as amended, the applicant desiring to amend its Articles hereby certifies, under its corporate seal that:

1. (a) The name of the corporation is:

Jack Rich, Incorporated

(b) The location of its registered office is:

18 Wilder Street, Cressona, Schuylkill County, Pennsylvania

2. (a) The corporation was formed under the Act of May 5, 1933, P. L. 346, as amended

(b) Its date of incorporation is: November 28, 1955

3. (a) The meeting of the shareholders of the corporation at which the amendment was adopted was held at the time and place and pursuant to the kind and period of notice herein stated.

Time: The 7th day of July, 1959.

Place: Gilberton, Schuylkill County, Pennsylvania

Kind and period of notice: written waiver of notice signed by all shareholders entitled to vote thereon

(b) The amendment was adopted by a consent in writing, setting forth the action so taken, signed by all of the shareholders entitled to vote thereon and filed with the Secretary of the corporation.

(Strike out (a) or (b), whichever is not applicable)

4. At the time of the action of the shareholders:

(a) The total number of shares outstanding was Five Hundred (500) Shares

(b) The number of shares entitled to vote was\* Five Hundred (500) Shares

5. In the action taken by the shareholders:

(a) The number of shares voted in favor of the amendment was:\*\* Five Hundred (500) Shares

(b) The number of shares voted against the amendment was:\*\* none

\*If the shares of any class were entitled to vote as a class, the number of shares of each class so entitled and the number of shares of all other classes entitled to vote should be set forth.

\*\*If the shares of any class were entitled to vote as a class, the number of shares of such class and the number of shares of all other classes voted for and against such amendment respectively should be set forth.

NOTE: If the effect of the amendment is to increase the authorized capital stock of the corporation, excise tax at the rate of 1/5 of 1% on the amount of increase will be due and payable with the filing of the amendment.

NOTE: Filing Fee - \$30.00. (In addition to any amount of excise tax due and owing)

this \_\_\_\_\_ day of \_\_\_\_\_  
**DEC 23 1986**, 19\_\_\_\_  
Commonwealth of Pennsylvania  
Department of State  
  
*Robert J. Gleason, Jr.*  
Secretary of the Commonwealth

APPLICANT'S ACC'T NO.  
  
3CB:BCL—903 (Rev. 8-72)

8717 704

(Line for numbering)  
304084

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

Filing Fee: \$80 plus \$20  
for each party corporation  
in excess of two  
AMB-9  
  
Articles of Merger—  
Business Corporation

(Box for Certification)

In compliance with the requirements of section 903 of the Business Corporation Law, act of May 5, 1933 (P. L. 364) (15 P. S. §1903), the undersigned corporations, desiring to effect a merger, hereby certify that:

1. The name of the corporation surviving the merger is:  
JACK RICH, INCORPORATED

2. (Check and complete one of the following):

The surviving corporation is a domestic corporation and the location of its registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

18 Wilder Street  
(NUMBER) (STREET)  
Cressona, Pennsylvania 17929  
(CITY) (ZIP CODE)

~~XX~~  
(NAME OF JURISDICTION)

~~XX~~  
(NUMBER) (STREET)

~~XX~~  
(CITY) (STATE) (ZIP CODE)

3. The name and the location of the registered office of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Pottsville Fuel Co., Inc. 4th Floor  
(wholly-owned subsidiary of jack Rich, Incorporated). Schuylkill Trust Bldg.,  
Pottsville, PA 17901

003512C

8717 705

DSCB:BCL-903 (Rev. 8-72)-2

4. (Check, and if appropriate, complete one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on \_\_\_\_\_ at \_\_\_\_\_  
(DATE) (HOUR)

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

NAME OF CORPORATION MANNER OF ADOPTION

Jack Rich, Incorporated

Unanimous Written Consent  
of Directors and Share-  
holders dated December  
12, 1986

Pottsville Fuel Co., Inc.

Unanimous Written Consent  
of Directors and Share-  
holders dated December  
12, 1986

001511C

REC'D  
DEPT. OF STATE  
MAY 3 1986

~~6. (Strike out this paragraph if no foreign corporation is party to the merger.) The plan was authorized, adopted or approved, as the case may be, by the foreign corporation (or each of the foreign corporations) in accordance with the laws of the jurisdiction in which it was formed.~~

7. The plan of merger is set forth in Exhibit A, attached hereto and made a part hereof.

~~8. (Strike out this paragraph if the surviving corporation is a domestic corporation.) The Secretary of the Commonwealth and his successor in office is hereby designated as the true and lawful attorney of the surviving corporation upon whom may be served all lawful process in any action or proceeding against it for enforcement against it of any obligation of any constituent domestic corporation or any obligation arising from the merger proceeding or any action or proceeding to determine and enforce the rights of any shareholder under the provisions of section 908 of the Business Corporation Law. The surviving corporation hereby agrees that the service of process upon the Secretary of the Commonwealth shall be of the same legal force and validity as if served on the corporation and that the authority for such service of process shall continue in force as long as any of the aforesaid obligations and rights remain outstanding in this Commonwealth.~~



8717 706

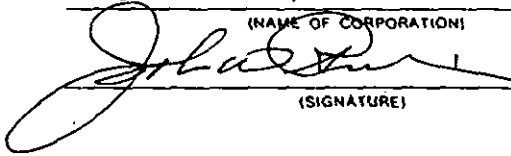
DSCB:BCL-903 (Rev. 8-72)-3

IN TESTIMONY WHEREOF, each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this 12th day of December, 1986.

JACK RICH, INCORPORATED

(NAME OF CORPORATION)

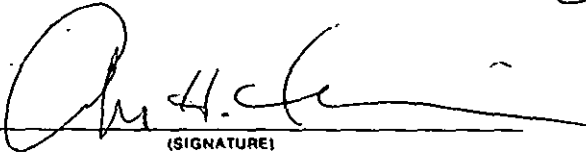
By:



(SIGNATURE)

(TITLE: PRESIDENT, VICE PRESIDENT, ETC.)

Attest:



(SIGNATURE)

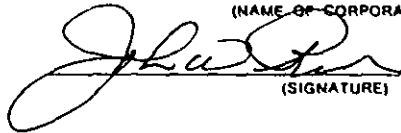
(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

(CORPORATE SEAL)

POTTSVILLE FUEL CO., INC.

(NAME OF CORPORATION)

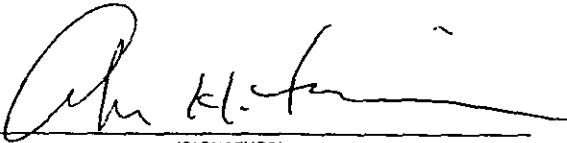
By:



(SIGNATURE)

(TITLE: PRESIDENT, VICE PRESIDENT, ETC.)

Attest:



(SIGNATURE)

(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

(CORPORATE SEAL)

0035190

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER made this 12<sup>th</sup> day of December, 1986, by and among JACK RICH, INCORPORATED, a Pennsylvania corporation, (herein "Rich, Inc."); and POTTSVILLE FUEL CO., INC., a Pennsylvania corporation (herein "Fuel Co.").

Whereas, the respective Board of Directors of Rich, Inc. and Fuel Co. (a wholly-owned subsidiary of Rich, Inc.) have determined that it is advisable and in the best interests of such corporations and their respective shareholders that Fuel Co. be merged into Rich, Inc., which shall be the surviving corporation in the merger,

NOW, THEREFORE, it is agreed as follows:

1. Vote on Merger. Rich, Inc. and Fuel Co. will cause special meetings of their respective shareholders to be called and held on or before December 13, 1986, or such later date as the Boards of Directors of Rich, Inc. and Fuel Co. shall approve, to consider and vote upon the merger of Fuel Co. into Rich, Inc. on the terms and conditions hereinafter set forth. If the merger is approved by the shareholders of both corporations in accordance with the laws of Pennsylvania, subject to the provisions of paragraph 7 hereof, Articles of Merger shall be executed and filed in the Corporate Bureau of the Department of State of the Commonwealth of Pennsylvania as promptly as

possible thereafter. The Articles of Merger so filed shall be substantially in the form of Exhibit A hereto, with such changes therein as the Boards of Directors of Rich, Inc. and Fuel Co. shall approve. The date on which such Articles of Merger are filed with the Department of State, or December 15, 1986, whichever is later, is herein called the "Effective Date".

2. Name. The corporate name of Rich, Inc., the surviving corporation, and its identity, existence, purposes, powers, objects, franchises, rights, and immunities shall be unaffected and unimpaired by the merger. On the Effective Date of the merger, the separate existence and corporate organization of Fuel Co., except insofar as it may be continued by statute, shall cease.

3. Certificate of Incorporation and Bylaws. The Certificate of Incorporation of Rich, Inc., as originally filed and recorded on November 28, 1955, and as thereafter from time to time amended, shall, on the Effective Date of the merger, be the Certificate of Incorporation of the surviving corporation until further altered, amended, or repealed as provided by law.

The Bylaws of Rich, Inc. in effect on the effective date of the merger shall be the bylaws of the surviving corporation until amended, rescinded, or repealed as provided therein or by law.

4. Directors and Officers of Surviving Corporation.

The Directors of Rich, Inc. on the Effective Date of the merger shall continue to be directors of the surviving corporation for the terms for which they were elected, and until their successors are elected and qualified as provided by law and the bylaws of the surviving corporation.

The officers of Rich, Inc. on the Effective Date of the merger shall continue to be the officers of the surviving corporation, and shall hold office until their respective successors are chosen and qualified, as provided by law and the bylaws of the surviving corporation.

5. Treatment of Shares of Constituent Corporations.

The terms and conditions of the merger, and the mode of carrying the same into effect, are as follows:

(a) On the Effective Date of the merger all of the outstanding common shares of Fuel Co. shall be retired (its existence shall terminate without further action as a result of this merger) without further consideration or the issuance of any additional shares of stock to the Shareholders of Rich, Inc. or any other entity; one share of stock of Rich, Inc. thereafter representing not only a direct interest in the assets of Rich, Inc., but also a direct interest in the assets of the former

003518C

wholly-owned subsidiary, Fuel Co., which shall become a part of the assets of Rich, Inc. without further action as a result of the contemplated merger.

6. Covenants of Parties. At or prior to the Effective Date of the merger:

(a) Fuel Co. will not (1) engage in any activity or transaction otherwise than in the ordinary course of business without first obtaining the approval of Rich, Inc.; (2) make any change in its authorized shares; or (3) issue or sell, or issue options to purchase or rights to subscribe to, any of its shares; or (4) declare any dividend on any of its shares.

7. Conditions of Merger. Anything herein or elsewhere to the contrary notwithstanding, the merger shall not be made effective if prior to the Effective Date of the merger:

(a) The Boards of Directors of Rich, Inc., and Fuel Co. elect that it shall not be made effective, or

(b) If any material litigation shall be pending or threatened against or affecting Rich, Inc. or Fuel Co., or any of their respective assets, or the merger, which in the judgment of the Boards of Directors of either Rich, Inc. or Fuel Co. renders it inadvisable to proceed with the merger.

003519C

If the Boards of Directors of either Rich, Inc. or Fuel Co. elects that the merger shall not be made effective as provided in this paragraph 7, notice shall be given to the other Boards of Directors, and thereupon, or upon the election of any one or both of such Boards of Directors that the merger shall not be made effective as provided in subparagraph (a) of this paragraph 7, this Agreement shall become wholly void and of no effect and there shall be no liability on the part of either Rich, Inc. or Fuel Co. or their respective Boards of Directors or shareholders.

8. Surviving Corporation. On the Effective Date of the merger, all of the estate, property, rights, privileges, powers, franchises, and interests of each of the constituent corporations and all of their property, real, personal, and mixed, and all the debts due on whatever account of either of them, as well as all share subscriptions and other choses in action belonging to either of them shall be vested in Rich, Inc. as the surviving corporation, without further act or deed; and all claims, demands, property, and every other interest shall be as effectually the property of Rich, Inc. as the surviving corporation as they were of the constituent corporations, and the title of all real estate vested in either of the constituent corporations shall not be deemed to revert to or be in any way impaired by reason of the merger but shall be vested in Rich, Inc. as the surviving corporation.

9. Further Documents. To the extent permitted by law, from time to time, as and when requested by Rich, Inc. or by its successors or assigns, Fuel Co. shall execute and deliver, or cause to be executed and delivered, all such deeds and instruments, and to take, or cause to be taken, such further or other actions as Rich, Inc. may deem necessary or desirable, in order to invest in and confirm to Rich, Inc. title to, and possession of, any property of Rich, Inc. acquired by reason of or as a result of the merger herein provided for, and otherwise to carry out the intent and purposes hereof; and the proper officers and directors of Fuel Co. and the proper officers and directors of Rich, Inc. are fully authorized, in the name of Fuel Co. or otherwise, to take any and all such action.

IN WITNESS WHEREOF, Rich, Inc. and Fuel Co. have caused this agreement to be executed by their duly authorized officers.

ATTEST: [Signature]  
ATTEST: [Signature]

JACK RICH, INCORPORATED  
BY [Signature]  
ROTTSVILLE FUEL CO., INC.  
BY [Signature]

003521C

Filing Fee: \$40  
AB-2

87182109

Statement of  
Change of Registered  
Office-Domestic  
Business Corporation

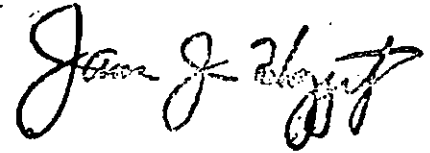
COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

304084

Filed this MAR 12 1987 day of

A.D. 19

Commonwealth of Pennsylvania  
Department of State



Secretary of the Commonwealth

In compliance with the requirements of section 307 of the Business Corporation Law, act of May 5, 1933 (P. L. 364) (15 P. S. §1307) the undersigned corporation, desiring to effect a change in registered office, does hereby certify that:

1. The name of the corporation is:

Jack Rich, Incorporated

2. The address of its present registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

18 Wilder Street

(NUMBER)

(STREET)

Cressona,

Pennsylvania

17929

(CITY)

(ZIP CODE)

3. The address to which the registered office in this Commonwealth is to be changed is:

Route 61 - Altamont Boulevard

(NUMBER)

(STREET)

Frackville,

Pennsylvania

17931

(CITY)

(ZIP CODE)

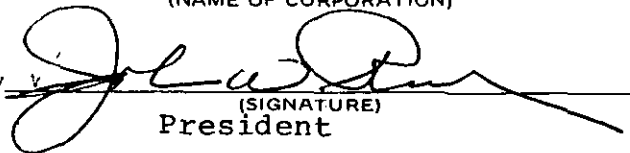
(54)

4. Such change was authorized by resolution duly adopted by at least a majority of the members of the board of directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this statement to be signed by a duly authorized officer, and its corporate seal, duly attested by another such officer, to be hereunto affixed, this 24th day of February, 19 87.

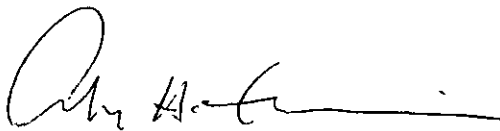
JACK RICH, INCORPORATED

(NAME OF CORPORATION)

By   
(SIGNATURE)  
President

(TITLE: PRESIDENT, VICE PRESIDENT, ETC.)

Attest:



(SIGNATURE)

Secretary

(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

(CORPORATE SEAL)

0035230



SECTION 4.

# Commonwealth of Pennsylvania



## Department of State

To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the terms of the Business Corporation Law, approved May 5, 1933, P. L. 364, as amended, the Department of State is authorized and required to issue a

### CERTIFICATE OF MERGER

evidencing the merger of one or more corporations into one of such corporations under the provisions of that law; and

Whereas, The stipulations and conditions of that law relating to the merger of such corporations have been fully complied with by POTTSVILLE FUEL CO., INC. and JACK RICH, INCORPORATED

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, approved May 5, 1933, P. L. 364, as amended, I DO BY THESE PRESENTS, which I have caused to be sealed with the Great Seal of the Commonwealth, merge the above named POTTSVILLE FUEL CO., INC. with and into JACK RICH, INCORPORATED, the surviving corporation

which shall continue to be invested with and have and enjoy all the powers, privileges and franchises incident to a domestic business corporation, and be subject to all the duties, requirements and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 23rd day of December in the year of our Lord one thousand nine hundred and eighty-six and of the Commonwealth the two hundred eleventh.

003511C

Secretary of the Commonwealth

pjd

# ACORD CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YY)

**PRODUCER**  
 AXSOM RONALD B - 4-930  
**FEDERATED MUTUAL INSURANCE COMPANY**  
 Home Office: P.O. Box 328  
 Owatonna, MN 55060  
 Phone: 507-455-5200

**INSURED** 130-674-5  
**JACK RICH INC**  
 ALTAMONT BLVD  
 FRACKVILLE PA 17931

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

**COMPANIES AFFORDING COVERAGE**

COMPANY A FEDERATED MUTUAL INSURANCE COMPANY OR FEDERATED SERVICE INSURANCE COMPANY

COMPANY B

COMPANY C

COMPANY D

**COVERAGES**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES, LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> OWNER'S & CONTRACTOR'S PROT	9043969	11/01/97	11/01/98	GENERAL AGGREGATE \$ 2,000,000
					PRODUCTS - COMP/OP AGG \$ 2,000,000
					PERSONAL & ADV INJURY \$ 1,000,000
					EACH OCCURRENCE \$ 1,000,000
					FIRE DAMAGE (Any one fire) \$ 50,000
	MED EXP (Any one person) \$				
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS	9043969	11/01/97	11/01/98	COMBINED SINGLE LIMIT \$ 1,000,000
					BODILY INJURY (Per person) \$
					BODILY INJURY (Per accident) \$
					PROPERTY DAMAGE \$
	GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$
					OTHER THAN AUTO ONLY: \$
					EACH ACCIDENT \$
					AGGREGATE \$
A	EXCESS LIABILITY <input checked="" type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM	9043970	11/01/97	11/01/98	EACH OCCURRENCE \$ 5,000,000
					AGGREGATE \$ 5,000,000
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY THE PROPRIETOR/PARTNERS/EXECUTIVE OFFICERS ARE: <input type="checkbox"/> INCL <input type="checkbox"/> EXCL				WC STATUTORY LIMITS   OTHER \$
	OTHER				EL EACH ACCIDENT \$
					EL DISEASE - POLICY LIMIT \$
					EL DISEASE - EA EMPLOYEE \$

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

Renew? (Y/N): \_\_\_\_\_

**CERTIFICATE HOLDER**

**CANCELLATION**

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL \_\_\_\_\_ DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE *Karl R. Helam*

SECTION 5.

## **CUSTOMER AGREEMENT FOR ELECTRIC GENERATION SERVICE**

JRI Energy Systems (or) Anthracite Power and Light Company, 617 Altamont Boulevard, Frackville, PA 17931, is licensed by the Pennsylvania Public Utility Commission to offer and supply electric generation services in Pennsylvania. Our PUC License Number is \_\_\_\_\_.

JRI Energy Systems (or) Anthracite Power and Light Company and you intend this Agreement to be legally binding and agree to the following terms.

The following definitions apply to your service:

"Electric distribution company" means the company that owns the power lines and equipment necessary to deliver purchased electricity to you.

"Generation" means production of electricity from a power plant.

"Transmission" means inter-connecting electric lines which move high voltage electricity from where it is produced to the point of distribution to customers.

"Universal Service" means policies, protections and services that help low income customers maintain electric service.

### **TERMS OF SERVICE**

1) You will purchase all electricity used at the street address noted on this Agreement from JRI Energy Systems (or) Anthracite Power and Light Company beginning on the first billing period after \_\_\_\_\_, through \_\_\_\_\_. Our phone number is (717) 874-4419. You will be notified in your bills 3, 2, and 1 month(s) before this Agreement expires. You have the right to cancel within three days after you sign this Agreement.

2) JRI Energy Systems (or) Anthracite Power and Light Company will supply, and you will pay for, electric generation services on a monthly basis at the following rate: (\_\_\_\_\_\$/kwh). If we change this rate in the future, you may cancel this Agreement within thirty days after we advise you of a rate change if you do not agree to the new rate. Note that:

- We have established generation prices and charges that you will pay.
- The Public Utility Commission regulates retail transmission and distribution prices and services.

3) We will sell and deliver electricity to you through your electric distribution company.

4) Your electric distribution company is Pennsylvania Power and Light (610) 774-3000. If either of us ends this Agreement, you will be able to get service from Pennsylvania Power and Light.

5) Either you or JRI Energy Systems (or) Anthracite Power and Light Company must give the other thirty days notice of the intent to cancel or renew this Agreement. In the event of a cancellation, you agree to pay any outstanding balances due to JRI Energy Systems (or) Anthracite Power and Light Company, as well as any applicable charge under Paragraph 19.

6) By signing your Agreement, you authorize your electric distribution company to give us the following:

- Recent and past electric usage;
- Meter readings; and,
- Types of services.

If you want to restrict our ability to receive this information, you need to write or call your electric distribution company.

7) You understand what electric generation service is and you agree to pay the bills for all electric generation services under this Agreement.

8) Invoices for electric generation will be rendered by your local electric distribution company on a monthly basis. You understand that you will continue to receive a bill for transmission and distribution charges from your local distribution company.

9) Payments to JRI Energy Systems (or) Anthracite Power and Light Company for electric generation must be received by the due date indicated on your monthly billing statement. You will pay finance charges in the amount of 1.5 percent per month on any late payments and unpaid balances.

10) If we do not receive your payment within thirty days after your payment is due, we reserve the right to stop supplying electric generation services to you. In that event, you will receive services from Pennsylvania Power and Light.

11) We will provide you with not less than ten days written notice of our intention to stop electric generation service.

12) If we stop you electric generation service for non-payment, you must pay the balance owed under this Agreement.

13) We will make all reasonable efforts to provide a constant and uninterrupted supply of electric generation service to you.

14) We are not liable for damages caused if the supply of electric generation services fails, is interrupted, or becomes defective because of any of the following reasons:

- Act of God;
- Act or requirement of any government entity;
- Accident;
- Strikes;
- Labor trouble;
- Required maintenance work;
- Inability to access the electric distribution company system; or,
- Any cause beyond our reasonable control

We assume no liability responsibility for the following items associated with your electric distribution company:

- Operations and maintenance of their system;
- Any interruption of service;
- Termination of service;
- Deterioration of their service.

16) Our electricity is supplied by the following sources: The majority of time electricity will be generated from the burning of anthracite culm. When these resources are unavailable, electricity will be purchased from the interchange. Anticipated electricity sources are: anthracite culm 60% and interchange purchases 40%. These percentages may change in the future.

17) Other important phone numbers are:



If you are not satisfied after discussing a concern with us, call the Public Utility Commission's electric competition HotLine at 1-888-82-3228.

18) You agree to pay any new taxes that may be applied to your service to you, which may affect your savings under Paragraph 2.

19) Special provisions:

**(a) This Agreement shall be interpreted in accordance with and governed by the law of Pennsylvania;**

**(b) You agree to keep the Agreement, including its Terms and Conditions, confidential.**

Customer Name: \_\_\_\_\_

Customer Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Customer Phone: \_\_\_\_\_

\_\_\_\_\_

Customer Signature: \_\_\_\_\_

Date: \_\_\_\_\_

SECTION 6.

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

248

JRI ENERGY SYSTEMS

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITY NUMBER: 2807617

MICROFILM NUMBER: 09823

0467-0468

MARTIN J CERULLO ESQ  
PO BOX 450  
POTTSVILLE PA 17901

9823-167

Microfilm Number \_\_\_\_\_

Filed with the Department of State on MAR 25 1998

Entity Number 2807617

[Signature]  
Secretary of the Commonwealth

### APPLICATION FOR REGISTRATION OF FICTITIOUS NAME

DSCB:54-311 (Rev 91)

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

1. The fictitious name is: JRI ENERGY SYSTEMS

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is: purchase and resale of electricity

3. The address, including number and street, if any, of the principal place of business of the business or other activity to be carried on under or through the fictitious name is (P.O. Box alone is not acceptable):

<u>Route 61 - Altamont Boulevard, Frackville</u>	<u>PA</u>	<u>17931</u>	<u>Schuylkill</u>
Number and Street	City	State	Zip
			County

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

<u>N/A</u>				
Name	Number and Street	City	State	Zip

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

<u>Jack Rich, Incorporated (corporation):</u>	<u>PA</u>	<u>Route 61 - Altamont Boulevard</u>	<u>Frackville, PA 17961</u>
Name	Form of Organization	Organizing Jurisdiction	Principal Office Address
			Pa. Registered Office, if any

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

7. (Optional): The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

N/A

PA DEPT. OF STATE

MAR 25 1998

7023-468

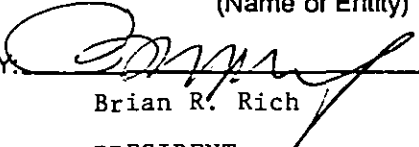
IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed

this \_\_\_\_\_ day of March, 19 98

\_\_\_\_\_  
(Individual Signature)

\_\_\_\_\_  
(Individual Signature)

JACK RICH, INCORPORATED  
(Name of Entity)

BY:   
Brian R. Rich

TITLE: PRESIDENT

\_\_\_\_\_  
(Individual Signature)

\_\_\_\_\_  
(Individual Signature)

\_\_\_\_\_  
(Name of Entity)

BY: \_\_\_\_\_

TITLE: \_\_\_\_\_

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

128

ANTHRACITEPOWER & LIGHT COMPANY

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITY NUMBER: 2807594

MICROFILM NUMBER: 09825

0292-0293

MARTIN J CERULLO ESQ  
PO BOX 450  
POTTSVILLE PA 17901

9825 292

MAR 25 1998

Microfilm Number \_\_\_\_\_

Filed with the Department of State on \_\_\_\_\_

Entity Number 2807594

*[Signature]*  
Secretary of the Commonwealth

### APPLICATION FOR REGISTRATION OF FICTITIOUS NAME

DSCB:54-311 (Rev 91)

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

1. The fictitious name is: Anthracite Power & Light Company

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is: purchase and resale of electricity

3. The address, including number and street, if any, of the principal place of business of the business or other activity to be carried on under or through the fictitious name is (P.O. Box alone is not acceptable):

<u>Route 61 - Altamont Boulevard,</u>	<u>PA</u>	<u>17931</u>	<u>Schuylkill</u>
Number and Street	City	State	Zip
			County

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

Name	Number and Street	City	State	Zip
<u>N/A</u>				

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

Name	Form of Organization	Organizing Jurisdiction	Principal Office Address	Pa. Registered Office, if any
<u>Jack Rich, Incorporated</u>	<u>(corporation)</u>	<u>PA</u>	<u>Route 61 - Altamont Boulevard,</u>	
			<u>Frackville, PA 17931</u>	

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

7. (Optional): The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

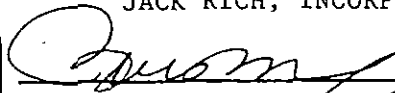
N/A

PA DEPT. OF STATE

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

this 23<sup>rd</sup> day of March, 19 98

JACK RICH, INCORPORATED



(Individual Signature)

BRIAN R. RICH, PRESIDENT

(Individual Signature)

(Name of Entity)

BY: \_\_\_\_\_

TITLE: \_\_\_\_\_

\_\_\_\_\_

(Individual Signature)

\_\_\_\_\_

(Individual Signature)

\_\_\_\_\_

(Name of Entity)

BY: \_\_\_\_\_

TITLE: \_\_\_\_\_



SECTION 7.



ONE SOUTH CENTRE STREET  
P.O. BOX C  
POTTSVILLE, PENNSYLVANIA 17901-7057  
(717) 622-4200

**IRREVOCABLE STANDBY LETTER OF CREDIT**

April 28, 1998

Pennsylvania Public Utility Commission  
P.O. Box 3265  
Harrisburg, Pa. 17105-3265

**PROJECT: Electric Generator Supplier  
License**

To Whom It May Concern:

This Irrevocable Standby Letter of Credit No. 23797-201 ("Letter of Credit") is issued on behalf of Jack Rich, Incorporated ("Applicant") in favor of the Pennsylvania Public Utility Commission, ("Beneficiary") in an aggregate amount not to exceed Two Hundred Fifty Thousand Dollars and No Cents (\$250,000.00) United States currency, effective immediately and expiring on April 28, 1999.

Funds under this Letter of Credit are available against a sight draft on us for all or any portion of this credit when accompanied by the following:

1. The original of this Letter of Credit.
2. A written statement from the Beneficiary that the Applicant has not complied with applicable provisions of the Public Utility Code, 66 Pa. C.S. 101, et seq. and the rules and regulations of the Pennsylvania Public Utility Commission by the Applicant as a licensed electric generation supplier or the Applicant has not paid the Gross Receipts Tax as required by Section 2810 of the Public Utility Code 66 Pa C.S. 2810 or the Applicant has not supplied electricity at retail in accordance with contracts, agreements or arrangements. Therefore, reimbursement is required in the amount up to \$250,000.00

This Letter of Credit is written in accordance with Section 2809 (c)(1)(i) of the Public Utility Code, 66 Pa C.S. 2909(c)(1)(i), to assure compliance with applicable provisions of the Public Utility Code, 66 Pa. C.S. 101, et seq. and the rules and regulations of the Pennsylvania Public Utility Commission by the Applicant as a licensed electric generation

Pennsylvania Public Utility Commission  
April 28, 1998  
Page Two

supplier, to ensure the payment of Gross Receipts Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. 2810; and to ensure the supply of electricity at retail in accordance with contracts, agreements or arrangements. Payments made pursuant to this Letter of Credit shall ensure first to the benefit of the Commonwealth, and second, to any and all retail electric generation customers to whom the Applicant may be held legally liable for failure to supply electric generation pursuant to contract, agreements or arrangements. Any claims made by the Commonwealth shall have priority over claims made by private individuals. Proceeds of the Letter of Credit may not be used to pay any penalties or fines levied against the Applicant for violations of the law, or for payment of any other tax obligations owed to the Commonwealth.

This Letter of Credit sets forth the full terms of our obligation to the Pennsylvania Public Utility Commission. It is separate from and shall not be subject to or supplemented or modified by any agreement which refers to this Letter of Credit or to which this Letter of Credit relates.

We will promptly honor all drafts drawn in compliance with the terms of this Letter of Credit if received no later than 11:00 a.m. on April 28, 1999, at Pennsylvania National Bank, One South Centre Street, Pottsville, Pa. 17901, Attn: Commercial Loan Department.

Except so far as otherwise expressly stated, this Letter of Credit is subject to the "Uniform Customs and Practice for Documentary Credits (1993 Revision), International Chamber of Commerce Publication No. 500," including amendments and successor publications, and to the Uniform Commercial Code of Pennsylvania, 13 P.S. 5101 et. seq., and as otherwise interpreted under Pennsylvania Law.

Sincerely

PENNSYLVANIA NATIONAL BANK  
AND TRUST COMPANY



Kenneth E. Stolarick  
Vice President

SECTION 8.

JACK RICH, INCORPORATED

OFFICERS, NAMES & RESUMES

<u>NAME</u>	<u>TITLE</u>	<u>RESUME</u>
Brian R. Rich	President	(attached)
John W. Rich	Treasurer	(attached)
Brian R. Rich	Secretary	(attached)
Martin J. Cerullo	Assistant Secretary	(attached)

**BRIAN R. RICH**

**RD 2, Box 2169A  
Orwigsburg, PA 17961**

**Born: 8/31/59  
Married - 3 children**

**CORPORATE POSITIONS:**

Reading Anthracite Co. - Vice President  
Gilberton Coal Co. - Vice President  
Jack Rich, Inc. - President  
Schuylkill Energy Resources, Inc. - Vice President  
Premier Bank - Managing Board of Directors

**EDUCATION:**

Pottsville Area High School, Pottsville, Pennsylvania  
graduated -  
Boston University:  
Graduated 1982 with BS and BA, Business Administration  
ABS; Geology

**COMMUNITY ACTIVITIES:**

Board of Directors of Hawk Mt. Council, Boy Scouts of America  
Past Chairman of Pennsylvania Anthracite Council  
Director on Board of Good Samaritan Foundation

**JOHN W. RICH**

Main Street  
Box 423  
Gilberton, PA 17934

**Born: July 3, 1925**  
**Marries: 6 children**

**CORPORATE POSITIONS:**

Reading Anthracite Co. - Shareholder, Director  
Gilberton Coal Co. - President  
Jack Rich, Inc. - Treasurer  
Schuylkill Energy Resources - Shareholder

**EDUCATION:**

Pottsville Area High School, Pottsville, PA  
  
Staunton Military Academy  
Pennsylvania State University, University Park, PA

**COMMUNITY ACTIVITIES:**

Former Director - Pennsylvania National Bank  
Former Director - Keystone Financial Corp.  
Former Director - Pottsville Club  
Former Director - Schuylkill Country Club  
Former Member - Pennsylvania State University Advisory Committee

MARTIN J. CERULLO

1235 Oak Road  
Pottsville, PA 17901

Born: July 1, 1956  
Married - 1 child

January 1, 1995 - Present - Managing Shareholder in  
Cerullo, Datte & Wallbillich, P.C.  
Pottsville, PA  
General corporate practice; commercial transactions and financings; labor and  
employment law; banking; bond counsel; commercial litigation.

July 1, 1990 to December, 1994 - Managing Shareholder in  
Frumkin, Shralow & Cerullo, P.C.  
(successor firm to Frumkin, Shralow & Cerullo (1986)  
and Frumkin & Manta (1984))

November, 1981 - December, 1983  
Assistant Solicitor, Schuylkill County

Admitted to Bar of Commonwealth of Pennsylvania November, 1981.

Summers 1980 and 1979  
Clerk to the Honorable Guy A. Bowe, Jr.  
President Judge  
Schuylkill County Court of Common Pleas

1979-1980 Research Assistant to Professor David Rosenhan,  
Stanford University, Law and Psychology.

**EDUCATION:** STANFORD LAW SCHOOL, Stanford, CA 94305  
J.D., 1981  
Lucy Stern Memorial Scholarship recipient;  
Kirkwood Moot Court Board

ALLENTOWN COLLEGE OF ST. FRANCIS de SALES,  
Center Valley, PA 18034  
B.A. Politics (Also completed requirements  
for B.S. Mathematics), 1978  
Honors: Received four-year full tuition academic scholarship; Graduated summa  
cum laude; GPA 4.0; President of College Chapter of Delta Epsilon Sigma,  
National Catholic College and University Honor Society.

NATIVITY B.V.M. HIGH SCHOOL, Pottsville, PA 17901  
Graduated 1974; Second in class of 155.

COMMUNITY ACTIVITIES:

Member, Board of Trustees, Allentown College of St. Francis de Sales 1998-\_\_\_\_;  
Director - Schuylkill Economic Development Corporation 1987-\_\_\_\_; Director -  
United Cerebral Palsy of Schuylkill, Carbon and Northumberland Counties 1981-  
1994 (2 terms as President); Member - Schuylkill County Children and Youth  
Services Multi-Disciplinary Team.



SECTION 9.

**CORPORATE FINANCIAL STATEMENTS**

**SUBMITTED UNDER SEAL TO PROTHONOTARY'S  
OFFICE WITH APPLICATION AS CONFIDENTIAL  
INFORMATION**



ONE SOUTH CENTRE STREET  
P.O. BOX C  
POTTSVILLE, PENNSYLVANIA 17901-7057  
(717) 622-4200

April 2, 1998

Pennsylvania Public Utility Commission  
B-20, North Office Building  
Harrisburg, Pa 17120

Gentlemen,

Jack Rich, Incorporated has been a customer of Pennsylvania National Bank for approximately 20 years. During this time period Pennsylvania National Bank has provided, and continues to provide, the Company with various credit-related products. It has been our experience that all credit obligations have been handled according to terms without exception. The management of the Company is held in very high regard by the credit officers at Pennsylvania National Bank based on its ability to perform and its cooperation in complying with all financial reporting requirements. Our confidence in management, together with the financial strength of the Company and its fine performance result in the assignment of a very favorable credit rating by the Bank. If I can provide any additional information regarding the Bank's relationship with Jack Rich, Incorporated please contact me directly at (717) 628-9214.

Sincerely,

Kenneth E. Stolarick  
Vice President



### Business Information Report: Rich, Jack Incorporated

The following is the report you requested. This report will remain on file for 5 days. You can set a bookmark to this page if you wish to view it again during that time.

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.



COPYRIGHT 1998 DUN & BRADSTREET INC. - PROVIDED UNDER CONTRACT FOR THE EXCLUSIVE USE OF SUBSCRIBER 004-017660L.

ATTN: Gary - Jack Rich, Inc.

\*IN DATE\*

RATING CHANGE

DUNS: 01-414-2814  
RICH, JACK INCORPORATED  
+POTTSVILLE FUEL CO  
+THE GROCERY BAG  
  
617 ALTAMONT BLVD  
AND BRANCH(ES) OR DIVISION(S)  
FRACKVILLE PA 17931  
TEL: 717 874-3277

DATE PRINTED  
APR 01 1998  
  
WHOL GASOLINE &  
CONVENIENCE STORE  
  
SIC NOS.  
51 72 55 41 54 11

SUMMARY  
RATING 1R2  
FORMERLY 1R3  
STARTED 1955  
EMPLOYS 60(60 HERE)  
HISTORY CLEAR

CHIEF EXECUTIVE: BRIAN RICH, PRESIDENT

\* \* \* CUSTOMER SERVICE \* \* \*

If you have questions about this report, please call our Customer Service Center at 1-800-234-3867 from anywhere within the U.S. If you are outside the U.S., contact your local D&B office.

\*\*\* Additional Decision Support Available \*\*\*

Additional D&B products, credit recommendations and specialized investigations are available to help you evaluate this company or its industry. Call Dun & Bradstreet's Solution Center at 1-800-362-3425 from anywhere within the U.S.

\* \* \* SUMMARY ANALYSIS \* \* \*

The Summary Analysis section reflects information in D&B's file as of March 30, 1998.

RATING SUMMARY . . . .

The Rating was changed on December 27, 1997 because of changes to D&B's

file on this business. The "1R" portion of the Rating (the Rating Classification) indicates business size of 10 or more employees for this company. The "2" on the right (Composite Credit Appraisal) indicates an overall "good" credit appraisal. This credit appraisal was assigned because the payment information in D&B's file indicates the majority of this company's obligations are retired satisfactorily and this company's number of years in business.

Below is an overview of the company's D&B Rating(s) since 01/01/91:

RATING	DATE APPLIED
1R2	12/27/97
1R3	12/06/96
ER4	10/28/95
--	01/01/91

\*\*\*\*\*  
 \* \* \* PAYMENT SUMMARY \* \* \*  
 \*\*\*\*\*

The Payment Summary section reflects payment information in D&B's file as of the date of this report.

The PAYDEX for this company is 80.

This PAYDEX score indicates that payments to suppliers are generally within terms, weighted by dollar amounts. When dollar amounts are not considered, approximately 80% of the company's payments are within terms.

Below is an overview of the company's dollar-weighted payments, segmented by its suppliers' primary industries:

	TOTAL RCV'D	TOTAL DOLLAR AMOUNTS	LARGEST HIGH CREDIT	% W/IN TERMS	<31	31-60	61-90	91+
	#	\$	\$	%	%	%	%	%
Total in D&B's file	36	853,150	200,000					
Top 10 Industries:								
1 Petroleum refining	9	810,000	200,000	100	-	-	-	-
2 Electric services	3	4,000	2,500	100	-	-	-	-
3 Nonclassified	3	2,000	1,000	100	-	-	-	-
4 Mfg bread/products	2	2,600	2,500	100	-	-	-	-
5 Mfg snacks/chips	2	1,750	1,000	100	-	-	-	-
6 Mfg tires/inner tubes	1	25,000	25,000	100	-	-	-	-
7 Linen supply service	1	2,500	2,500	50	-	-	50	-
8 Whol misc coml equip	1	1,000	1,000	-	100	-	-	-
9 Mfg misc wire prdts	1	1,000	1,000	-	100	-	-	-
10 Mfg misc plastic prdt	1	1,000	1,000	-	100	-	-	-
11 OTHER INDUSTRIES	11	1,700	250	57	16	9	15	3

Other Payment Categories:

Cash experiences	0	0	0
Payment record unknown	2	600	500
Unfavorable comments	0	0	0
Placed for collection			
with D&B	0	0	
other	0	N/A	

## Business Information Report Rich, Jack Incorporated

Page 3 of 5

The highest "Now Owes" on file is \$100,000  
 The highest "Past Due" on file is \$250

D&B receives over 220 million payment experiences each year. We enter these new and updated experiences into D&B Reports as this information is received.

=====

PAYMENTS (Amounts may be rounded to nearest figure in prescribed ranges)

Antic - Anticipated (Payments received prior to date of invoice)  
 Disc - Discounted (Payments received within trade discount period)  
 Ppt - Prompt (Payments received within terms granted)

REPORTED	PAYING RECORD	HIGH CREDIT	NOW OWES	PAST DUE	SELLING TERMS	LAST SALE WITHIN
03/98	Ppt	200000	20000	-0-		1 Mo
	Ppt	100000	100000	-0-		1 Mo
	Ppt	100000	-0-	-0-		4-5 Mos
02/98	Ppt	200000	50000	-0-		1 Mo
	Ppt	100000	25000	-0-		1 Mo
	Ppt	25000	20000	-0-		1 Mo
	Ppt	2500	2500	50		1 Mo
	Ppt	750	750	-0-		1 Mo
	Ppt	750	250	50		1 Mo
	Ppt	250	-0-	-0-	N30	6-12 Mos
	Ppt-Slow 30	250	250	-0-	N30	1 Mo
	Ppt-Slow 30	100	50	-0-		1 Mo
	Ppt-Slow 45	250	250	250		2-3 Mos
	Ppt-Slow 60	50	-0-	-0-		6-12 Mos
	Ppt-Slow 90	2500	1000	-0-		1 Mo
	Slow 5	1000	-0-	-0-	N30	4-5 Mos
	Slow 70	250	-0-	-0-		6-12 Mos
	(018)	500	500	-0-	N30	1 Mo
	(019)	100	100	100	N30	1 Mo
01/98	Slow 30	1000	500	250		1 Mo
12/97	Ppt	100000	15000	-0-		1 Mo
	Ppt	7500	-0-	-0-		6-12 Mos
	Ppt	2500	-0-	-0-		2-3 Mos
	Ppt	100	100	-0-		1 Mo
	Slow 15	100	-0-	-0-	N30	6-12 Mos
11/97	Ppt	2500	2500	-0-		1 Mo
	Ppt	50	-0-	-0-		6-12 Mos
10/97	Ppt	1000	1000	-0-		1 Mo
	Ppt	500	500	-0-		1 Mo
	Ppt	500	500	-0-		1 Mo
09/97	Slow 30	1000	-0-	-0-		6-12 Mos
08/97	Ppt	1000	100		N30	1 Mo
	Ppt	750	250	-0-	N30	1 Mo
	Ppt-Slow 120	100	-0-	-0-	N30	6-12 Mos
06/97	Ppt	50	-0-	-0-		6-12 Mos
04/97	Ppt	250	-0-	-0-	N30	2-3 Mos

\* Payment experiences reflect how bills are met in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

\* Each experience shown represents a separate account reported by a supplier. Updated trade experiences replace those previously reported.

=====

FINANCE

12/24/97

Repeated attempts to contact principals were unsuccessful.

Sources contacted confirmed active operations.

=====

PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

-----

\* \* \* UCC FILING(S) \* \* \*

-----

COLLATERAL: Account(s) and products - General intangibles(s) and products -  
Vehicles and products - Business machinery/equipment and products -  
and OTHERS

FILING NO: 24580184	DATE FILED: 08/14/1995
TYPE: Original	LATEST INFO RECEIVED: 08/17/1995
SEC. PARTY: MERIDIAN BANK, READING, PA	FILED WITH: SECRETARY OF
DEBTOR: RICH, JACK INCORPORATED	STATE/UCC DIVISION, PA

-----

COLLATERAL: General intangibles(s) and proceeds - Fixtures and proceeds -  
Equipment and proceeds - Machinery and proceeds

FILING NO: 28170887	DATE FILED: 10/31/1997
TYPE: Original	LATEST INFO RECEIVED: 12/02/1997
SEC. PARTY: PENNSYLVANIA NATIONAL BANK & TRUST CO, POTTSVILLE, PA	FILED WITH: SECRETARY OF
DEBTOR: JACK RICH INCORPORATED and OTHERS	STATE/UCC DIVISION, PA

-----

FILING NO: 24100948	DATE FILED: 03/20/1995
TYPE: Continuation	LATEST INFO RECEIVED: 03/27/1995
SEC. PARTY: PENNSYLVANIA NATIONAL BANK & TRUST CO, POTTSVILLE, PA	ORIG. UCC FILED: 03/27/1990
DEBTOR: RICH, JACK INCORPORATED	ORIG. FILING NO: 18330839
	FILED WITH: SECRETARY OF
	STATE/UCC DIVISION, PA

-----

The public record items contained in this report may have been paid, terminated, vacated or released prior to the date this report was printed.

=====

HISTORY  
12/24/97

BRIAN RICH, PRESIDENT  
DIRECTOR(S): THE OFFICER(S)

-----

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY  
OF STATE OR OTHER OFFICIAL SOURCE AS OF 03/26/1998:

BUSINESS TYPE: Corporation -	DATE INCORPORATED: 11/28/1955
Profit	STATE OF INCORP: Pennsylvania

-----

On December 5, 1996 source(s) contacted confirmed the existence of this corporation. Dun & Bradstreet makes a regular search for corporate details and will provide the information as it becomes available.

Business started 1937 by C. H. Koons. Present control succeeded 1955. 100% of capital stock is owned by the officers.

BRIAN RICH. OCCUPATIONAL BACKGROUND: Active here and with affiliates all adult life.

RELATED CONCERNS: Gilberton Sales Co (Inc), Gilberton, PA a 1966 Pennsylvania corporation. DUNS# 06-977-2119. Active as a sales agent for Gilberton Coal Co (Inc).

(1) Reading Anthracite Co, Inc, Pottsville, PA a 1961 Pennsylvania corporation. DUNS# 00-791-6695. Active in coal mining in Northumberland and Schuylkill counties.

(2) Reading Anthracite Canadian Corp, Ltd, Pottsville, PA a 1961 Canadian corporation. Active in coal wholesaling throughout Canada.

(3) Reading Supply Co (Inc), Pottsville, PA a 1964 Pennsylvania corporation. Active as a purchasing agent for several related concerns.

(4) Gilberton Coal Co, Gilberton, PA. A 1959 Pennsylvania corporation. DUNS# 06-387-9704. Active doing anthracite coal reclamation.

(5) Bear Ridge Shops, Inc, Shenandoah, PA a 1964 Pennsylvania corporation DUNS# 04-454-1241. Active operating a machine shop.

(6) Jmb Ltd (Inc), Frackville, PA, started 1984. DUNS #61-910-4219. Operates as a security service firm.

OPERATION

12/24/97

Wholesales gasoline products non-bulk. Operates convenience store and service station and in conjunction does service and repair work.

Sells for cash and net 30 days. Number of accounts are unknown. Sells to commercial concerns and individuals. Territory : 50 mile radius of Frackville, PA.

Season peaks winter. Business slow summer.

EMPLOYEES: 60 which includes officer(s). 60 employed here.

FACILITIES: Owns 2,400 sq. ft. in a two story building.

LOCATION: Suburban business section on well traveled street.

BRANCHES: Maintains a branch location at 600 S. Main Street, Shenandoah, PA trading as The Grocery Bag.

04-01(866 /866)

99999

004004004 H

FULL DISPLAY COMPLETE

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.



Company Reports Global Family Linkage Company Lookup Global Marketing Lists U.S. Public Reco



© 1998 Dun & Bradstreet, Inc. March 21, 1998 - GTO