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February 1, 2013

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

VIA HAND DELIVERY

RE: Application of SFE Energy Pennsylvania, Inc. (d/b/a SFE or SFE Energy) for Approval To Offer, Render, Furnish, or Supply Electricity or Electric Generation Services as a Supplier and/or Aggregator of Electricity to the Public in the Commonwealth of Pennsylvania; Docket No. A-_____

Dear Secretary Chiavetta:

On behalf of SFE Energy Pennsylvania, Inc. (d/b/a SFE or SFE Energy) ("SFE"), please find enclosed for filing with the Commission the following documents:

- (1) an Application, as captioned above;
- (2) an electronic version of the filing on compact disc;
- (3) a Letter of Credit, in the amount of \$250,000, provided under seal to the Commission only (at Exhibit 5); and
- (4) one copy each of confidential documents referenced in this transmittal letter, provided under seal to the Commission only (at Exhibits 4-8 and 10-11).

Also enclosed with this letter is a check in the amount of \$350 made payable to the Commonwealth of Pennsylvania to cover the requisite filing fee for SFE's Application.

SFE respectfully requests that the Commission grant confidential treatment of the documents found at Exhibits 4-8 and 10-11. SFE believes this information is of a proprietary or confidential nature because it may reveal non-public financial information, sensitive information about SFE's current and future business plans, and other information that is commercially sensitive and whose release may be injurious to SFE's competitive position. To this end, the propriety and confidential information set forth in Exhibits 4-8 and 10-11 is so designated by being stamped "Confidential" and is being provided under protective seal to the Commission only. For these reasons, SFE requests that the Commission treat these documents as confidential and prevent public disclosure in accordance with the Commission's procedures. Any party desiring access to the foregoing responses can contact the undersigned counsel with such a request.

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Rosemary Chiavetta, Secretary
February 1, 2013
Page 2


SFE requests an effective authorization date of April 30, 2013. To that end, SFE respectfully requests that the Commission consider this Application at its Public Meeting of April 25, 2013.

Copies of SFE's Application are being served on the Office of Consumer Advocate, the Office of Small Business Advocate, the Office of the Attorney General, the Department of Revenue, and the major Electric Distribution Companies in Pennsylvania, as evidenced by the attached Certificate of Service.

Please date stamp the extra copy of this transmittal letter and Application and kindly return them to us for our filing purposes. Should there be any questions with respect to this filing, please contact the undersigned.

Very truly yours,

McNEES WALLACE & NURICK LLC

By 
Charis Mincavage
Vasiliki Karandrikas

Counsel to SFE Energy Pennsylvania, Inc. d/b/a
SFE or SFE Energy

VK/sds

Enclosures

c: Certificate of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of SFE Energy Pennsylvania Inc. (d/b/a SFE or SFE Energy) for Approval To Offer, Render, Furnish, or Supply Electricity or Electric Generation Services as a Supplier and/or Aggregator of Electricity to the Public in the Commonwealth of Pennsylvania :
: **Docket No. A-** _____
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**APPLICATION OF
SFE ENERGY PENNSYLVANIA, INC.
(d/b/a SFE or SFE ENERGY)**

Charis Mincavage (Pa. I.D. No. 82039)
Vasiliki Karandrikas (Pa. I.D. No. 89711)
McNees Wallace & Nurick LLC
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
717.232.8000 (p)
717.237.5300 (f)
cmincavage@mwn.com
vkarandrikas@mwn.com

Counsel to SFE Energy Pennsylvania, Inc. (d/b/a SFE or SFE Energy)

Dated: February 1, 2013

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **SFE Energy Pennsylvania, Inc., d/b/a SFE or SFE Energy**, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) **supplier and/or aggregator of electricity** to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

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

SFE Energy Pennsylvania, Inc. (d/b/a SFE Energy or SFE)
100 Milverton Drive, Suite 608
Mississauga, Ontario, Canada L5R 4H1
Phone: 905-366-7000
Fax: 905-366-7011
www.sfeenergy.com

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

The address of the Applicant's registered agent is:

United Corporate Services, Inc.
3631 North Front Street
Harrisburg, Pennsylvania 17110
Phone: 1-877-894-9049
Fax: 518-432-0408

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

Charis Mincavage
McNees Wallace & Nurick LLC
100 Pine Street, P.O. Box 1166
Harrisburg, PA 17108-1166
Phone: 717.237.5437
Fax: 717.260.1725
Email: cmincavage@mwn.com

-And-

Gaetana Girardi
Director, Compliance & Regulatory Affairs
100 Milverton Drive, Suite 608
Mississauga, Ontario Canada L5R 4H1
Phone: 905-366-7020
Fax: 905-366-7011
Email: ggirardi@sfeenergy.com

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

For the purposes of the Application, counsel will be:

Charis Mincavage
McNees Wallace & Nurick LLC
100 Pine Street, P.O. Box 1166
Harrisburg, PA 17108-1166
Phone: 717.237.5437
Fax: 717.260.1725
Email: cmincavage@mwn.com

Please note that the Applicant's corporate counsel (as indicated below) is indicated in the Applicant's newspaper notices in the: Pittsburgh Post-Gazette, The Williamsport Sun-Gazette, The Philadelphia Daily News, The Johnstown Tribune-Democrat, The Erie Times-News, Harrisburg Patriot-News, and Scranton Times Tribune.

Steven P. Przbyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone: 716 847 5459
Fax: 716 852 6100
Email: SPrzbyla@phillipslytle.com

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, FAX number, and e-mail of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed EGSSs.

Primary Contact:

Gaetana Girardi
Director, Compliance & Regulatory Affairs
100 Milverton Drive, Suite 608
Mississauga, Ontario Canada L5R 4H1
Phone: 905-366-7020
Fax: 905-366-7011
Email: ggirardi@sfeenergy.com

Alternate Contact:

Cordale Blackett
Compliance Specialist
100 Milverton Drive, Suite 608
Mississauga, Ontario Canada L5R 4H1
Phone: 905-366-7021
Fax: 905-366-7011
Email: compliance@sfeenergy.com

2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

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

The Applicant will be doing business under the fictitious names of SFE Energy or SFE. Please refer to Exhibit 1.

OR

The Applicant will not be using a fictitious name.

b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**

(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)

The Applicant is a sole proprietor.

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

OR

The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.
- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.
- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

OR

The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- foreign corporation (15 Pa. C.S. §4124)
- domestic limited liability company (15 Pa. C.S. §8913)
- foreign limited liability company (15 Pa. C.S. §8981)
- Other (Describe):

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

Please refer to Exhibit 2.

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

Please refer to Exhibit 2.

- Give name and address of officers.

Michael Gerald Haggarty (commonly referred to as Gerry Haggarty) is the President, Secretary and Treasurer of the Applicant.

Business Address:

**100 Milverton Drive, Suite 608
Mississauga, Ontario, Canada L5R 4H1**

3. AFFILIATES AND PREDECESSORS

(both in state and out of state)

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

Exhibit 3 outlines all affiliates of the Applicant that are currently doing business. None of the affiliate companies are jurisdictional public utilities. Only SFE Energy Pennsylvania, Inc. (the Applicant) is currently applying to do business in Pennsylvania.

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

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

4. OPERATIONS

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

- The Applicant is presently doing business in Pennsylvania as a
- municipal electric
 - corporation electric cooperative
 - local gas distribution company
 - provider of electric generation, transmission or distribution services
 - Other; Identify the nature of service being rendered.

or

- The Applicant is not presently doing business in Pennsylvania.

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

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

Definitions

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

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

The Applicant proposes to market and provide competitive supply to residential and commercial customers in Pennsylvania as a supplier and/or aggregator of electricity.

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

With the approval of our application, SFE Energy will initially provide service in the following service territories:

1. PPL;
2. PECO;
3. Met-Ed, Penelec, and Penn Power; and
4. UGI Utilities, Inc.

The Applicant also plans to market in all territories in Pennsylvania to facilitate future expansion. Therefore, we are publishing notices of filing of this application in all required newspapers in order to receive the necessary approval to market and ultimately provide service state-wide.

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

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

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

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

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

- Yes
- No

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

- Yes
- No

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

The Applicant will complete a point-of-sale quality assurance call for all contracts arising from door-to-door sales. The Applicant will not process contracts that do not have a quality assurance call. All calls will be recorded. The call will be initiated by the sales representative by calling into the Applicant's call center. The customer will complete the call by answering questions outlined on a script followed by the Applicant's customer service representative. The customer must positively affirm the applicable questions in order for the contract to be processed. Exhibit 10, Attachment 11, provides a sample script.

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

The Applicant proposes to begin providing services during the summer of 2013. Accordingly, the Applicant respectfully requests approval of this application as soon as possible but no later than the April 25, 2013 Public Meeting.

5. COMPLIANCE

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

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

Please refer to Exhibit 4. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.

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

Please refer to Exhibit 4. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.

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

Please refer to Exhibit 4. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.

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

Please refer to Exhibit 4. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.

6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

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

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

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

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

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

- b.) **EDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Electric Distribution Companies the Applicant proposed to provide service in. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14. Contact information for each EDC is as follows.

Allegheny Power:

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

PECO:

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

Duquesne Light:

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

PPL:

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

Met-Ed, Penelec, and Penn Power:

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI:

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

Citizens' Electric Company:

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

Pike County Light & Power Company:

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

Wellsboro Electric Company:

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

7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...
- Furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
 - See attached Exhibit 5.**
 - Furnishing the **original** (along with copies) of another initial security for Commission approval, to ensure financial responsibility.
 - Filing for a modification to the \$250,000 requirement and furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.
 - *At the conclusion of Applicant's first year of operation it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on an annual basis.*
 - *Example version of a bond and letter of credit are attached at Appendix D & E, Applicant's security must follow language from these examples.*
 - *Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.*
- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:
- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.

Please refer to Exhibit 6. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.
 - Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
 - Applicant's accounting statements, including balance sheet and income statements for the past two years.
 - Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
 - A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.

Please refer to Exhibit 7. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not made public.
 - Audited financial statements exhibiting accounts over a minimum two year period.

SFE Energy Pennsylvania, Inc. (incorporated on August 14, 2012) has not conducted any business activity to-date and, therefore, does not have any financial statements. As part of this application, the Applicant is filing the most current last two years of financial statements (Exhibit 8) of its parent company, Summitt Energy Inc. (formally Summitt Energy Holdings GP Inc.) As part of this application, SFE Energy has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.
 - Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

- c. **ACCOUNTING RECORDS CUSTODIAN:** Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.

Shelley Lewis
CFO
100 Milverton Drive, Suite 608
Mississauga, Ontario, Canada L5R4H1
Phone: 905-366-7004
Fax: 905-366-7045
Email: slewis@sfeenergy.com

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

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

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

Attached is the completed form – Exhibit 9.

8. **TECHNICAL FITNESS:**

To ensure that the present quality and availability of service provided by electric utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided.

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

- Applicant's previous experience in the electricity industry.
- Summary and proof of licenses as a supplier of electric services in other states or jurisdictions.
- Type of customers and number of customers Applicant currently serves in other jurisdictions.
- Staffing structure and numbers as well as employee training commitments.
- Business plans for operations within the Commonwealth.
- Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS within the Commonwealth.
- Any other information appropriate to ensure the technical capabilities of the Applicant.

Please refer to Exhibit 10 for the technical fitness write-up of the Applicant. The Applicant has requested in its Motion for Protective Order that this information remain confidential and not be released to the public.

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

Michael Gerald Haggarty (commonly referred to as Gerry Haggarty) is the President, Secretary and Treasurer of the Applicant. His resume is located at Exhibit 10 (Technical Fitness), Attachment 3.

c.) **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number _____.
- Not applicable

9. DISCLOSURE STATEMENT:

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

- Electricity should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.

Please refer to Exhibit 11 which provides a sample residential agreement that the Applicant proposes to use when retailing to residential consumers in Pennsylvania. The sample agreement provides the disclosure statements required by the Commission. The commercial agreement for small consumers under 25KW will have the same disclosure statements as the residential agreement. The Applicant has requested in its Motion for Protective Order that this information remain confidential and not be released to the public.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

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

The Applicant is a PJM member. Attached as Exhibit 12 is a copy of PJM's letter confirming membership and the signed membership agreement. The Applicant is in the process of executing agreements with PJM which will provide proof that it is a PJM Load Serving Entity. The Applicant anticipates filing this agreement with the Commission within 30 days of the days of this application.

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

(Select only one of the following)

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

b. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43.

- AGREED

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

- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis:
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

AGREED

d. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application.

AGREED

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

ACKNOWLEDGED

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

AGREED

g. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

AGREED

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

AGREED

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

AGREED

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

AGREED

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

PAYMENT ENCLOSED

11. **AFFIDAVITS**

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

Please refer to Exhibit 13.

b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

Please refer to Exhibit 14.

12. NEWSPAPER PUBLICATIONS

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

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

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

Please refer to Exhibit ~~14~~ 15


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

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

(Example Publication is provided at Appendix H)

13. SIGNATURE

Applicant: SFE Energy Pennsylvania, Inc.

By:  Gaetano Girardi

Title: Director, Compliance & Regulatory Affairs.

14. CHECKLIST

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

Applicant: SFE

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

PUC Secretary's Bureau Use

Exhibit 1
Question 2a – Business Entity Filings and Registration
Fictitious Name

Attached is a copy of the Applicant's filing of its SFE Energy and SFE fictitious names.

RECEIVED

2013 FEB - 1 PM 3:48

**PA PUC
SECRETARY'S BUREAU**

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

NOVEMBER 20, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

SFE Energy

I, Carol Aichele, Secretary of the Commonwealth of Pennsylvania

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

1 FICTITIOUS NAME filed on November 19, 2012

which appear of record in this department.



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

A handwritten signature in cursive script, appearing to read "Carol Aichele".

Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

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

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)

PENNCORP SERVICEGROUP, INC.
600 N. SECOND ST. 28346
P.O. BOX 1210
HARRISBURG PA 17108-1210



Fee: \$70

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

1. The fictitious name is:
SFE Energy

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:
retailing electricity commodity supply contracts to residential and commercial customers

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):
100 Milverton Drive, Suite 608 Mississauga Ontario L5R 4H1 Canada
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

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

SFB Energy Pennsylvania, Inc.	corporation	Delaware
Name	Form of Organization	Organizing Jurisdiction
100 Milverton Drive, Suite 608, Mississauga, Ontario L5R 4H1 Canada (no principal office in Delaware)		
Principal Office Address		
c/o United Corporate Services, Inc., Dauphin County		
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

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

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

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

16 day of November, 2012

Individual Signature	Individual Signature
Individual Signature	Individual Signature
SFB Energy Pennsylvania, Inc.	
Entity Name	Entity Name
	Signature
Signature	Signature
President	Title
Title	Title

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

NOVEMBER 20, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

SFE

I, Carol Aichele, Secretary of the Commonwealth of Pennsylvania

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

1 FICTITIOUS NAME filed on November 19, 2012

which appear of record in this department.



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

A handwritten signature in cursive script, reading "Carol Aichele".

Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

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

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)

PENNCORP SERVICEGROUP, INC.
800 N. SECOND ST.
P.O. BOX 1210
HARRISBURG PA 17108-1210



Fee: \$70

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

1. The fictitious name is: <u>SFE</u>				
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: <u>retailing electricity commodity supply contracts to residential and commercial customers</u>				
3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):				
<u>100 Milverton Drive, Suite 608</u>	<u>Mississauga</u>	<u>Ontario</u>	<u>LSR 4H1</u>	<u>Canada</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	

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

SFE Energy Pennsylvania, Inc.	corporation	Delaware
Name	Form of Organization	Organizing Jurisdiction
100 Milverton Drive, Suite 608, Mississauga, Ontario L5R 4H1 Canada (no principal office in Delaware)		
Principal Office Address		
c/o United Corporate Services, Inc., Dauphin County		
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

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

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

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

16 day of November, 2012.

Individual Signature	Individual Signature
Individual Signature	Individual Signature
SFE Energy Pennsylvania, Inc.	Entity Name
	Signature
President	Title
Title	Title

Exhibit 2
Question 2b – Business Entity Filings and Registration
Articles of Incorporation

Attached are the Articles of Incorporation for SFE Energy Pennsylvania, Inc.

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

SEPTEMBER 4, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

SFE Energy Pennsylvania, Inc.

I, Carol Aichele, Secretary of the Commonwealth of Pennsylvania
do hereby certify that the foregoing and annexed is a true and correct
copy of
CERTIFICATE OF AUTHORITY filed on August 29, 2012
which appear of record in this department.



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

Carol Aichele

Secretary of the Commonwealth

Entity #: 4130971
Date Filed: 08/29/2012
Carol Alchele
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

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

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

Name	PENNCORP SERVICEGROUP, INC.
Address	600 NORTH SECOND STREET PO BOX 1210 26271
City	HARRISBURG, PA 17108-1210

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

Commonwealth of Pennsylvania
CERTIFICATE OF AUTHORITY 3 Page(s)



Fee: \$250

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

1. The name of the corporation is:
SFE Energy Pennsylvania, Inc.

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

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

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

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

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

874 Walker Road, Suite C	Dover	Delaware	19904
Number and street	City	State	Zip

DSCB:15-4124/6124-2

6. The (a) address of this corporation's proposed registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:				
(a) Number and street	City	State	Zip	County
<hr/>				
(b) Name of Commercial Registered Office Provider			County	
c/o: United Corporate Services, Inc.			Dauphin	

7. Check one of the following:

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

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

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

this 27th day of August,
2012.

SFE Energy Pennsylvania, Inc.
Name of Corporation

X. A. Haggarty
Signature

Geroy Haggarty, President
Title

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "SFE ENERGY PENNSYLVANIA, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF AUGUST, A.D. 2012, AT 3:40 O'CLOCK P.M.

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

5198673 8100

120935221

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9780566

DATE: 08-14-12

CERTIFICATE OF INCORPORATION

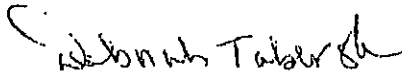
OF

SFE ENERGY PENNSYLVANIA, INC.

1. The name of the corporation is SFE Energy Pennsylvania, Inc.
 2. The address of the corporation's registered office in the State of Delaware is 874 Walker Road, Suite C, in the City of Dover, 19904, County of Kent, and the name of its registered agent at such address is United Corporate Services, Inc.
 3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
 4. The total number of shares of stock which the corporation has authority to issue is One Thousand Five Hundred (1,500) shares of Common Stock with no par value per share.
 5. The name of the incorporator is Deborah L. Taberski and her mailing address is 3400 HSBC Center, Buffalo, New York, 14203-2887.
 6. The board of directors of the corporation has the power to adopt, amend or repeal the by-laws of the corporation.
 7. No director of the corporation shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.
-

- 2 -

I, the undersigned incorporator, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, hereby make this Certificate of Incorporation as of the 14th day of August, 2012.



Deborah L. Taberski, Incorporator
3400 HSBC Center
Buffalo, New York 14203

Doc # 01-2597648.1

Exhibit 3
Question 3a – Affiliates and Predecessors
List of Affiliates

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The affiliate companies of SFE Energy Pennsylvania, Inc., that are currently doing business are listed below. Only SFE Energy Pennsylvania, Inc. is currently applying to do business in Pennsylvania.

Company Name	Relationship with Applicant	Address
Summitt Energy Inc.	Ultimate Corporate Parent Company of SFE Energy Pennsylvania, Inc.	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Energy Management Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Energy LP	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Energy Quebec LP	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Energy BC LP	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Home Services LP	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Summitt Home Services GP Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
SFE Energy Canada Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
SFE Energy Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
SFE Energy NY, Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1
Family Energy Inc.	Affiliate	100 Milverton Drive. Suite 608 Mississauga, Ontario, Canada L5R 4H1

Exhibit 4
Questions 5a, 5b, 5c, & 5d – Compliance
Criminal/Civil Proceedings and Customer/Regulatory/Prosecutory Actions
Provided Under Protective Seal to the Commission Only

The Applicant is filing responses to questions 5a, 5b, 5c, & 5d and has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.

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SECRETARY'S BUREAU

Exhibit 5
Question 7a – Financial Fitness
Bonding
Provided under Protective Seal to the Commission Only

Enclosed are 2 copies of an initial \$250,000 Letter of Credit to the Commission. The original Letter of Credit will be filed upon receipt. The statement providing the information required pursuant to 52 Pa. Code § 54.40(g) follows the copies of the Letter of Credit as Attachment 1 hereto. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.

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SECRETARY'S BUREAU

Exhibit 6
Question 7b – Financial Records, Statements, and Ratings
Organizational Structure
Provided under Protective Seal to the Commission Only

The Applicant is filing a corporate organizational chart and has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.

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**PA PUC
SECRETARY'S BUREAU**

Exhibit 7
Question 7b-- Financial Records, Statements, and Ratings
Certificate of Insurance
Provided under Protective Seal to the Commission Only

The Applicant is providing a Certificate of Insurance for the directors and officers of one of the Applicant's affiliate companies (Summitt Energy Management Inc.). The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.

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Exhibit 8
Question 7b – Financial Records, Statements, and Ratings
Financial Statements
Provided under Protective Seal to the Commission Only

The financial statements for the parent affiliate of the Applicant follow. The Applicant has filed a Motion for Protective Order requesting that this information be kept confidential and not be released to the public.

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Exhibit 10
Question 8a –Technical Fitness
Experience, Plan, Structure
Provided under Protective Seal to the Commission Only

The Applicant's response to question 8a (Technical Fitness) of the application follows. The Applicant has filed a Motion for Protective Order requesting that this information remain confidential and not be released to the public to the public.

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SECRETARY'S BUREAU

Exhibit 11
Question 9 – Disclosure Statement
Provided under Protective Seal to the Commission Only

Following is a sample agreement the Applicant is proposing to use for when retailing to residential and commercial (under 25kW) consumers. The Applicant has filed a Motion for Protective Order requesting that this information remain confidential and not be made released to the public to the public.

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SECRETARY'S BUREAU

Exhibit 12

**Question 10 – Verification, Acknowledgements, And Agreements
PJM Load Serving Entity Requirement**

The Applicant is a PJM member. Following is a copy of PJM's letter confirming membership and the signed membership agreement. The Applicant is the process of executing agreements with PJM which will provide proof that it a PJM Load Serving Entity. The Applicant anticipates filing this agreement with the Commission within 30 days of the date of this application.

RECEIVED

2013 FEB - 1 PM 3:49

**PA PUC
SECRETARY'S BUREAU**



955 Jefferson Ave.
Valley Forge Corporate Center
Norristown, PA 19403-2497

November 20, 2012

Mr. Kris Plotzke
SFE Energy Pennsylvania, Inc.
100 Milverton Drive, Suite 608
Mississauga, Ontario L5R 4H1 Canada

Dear Mr. Plotzke,

Welcome to PJM!

As promised, enclosed are the signed membership agreements for your records. To ensure your needs are met, PJM has assigned Client Manager, Marie Furey, as your primary point of contact. She can be contacted at fureym@pjm.com or 610-666-8250. You may also contact our Customer Service Center at 866-400-8980 should you have any questions as well.

Thank you,

A handwritten signature in black ink that reads "Amanda C. Egan". The signature is fluid and cursive, with a long horizontal line extending to the right.

Amanda C. Egan
PJM Interconnection

Enclosure

Application for Membership
Between
PJM Interconnection, L.L.C.
and

SFE Energy Pennsylvania, Inc.

This Application for Membership Agreement ('Agreement') is entered into between PJM Interconnection, L.L.C. ('PJM') and ('Applicant'). The purpose of this Agreement is to apply to become a member of the PJM and to participate under the PJM Amended and Restated Operating Agreement, Third Revised Rates Schedule FERC No. 24 ('Operating Agreement'). The Applicant has read and understands the terms and conditions of the Operating Agreement. The Applicant agrees to accept the concepts and obligations set forth in this Agreement and the Operating Agreement posted on the PJM website at: <http://www.pjm.com/documents/agreements/pjm-agreements.aspx>.

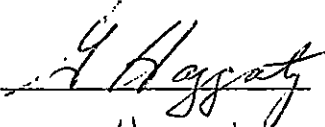
The Applicant also commits to supply data required for coordination of planning and operating, including data for capacity accounting, and agrees to pay all costs and expenses in accordance with the Operating Agreement and all other applicable costs under the PJM Open Access Transmission Tariff ('Tariff'). Such costs include but are not limited to: (i) payment obligations under Schedule 3 of the Operating Agreement; (ii) costs under Schedule 9 of the PJM Tariff; and (iii) potential default allocation payment obligations pursuant to Section 15.2 of the Operating Agreement (PJM may, under the Operating Agreement, declare members in default for not paying their invoices. If that occurs, PJM may pursue collection of the overdue invoices that exceed the collateral PJM holds from the defaulting member as well as take steps to terminate the defaulting members' membership. According to the Operating Agreement, all members are required to pay a portion of the payment default that exceeds the defaulting member's collateral held by PJM.)

The Applicant will pay the annual fee of \$5,000 for the remainder of the year of application upon notification of PJM application approval per Schedule 3.

The Applicant recognizes that it shall become a member of PJM effective as of the date that the Applicant receives the supplement to the Operating Agreement in the form prescribed in Schedule 4 of the Operating Agreement signed by the Applicant and countersigned by the President of PJM pursuant to section 11.6 of the Operating Agreement.

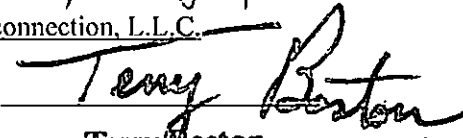
This Agreement will remain in effect until notice of termination is given in writing by the authorized representative of either the Applicant or PJM. Any financial obligations must be satisfied prior to termination of the Applicant's obligations and responsibilities under the PJM Agreement.

Applicant:

Signature: 

Name: Gerry Haggerty Title: President Date: Nov, 2012

PJM Interconnection, L.L.C.

Signature: 

Name: Terry Boston Title: President & CEO Date: 11/19/2012

SCHEDULE 4

STANDARD FORM OF AGREEMENT TO BECOME A MEMBER OF THE LLC

Any entity which wishes to become a Member of the LLC shall, pursuant to Section 11.6 of this Agreement, tender to the President an application, upon the acceptance of which it shall execute a supplement to this Agreement in the following form:

Additional Member Agreement

1. This Additional Member Agreement (the 'Supplemental Agreement'), dated as of Nov 19, 2012, is entered into among SFE Energy Pennsylvania, Inc. and the President of the LLC acting on behalf of its Members.
2. SFE Energy Pennsylvania, Inc. has demonstrated that it meets all of the qualifications required of a Member to the Operating Agreement. If expansion of the PJM Region is required to integrate SFE Energy Pennsylvania, Inc.'s facilities, a copy of Attachment J from the PJM Tariff marked to show changes in the PJM Region boundaries is attached hereto. SFE Energy Pennsylvania, Inc. agrees to pay for all required metering, telemetering and hardware and software appropriate for it to become a member.
3. SFE Energy Pennsylvania, Inc. agrees to be bound by and accepts all the terms of the Operating Agreement as of the above date.
4. SFE Energy Pennsylvania, Inc. hereby gives notice that the name and address of its initial representative to the Members Committee under the Operating Agreement shall be:

Kris Plotzke
100 Milverton Drive, Suite 608,
Mississauga, Ontario, NA L5R 4H1 Canada

5. The President of the LLC is authorized under the Operating Agreement to execute this Supplemental Agreement on behalf of the Members.
6. The Operating Agreement is hereby amended to include SFE Energy Pennsylvania, Inc. as a Member of the LLC thereto, effective as of November 19, 2012, the date the President of the LLC countersigned this Agreement.

IN WITNESS WHEREOF, SFE Energy Pennsylvania, Inc. and the Members of the LLC have caused this Supplemental Agreement to be executed by their duly authorized representatives.

Members of the LLC
By: Terry Boston
Name: Terry Boston
Title: President & CEO
By: Gerry Haggarty
Name: Gerry Haggarty
Title: President

Exhibit 13
Question 11a –Affidavits
Application Affidavit

Following is an original executed copy of the Application Affidavit.

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Appendix A

APPLICATION AFFIDAVIT

PROVINCE OF ONTARIO, CANADA
[Commonwealth/State] of _____ :

CITY OF TORONTO, ONTARIO, CANADA
County of _____ :

SS.

Michael Gerald Haggarty, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of SFE Energy Pennsylvania, Inc. (Name of Applicant);]

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

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

That the Applicant herein SFE Energy Pennsylvania, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

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

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

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

[Signature]
Signature of Affiant

Sworn and subscribed before me this 11th day of JANUARY, 2013^{SS}.

[Signature]
Signature of official administering oath
Stephen Selznick

My commission expires N/A

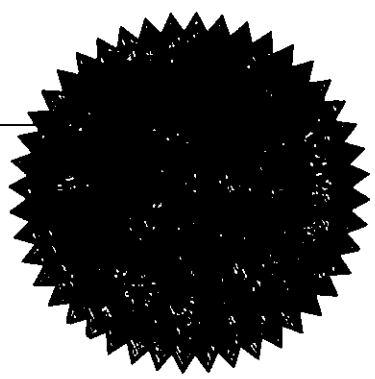


Exhibit 14
Question 11a –Affidavits
Operations Affidavit

Following is an original executed copy of the Operations Affidavit.

RECEIVED
2013 FEB - 1 PM 3:49
PA PUC
SECRETARY'S BUREAU

Appendix B

OPERATIONS AFFIDAVIT

Province of Ontario, Canada
[Commonwealth/State] of _____ :

: ss.

City of Toronto, Ontario's
County of _____ :

Michael Gerald Haggarty, Affiant, being duly [sworn/affirmed] according to law,
deposes and says that:

[He/she is the President (Office of Affiant) of SFE Energy Pennsylvania, Inc.
(Name of Applicant);]

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

That SFE Energy Pennsylvania, Inc., the Applicant herein, acknowledges that [Applicant] may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

That SFE Energy Pennsylvania, Inc., 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 SFE Energy Pennsylvania, Inc., the Applicant herein, certifies to the Commission that it is subject to , will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

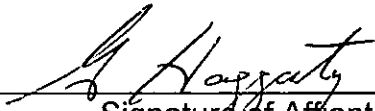
As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing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

Appendix B (Continued)

That SFE Energy Pennsylvania, Inc., the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, §2807 (C), §2807(D)(2), §2809(B) and the standards and billing practices of
52 PA. Code
Chapter 56.


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

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



Signature of Affiant

Sworn and subscribed before me this 11th day of JANUARY, 2013.



Signature of official administering oath
STEPHEN SELZNICK

My commission expires N/A.

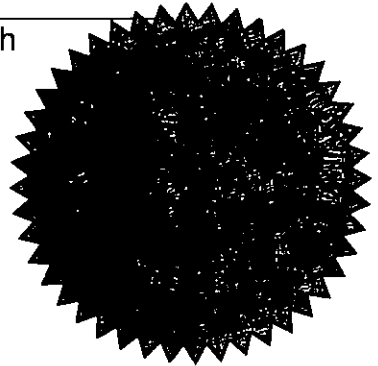


Exhibit 15
Question 12 –Newspaper Publications

Following are the proofs of newspaper publications.

RECEIVED
2013 FEB - 1 PM 3:49
PA PUC
SECRETARY'S BUREAU

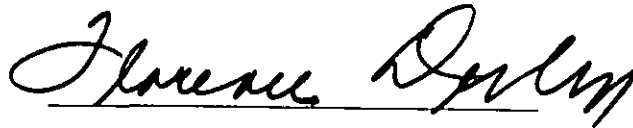
Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

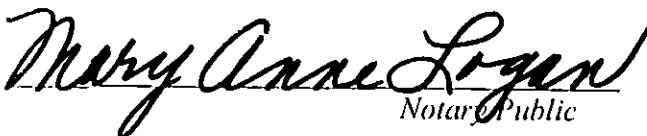
Florence Devlin being duly sworn, deposes and says that **The Philadelphia Daily News** is a newspaper published daily, except Sunday, at 8th and Market Street Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

January 18, 2013

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



Sworn to and subscribed before me this 18th day of
January, 2013.



Notary Public

My Commission Expires:

NOTARIAL SEAL
Mary Anne Logan, Notary Public
City of Philadelphia, Phila. County
My Commission Expires 3/30/2013

Copy of Notice of Publication

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE**
Application of **SFE Energy Pennsylvania, Inc.** (doing business as **SFE Energy** or **SFE**) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.
SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. **SFE Energy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.
The PUC may consider this application without a hearing. Proteests to the technical or financial fitness of **SFE Energy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3266 Harrisburg PA 17105-3266. You should send copies of any protest to **SFE Energy's** attorney at the address listed below:
By and through Counsel: Steven P. Przybyla
Phillips Lytle LLP
3400 HBBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 8100

The Patriot-News Co.
2020 Technology Pkwy
Suite 300
Harrisburg, PA 17101
Inquiries - 717-255-8213

The Patriot-News
Now you know

SFE ENERGY PENNSYLVANIA INC
608-100 MILVERTON DR

MISSISSAUGA ON L5R3G

THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS

Proof of Publication

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

Marianne Miller, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 2020 Technology Pkwy, Suite 300, in the Township of Hampden, County of Cumberland, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 1900 Patriot Drive, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

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

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

Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002245814 ran on the dates shown below:

January 27, 2013

Sworn to and subscribed before me this 28 day of January, 2013 A.D.

Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Holly Lynn Warfel, Notary Public
Washington Twp., Dauphin County
My Commission Expires Dec. 12, 2016
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

Miscellaneous Notices
PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE
Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.
SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.
The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.
By and through Counsel: Steven P. Przybyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 6100

The Patriot-News Co.
2020 Technology Pkwy
Suite 300
Harrisburg, PA 17101
Inquiries - 717-255-8213

The Patriot-News
Now you know

SFE ENERGY PENNSYLVANIA INC
608-100 MILVERTON DR

MISSISSAUGA ON L5R3G

STATEMENT

ALL CHARGES ARE NET

<u>ACCT #</u>	<u>NAME</u>	<u>AD ORDER #</u>	<u>DATE</u>	<u>EDITION</u>	<u>ADDTL. INFO.</u>	<u>TYPE OF CHARGE</u>	<u>AMOUNT</u>
240026	SFE ENERGY PENNSYLVANIA INC	0002245814	01/27/13	REGULAR		BASIC AD CHARGE	\$226.36
						AFFIDAVIT CHARGE	\$5.00
						TOTAL:	\$231.36

**This is not an invoice. Please do not remit payment from this Statement.
An invoice will be generated at the end of the month. --Thank you.**

NOTE: This Statement replaces the Order Confirmation which we previously sent with Proofs of Publication

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

SFE ENERGY PENNSYLVANIA INC
608-100 MILVERTON DR
MISSISSAUGA, CAN ON L5R 3-3G6

Account # 573853
Order # 81124919
Ad Price: 214.30

LEGAL NOTICE PENNSYLVANIA

Gina Krushinski

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

01/17/2013

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

Sworn and subscribed to before me
this 17th day of January A.D., 2013

Sharon Ventura
(Notary Public)

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

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE

Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.

SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.

By and through Counsel:
Steven P. Przybyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 6100

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

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

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

January 18, 2013

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

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.

SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer

mer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.

By and through Counsel:
Steven P. Przybyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 6100

THE SUN-G
and certifies

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 18th day of January 2013

Cathy A. Billey
Notary Public

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

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ 241.68
Probated same.....\$
Total.....\$ 241.68

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
 Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or "Electric" Generation Services. And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.
 SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.
 The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.
 By and through Counsel:
 Steven P. Przybyla
 Phillips Lytle LLP
 3400 HSBC Center
 Buffalo, NY 14203
 Phone 716 847 5459
 Fax 716 852 6100

published continuously at Johnstown, PA, that the annexed is a true copy of The Johnstown Tribune-Democrat, interested in the subject matter of said publication.

Sworn and Subscribed before me on the 18th day of January, 2013.

Vivian Ohs

COMMONWEALTH OF PENNSYLVANIA
 Notarial Seal
 Vivian Ohs, Notary Public
 City of Johnstown, Cambria County
 My Commission Expires Dec. 6, 2016
 MEMBER PENNSYLVANIA ASSOCIATION OF NOTARIES

On this 18th day of January A.D. 2013, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and the above matter published in said publication in the regular issues of said newspaper on January 17, 2013; and that the Affiant is not interested in the subject matter of said publication.

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

56 Lines @ \$2.50 per line	140.00
0.00 Inches @ \$25.00 per inch	0.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	147.50

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

(Name of Newspaper)

By _____

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

SFE ENERGY PENNSYLVANIA INC
608-100 MILVERTON DR
MISSISSAUGA ON
L5R3G6

REFERENCE: L0005875
2098391 PUC NOTICE

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

Lisa L. Frampton, being duly sworn, deposes and says that: (1) she is a designated agent of the Times Publishing Company (TPC) to execute Proofs of Publication on behalf of the TPC; (2) the TPC, whose principal place of business is at 205 W. 12th Street, Erie, Pennsylvania, owns and publishes the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, and published at Erie, Erie County Pennsylvania; (3) the subject notice or advertisement, a true and correct copy of which is attached, was published in the regular edition(s) of said newspaper on the date(s) referred to below. Affiant further deposes that he/she is duly authorized by the TPC, owner and publisher of the Erie Times-News, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statement as to time, place and character of publication are true.

PUBLISHED ON: 01/18

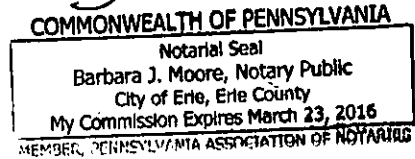
TOTAL COST: 294.00 AD SPACE: 7.000 INCH
FILED ON: 01/18/13

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE**
Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To the Commonwealth Of Pennsylvania.
SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.
The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.
By and through Counsel: Steven P. Przybyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 6100

Sworn to and subscribed before me this

18th day of January 2013 Affiant: *Lisa L. Frampton*

NOTARY: *Barbara J. Moore*



Proof of Publication of Notice in Pittsburgh Post-Gazette

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

of Pennsylvania, County of Allegheny, ss C. Mohamed, being duly sworn, deposes and says that the Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was 993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was published in the _____ regular _____ editions and issues of the said Pittsburgh Post-Gazette a general circulation on the following dates, viz:

2013
deposes that he/she is an agent for the PG Publishing Company, a corporation and publisher of the Pittsburgh Post-Gazette, agent, affiant is duly authorized to verify the foregoing statement under oath, that affiant is not interested in the subject matter and notice or publication, and that all allegations in the foregoing statement as to time, place and character of publication are

C. Mohamed

PG Publishing Company

Sworn to and subscribed before me this day of:
January 18, 2013

Linda M. Gaertner

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Linda M. Gaertner, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires Jan. 31, 2015

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

STATEMENT OF ADVERTISING COSTS

SFE Energy Pennsylvania Inc
608-100 Milverton Dr
Attn: Tamara Sinson
Mississauga ON L5R 3G6

To PG Publishing Company

Total ----- \$495.00

Publisher's Receipt for Advertising Costs

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

Office
34 Boulevard of the Allies
PITTSBURGH, PA 15222
Phone 412-263-1338

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

By Tamara Sinson

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

COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE

Application of SFE Energy Pennsylvania, Inc. (doing business as SFE Energy or SFE) For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Supplier of Electric Power or Electric Generation Services, And An Aggregator Engaged In The Business Of Supplying Electricity To The Commonwealth Of Pennsylvania.

SFE Energy will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as (1) a supplier of electric power, and (2) an aggregator engaged in the business of supplying electricity. SFE Energy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests to the technical or financial fitness of SFE Energy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265 Harrisburg PA 17105-3265. You should send copies of any protest to SFE Energy's attorney at the address listed below.

By and through
Counsel:
Steven P. Przybyla
Phillips Lytle LLP
3400 HSBC Center
Buffalo, NY 14203
Phone 716 847 5459
Fax 716 852 6100

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the participants, listed below, in accordance with the requirements of Sections 1.57, 1.58 and 5.14.

VIA FIRST-CLASS MAIL

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

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

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

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

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading, PA 19612

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

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

Pike County Light & Power Co.
c/o Director of Customer Energy Services
Orange and Rockland Company
390 West Route 59
Spring Valley, NY 10977-5300

RECEIVED
2013 FEB -1 PM 3:47
PA PUC
SECRETARY'S BUREAU

Certificate of Service

Docket No. A-_____

Page 2

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



Vasiliki Karandrikas

Counsel to SFE Energy Pennsylvania, Inc. d/b/a
SFE or SFE Energy

Dated this 1st day of February 2013, in Harrisburg, Pennsylvania.