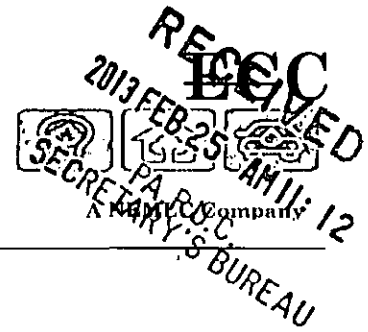


Energy Choice Consulting

1049 Shore Road
Suite A
Linwood, NJ 08221
www.energychoiceconsulting.com
T: 609.365.7072
F: 609.365.2437



February 21, 2013

Pennsylvania Public Utility Commission
Secretary
P.O. Box 3265
Harrisburg, PA 17105

Re: *Application of North American Power and Gas LLC for certification as a Supplier of natural gas in the Commonwealth of Pennsylvania.*

Dear Madam Secretary,

Our firm has been retained by the above captioned Applicant, North American Power and Gas LLC (hereafter "NAPG" or "Applicant") to assist them with regulatory and compliance filings in various jurisdictions.

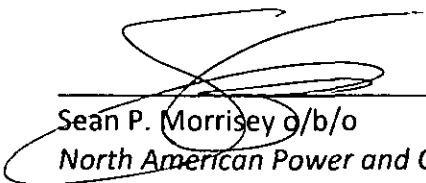
Pursuant to Title 66 of the Pennsylvania Public Utility Code, Subpart D, Ch. 22 § 2208 *et seq.*, PWB hereby submits the attached application for licensure as a Supplier of natural gas in the Commonwealth of Pennsylvania. Please note NAPG's chief financial officer, Matt Redett, sent the \$350 fee required by this application to the PUC's offices in late 2012.

In addition to the original application enclosed herein, please find one copy and a CD-ROM containing a searchable pdf version of the application.

In accordance with 52 Pa. Code § 54.32, certain exhibits attached hereto contain questions that require Applicant to disclose proprietary and confidential financial information. Those exhibits are clearly and conspicuously marked CONFIDENTIAL and this transmittal letter accompanies a statement of support as to why such disclosures would irreparably damage Applicant's business interests and financial security.

Should you have any questions or concerns regarding this application, or require any additional documentation or information, please do not hesitate to contact this office at your convenience.

Respectfully Submitted,



Sean P. Morrissey o/b/o
North American Power and Gas LLC

NEMLC, LLC
199 New Road
Suite 61-187
Linwood, NJ 08221
T: 609.365.7072
F: 609.365.2437
E: smorrissey@energychoiceconsulting.com

RECEIVED
2013 FEB 25 AM 11:13
PA.P.U.C.
SECRETARY'S BUREAU

Encl: Natural Gas Supplier Application of North American Power and Gas, LLC
Petition for protective order of proprietary business information

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of North American Power and Gas, LLC, d/b/a _____, for approval to offer, render, furnish, or as a(n) supplier of natural gas services to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

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

North American Power and Gas, LLC
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9751
F: 203.286.2064

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

not applicable

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

Michael D'Angelo, Esq., General Counsel	T: 203.663.9763
20 Glover Avenue	F: 203.286.2064
Norwalk, CT 06851	

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

Paul Rossi, VP Natural Gas Division
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9756
F: 203.286.2064

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

Michael D'Angelo, Esq., General Counsel
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9763
F: 203.286.2064

RECEIVED

FEB 25 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S OFFICE

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

National Registered Agents, Inc.
County of Dauphin, PA
600 North Second Street, Suite 401
Harrisburg, PA 17101
Phone #: 800-544-9050
No fax number available

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

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

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

OR

The Applicant will not be using a fictitious name.

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

The Applicant is a sole proprietor.

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

OR

The Applicant is a:

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

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

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

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

or

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

Provide proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation.

Give name and address of officers.

See Exhibit 5

The Applicant is incorporated in the state of Delaware.

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

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

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

- Does the Applicant have any affiliation with or ownership interest in:
- (a) any other Pennsylvania retail natural gas supplier licensee or licensee applicant,
 - (b) any other Pennsylvania retail licensed electric generation supplier or license applicant,
 - (c) any Pennsylvania natural gas producer and/or marketer,
 - (d) any natural gas wells or
 - (e) any local distribution companies (LDCs) in the Commonwealth

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

- Provide specific details concerning the affiliation and/or ownership interests involving:
- (a) any natural gas producer and/or marketers,
 - (b) any wholesale or retail supplier or marketer of natural gas, electricity, oil, propane or other energy sources.

- Provide the Pa PUC Docket Number if the applicant has ever applied: EGS License No. A-2176743
- (a) for a Pennsylvania Natural Gas Supplier license, or
 - (b) for a Pennsylvania Electric Generation Supplier license.

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

or

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

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

- The Applicant is presently doing business in Pennsylvania as a

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

Applicant is a licensed EGS under docket no. A-2176743 as is presently operating as a Supplier of electric generation services within the Commonwealth.

or

- The Applicant is not presently doing business in Pennsylvania.

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

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

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

Applicant proposes, upon Commission approval, to provide retail natural gas supply services to all customer classes in Equitable Gas' service territory, initially. North American Power's mission is to be the most effective supplier available by assisting end-use consumers manage their natural gas costs through effective purchasing strategies made available by the competitive marketplace.

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

Equitable Gas Company

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

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

12. **START DATE:** The Applicant proposes to begin delivering services on _____ (approximate date).

Upon Commission approval, on or about March 30, 2013

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

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

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

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

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

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

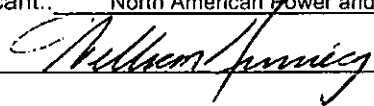
<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: rcrocker@ctenterprises.org</p>	<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: wolfordd@natfuel.com</p>
<p>UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Peoples Natural Gas Company LLC Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 email: Lynda.w.petrichevich@peoples-gas.com PH: 412.208.6528 FAX: 412.208.6577</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Andrew Wachter 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 724.431.4935 FAX: 724.287.5021 email: Andrew.Wachter@peoplestwp.com</p>	<p>UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>
<p>UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p>	<p>Equitable Gas Company Jerald Moody 225 North Shore Drive Pittsburgh, PA 15212-5352 PH: 412.395.3209 FAX: 412.395.3335</p>
<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 email: carlos.thillet@exeloncorp.com PH: 215.841.6452</p>	<p>Columbia Gas of Pennsylvania Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: heckathorn@nisource.com</p>
<p>Philadelphia Gas Works Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 email: douglas.moser@pgworks.com PH: 215.684.6899</p>	

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

Please see Certificate of Service, Exhibit 13

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.
15. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.
See Exhibit 15
16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.
- a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Distribution Company, the Pennsylvania Public Utility Commission or other agencies.
- b. Provide a copy of all standard forms or contracts that you use, or propose to use, for service provided to residential customers.
- c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.
See Exhibit 16
17. **FINANCIAL FITNESS:**
- A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:
- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
 - Published parent company financial and credit information.
 - Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.
 - Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.
 - A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
 - Audited financial statements
 - Such other information that demonstrates Applicant's financial fitness.
See Exhibit 17(a)
- B. Applicant must provide the following information:
- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.
 - Identify Applicant's chief officers including names and their professional resumes.

- Provide the name, title, address, telephone number and FAX number of Applicant's custodian for its accounting records.
18. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by natural gas utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:
- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.
 - A copy of any Federal energy license currently held by the Applicant.
 - Proposed staffing and employee training commitments.
 - Business plans.
19. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2208(D). Transferee will be required to file the appropriate licensing application.
20. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.
21. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- a. Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on an annual basis no later than 30 days following the end of the calendar year.
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 22 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive natural gas market.**
22. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.
23. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.
24. **FEE:** The Applicant has enclosed the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

Applicant: North American Power and Gas, LLC
 By: 
 Title: William Kinneary, President

AFFIDAVIT

[Commonwealth/State] of CT :

: ss.

County of Fairfield :

William Kinneary, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of North American Power and Gas (Name of Applicant);]

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

That North American Power and Gas, 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 North American Power and Gas, the Applicant herein, asserts that [he/she/it] possesses the requisite technical, managerial, and financial fitness to render natural gas supply service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

That North American Power and Gas, the Applicant herein, certifies to the Commission that it is subject to , will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

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

AFFIDAVIT

[Commonwealth/State] of CT :

: SS.

County of Fairfield :

North American Power and Gas, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of North American Power and Gas (hereafter "NAPG")

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

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

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

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

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



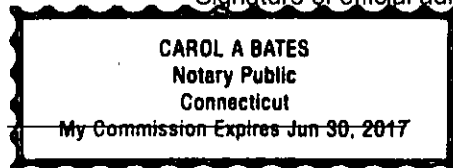
Signature of Affiant

Sworn and subscribed before me this 18 day of OCTOBER, 2012



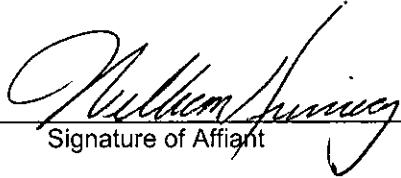
Signature of official administering oath

My commission expires



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

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



Signature of Affiant

Sworn and subscribed before me this 18 day of OCTOBER, 2012.



Signature of official administering oath



My commission expires

AFFIDAVIT

[Commonwealth/State] of CT :

: SS.

County of Fairfield :

North American Power and Gas, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of North American Power and Gas (Name of Applicant);]

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

That North American Power and Gas, the Applicant herein certifies that it has caused the notice of the filing of its license application published in the following newspapers on _____:
(date)

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

That North American Power and Gas, the Applicant will submit to the Commission the proof of publication from each newspaper in which notice of the application filing was published as soon as it is available.

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



Signature of Affiant

Sworn and subscribed before me this 18 day of OCTOBER, 2012.



Signature of official administering oaths

My commission expires

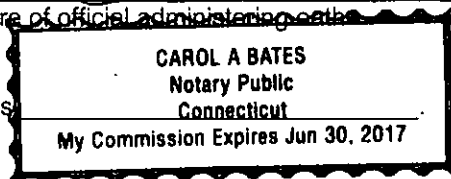


Exhibit 5 – Name & Address of Officers for North American Power & Gas, LLC

Kerry Breitbart, CEO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Carey Turnbull, Chairman

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Bill Kinneary, President and Chief Compliance Officer

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Chris Sattler, COO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Matthew Reditt, CFO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Taff Tschamler, Senior Vice President, Business Development

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Greg Breitbart, CMO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

John Costino, Vice President of Sales and Training

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Bradley J. Tayles, Vice President of Operations

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Michael D'Angelo, General Counsel

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Paul Rossi, VP – Natural Gas Division

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Exhibit 5 – Attached hereto please also find NAPG’s Articles of Formation. Please note that NAPG considers the LLC agreement to be confidential, proprietary information and respectfully requests that the Commission and Staff treat it as such.

NAPG further provides certification that it is licensed to do business as a Foreign Limited Liability Company in the Commonwealth of Pennsylvania.

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

NOVEMBER 28, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

North American Power and Gas Limited Liability Company

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

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



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

Carol A. Rishel

Secretary of the Commonwealth

Exhibit 13 - Certificate of Service

Exhibit 15

Disclosure of Regulatory Proceedings

Maryland

In early 2011, the Maryland Public Service Commission did initiate an investigation against North American Power and Gas, LLC (“NAP”) and eventually imposed a \$100,000 penalty against NAP, which NAP immediately paid. The Maryland Commission recognized that NAP fully cooperated with the Maryland Staff and Commission investigation. The Maryland Commission also specifically found that NAP did not intentionally violate any Maryland provision, but rather that the violations resulted from issues created by rapid expansion into Maryland’s electricity supply market. NAP has learned from its Maryland experience and has implemented numerous measures to ensure full compliance in all states of operation, including, but not by way of limitation, the following.

Many steps have been taken including hiring additional executives with lengthy experience in the energy business to provide additional depth and oversight of marketing and related competitive supply operations.

Those executives are:

Bill Kinneary, President and Chief Compliance Officer, who has over 38 years of experience in the energy industry, including specific experience with both the technical and managerial requirements of operating an alternative electric supplier; and Michael D’Angelo, Esq., General Counsel, who has over 19 years of compliance experience with 10 years of compliance experience in the energy industry.

NAP engaged local Maryland counsel (two law firms) to assist with review and approval of all Maryland-specific marketing materials and operations. We created a compliance Department dedicated toward ensuring full compliance with all federal, state, and local laws, regulations policies and procedures.

NAP implemented a zero tolerance anti-slamming policy.

Currently all Maryland issues have been resolved and there are no pending complaints and/or investigations.

All of NAP’s above-referenced resources and protocols designed to minimize potential customer problems associated with marketing will apply equally to all states of operation, including the Commonwealth of Pennsylvania.

Exhibit 16

Consumer Service and Complaints Contacts

- Paul Rossi, VP Natural Gas
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9756
F: 203.286.2064

- Chad Klein, Compliance Manager
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9751
F: 203.286.2064

- Michael D'Angelo Esq., General Counsel
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9763
F: 203.286.2064

Attached please find a standard contract to be used in Equitable's service territory as well as a sample disclosure statement.

North American Power and Gas, LLC
20 Glover Avenue
Norwalk, CT 06851
888-313-9086
www.napower.com

Disclosure Statement

THIS STANDARD SERVICE AGREEMENT ("Agreement") will authorize North American Power and Gas, LLC to serve as the undersigned Customer's [CUSTOMERS FULL NAME AND ADDRESS] retail Natural Gas supplier in the Local Utility territories of [LDC NAME] ("Local Utilities"). The services provided by North American Power and Gas to the Customer are governed by the terms of this Agreement.

Background

North American Power and Gas, LLC is licensed by the Pennsylvania Public Utility Commission (PPUC) to offer and supply Natural Gas generation services in Pennsylvania. Our PPUC license number is A-2013-#####

We set the charges and prices that you pay. The Public Utility Commission regulates distribution or delivery prices and services. The Federal Energy Regulatory Commission regulates interstate pipeline prices and services.

You will receive a single bill from your Natural Gas Distribution Company for both its charges and for our charges. If you ask, we can bill you directly for our service.

Right of Rescission - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure. To rescind this Agreement, please call NAPG toll-free at 888-313-9086.

Definitions:

- Interstate pipeline Charges – Charges for moving natural gas to the distribution lines of a distribution company.
- Non-basic Charges – [too be determined]
- Initial Term – The one (1) year period by which you agree to purchase your Natural Gas generation service from North American Power and Gas, LLC ("NAPG") at the rate disclosed below.
- EDC or LDC – Natural Gas Distribution Company
- NAPG – North American Power and Gas, LLC

Terms of Service

1. Basic Service Prices – Your initial contract price for supply charges is [\$ ####] (per Mcf) fixed until [DATE] 2013. This fixed/variable contract price includes Natural Gas Transmission Service Charges, Pipeline Charges and Estimated Total State Taxes, but excludes applicable local Sales Taxes. At the expiration of the fixed rate, the rate shall be variable for the remainder of the one (1) year term. The variable contract price will be adjusted monthly based on conditions in the Natural Gas markets. The variable contract price could be higher than the EDC price.

2. Non-basic Service – [none]

3. Length of Agreement –This Agreement codifies that you will purchase your Natural Gas Supply service from North American Power and Gas. The term of this Agreement will begin on a date set by your Natural Gas Distribution Company and will continue thereafter for a period of one (1) year, hereto known as the "Initial Term." Natural Gas service will begin upon the first meter reading following the date on which the EDC successfully changes the Customer's account to NAPG. This process may take up to ninety (90) days

4. Penalties, Fees and Exceptions – There are no penalties for early cancellation.

5. Billing: You will still receive one monthly bill from Your Local Utility for the Supply Service provided by NAPG and the Distribution Service provided by its Local Utility. You will continue to pay Your Local Utility directly. You should direct any questions regarding the bill to Your Local Utility. See "Contact Information" below for Local Utility contact information.

6. Cancellation Provisions – This Agreement may be canceled for the following reasons: (i) non-payment: if your Natural Gas service is terminated by your Natural Gas Distribution Company, then this Agreement is cancelled on the date that your service is terminated. (ii) company-initiated cancellation: if we cancel this Agreement for any reason other than customer non-payment, we will follow applicable rules in providing notice to you. (iii) customer-initiated cancellation: The Customer may cancel this Agreement by written notification to NAPG at least thirty (30) days prior to the intended cancellation date. The cancellation will not become effective until the Customer's Local Utility successfully switches the Customer to the new service provider of the Customer's choice. Until that occurs, the Customer's obligations under this Agreement remain in full force and effect. The Customer shall be obligated to pay for the Natural Gas provided by NAPG according to this Agreement prior to the effective date of any cancellation. Upon cancellation of this agreement, the Customer will be returned to the default Natural Gas supply service or to the service provider chosen by the Customer. All cancellations initiated by the Customer prior to the end of the Initial Term will incur the provisions as outlined in Section 3 of this Agreement.

7. Renewal Provision / Agreement Expiration / Change in Terms – If you have a fixed term agreement with us and it is approaching the expiration date or whenever we propose to change our terms of service in any type of agreement, you will receive written notification from us in each of our last three bills for supply charges or in corresponding separate mailings that precede either the expiration date or the effective date of the proposed changes. We will explain your options to you in these three advance notifications.

8. Dispute Procedures – You can contact us through our toll-free number or via our website as outlined below with any questions concerning our terms of service. You may call the PUC if you are not satisfied after discussing your terms with us.

9. Contact Information

Natural Gas Supplier Name: North American Power and Gas, LLC
 20 Glover Ave
 Norwalk, CT 06851
888-313-9086
www.napower.com

Natural Gas Distribution Company Name:	Equitable Gas Co.
Address:	Equitable Gas Company PO Box 6766 Pittsburgh, PA 15212
Phone Number:	1-800-654-6335
24 hr. Emergency number	1-800-253-3928

Public Utility Commission (PUC)
 P.O. Box 3265
 Harrisburg, PA 17105-3265
Choice Hotline Number: 1-800-692-7380

DISCLOSURE STATEMENT OF TERMS OF SERVICE

20 Glover Avenue, Norwalk, CT 06851

License Number is A-2010-2174743

THIS STANDARD SERVICE AGREEMENT ("Agreement") will authorize North American Power and Gas to serve as the customer's retail natural gas supplier in the territory of Equitable Gas Company (referred to as the "Local Delivery Company" or "LDC" or "Local Utility"). The services provided by North American Power and Gas to the customer are governed by the terms of this Agreement

BACKGROUND: We at North American Power and Gas are licensed by the Pennsylvania Public Utility Commission ("PPUC") to offer and supply natural gas in Pennsylvania. Our PPUC license number is "-----". North American Power and Gas will supply all the natural gas that the Customer needs for its home or business ("Supply Service"). North American Power and Gas is a retail supplier of natural gas and is not affiliated with the Customer's Local Delivery Company ("LDC"). You will receive a single bill from your LDC which will continue to provide distribution, maintenance and emergency services and for the natural gas supplied to you by North American Power or North American Power may include charges for supply services on your bill. The Pennsylvania Public Utility Commission ("PPUC") regulates distribution prices and services from your Local Utility. The Federal Energy Regulatory Commission regulates transmission prices and services.

RIGHT OF RESCISSION: Customer has the right to rescind this Agreement within three (3) business days after the date on which the Customer enrolls with North American Power and Gas. To rescind this Agreement, please call (888) 313-9086 or email us at customer@napower.com

LENGTH OF AGREEMENT: North American Power and Gas will begin providing Supply Service under this Agreement when the Local Utility switches the customer's account to North American Power and Gas. The purpose of this agreement is for the customer to authorize a change in your Natural Gas Supplier. Unless otherwise agreed, this agreement shall automatically be renewed on a month to month basis until either party provides notification, as provided within, of their intent to terminate the agreement.

TERMS OF SERVICE – Upon the expiration of any rate, North American Power's standard rate shall remain in effect until the agreement is terminated. The standard rate shall apply to each renewal period unless the customer receives confirmation of a new agreed upon rate. The standard rate, unless otherwise agreed upon shall be a variable rate based upon natural gas market pricing, transportation, profit and other market price factors, plus all applicable taxes, which may be higher or lower than the customer's LDC. The Customer should contact North American Power and Gas at (888) 313-9086 for its most current rate information.

BILLING AND PAYMENT: The customer should receive a bill from their LDC which will continue to provide distribution, maintenance and emergency services and for the natural gas supplied to the customer by North American Power or North American Power may include charges for supply services on your bill from North American Power. In the event the customer is dropped from utility consolidated billing for any reason North American Power may reserve the right to bill the customer directly and the customer remains fully responsible for all charges. If the customer is dropped from utility consolidated billing for any reason North American Power also reserves the right to immediately terminate the agreement and drop the customer from service without any further notice. The customer's bill is due within fifteen (15) days of the billing date and late fees will be assessed if the full amount due is not received within the fifteen (15) days of the bill date. Late payments or partial payments balances will be subject to immediate termination as well as late fees on the outstanding balance equal to 1.5% or up to the maximum fee allowed by law whichever is higher. The customer will be billed for all outstanding balances, fees, breach of agreement damages, other damages (if any), and any other costs of litigation and all other costs of collecting such outstanding balances. In the event of a termination for non-payment, the customer is subject to a minimum \$25.00 termination fee, plus any applicable breach of agreement, damages, and/or utility charges. Any and all returned checks are subject to a returned check fee of at least \$20 plus any applicable bank fees or the maximum fee allowed by law whichever is greater. The customer can pay their bill by mailing it to North American Power 20 Glover Ave, Norwalk, Ct 06850.

TITLES AND TAXES: Title to the natural gas shall pass from North American Power to the customer at the customer's LDC's designated city gate, and shall constitute the point at which title transfers and the sale occurs. Any other state or local taxes, gross receipts tax and/or utility tax will be billed as required. If the customer is claiming any tax exemption they must provide North American Power with written documentation of their tax exemption prior to commencement of service to the customer under this agreement.

FORCE MAJEURE: Neither Party shall be liable to the other for any delay or failure to perform caused by an occurrence of Force Majeure. Force Majeure occurrences include events outside the control of the Party claiming Force Majeure, and may include acts of God, strikes, lockouts or other industrial disturbances, acts of public enemy, terrorism, wars, blockades, insurrections, riots, epidemics, landslides, lightning, earthquakes, fires, hurricanes, storms, floods, washouts, civil disturbances, explosions, accidents to machinery or lines of pipe, the loss or failure of Seller's gas supply due to Force Majeure, and actions of any government authority, utility company or pipeline entity which result in conditions, limitations, rules, regulations or orders that materially impair either Party's ability to perform hereunder, and which could not have been prevented by the affected Party through its own due diligence; or any similar cause beyond the control of the party failing to perform. The affected Party shall give to the other reasonably prompt and detailed notice of the occurrence of any Force Majeure relied upon.

LIMITATION OF LIABILITY: North American Power's liability in connection with this Agreement shall in no event exceed the difference between the reasonable price of replacing any undelivered natural gas and its price under this Agreement. North American Power assumes no liability for losses, consequential damages or punitive damages arising from the LDC's service, including, without limitation: operations and maintenance of the system, interruption of service, termination of service, and deterioration of service. North American Power does not assume responsibility or liability for losses, consequential damages or punitive damages arising from in-home or building damages. Neither Party shall be liable to the other for any indirect, special or punitive damages arising from a breach of this agreement.

RENEWAL NOTICE AND NOTIFICATION OF CHANGES: This contract is a month-to-month contract. However, if customer have a fixed term agreement with us and it is approaching the expiration date, or whenever we propose to change our terms of service in any type of agreement, they will receive written notification from us in each of the last three bills for natural gas supply service charges or in corresponding separate mailings that precede either the expiration date or the effective date of the proposed changes. We will explain the customer's options to them in these three advance notifications. If the customer is on a month-to-month contract, they may terminate the contract at any time without incurring an early termination fee, at which time we would return their account at the next applicable meter read date to being supplied by the LDC unless they have selected another natural gas retail supplier.

EMERGENCY: In the event of an emergency such as a gas outage, the customer should call its Local Utility.

ASSIGNMENT: North American Power and Gas reserves the right to assign the Supply Service and this Agreement at the discretion of North American Power and Gas at any time without notice.

CUSTOMER INFORMATION AND RELEASE: The customer agrees to allow its LDC to release certain information to North American Power and Gas that will be needed to provide natural gas supply to the customer. This may include, but is not limited to, customer historical and future usage, payment history and credit information, service address, rate classification and credit information. Customer authorizes NAP to release such information to third parties, affiliates and subcontractors that need to know such information in connection with customer's electric generation service. These authorizations will remain in effect as long as this Agreement remains in effect. Customer may rescind these authorizations at any time by either calling or providing written notice to North American Power and Gas. North We reserve the right to reject Customer's enrollment or terminate this Agreement in the event these authorizations are rescinded, customer fails to meet or maintain satisfactory credit standing as determined by us, or customer fails to meet minimum or maximum threshold consumption levels as determined by us. If customer fails to remit payment in a timely fashion, North American Power and Gas may report the delinquency to a credit reporting agency.

CUSTOMER COMPLAINTS: If the customer has any questions or concerns regarding this Agreement or the natural gas supply provided by North American Power and Gas, they should call (888) 313-9086. If the Customer is not satisfied with North American Power and Gas's attempt to resolve the problem, the

Customer may seek assistance from the PPUC or request information from the PPUC regarding consumer protection rights under this Agreement. See "Contact Information" below for the PPUC's contact information.

RESIDENTIAL CUSTOMER RIGHTS AND TERMINATION: Reasons for termination shall include, but not limited to, failure to fully pay charges for services rendered, amounts due under a payment agreement. The customer can terminate the Agreement with fifteen (15) days notice; however, the customer still remains responsible for any and all breach of agreement damages as contained in the agreement. The customer may terminate the agreement with 48 hour notice without penalty, as a result of relocation within or outside of the LDC's franchise area, disability and/or death. Cancellation may take up to 8 weeks or more since it cannot be effective until the LDC provides a meter reading. Customer agrees to remain fully responsible for payment of all purchases made during this time.

LIMITATIONS ON WARRANTY AND DAMAGES: You understand and agree that there are no warranties, either express or implied, associated with the electricity supply service provided by North American Power and Gas. North American Power and Gas will bear no liability to you or any third party for consequential, punitive, incidental, special or other indirect damages.

ASSIGNMENT, CHANGES TO TERMS: This agreement shall extend to and be binding upon the respective successors and assigns of the Parties. You may only assign this agreement with the express prior written consent of North American Power. North American Power reserves the right to change the terms of this agreement, assign this agreement or delegate its duties.

GOVERNING LAW: This agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Pennsylvania. This agreement is subject to and valid notice shall be deemed to have been provided for all valid legislation and to all existing and future laws, orders, rules, regulations, tariffs and procedures of authorities having jurisdiction.

CONTACT INFORMATION:

North American Power and Gas

20 Glover Avenue

Norwalk, CT 06851

www.napower.com

For Customer Service:

Telephone: 1-888-313-9086

Email: customercare@napower.com

In the event of a natural gas outage, problem with your meter or other service need, please contact your Local Distribution Company at the phone number/address listed below:

Utility	Address	Phone Number for Outages and Emergencies	Customer Services
Equitable Gas Co.	PO Box 6777 Pittsburgh, PA 15212	1-800-253-3928	1-800-654-6335

The Pennsylvania Public Utility Commission can be reached at:

Pennsylvania Public Utility Commission

P.O. Box 3265

Harrisburg, PA 17105-3265

<http://www.puc.state.pa.us/>

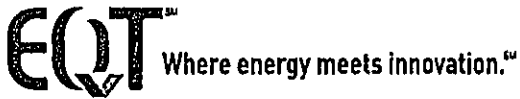
Choice Hotline Number: 1-800-692-7380

Exhibit 17 (b)

Applicant, North American Power and Gas, herein provides the following:

1. Letter from Equitable Gas Company attesting to the fact that NAPG meets their credit requirements to operate as a NGS in its service territory
2. Applicant's chief officers and their professional resumes
3. Name, title, address, telephone number and fax number of Applicant's custodian for its accounting records:

Matt Redett, CFO
20 Glover Avenue
Norwalk, CT 06851
T: 203.663.9751
F: 203.286.2064



EQT Plaza
625 Liberty Avenue, Suite 1700
Pittsburgh, PA 15222
(412) 395-3915 Fax: (412) 553-7890

February 14, 2013

Sean Morrisey
Energy Choice Consulting
1049 Shore Road
Suite A
Linwood, NJ 08221

Dear Mr. Morrisey:

Equitable Gas Company LLC ("Equitable Gas") is aware that North American Power and Gas, LLC ("NAPG") will be applying with the Pennsylvania Public Utility Commission for approval as a third party supplier.

Given that NAPG meets Equitable Gas' credit requirements, Equitable Gas will not require NAPG to provide credit assurances. Equitable Gas' position is based upon the satisfactory creditworthiness of NAPG's consolidated financial statements.

If you have any questions, please feel free contact me at 412-395-3915.

Sincerely,

A handwritten signature in black ink, appearing to read 'Matthew Morris', with a long horizontal line extending to the right.

Matthew Morris

Chief Officers for North American Power & Gas, LLC

Kerry Breitbart, CEO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Carey Turnbull, Chairman

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Bill Kinncary, President and Chief Compliance Officer

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Taff Tschamler, Senior Vice President, Business Development

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Greg Breitbart, CMO

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Michael D'Angelo, General Counsel

20 Glover Avenue
Norwalk, CT 06851
203-663-9751

Resumes attached hereunder

Innovative **Senior Energy Executive** with strong track record of sustained growth, new-market penetration and profitable turnaround in commercial and residential energy/electric services. Leader/mentor in developing energy pricing options to maximize profitable sales and customer retention. Expertise in analysis of utility tariffs and regulation related to retail energy programs, as well as business planning, competition, sales and marketing. Pioneer in development of customer-service innovations and business-performance metrics to increase profitability, enhance public relations and control risks.

Career highlights:

- Rescued energy marketing company from certain failure; brought growth, profitability and successful sale.
- Drove growth to 1140+% over profit goal in new electricity market within one year after plant acquisition.
- In just two years, grew KeySpan Energy Services to #1 natural-gas marketer in New York metro area, with over 100,000 gas and electricity customers including Shea Stadium, the Empire State Building, the World Trade Center and all large supermarkets in the state of New Jersey.
- Designed, implemented and obtained regulatory approval for first-ever utility gas risk-management hedging program approved in state of New York. Resulted in \$50M profit from first major hedge.
- Increased use of technology, initiating an automated customer-information system, the first computerized fleet-management system and a pioneering gas-leak management system.

Professional Experience & Highlights of Achievements

North American Power, Norwalk, CT

Present

*One of the fastest growing energy marketers in the nation in 2010***President**

Recruited by the owners of North American Power to provide experienced executive leadership in a relatively new retail energy/electric company, to help insure that the company's early success in the electricity market is maintained and to facilitate entry into the natural gas market.

Infinite Energy, Gainesville, FL

2005-2010

*Largest independent gas marketing organization in Florida; \$500M+ yearly***Vice President / Marketing**

Originally recruited to assume leadership of new acquisition as CEO. When acquisition failed, recruited to remain with company as VP of Marketing. Created first-ever integrated marketing strategy for this rapidly growing company. Develop/manage marketing and sales initiatives, including new sales channels and pricing products, coupled with rigorous testing, market analysis and cost/benefit analysis. Mine customer data for behaviors and trends; identify processing flaws; promote policy changes. Consult with employees concerning interpretation of utility rules and policies, enrollment, billing, pricing, collections, credit determination, fees and tax application.

- Created multimedia marketing program for Atlanta (billboards, radio, TV, internet, and mobile ads). **Resulted in 50% increase in brand awareness** in two months.
- Initiated brand-recognition campaign in Florida, successfully placing Infinite in Top 25 best large Florida companies to work for (Florida Trend Magazine, 2009 & 2010).
- Managed website update and launched internet/social-media marketing.
- Consulted on technical details of purchasing, pricing, customer-use profiling and electricity billing in preparation for entry into Texas electricity market (2010).

Independent Energy Consultant, Marlboro, NJ

2004-2005

Retained by Infinite Energy as primary strategist in penetration of Northeast retail gas market. Worked with all departments from IT to telemarketing, including legal documentation, marketing/sales materials, demographic research, sales training, billing formats and more. Also assisted IDT Energy in cracking the New York market: Developed business plan with detailed investment, sales and profit strategy.

- Added 16,700 Infinite natural gas customers in 11 utility service areas with annual gross profit of \$16.2M.
- IDT became Northeast's #1 independent gas and electricity marketer. Offered position of VP/COO of IDT.

Total Gas & Electric, Matawan, NJ

2001-2004

President/CEO

Recruited to turn around faltering operation. Analyzed all aspects of company. Planned and executed one-year rebuilding plan encompassing relocation, substantial staff reductions, business-function outsourcing, automation upgrades, development of new sales channels and re-branding. Managed business risk.

- **More than doubled account base**, from 35,000 to 80,000 customer accounts.
- Brought company to profitability in both natural gas and electricity sales, with **net income of \$4.5M+ on \$80M in sales** during the twelve months ending April 2004.
- Elevated TG&E to prominence as regulatory change agent in New York and New Jersey. Company played major role in energy/electric marketers' highly successful efforts to improve the regulatory landscape.
- Negotiated profitable sale of company in 2004.

Bill Kinneary

kinneary@cox.net • (732) 598-4756

page 2

KeySpan/Brooklyn Union Gas - 5th largest US distributor of natural gas - Brooklyn, NY
Progressed through fast-track advancements, including becoming one of the youngest General Managers in company history. Highlights:

President/CEO of KeySpan Energy Supply (2000-2001)

Challenged to create profitability in new sector after company's first purchase of an electric generating plant. Initiated sales of electricity/generation capacity/ancillary services directly to the New York ISO, a non-profit electricity grid operator. Maximized sale of the output of 2,300 MW generating facility. Used plant output to create electricity cost swap, facilitating fixed-priced sales to retail customers. Purchased natural gas and fuel oil required for generation, and natural gas and electricity required by a retail-energy sales affiliate.

- Made significant, unanticipated profits of **\$160M profit vs. expected gain of \$14M** from sale of electricity through careful study of new ISO rules and by influencing fuel selection/generation unit availability.

Vice President and COO of KeySpan Energy Services (1998-2000)

Unexpectedly promoted to assume vacated leadership. Challenged to analyze costs and employ efficiencies to improve profitability in six-state region. Designed and executed energy cost/price hedging strategies for fixed- and capped-price products. Introduced electricity as an additional product. Marketed/sold natural gas and electricity to 100,000 customers in northeast and Mid-Atlantic area.

- Within two years, led company's rise to #1 natural gas marketer in the NY area.
- Transformed the company from a small start-up operation in Stamford CT, to a major operation in New York City employing in excess of 75 people with a variety of skill sets required to compete effectively in the newly emerging retail energy market.

General Manager Rates & Pricing/Marketing Services (1992-1998)

Following the start of energy deregulation, promoted to expand this department. Set gas rates for all utility customers, support utility expansion efforts, and create policies required to promote deregulated natural gas sales in the utility area.

- Created natural-gas choice program, widely recognized at the time as a model program in New York State. Presented to and approved by regulatory entities without modification.
- Spearheaded use of performance-based incentives for rate settlements; introduced first long-term (five-year) rate settlements in NY State.
- Outsourced entire utility gas supply service to a major national energy company, reducing operating expenses and eliminating gas supply pricing risk. **Netted \$30M in profits over a two-year period.**
- Designed, created and obtained regulatory approval for gas risk-management hedging program (the first approved in NY State). Managed complex mix of natural-gas and heating-oil futures and crude-oil options to lock in **\$50M of unanticipated profit.**

General Manager Customer Service (1990-92)

Managed 450-person in-home gas equipment and emergency service operation. Implemented first servicepersons' hand-held terminal system for real-time dispatching and work reporting.

General Manager Gas Operations (1986-1990)

Managed gas systems control center, liquefied natural gas facility, substitute natural gas production facility, gas holder stations, city-gate stations, and high-pressure gas distribution network. Negotiated gas supply purchases. Implemented first supervisory control and data acquisition (SCADA) system.

Affiliations

National Energy Marketers Association (NEMA), Washington, DC (1998-Present)

- Chairman of Executive Committee (2006, 2007): first person ever re-elected to Chair
- Elected first Chairman Emeritus (2007) and re-elected every year since.

American Gas Association: Member for 10+ years (1981-1992)

Education

B.S. Civil Engineering, Polytechnic Institute of New York University, Brooklyn, NY

Kerry Breitbart

14 White Oak Lane

Weston, CT 06883

EXPERIENCE:

- Rofheart Energy Houston Texas 1981 to 1983

Brokered cargos of international crude oil with major oil companies and trading

Companies:

- Latina Trading inc. 1983 to 1985

Traded crude oil, domestic and foreign.

- Northville Industries inc. 1983 to 1986

Traded crude oil, domestic and foreign. Headed crude trading department for Northville. Developed unique trading strategy that allowed us to dominate the domestic trading industry. Created millions of dollars of profit over a short period of time.

- United Companies 1986 to 2005

Started as crude oil broker from 1986 to 1988.

Became VP of business development in 1988 Opened domestic crude division in Houston 1988. Opened futures division in 1988. Opened London office for crude and products 1988

Promoted to President. 1989.

Opened Singapore office for crude and products 1989.

Started first energy derivatives brokerage business in the world 1989. Opened natural gas options division 1990. Opened fuel oil derivatives desk 1992

Opened New Jersey office to broker petroleum feed stocks 1993

Made full partner 1994

Opened coal brokerage division 1998. Opened electricity desk 1998

Opened emissions credits brokerage division 2000

Noteworthy Achievements:

- Mr. Breitbart spent 20 years at the United Companies starting as an employee brokering crude oil and ending as President and CEO with 41% ownership.
- Mr. Breitbart, while at United for 20 years, was able to build the business from 4 divisions to 13.
- The national value of the energy products United brokered was in excess of 750 Billion dollars a year.
- United was the first broker of energy derivatives and did not have a competitor anywhere in the world for 2 years. When I sold the company in 2005 United was still the #1 broker of crude derivatives globally.

EDUCATION:

Carnegie-Mellon University

Pittsburgh, PA

Carey Turnbull

CareyT1@mac.com

EXPERIENCE:

Amerex Energy, LLP
Founding Partner
Houston, TX
1979-2006

- Mr. Turnbull's career has been in financial services. He was a founding partner in 1979 of an energy derivative brokerage, Amerex (www.amerexenergy.com).
- Amerex's business model facilitated price discovery and rapid dissemination of price information and hence was instrumental in the creation of greater efficiency and price transparency in energy markets. He was instrumental in the development of Amerex's regulated futures business on the International Petroleum Exchange in London, a business regulated by the UK Financial Services Authority.
- Mr. Turnbull also helped found Amerex's Asian petroleum brokerage business, and was involved in the firm's development of natural gas and electricity derivative instruments businesses in Houston in the 1990's, where he played a key role in those industries adoption of on line trade execution.
- Mr. Turnbull has an extensive background in management of energy/electricity commodity price risk, and he has done consulting in that field to various professional clients.
- In October of 2006 the shareholders of Amerex in North America and in Europe concluded a sale of those businesses to a publicly traded firm, GFI (www.gfigroup.com) and to an unrelated management group. Mr. Turnbull presently retains an ownership interest in only the Asian Amerex businesses.

EDUCATION:

Goddard College

Plainville, VT
1973

Miscellaneous:

- Mr. Turnbull is also a founding shareholder and board member of Lisco, an internet service provider that serves residential and commercial customers in southeast Iowa, and he is a member of the Executive Committee of the Board of Trustees at Goddard College, from which he graduated in 1973.
- Mr. Turnbull has been happily married for 30 years and has 2 children, a 29 year old son and a 26 year old daughter. He has homes in New York, in St Thomas USVI, and in Maine. He is an enthusiastic cruising sailor in the family's classic wood sailboat, and is a member of Devon Yacht Club in Amagansett NY, of St Thomas Yacht Club in USVI, and of Bar Harbor Yacht Club in Maine. He is a US citizen.

Diversified business oriented entrepreneur. Experienced in setting up multiple start-up business in several industries which included integration and building of several systems. Consulted for multiple small energy business on multiple subjects ranging from licensing to risk management and energy procurement.

Recent highlights:

- Formed and started North American Power and managed all operations that led to revenue of over \$120M a year in the first two years of operation
- Successfully navigated the entry of North American Power into over 12 utilities within the eastern US.
- Played a key role in securing state licensing, ISO membership, and FERC market based rate authority for 2 start-up electric suppliers in the state of CT.
- Owns and manages one of CT largest licensed electric aggregators, EnergyChoice LLC, that has successfully enrolled over 30,000 customers with a deregulated electric supplier

Professional Experience & Highlights of Achievements

North American Power, Norwalk, CT 2009-Present

One of the fastest growing energy marketers in the nation in 2010

Chief Operating Officer

Recruited by the owners of North American Power after successfully consulting with them to form the company and secure the appropriate licensing. Started with North American Power as "Employee number 1" and has manages all aspects of operations leading the company into 13 markets with multiple power and REC products. North American Power is currently updating all systems, adding another commodity (Natural Gas), and expanding into three new states.

EnSatt Consulting LLC, New Haven, CT 2008-2009

Successful small consulting firm in the growing deregulated energy space

Managing Partner / Founder

Consulted several small electric suppliers in the state of CT on electric procurement policy which included the creation of their DA schedules for the NE-ISO. Managed and originated over 50 natural gas contracts for commercial customers in NY and CT.

EnergyChoice LLC, Hartford, CT 2008-Present

One of the state's largest licensed electric aggregator

President / Founder

Worked with several electric suppliers to offer fixed and variable rate products to over thousands of residential accounts and hundred of commercial accounts. Organized and structured a network of brokers that worked commission based and grew to over 150 brokers. Worked with outside IT vendors and built an online enrollment system that could track all brokers enrollments and allow for customers to enroll through online enrollment portals. EnergyChoice current operations have grown to include several door-to-door sales teams that operate in three states.

Discount Power Inc. Shelton, CT 2007-2008

Connecticut Electric Supplier

Director of Sales

Assisted the founders in securing financing to launch CT operations. Built a Business Plan for sales and a network of brokers. networked key individuals and/or businesses in the state to form strategic partnerships with the company.

Education

Bachelor's Degree in Real Estate and Urban Economics, School of Business, University of Connecticut, Storrs CT

Taff Tschamler

214 Bradford Corner Road • Woodstock Valley, Connecticut • 06282

Home: 860-974-0025

tschamler@hotmail.com

Mobile: 781-439-1180

Profile

Energy Market Expertise. Deep understanding of markets, utility regulation and financial issues in the electricity industry. Primary areas of expertise include business planning & analytics, sales & marketing strategy, regulatory strategy and financial analysis. Excellent relationships with energy and retailers, electric utilities and investment community. Named America's leading retail energy/electric consultant by Restructuring Today.

Management and Business Acumen. Fifteen years of progressive consulting, business development and management experience in the energy/electric industry. Track record of selling projects via sole source and competitive bid. Rapid career progression due to work ethic, relentless client focus, strategic contribution and consistent execution of profitable engagements.

Results Oriented Leader. Accomplished manager of inter-disciplinary teams on diverse and challenging projects. Highly competent and experienced communicator with executives. Adept and experienced staff developer.

Experience

March 2011 -
Present

North American Power and Gas, LLC, Norwalk, CT.

Vice President of Business Development and Regulatory Affairs. Responsible for managing several strategic projects for the company while directing efforts to improve customer operations, supply management and financial performance. Also responsible for certain aspects of the company's regulatory affairs and policy development.

December 1996 -
March 2011

KEMA, Inc., Burlington, MA.

Director - Retail Energy Practice. Responsible for managing KEMA's retail energy/electric business, including strategic consulting and syndicated research services. Responsible for developing and delivering KEMA strategy engagements in the areas of competitive energy markets and smart grid. Selected projects over the past 5 years include:

- Direct all aspects of leading strategic advisory service to deregulated energy/electric markets. Responsible for overall management of business, including sales, customer relationships, staffing, financial performance and research agenda. Organizer and Chairman of KEMA's annual Executive Forum. (2001 - current)
 - Creator and director of performance benchmarking service for retail energy/electric suppliers. Service collects, calculates and reports profitability, operating cost and customer service metrics. (2005 - current)
 - For utility affiliate, developed strategy for retail energy/electric business, including development of a pro forma model, devised commercial strategy and presented to senior executives at parent company for approval. (2010)
 - For executives at Direct Energy, conducted market assessment of US smart energy business. Researched and assessed utility smart meter programs, state regulation and customer demand for home energy technology. (2010)
 - Architect and primary analyst of KEMA's First to Market study, a groundbreaking analysis of the smart energy market in Texas. Analysis assessed AMI-enabled offers, their value to customers and adoption rates. Created scenario-based market forecast for 9 smart energy offers. (2010)
-

- Provided due diligence support and advice to LMS Capital on its successful acquisition of National Energy Partners, a US submetering company. Effort included market sizing and margin analysis, regulatory risk assessment, collection of market intelligence and valuation opinion. (2010)
- For Wal-Mart, assessed opportunity to self supply in wholesale power markets, including development of options for contracting (2010).
- For a large Texas retailer, developed a market analysis and business plan for prepay electricity services, including product strategy and pro forma. (2009)
- Advisor to NRG on its acquisition of Reliant Energy. Provided advice on strategy, valuation, customer base dynamics and educated senior management and BoD on retail energy business (2009).
- For Integrys Energy Services, advised and consulted to Board of Directors on strategic analysis of retail energy business. (2009)
- For a C&I energy retailer, developed and facilitated sales training program for its 80 person direct and indirect sales staff. (2008)
- Sold and led a clean energy strategy engagement for a utility affiliate seeking to enter residential energy services. Client accepted recommendation and KEMA supported business launch. (2008)
- Provided estimate of fair market value of retailer for a large private equity firm. Conducted detailed financial modeling and comparables analysis. (2007 - 2008)
- Led development of strategic market assessment of clean energy business, including solar, green power, demand response and home service businesses. (2007)
- Conducted due diligence of NY retailer for a private equity firm. Guidance resulted in client forgoing investment and starting up own mass market business. Supported start up development and operations. (2007)
- Conducted market assessment and expansion strategy as part of due diligence of gas marketing firm. Analysis reviewed all US active mass markets. (2007)
- Sold and was lead analyst of a 1-month assessment of Northeast C&I natural gas markets for a leading power marketer. (2006)
- For MidAmerican Energy, sold and was lead analyst on a 3-month project to evaluate and enter the PJM East retail power market. (2006)
- For Direct Energy, developed a business plan for expanding into new markets for retail electricity. (2005)
- For Shell Energy Services, conducted 2-month assessment of opportunities and entry requirements/risks in the Texas retail power market. (2005)
- For private equity firm, conducted due diligence on client's potential investment in New York marketing firm. (2005)
- Sold, developed and managed a 4-month project to evaluate and enter large commercial and Industrial markets for top 5 marketer. (2004)

July 1995 -
December 1996

Decision Analysis Corporation of Virginia, Vienna, Virginia.
Associate. Lead analyst on project to assess impacts of California restructuring.

September 1994 -
May 1995

The College of William and Mary, Williamsburg, Virginia.
Teaching Assistant. Taught undergraduate students quantitative economics.

Summer 1994

ICF Consulting, Fairfax, Virginia.

Analyst. Conducted econometric analysis of energy and housing sectors.

Education

Master of Public Policy (1995), **The College of William and Mary, The Thomas Jefferson Program in Public Policy**, Williamsburg, Virginia.

Bachelor in Economics with Distinction (1993), **University of Maine**, Orono, Maine.

Career Highlights

- Went from executive assistant to sales manager and VP of Marketing for 2 projects in the Caribbean worth over \$300,000,000 while at Legacy International Group before the age of 24.
- Created North American Power brand and sales channels that propelled company from start up to one of the fastest growing companies in the United States
- Created North American Power's Mission to Millions program which has the goal of donating \$1,000,000+/month to the non-profit partners of the program. Was able to successfully enroll over 20 non-profits within a matter of weeks to start the program.
- Helped to create North American Power's revolutionary customer referral program that empowers individuals to help themselves and help others through the products that North American Power sells and through its Mission to Millions program.

Professional History

North American Power | Chief Marketing Officer

October 2009 - Present

- Created brand and sales channels from inception of business
- Helped drive customer acquisition from 0 to 100,000 customers in the first 12 months, which allowed for nailing 12 month revenue of over \$100,000,000 after just 18 months in business.
- Created and came up with the idea for North America Power's Mission to Millions program and found and enrolled over 20 major national non-profits in the program.
- Helped to create North American Power's customer referral program which accounts for a large percentage of the companies growth over the past 6 months and stands to change the way businesses look at what a customer referral program can be.
- Helped develop North American Power's American Wind product. American Wind is a Green-E Certified consumer oriented REC product that empowers individuals and businesses to go green but also potentially make part time or full time income by getting others to do the same.

Connecticut Realty Trust, LLC | Principal, Fairfield, CT

August 2009 - January 2010

- Helped to organize creation of company and team while still living in the Dominican Republic
- Managed leasing strategies for single and multi-family investments
- Helped analyze potential investments

Legacy International Group | VP of Sales and Marketing | Westport, CT and Santo Domingo, Dominican Republic

January 2008 - August 2009

- Started as assistant to the President of the company working in CT
- Relocated to the Dominican Republic to manage the sales of a \$200,000,000 luxury development called Terrazas de Coson
- Worked as Sales Manager for a luxury high rise development called Las Arenas
- Managed sales team of 4 individuals for Terrazas de Coson and 5 individuals for Las Arenas even at one point when the projects were overlapping.
- Helped to create the marketing strategy for Terrazas de Coson and Las Arenas including all website design and develop.

ICAP | Emissions and REC Broker Trainee | Houston, TX

June 2006 - August 2006

- Managed all OTC pricing on a 5 person emissions brokerage desk.
- Products included, NOX, SO2, and Voluntary and Mandatory REC's.

Education

MIAMI UNIVERSITY, Oxford, OH - 2007

Bachelors of Arts in Economics with a focus on Entrepreneurship

MICHAEL D'ANGELO

One Marshall Street
Norwalk, CT 06854

mdangelo@NAPOWER.com

203-663-9736

GENERAL COUNSEL

Accomplished attorney with a uniquely effective combination of business expertise and legal practice in public and private sectors. Proven results in regulatory compliance; transformed faltering programs and built new programs from the ground up. Known as a proactive, energetic team leader who thrives on challenges and excels in intense environments.

Highlights

- Key contributor to team that generated over \$800 million in revenues; directed regulatory compliance programs that aligned business and revenue goals with legal requirements.
- Exceptional understanding of complex business and legal issues facing companies in today's challenging economic environment, based on in-depth corporate, legal and compliance experience.
- Recognized for creating effective compliance cultures and reducing regulatory risk in diverse organizations across a range of products and services. Over 4 years of direct electric wholesale and retail experience.

CORE COMPETENCIES

- Regulatory Compliance • Business Operations • Policy Development
- Strategic Planning
- Energy Law • Telecommunications Law • Environmental Law • Administrative Law
- Business Development • Client Relations • Consulting • Risk Management
- Presentations • Team Leadership • Personnel Management • Process Improvement

EXPERIENCE

General Counsel • North American Power and Gas LLC • Norwalk, CT • 2011-Present

General Counsel to growing energy company selling electricity in the deregulated retail environment.

Supervise all legal, regulatory and compliance issues for the entire company. Ensure full compliance with all federal, state, and local laws and regulations. Ensure continued corporate growth while remaining fully compliant. Work directly with electric system operations including, NY-ISO, New England-ISO and PJM.

Adjunct Law School Professor • New York Law School • NY, NY • 2011-Present

Energy Law and Regulation.

Adjunct Law School Professor teaching JD and LLM students Energy Law and Regulation issues and on all aspects of legal issues surrounding the energy industry.

President & Chief Executive Officer • BMDC, LLC • Leonia, NJ • 2009-2011

MICHAEL D'ANGELO

(Experience, continued)

Boutique practice offering energy consulting services to a diverse range of clients.

Strengthen financial standing for conglomerate group of clients by identifying business opportunities, evaluating legal and other risks, and addressing areas of concern. Consult on energy issues and create applicable policies, practices, and procedures. Focus on electric industry and consult directly on electric system operations in numerous states.

Director, Regulatory Affairs • Intelligent-Infinite Energy • Fort Lee, NJ • 2004-2009

Provider of wholesale and retail energy products for customers in five states. Leadership role directing federal and state regulatory compliance for all locations. Deployed program that addressed essential aspects of compliance for company and vendors, from filing reports to obtaining proper licensure. Served as liaison between 20 utilities on regulatory matters.

- Played essential role in generating \$800 million in revenues; developed sophisticated regulatory compliance program that maximized revenue opportunities.
- Advanced legislative policies supporting business objectives by appearing before regulatory bodies and writing convincing position statements.

General Counsel • Total Gas & Electric, Inc. • Matawan, NJ • 2001-2004

Retail energy marketer dedicated to providing energy choices to consumers. Key contributor to team that rescued company from the brink of failure and positioned it for a multimillion-dollar sale. Directed all legal, compliance, regulatory, legislative, human resources, and utility relations matters. Contributed to business planning and strategies. Captured significant savings by identifying inefficiencies and deploying improved best practices.

- Acquired 30,000+ new customers and increased profits through team effort that aggressively pursued and obtained favorable industrial and regulatory changes.
- Facilitated seamless transition of corporate headquarters from Florida to New Jersey.
- Direct involvement with all aspects of operations and electric system operations including NY-ISO and PJM.

Director, Regulatory Affairs • XO Communications • Paramus, NJ • 1999-2001

One of the nation's largest companies offering business communications technology and solutions.

Led regulatory policies in 23 states, including New York, New Jersey, and Massachusetts. Represented company before regulatory, administrative, and judicial bodies. Apprised senior management on bringing business plans into compliance with local, state, and federal laws.

- Generated millions in income by maximizing business opportunities while reducing costs.
- Protected corporate assets by facilitating legal representation in 40+ state proceedings.

MICHAEL D'ANGELO

(Experience, continued)

Deputy Director & Administrative Law Judge
New York City Department of Finance, Fraud Division • Brooklyn, NY •
1995-1999

Instrumental role building Fraud Unit from the ground up, establishing organizational structure, functions, powers, and procedures. Presided over administrative hearings, commercial adjudications, and appeals.

- Spearheaded plan that identified multimillion-dollar fraud schemes and operational errors.
- Quadrupled revenues and protected the public interest by improving practices aimed at the discovery, investigation, prosecution, and tracking of fraud.

PREVIOUS EXPERIENCE

Extensive experience honing regulatory skills in roles such as Deputy Commissioner and Administrative Law Judge before joining the New York City Department of Finance.

- Lead counsel on electric cable placements, natural gas pipelines, and energy pricing matters.
- Improved hazardous materials adjudication process for the New York City Department of Environmental Protection; increased enforcement and tripled revenues from penalties.

EDUCATION

Juris Doctor, New York Law School • Bachelor of Arts, University of
Arizona

BAR MEMBERSHIPS

New York State Bar • New Jersey State Bar

Exhibit 18 - Technical Fitness

To demonstrate Technical Fitness, Applicant hereby provides the following:

- Narratives and Resumes for key operating personnel
- Operating, Business Overview and Staffing levels
- FERC Power Marketer No. ER10-117-000

Kerry Breitbart, Founder & Chief Executive Officer

Mr. Breitbart has nearly 30 years of experience in commodity and energy trading, including building of emerging businesses into robust, international operations and extensive experience in with numerous aspects of the natural gas industry. Prior to North American Power, he spend 20 years at the United Companies where he started as an employee brokering crude oil and worked his way up to President and CEO. He built United from four divisions to thirteen, and the value of energy products the company brokered was in excess of \$750 Billion a year. United was the first broker of energy derivatives and did not have a competitor anywhere in the world for 2 years. When sold in 2005, the company was still the #1 broker of crude derivatives globally. Mr. Breitbart is a graduate of Carnegie-Mellon University.

Carey Turnbull, Chairman

Mr. Turnbull has 30 years of experience in the energy market and has an extensive background in the management of energy commodity price risk. Prior to North American Power, he was Senior Partner and Managing Director of energy brokerage firm Amerex, which he co-founded in 1983. While at Amerex Mr. Turnbull developed the company's regulated futures business on the International Petroleum Exchange in London, and founded its petroleum brokerage business in Asia. He was involved with Amerex's development of natural gas and electricity derivative instruments, and those sectors adoption of online trading. Mr. Turnbull has extensive experience with numerous aspects of the natural gas industry.

Bill Kinneary, President and Chief Compliance Officer

Mr. Kinneary has 38 years of experience in the energy industry with a variety of key responsibilities from utility general manager to executive positions in retail marketing and natural gas supply companies. Mr. Kinneary has held the top executive offices in KeySpan Energy Services, KeySpan Energy Supply and Total Gas & Electric (TG&E). Among his many career accomplishments Mr. Kinneary designed and implemented the first utility energy hedging strategy in New York State, developed power pricing tactics that resulted in profits from the largest New York City power plant, and took TG&E from the brink of punitive regulatory/legal action and financial collapse to full compliance and profitability. Most recently, he has been supporting a number of clients as an independent consultant focusing on the technical and compliance aspects of retail electricity and natural gas operations. Mr. Kinneary has served as a member of the National Energy

Marketers Association's Executive Committee since 1999 including two terms as Chairman and has been proudly serving as Chairman Emeritus since 2005. Throughout his career Mr. Kinneary has had extensive experience with every aspect of natural gas supply and deregulated natural gas markets.

Paul Rossi, Vice President, Natural Gas Division

Former director of U.S. Natural Gas Commodity Operations for UBS Investment Bank, Mr. Rossi has 32 years of experience in the energy industry, including wholesale and retail energy commodities and regulated utilities. He was manager of regulatory affairs for UIL Holdings Corp., including its principal operating subsidiary, The United Illuminating Company, and active in Northeast energy markets as director of natural gas supply for Southern Connecticut Gas Company. Prior to joining Southern, he was senior economist at the New York Power Authority engaged in fuel supply and IPP project development. His experience includes regulatory and planning matters in California, before the California Public Utilities Commission and California Energy Commission in the finance and gas engineering divisions of San Diego Gas & Electric Company.

Chris Sattler, Chief Operating Officer

Mr. Sattler has worked with several suppliers in the energy industry as a consultant handling FERC filings, state licensing, wholesale procurement, and sales. He owned and operated a licensed electric aggregator in Connecticut, EnergyChoice LLC, which would broker accounts to multiple suppliers. Mr. Sattler's consulting firm, EnSatt Consulting, was initially contracted to set up North American Power as a Load Serving Entity in Connecticut. Shortly after his assignment, Mr. Sattler joined North American Power full time as the Chief Operating Officer.

Taff Tschamler, Senior Vice President, Business Development

Mr. Tschamler, a 16-year energy industry veteran, joined North American Power in March of 2011. In addition to business development, Tschamler will be involved in pricing and supply management, marketing, and compliance. Tschamler comes to North American Power from KEMA, where he served as Director of North American Retail Energy. While at KEMA, he ran the retail energy advisory service, retail benchmarking service, and was lead author of First to Market, an analysis of the emerging smart energy business. Mr. Tschamler received his Masters in Public Policy from the College of William and Mary in Virginia.

Greg Breitbart, CMO

Mr. Breitbart left a career in international luxury real estate to join North American Power at its inception when the company had only three employees. Using his background in marketing, he worked to create the North American Power brand, sales

channels, consumer promise and core values. Through Greg's efforts, North American Power has become one of the fastest growing energy companies in the Northeast. Greg places social entrepreneurship at the center of North American Power's marketing strategy and consistently looks for ways to utilize marketing to help drive growth while also driving change.

Michael D'Angelo, Esq. General Counsel

Mr. D'Angelo assumed his role as General Counsel for North American Power in 2011, bringing with him over 19 years of legal and regulatory experience. His involvement in the energy industry for the last ten years allowed him to propel numerous companies to exponential growth while remaining fully compliant. He has held numerous public and private positions over the course of his career ranging from General Counsel to Administrative Law Judge and has spent time working in the General Counsel's office at the New York State Department of Public Service. Mr. D'Angelo is an Adjunct Law School Professor at New York Law School's Center on Financial Services Law and has held leadership roles including Co-chair of Retail Natural Gas Policy and Northeast Advocacy Team at National Energy Marketers Association ("NEM"). Mr. D'Angelo has extensive experience with all aspects of the natural gas industry, including compliance, and regulatory management, with a focus on deregulated states.

Matthew Redett, CFO

Mr. Redett has been involved with all aspects of electricity deregulation since 1997. He has built retail businesses from the ground up multiple times including AES NewEnergy in the UK and Juice Energy in the US. Mr. Redett was Director of Finance and Operations for the New York and Mid-Atlantic regions of Constellation NewEnergy and most recently the Director of Finance for Gamesa Energy USA, North America, a wind farm developer.

Innovative **Senior Energy Executive** with strong track record of sustained growth, new-market penetration and profitable turnaround in commercial and residential energy/electric services. Leader/mentor in developing energy pricing options to maximize profitable sales and customer retention. Expertise in analysis of utility tariffs and regulation related to retail energy programs, as well as business planning, competition, sales and marketing. Pioneer in development of customer-service innovations and business-performance metrics to increase profitability, enhance public relations and control risks.

Career highlights:

- Rescued energy marketing company from certain failure; brought growth, profitability and successful sale.
- Drove growth to 1140+% over profit goal in new electricity market within one year after plant acquisition.
- In just two years, grew KeySpan Energy Services to #1 natural-gas marketer in New York metro area, with over 100,000 gas and electricity customers including Shea Stadium, the Empire State Building, the World Trade Center and all large supermarkets in the state of New Jersey.
- Designed, implemented and obtained regulatory approval for first-ever utility gas risk-management hedging program approved in state of New York. Resulted in \$50M profit from first major hedge.
- Increased use of technology, initiating an automated customer-information system, the first computerized fleet-management system and a pioneering gas-leak management system.

Professional Experience & Highlights of Achievements

North American Power, Norwalk, CT

Present

*One of the fastest growing energy marketers in the nation in 2010***President**

Recruited by the owners of North American Power to provide experienced executive leadership in a relatively new retail energy/electric company, to help insure that the company's early success in the electricity market is maintained and to facilitate entry into the natural gas market.

Infinite Energy, Gainesville, FL

2005-2010

*Largest independent gas marketing organization in Florida; \$500M+ yearly***Vice President / Marketing**

Originally recruited to assume leadership of new acquisition as CEO. When acquisition failed, recruited to remain with company as VP of Marketing. Created first-ever integrated marketing strategy for this rapidly growing company. Develop/manage marketing and sales initiatives, including new sales channels and pricing products, coupled with rigorous testing, market analysis and cost/benefit analysis. Mine customer data for behaviors and trends; identify processing flaws; promote policy changes. Consult with employees concerning interpretation of utility rules and policies, enrollment, billing, pricing, collections, credit determination, fees and tax application.

- Created multimedia marketing program for Atlanta (billboards, radio, TV, internet, and mobile ads). **Resulted in 50% increase in brand awareness** in two months.
- Initiated brand-recognition campaign in Florida, successfully placing Infinite in Top 25 best large Florida companies to work for (Florida Trend Magazine, 2009 & 2010).
- Managed website update and launched internet/social-media marketing.
- Consulted on technical details of purchasing, pricing, customer-use profiling and electricity billing in preparation for entry into Texas electricity market (2010).

Independent Energy Consultant, Marlboro, NJ

2004-2005

Retained by Infinite Energy as primary strategist in penetration of Northeast retail gas market. Worked with all departments from IT to telemarketing, including legal documentation, marketing/sales materials, demographic research, sales training, billing formats and more. Also assisted IDT Energy in cracking the New York market: Developed business plan with detailed investment, sales and profit strategy.

- Added 16,700 Infinite natural gas customers in 11 utility service areas with annual gross profit of \$16.2M.
- IDT became Northeast's #1 independent gas and electricity marketer. Offered position of VP/COO of IDT.

Total Gas & Electric, Matawan, NJ

2001-2004

President/CEO

Recruited to turn around faltering operation. Analyzed all aspects of company. Planned and executed one-year rebuilding plan encompassing relocation, substantial staff reductions, business-function outsourcing, automation upgrades, development of new sales channels and re-branding. Managed business risk.

- **More than doubled account base**, from 35,000 to 80,000 customer accounts.
- Brought company to profitability in both natural gas and electricity sales, with **net income of \$4.5M+ on \$80M in sales** during the twelve months ending April 2004.
- Elevated TG&E to prominence as regulatory change agent in New York and New Jersey. Company played major role in energy/electric marketers' highly successful efforts to improve the-regulatory landscape.
- Negotiated profitable sale of company in 2004.

Bill Kinneary

kinneary@cox.net • (732) 598-4756

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KeySpan/Brooklyn Union Gas - 5th largest US distributor of natural gas - Brooklyn, NY
Progressed through fast-track advancements, including becoming one of the youngest General Managers in company history. Highlights:

President/CEO of KeySpan Energy Supply (2000-2001)

Challenged to create profitability in new sector after company's first purchase of an electric generating plant. Initiated sales of electricity/generation capacity/ancillary services directly to the New York ISO, a non-profit electricity grid operator. Maximized sale of the output of 2,300 MW generating facility. Used plant output to create electricity cost swap, facilitating fixed-priced sales to retail customers. Purchased natural gas and fuel oil required for generation, and natural gas and electricity required by a retail-energy sales affiliate.

- Made significant, unanticipated profits of **\$160M profit vs. expected gain of \$14M** from sale of electricity through careful study of new ISO rules and by influencing fuel selection/generation unit availability.

Vice President and COO of KeySpan Energy Services (1998-2000)

Unexpectedly promoted to assume vacated leadership. Challenged to analyze costs and employ efficiencies to improve profitability in six-state region. Designed and executed energy cost/price hedging strategies for fixed- and capped-price products. Introduced electricity as an additional product. Marketed/sold natural gas and electricity to 100,000 customers in northeast and Mid-Atlantic area.

- Within two years, led company's rise to #1 natural gas marketer in the NY area.
- Transformed the company from a small start-up operation in Stamford CT, to a major operation in New York City employing in excess of 75 people with a variety of skill sets required to compete effectively in the newly emerging retail energy market.

General Manager Rates & Pricing/Marketing Services (1992-1998)

Following the start of energy deregulation, promoted to expand this department. Set gas rates for all utility customers, support utility expansion efforts, and create policies required to promote deregulated natural gas sales in the utility area.

- Created natural-gas choice program, widely recognized at the time as a model program in New York State. Presented to and approved by regulatory entities without modification.
- Spearheaded use of performance-based incentives for rate settlements; introduced first long-term (five-year) rate settlements in NY State.
- Outsourced entire utility gas supply service to a major national energy company, reducing operating expenses and eliminating gas supply pricing risk. **Netted \$30M in profits over a two-year period.**
- Designed, created and obtained regulatory approval for gas risk-management hedging program (the first approved in NY State). Managed complex mix of natural-gas and heating-oil futures and crude-oil options to lock in **\$50M of unanticipated profit.**

General Manager Customer Service (1990-92)

Managed 450-person in-home gas equipment and emergency service operation. Implemented first servicepersons' hand-held terminal system for real-time dispatching and work-reporting.

General Manager Gas Operations (1986-1990)

Managed gas systems control center, liquefied natural gas facility, substitute natural gas production facility, gas holder stations, city-gate stations, and high-pressure gas distribution network. Negotiated gas supply purchases. Implemented first supervisory control and data acquisition (SCADA) system.

Affiliations

National Energy Marketers Association (NEMA), Washington, DC (1998-Present)

- Chairman of Executive Committee (2006, 2007): first person ever re-elected to Chair
- Elected first Chairman Emeritus (2007) and re-elected every year since.

American Gas Association: Member for 10+ years (1981-1992)

Education

B.S. Civil Engineering, Polytechnic Institute of New York University, Brooklyn, NY

Kerry Breitbart

14 White Oak Lane

Weston, CT 06883

EXPERIENCE:

- Rohheart Energy Houston Texas 1981 to 1983

Brokered cargos of international crude oil with major oil companies and trading

Companies:

- Latina Trading inc. 1983 to 1985

Traded crude oil, domestic and foreign.

- Northville Industries inc. 1983 to 1986

Traded crude oil, domestic and foreign. Headed crude trading department for Northville. Developed unique trading strategy that allowed us to dominate the domestic trading industry. Created millions of dollars of profit over a short period of time.

- United Companies 1986 to 2005

Started as crude oil broker from 1986 to 1988.

Became VP of business development in 1988 Opened domestic crude division in Houston 1988. Opened futures division in 1988. Opened London office for crude and products 1988

Promoted to President. 1989.

Opened Singapore office for crude and products 1989.

Started first energy derivatives brokerage business in the world 1989. Opened natural gas options division 1990. Opened fuel oil derivatives desk 1992

Opened New Jersey office to broker petroleum feed stocks 1993

Made full partner 1994

Opened coal brokerage division 1998. Opened electricity desk 1998

Opened emissions credits brokerage division 2000

Noteworthy Achievements:

- Mr. Breitbart spent 20 years at the United Companies starting as an employee brokering crude oil and ending as President and CEO with 41% ownership.
- Mr. Breitbart, while at United for 20 years, was able to build the business from 4 divisions to 13.
- The national value of the energy products United brokered was in excess of 750 Billion dollars a year.
- United was the first broker of energy derivatives and did not have a competitor anywhere in the world for 2 years. When I sold the company in 2005 United was still the #1 broker of crude derivatives globally.

EDUCATION:

Carnegie-Mellon University

Pittsburgh, PA

Carey Turnbull

Carext1@mac.com

EXPERIENCE:

Amerex Energy, LLP
Founding Partner
Houston, TX
1979-2006

- Mr. Turnbull's career has been in financial services. He was a founding partner in 1979 of an energy derivative brokerage, Amerex (www.amerexenergy.com).
- Amerex's business model facilitated price discovery and rapid dissemination of price information and hence was instrumental in the creation of greater efficiency and price transparency in energy markets. He was instrumental in the development of Amerex's regulated futures business on the International Petroleum Exchange in London, a business regulated by the UK Financial Services Authority.
- Mr. Turnbull also helped found Amerex's Asian petroleum brokerage business, and was involved in the firm's development of natural gas and electricity derivative instruments businesses in Houston in the 1990's, where he played a key role in those industries adoption of on line trade execution.
- Mr. Turnbull has an extensive background in management of energy/electricity commodity price risk, and he has done consulting in that field to various professional clients.
- In October of 2006 the shareholders of Amerex in North America and in Europe concluded a sale of those businesses to a publicly traded firm, GFI (www.gfigroup.com) and to an unrelated management group. Mr. Turnbull presently retains an ownership interest in only the Asian Amerex businesses.

EDUCATION:

Goddard College

Plainville, VT
1973

Miscellaneous:

- Mr. Turnbull is also a founding shareholder and board member of Lisco, an internet service provider that serves residential and commercial customers in southeast Iowa, and he is a member of the Executive Committee of the Board of Trustees at Goddard College, from which he graduated in 1973.
- Mr. Turnbull has been happily married for 30 years and has 2 children, a 29 year old son and a 26 year old daughter. He has homes in New York, in St Thomas USVI, and in Maine. He is an enthusiastic cruising sailor in the family's classic wood sailboat, and is a member of Devon Yacht Club in Amagansett NY, of St Thomas Yacht Club in USVI, and of Bar Harbor Yacht Club in Maine. He is a US citizen.

Diversified business oriented entrepreneur. Experienced in setting up multiple start-up business in several industries which included integration and building of several systems. Consulted for multiple small energy business on multiple subjects ranging from licensing to risk management and energy procurement.

Recent highlights:

- Formed and started North American Power and managed all operations that led to revenue of over \$120M a year in the first two years of operation
- Successfully navigated the entry of North American Power into over 12 utilities within the eastern US.
- Played a key role in securing state licensing, ISO membership, and FERC market based rate authority for 2 start-up electric suppliers in the state of CT.
- Owns and manages one of CT largest licensed electric aggregators, EnergyChoice LLC, that has successfully enrolled over 30,000 customers with a deregulated electric supplier

Professional Experience & Highlights of Achievements

North American Power, Norwalk, CT 2009-Present

One of the fastest growing energy marketers in the nation in 2010

Chief Operating Officer

Recruited by the owners of North American Power after successfully consulting with them to form the company and secure the appropriate licensing. Started with North American Power as "Employee number 1" and has manages all aspects of operations leading the company into 13 markets with multiple power and REC products. North American Power is currently updating all systems, adding another commodity (Natural Gas), and expanding into three new states.

EnSatt Consulting LLC, New Haven , CT 2008-2009

Successful small consulting firm in the growing deregulated energy space

Managing Partner / Founder

Consulted several small electric suppliers in the state of CT on electric procurement policy which included the creation of their DA schedules for the NE-ISO. Managed and originated over 50 natural gas contracts for commercial customers in NY and CT.

EnergyChoice LLC, Hartford, CT 2008-Present

One of the state's largest licensed electric aggregator

President / Founder

Worked with several electric suppliers to offer fixed and variable rate products to over thousands of residential accounts and hundred of commercial accounts. Organized and structured a network of brokers that worked commission based and grew to over 150 brokers. Worked with outside IT vendors and built an online enrollment system that could track all brokers enrollments and allow for customers to enroll through online enrollment portals. EnergyChoice current operations have grown to include several door-to-door sales teams that operate in three states.

Discount Power Inc. Shelton, CT 2007-2008

Connecticut Electric Supplier

Director of Sales

Assisted the founders in securing financing to launch CT operations. Built a Business Plan for sales and a network of brokers. networked key individuals and/or businesses in the state to form strategic partnerships with the company.

Education

Bachelor's Degree in Real Estate and Urban Economics, School of Business, University of Connecticut, Storrs CT

Taff Tschamler

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tschamler@hotmail.com

Mobile: 781-439-1180

Profile

Energy Market Expertise. Deep understanding of markets, utility regulation and financial issues in the electricity industry. Primary areas of expertise include business planning & analytics, sales & marketing strategy, regulatory strategy and financial analysis. Excellent relationships with energy and retailers, electric utilities and investment community. Named America's leading retail energy/electric consultant by Restructuring Today.

Management and Business Acumen. Fifteen years of progressive consulting, business development and management experience in the energy/electric industry. Track record of selling projects via sole source and competitive bid. Rapid career progression due to work ethic, relentless client focus, strategic contribution and consistent execution of profitable engagements.

Results Oriented Leader. Accomplished manager of inter-disciplinary teams on diverse and challenging projects. Highly competent and experienced communicator with executives. Adept and experienced staff developer.

Experience

March 2011 -
Present

North American Power and Gas, LLC, Norwalk, CT.

Vice President of Business Development and Regulatory Affairs. Responsible for managing several strategic projects for the company while directing efforts to improve customer operations, supply management and financial performance. Also responsible for certain aspects of the company's regulatory affairs and policy development.

December 1996 -
March 2011

KEMA, Inc., Burlington, MA.

Director - Retail Energy Practice: Responsible for managing KEMA's retail energy/electric business, including strategic consulting and syndicated research services. Responsible for developing and delivering KEMA strategy engagements in the areas of competitive energy markets and smart grid. Selected projects over the past 5 years include:

- Direct all aspects of leading strategic advisory service to deregulated energy/electric markets. Responsible for overall management of business, including sales, customer relationships, staffing, financial performance and research agenda. Organizer and Chairman of KEMA's annual Executive Forum. (2001 - current)
 - Creator and director of performance benchmarking service for retail energy/electric suppliers. Service collects, calculates and reports profitability, operating cost and customer service metrics. (2005 - current)
 - For utility affiliate, developed strategy for retail energy/electric business, including development of a pro forma model, devised commercial strategy and presented to senior executives at parent company for approval. (2010)
 - For executives at Direct Energy, conducted market assessment of US smart energy business. Researched and assessed utility smart meter programs, state regulation and customer demand for home energy technology. (2010)
 - Architect and primary analyst of KEMA's First to Market study, a groundbreaking analysis of the smart energy market in Texas. Analysis assessed AMI-enabled offers, their value to customers and adoption rates. Created scenario-based market forecast for 9 smart energy offers. (2010)
-

- Provided due diligence support and advice to LMS Capital on its successful acquisition of National Energy Partners, a US submetering company. Effort included market sizing and margin analysis, regulatory risk assessment, collection of market intelligence and valuation opinion. (2010)
- For Wal-Mart, assessed opportunity to self supply in wholesale power markets, including development of options for contracting (2010).
- For a large Texas retailer, developed a market analysis and business plan for prepay electricity services, including product strategy and pro forma. (2009)
- Advisor to NRG on its acquisition of Reliant Energy. Provided advice on strategy, valuation, customer base dynamics and educated senior management and BoD on retail energy business (2009).
- For Integrys Energy Services, advised and consulted to Board of Directors on strategic analysis of retail energy business. (2009)
- For a C&I energy retailer, developed and facilitated sales training program for its 80 person direct and indirect sales staff. (2008)
- Sold and led a clean energy strategy engagement for a utility affiliate seeking to enter residential energy services. Client accepted recommendation and KEMA supported business launch. (2008)
- Provided estimate of fair market value of retailer for a large private equity firm. Conducted detailed financial modeling and comparables analysis. (2007 - 2008)
- Led development of strategic market assessment of clean energy business, including solar, green power, demand response and home service businesses. (2007)
- Conducted due diligence of NY retailer for a private equity firm. Guidance resulted in client forgoing investment and starting up own mass market business. Supported start up development and operations. (2007)
- Conducted market assessment and expansion strategy as part of due diligence of gas marketing firm. Analysis reviewed all US active mass markets. (2007)
- Sold and was lead analyst of a 1-month assessment of Northeast C&I natural gas markets for a leading power marketer. (2006)
- For MidAmerican Energy, sold and was lead analyst on a 3-month project to evaluate and enter the PJM East retail power market. (2006)
- For Direct Energy, developed a business plan for expanding into new markets for retail electricity. (2005)
- For Shell Energy Services, conducted 2-month assessment of opportunities and entry requirements/risks in the Texas retail power market. (2005)
- For private equity firm, conducted due diligence on client's potential investment in New York marketing firm. (2005)
- Sold, developed and managed a 4-month project to evaluate and enter large commercial and industrial markets for top 5 marketer. (2004)

July 1995 -
December 1996

Decision Analysis Corporation of Virginia, Vienna, Virginia.
Associate. Lead analyst on project to assess impacts of California restructuring.

September 1994 -
May 1995

The College of William and Mary, Williamsburg, Virginia.
Teaching Assistant. Taught undergraduate students quantitative economics.

Summer 1994

ICF Consulting, Fairfax, Virginia.

Analyst. Conducted econometric analysis of energy and housing sectors.

Education

Master of Public Policy (1995), **The College of William and Mary, The Thomas Jefferson Program in Public Policy**, Williamsburg, Virginia.

Bachelor in Economics with Distinction (1993), **University of Maine**, Orono, Maine.

Career Highlights

- Went from executive assistant to sales manager and VP of Marketing for 2 projects in the Caribbean worth over \$300,000,000 while at Legacy International Group before the age of 24.
- Created North American Power brand and sales channels that propelled company from start up to one of the fastest growing companies in the United States
- Created North American Power's Mission to Millions program which has the goal of donating \$1,000,000+/month to the non-profit partners of the program. Was able to successfully enroll over 20 non-profits within a matter of weeks to start the program.
- Helped to create North American Power's revolutionary customer referral program that empowers individuals to help themselves and help others through the products that North American Power sells and through its Mission to Millions program.

Professional History

North American Power | Chief Marketing Officer

October 2009 - Present

- Created brand and sales channels from inception of business
- Helped drive customer acquisition from 0 to 100,000 customers in the first 12 months, which allowed for trailing 12 month revenue of over \$100,000,000 after just 18 months in business.
- Created and came up with the idea for North America Power's Mission to Millions program and found and enrolled over 20 major national non-profits in the program.
- Helped to create North American Power's customer referral program which accounts for a large percentage of the companies growth over the past 6 months and stands to change the way businesses look at what a customer referral program can be.
- Helped develop North American Power's American Wind product. American Wind is a Green-E Certified consumer oriented REC product that empowers individuals and businesses to go green but also potentially make part time or full time income by getting others to do the same.

Connecticut Realty Trust, LLC | Principal, Fairfield, CT

August 2009 – January 2010

- Helped to organize creation of company and team while still living in the Dominican Republic
- Managed leasing strategies for single and multi-family investments
- Helped analyze potential investments

Legacy International Group | VP of Sales and Marketing | Westport, CT and Santo Domingo, Dominican Republic

January 2008 – August 2009

- Started as assistant to the President of the company working in CT
- Relocated to the Dominican Republic to manage the sales of a \$200,000,000 luxury development called Terrazas de Coson
- Worked as Sales Manager for a luxury high rise development called Las Arenas
- Managed sales team of 4 individuals for Terrazas de Coson and 5 individuals for Las Arenas even at one point when the projects were overlapping.
- Helped to create the marketing strategy for Terrazas de Coson and Las Arenas including all website design and develop.

ICAP | Emissions and REC Broker Trainee | Houston, TX

June 2006 – August 2006

- Managed all OTC pricing on a 5 person emissions brokerage desk.
- Products included, NOX, SO2, and Voluntary and Mandatory REC's.

Education

MIAMI UNIVERSITY, Oxford, OH - 2007

Bachelors of Arts in Economics with a focus on Entrepreneurship

MICHAEL D'ANGELO

One Marshall Street
Norwalk, CT 06854

203-663-9736

mdangelo@NAPOWER.com

GENERAL COUNSEL

Accomplished attorney with a uniquely effective combination of business expertise and legal practice in public and private sectors. Proven results in regulatory compliance; transformed faltering programs and built new programs from the ground up. Known as a proactive, energetic team leader who thrives on challenges and excels in intense environments.

Highlights

- Key contributor to team that generated over \$800 million in revenues; directed regulatory compliance programs that aligned business and revenue goals with legal requirements.
- Exceptional understanding of complex business and legal issues facing companies in today's challenging economic environment, based on in-depth corporate, legal and compliance experience.
- Recognized for creating effective compliance cultures and reducing regulatory risk in diverse organizations across a range of products and services. Over 4 years of direct electric wholesale and retail experience.

CORE COMPETENCIES

Regulatory Compliance • Business Operations • Policy Development
• Strategic Planning
Energy Law • Telecommunications Law • Environmental Law •
Administrative Law
Business Development • Client Relations • Consulting • Risk
Management
Presentations • Team Leadership • Personnel Management •
Process Improvement

EXPERIENCE

General Counsel • North American Power and Gas LLC • Norwalk, CT •
2011-Present

General Counsel to growing energy company selling electricity in the deregulated retail environment.

Supervise all legal, regulatory and compliance issues for the entire company. Ensure full compliance with all federal, state, and local laws and regulations. Ensure continued corporate growth while remaining fully compliant. Work directly with electric system operations including, NY-ISO, New England-ISO and PJM.

Adjunct Law School Professor • New York Law School • NY, NY •
2011-Present

Energy Law and Regulation.

Adjunct Law School Professor teaching JD and LLM students Energy Law and Regulation issues and on all aspects of legal issues surrounding the energy industry.

President & Chief Executive Officer • BMDC, LLC • Leonia, NJ •
2009-2011

MICHAEL D'ANGELO

(Experience, continued)

Boutique practice offering energy consulting services to a diverse range of clients.

Strengthen financial standing for conglomerate group of clients by identifying business opportunities, evaluating legal and other risks, and addressing areas of concern. Consult on energy issues and create applicable policies, practices, and procedures. Focus on electric industry and consult directly on electric system operations in numerous states.

Director, Regulatory Affairs • Intelligent-Infinite Energy • Fort Lee, NJ • 2004-2009

Provider of wholesale and retail energy products for customers in five states. Leadership role directing federal and state regulatory compliance for all locations. Deployed program that addressed essential aspects of compliance for company and vendors, from filing reports to obtaining proper licensure. Served as liaison between 20 utilities on regulatory matters.

- Played essential role in generating \$800 million in revenues; developed sophisticated regulatory compliance program that maximized revenue opportunities.
- Advanced legislative policies supporting business objectives by appearing before regulatory bodies and writing convincing position statements.

General Counsel • Total Gas & Electric, Inc. • Matawan, NJ • 2001-2004

Retail energy marketer dedicated to providing energy choices to consumers.

Key contributor to team that rescued company from the brink of failure and positioned it for a multimillion-dollar sale. Directed all legal, compliance, regulatory, legislative, human resources, and utility relations matters. Contributed to business planning and strategies. Captured significant savings by identifying inefficiencies and deploying improved best practices.

- Acquired 30,000+ new customers and increased profits through team effort that aggressively pursued and obtained favorable industrial and regulatory changes.
- Facilitated seamless transition of corporate headquarters from Florida to New Jersey.
- Direct involvement with all aspects of operations and electric system operations including NY-ISO and PJM.

Director, Regulatory Affairs • XO Communications • Paramus, NJ • 1999-2001

One of the nation's largest companies offering business communications technology and solutions.

Led regulatory policies in 23 states, including New York, New Jersey, and Massachusetts. Represented company before regulatory, administrative, and judicial bodies. Apprised senior management on bringing business plans into compliance with local, state, and federal laws.

- Generated millions in income by maximizing business opportunities while reducing costs.
- Protected corporate assets by facilitating legal representation in 40+ state proceedings.

MICHAEL D'ANGELO

(Experience continued)

Deputy Director & Administrative Law Judge
New York City Department of Finance, Fraud Division • Brooklyn, NY •
1995-1999

Instrumental role building Fraud Unit from the ground up, establishing organizational structure, functions, powers, and procedures. Presided over administrative hearings, commercial adjudications, and appeals.

- Spearheaded plan that identified multimillion-dollar fraud schemes and operational errors.
- Quadrupled revenues and protected the public interest by improving practices aimed at the discovery, investigation, prosecution, and tracking of fraud.

PREVIOUS EXPERIENCE

Extensive experience honing regulatory skills in roles such as Deputy Commissioner and Administrative Law Judge before joining the New York City Department of Finance.

- Lead counsel on electric cable placements, natural gas pipelines, and energy pricing matters.
- Improved hazardous materials adjudication process for the New York City Department of Environmental Protection; increased enforcement and tripled revenues from penalties.

EDUCATION

Juris Doctor, New York Law School • Bachelor of Arts, University of Arizona

BAR MEMBERSHIPS

New York State Bar • New Jersey State Bar

Exhibit 18. Staffing and Company Overview

- (a) Applicant, North American Power and Gas, LLC (“NAPG”) is a partnership owned by CEO Carey Turnbull and Kerry Breitbart. NAPG has no parent companies or affiliates.
- (b) Applicant has a total of 50 staff

NAPG is an energy company founded to help homeowners and businesses take full advantage of deregulated electric and natural gas rates. Electricity and natural gas industry veterans lead our team with complementary experience at the very highest levels. North American Power places community at the center of its mission, helping consumers make smarter energy choices, giving back to local non-profits through an innovative Perpetual Funding program and creating sustainable income opportunities for its growing sales force. Plus, the NAP Green™ program offers eco-conscious consumers a variety of choices that positively impact the environment. Since launching in March of 2010, North American Power and Gas is licensed, certified, registered or otherwise authorized to provide retail or wholesale electric supply services in seven electricity markets; Connecticut, Ohio, Illinois, Pennsylvania, Maryland, New Jersey and New York. Applicant is further certified to provide retail natural gas services in New York, Ohio, Rhode Island, Maine and New Jersey.

Exhibit 18 con't: North American Power & Gas – Business Plans for Pennsylvania

Since launching in March of 2010, North American Power & Gas has entered seven electricity markets; Connecticut, Illinois, Texas, Pennsylvania, Maryland, New Jersey and New York. NAPG also is a licensed natural gas supplier in New Jersey, Ohio, Rhode Island and Maine.

North American Power utilizes two main ways to contract with customers, phone enrollment and online enrollment. For both methods, customers are mailed our Terms of Service and are given a right of rescission if they do not wish to abide by these terms.

When customers enroll with North American Power, they continue to have their natural gas delivered to them via their utility delivery company, who also services the physical infrastructure and responds to any emergencies.

Consolidated billing statements are provided to the customer through the utility company. North American Power establishes how much the customer owes for that month based on their rate and usage. They then send that amount to the utility company who includes North American Power's charges on their utility consolidated bill to the customer.

For customer inquiries, North American Power has a toll-free customer service number (888.313.9086) that customers can call Monday-Friday, 9am-5pm EST to have questions regarding their North American Power service answered. Additionally, North American Power has a fully staffed compliance department that specializes in responding to complaints and will fully comply with any and all Commission rules. Furthermore, North American Power has a General Counsel who also helps to ensure full legal and regulatory compliance in each competitive jurisdiction.

CERTIFICATE OF SERVICE

Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, on this the 22nd day of February, 2013, I certify that a true and correct copy of North American Power and Gas' application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Generation Supplier and all attachments have been served upon the following parties:

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

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

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

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

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

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

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

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

Peoples TWP
Andrew Wachter
375 North Shore Drive, Suite 600
Pittsburgh, PA 15212

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


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

Equitable Gas Company
Jerald Moody
225 North Shore Drive
Pittsburgh, PA 15212-5352

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

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

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



Seth Hopson, Esq.
Counsel for North American
Power & Gas, LLC