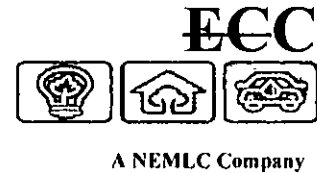


Energy Choice Consulting

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



May 10, 2013



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

Re: *In the Matter of the Application of Diversegy, LLC for certification as an Electricity Broker/Marketer in the Commonwealth of Pennsylvania.*

Dear Madam Secretary,

Our firm, Energy Choice Consulting, has been retained by the above captioned Applicant, Diversegy, LLC (hereafter "Diversegy" or "Applicant") to assist them with regulatory matters in various jurisdictions.

Pursuant to 52 Pa. Code §§ 54.31 – 54.43, Diversegy herein submits the attached application for licensure as an Electricity Broker/Marketer in the Commonwealth of Pennsylvania. To be clear, at no time will Applicant be taking title to electric energy and will only act as an intermediary in the purchase and sale of electricity.

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

Please note that in accordance with 52 Pa. Code § 54.32, certain exhibits attached hereto contain questions that require Applicant to disclose proprietary and confidential business 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.

Diversegy gladly provides this information to the Commission but asks that it be granted protection from public disclosure due to the confidential nature of such documents and respectfully requests that Commission Staff treat any documents marked confidential in a manner consistent with applicable law. Moreover, a redacted public copy is submitted herewith.

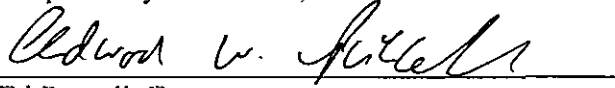
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Should you have any questions or concerns regarding this EGS application, or require any additional documentation or information, please do not hesitate to contact this office at your convenience.

Respectfully Submitted,

A handwritten signature in cursive script, appearing to read "Ed Purcell", is written over a horizontal line.

Ed Purcell, Esq.
Energy Choice Consulting
1049 Shore Road
Suite A
Linwood, NJ 08221
Attorney for Diversegy, LLC

Encl: \$350 Application Fee
EGS Application of Diversegy, LLC
Petition for protective order of proprietary business information

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Diversegy LLC, d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) Broker/Marketer to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

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

Diversegy LLC
2720 N. Stemmons Freeway
Suite 900
Dallas Texas 75207
www.diversegy.com
(214) 509-6255

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

Northwest Registered Agents Inc.
1150 First Ave. Suite 511
King of Prussia, PA 19406
T: 509-768-2249
F: 323-544-4790

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

Sean P. Morrissey, Regulatory Consultant
1049 Shore Road
Suite A
Linwood, NJ 08221
Telephone- (609) 365-7072
Fax- (609) 365-2437
smorrissey@energychoiceconsulting.com

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

Edward Purcell Esq.
Energy Choice Consulting
1049 Shore Rd, Suite A
Linwood, NJ 08221
Telephone- (609) 365-7072
Fax- (609) 365-2437

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

Cesar Garcia, President
2720 N. Stemmons Fwy
Suite 900
Dallas, TX 75207
T: 214-509-6255
F: n/a
E: cesar.garcia@diversegy.com

Alex Rodriguez, CEO
2720 N. Stemmons Fwy
Suite 900
Dallas, TX 75207
T: 214-509-6255
F: n/a
E: alex.rodriguez@diversegy.com

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2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

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

or

The Applicant will not be using a fictitious name.

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

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

The Applicant is a sole proprietor.

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

or

The Applicant is a:

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

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

or

The Applicant is a:

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

See Exhibit 2B

3. AFFILIATES AND PREDECESSORS

(both in state and out of state)

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

Applicant has no such affiliates.

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

Applicant has no such predecessors.

4. OPERATIONS

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

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

OR

- The Applicant is not presently doing business in Pennsylvania.

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

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

Definitions

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

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

Applicant is an energy broker, it does not take title to electricity. Diversegy LLC's mission is to assist residential, commercial, and industrial end use customers effectively manage their energy costs through effective purchasing strategies.

Applicant proposes to serve the entire Commonwealth as a Broker and will not be taking title to electric energy.

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

Applicant will act as an energy broker, will not take title to electricity, and will serve the entire Commonwealth.

Applicant will operate in the territories of PECO, Allegheny Power, Duquesne Light, PPL, Penn Power, Citizens' Electric, Wellsboro Electric, Pike County Power & Light.

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

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

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

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

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

- Yes
- No

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

- Yes
- No

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

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

Upon Commission approval and licensure, on or about July 1, 2013

5. COMPLIANCE

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

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

No such proceedings have taken place.

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

N/A

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

Applicant has no actions or complaints to list.

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

N/A

6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

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

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

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

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

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

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

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

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

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

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

Met-Ed, Penelec, and Penn Power:
Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

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

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

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

7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...

Furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000. See Exhibit 7A

- Furnishing the **original** (along with copies) of another initial security for Commission approval, to ensure financial responsibility.

- Filing for a modification to the \$250,000 requirement and furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.

- *At the conclusion of Applicant's first year of operation it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on an annual basis.*
- *Example version of a bond and letter of credit are attached at Appendix D & E, Applicant's security must follow language from these examples.*
- *Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.*

- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

See Exhibit 7B

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

Cesar Garcia
President, CFO
2720 N. Stemmons Freeway, Suite 900
Dallas, Texas 75207

Telephone- (214) 509-6255
Fax- (214) 637-2784
caesargarcia@diversegy.com

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

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

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

8. TECHNICAL FITNESS:

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

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

See Exhibit 8A

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

See Exhibit 8B

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

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

9. DISCLOSURE STATEMENT:

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

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

Not applicable for an applicant applying for a license exclusively as a broker/marketer.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

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

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

(Select only one of the following)

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

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

- AGREED

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

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



AGREED

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



AGREED

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



ACKNOWLEDGED

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



AGREED

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

AGREED

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

AGREED

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

AGREED

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

AGREED

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

PAYMENT ENCLOSED

11. AFFIDAVITS

- a.) **APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.
- b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

12. NEWSPAPER PUBLICATIONS

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

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

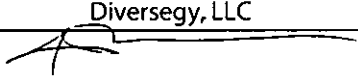
Please file with the Commission the Certification of Publication, along with a photostatic copy of the notice to complete the notice requirements.

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

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

(Example Publication is provided at Appendix H)

13. SIGNATURE

Applicant: Diversegy, LLC
 By: 
 Title: Cesar Garcia, CEO

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 SECRETARY'S BUREAU

14. CHECKLIST

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

Applicant: Diversegy, LLC

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

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of Texas :

: ss.

County of Dallas :

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

[He/she is the CFO (Office of Affiant) of Diversegy (Name of Applicant);]

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

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

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

That the Applicant herein Diversegy 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 Diversegy 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.

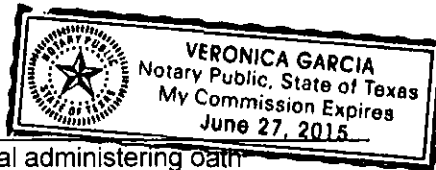
[Handwritten Signature]

Signature of Affiant

Sworn and subscribed before me this 14 day of FEB, 2013.

[Handwritten Signature]

Signature of official administering oath



My commission expires June 27, 2015

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Appendix B
OPERATIONS AFFIDAVIT

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SECRETARY'S BUREAU

[Commonwealth/State] of Texas :

ss.

County of Dallas :

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

[He/she is the CFO (Office of Affiant) of Diversegy (Name of Applicant);]

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

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

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

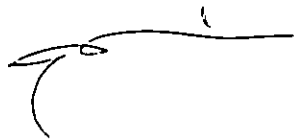
As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing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

Appendix B (Continued)

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

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

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



Signature of Affiant

Sworn and subscribed before me this 14 day of FEB, 2013.



Signature of official administering oath

My commission expires June 27, 2015.

Exhibit 2(b).

- 15 Pa. C.S. §8981. Proof of compliance with the Department of State filing requirements.
- Copy of Applicant's charter documentation from the State of Texas

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

Diversegy, LLC

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 4163863

RECEIVED
2013 MAY 20 AM 10: 52
PA.P.U.C.
SECRETARY'S BUREAU

DIVERSEGY LLC
2720 N STEMMONS FRW STE 900 S TOWER, % Cesar Garcia
Dallas, TX 75207

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration - Foreign

(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)
 Registered Limited Liability Limited Partnership (§ 8211)
 Limited Partnership (§ 8582)
 Limited Liability Company (§ 8981)

Name Diversegy, LLC c/o Cesar Garcia		
Address 2720 N. Stemmons Fwy, Suite 900, 9th Fl.,		
City Dallas	State TX	Zip Code 75207

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



Commonwealth of Pennsylvania
APPLICATION FOR REGISTRATION 4 Page(s)

Fee: \$250



T1303843002

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name of the limited liability company/limited liability partnership/limited partnership in the jurisdiction in which it is formed:

Diversegy, LLC

2. The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

Diversegy, LLC

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:

Jurisdiction: TX Date of Formation: 12/27/10

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street City State Zip County

(b) Name of Commercial Registered Office Provider County
Northwest Registered Agents, Inc. Montgomery

PA DEPT. OF STATE

FEB 4 2013

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

2720 N. Stemmons Fwy, Suite 900, 9th Fl. Dallas TX 75207
Number and street City State Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

Number and street City State Zip

6. For Restricted Professional Limited Liability Company Only. Strike out if inapplicable: The company is a restricted professional company organized to render the following professional service(s):

XX

Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8

7. The name and business address of each general partner.

Name Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

Number and street City State Zip County

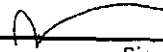
The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

30th day of January, 2013.

Diversegy, LLC

Name of Partnership/Company


Signature

Chief Financial Officer

Title

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



John Steen
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Diversegy, LLC (file number 801361512), a Domestic Limited Liability Company (LLC), was filed in this office on December 27, 2010.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on March 11, 2013.



A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

Exhibit 8(a)

Technical Fitness.

Applicant, Diversegy LLC was duly formed under the laws of the State of Texas in 2010. Since that time, Applicant has engaged in the business of an energy broker in the deregulated electricity market assisting end-use customers effectively manage their energy bills. Applicant is currently licensed and doing business in the State of Illinois, DC, Maryland and Ohio, and is actively seeking licensure in New Jersey with an anticipated approval date of May 28, 2013. At no time will Applicant be taking title to electric energy and will only act as Broker in the Commonwealth upon licensure.

Applicant intends to offer service in all areas of Pennsylvania as an electricity Broker and will not be supplying or taking title to any commodity. Diversegy's mission is to assist residential, commercial and industrial end-use consumers effectively manage their energy costs through effective purchasing strategies.

Since Applicant does not take title to electric energy, it is not required to have active membership in any regional reliability councils, ISO's or RTO's.

Please see attached proof of licensure in the State of Illinois, DC, MD and Ohio.

Enclosed please also find narratives outlining key operating personnel's experience in the deregulated energy market.

RECEIVED
2013 MAY 20 AM 10:53
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SECRETARY'S BUREAU

W. KEVIN HUGHES
CHAIRMAN

HAROLD D. WILLIAMS
LAWRENCE BRENNER
KELLY SPEAKES-BACKMAN

PUBLIC SERVICE COMMISSION

#2, 5/8/13 AM; ML#s 146269 and 146971
License Reference No.: IR-2986

May 8, 2013

Sean P. Morrissey, Esq.
NEMLC, LLC
199 New Road
Suite 61-187
Linwood, NJ 08221

Dear Mr. Morrissey:

On March 26, 2013, Diversegy, LLC ("Company") filed an Application for a license to supply electricity or electric generation services in Maryland under COMAR 20.51. The Company proposes to provide electricity supplier services in Maryland for residential, commercial and industrial customers as described in the application. Additional information was filed on April 29, 2013.

After considering this matter at the May 8, 2013 Administrative Meeting, the Commission granted the Company a license to supply electricity or electric generation services in Maryland in accordance with its Application (License Reference Number IR-2986). The license granted by the Commission under this Letter Order is limited solely to electricity supplier broker services to residential, commercial, and industrial customers. Additionally, the Company is directed to file marketing and training materials specific to its Maryland operations for Commission and Office of People's Counsel review when materials become available.

Finally, the Company is reminded that it is under a continuing obligation to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license. A copy of the supplemental or updated information is required to be filed concurrently with the Office of People's Counsel.

By Direction of the Commission,

/s/ David J. Collins

David J. Collins
Executive Secretary

DJC/st
cc: Phil Vanderheyden, Electricity Division

WILLIAM DONALD SCHAEFER TOWER • 6 ST. PAUL STREET • BALTIMORE, MARYLAND 21202-6806

410-767-8000

Toll Free: 1-800-492-0474

FAX: 410-333-6495

MDRS: 1-800-735-2258 (TTY/Voice)

Website: www.psc.state.md.us

PUBLIC SERVICE COMMISSION OF THE DISTRICT OF COLUMBIA
1333 H STREET N.W., 2ND FLOOR, WEST TOWER
WASHINGTON, D.C. 20005

ORDER

April 17, 2013

FORMAL CASE NO. EA 2013-06, IN THE MATTER OF THE APPLICATION
OF DIVERSEGY, LLC FOR AN ELECTRICITY LICENSE, Order No. 17118

1. By this Order, the Public Service Commission of the District of Columbia ("Commission") grants a license to Diversegy, LLC ("Diversegy" or "Applicant") to function as an electricity supplier in the District of Columbia.¹ Specifically, Diversegy intends to operate as a broker of electricity for residential, commercial and industrial customers in the District of Columbia, pursuant to Section 34-1505 of the "Retail Electric Competition and Consumer Protection Act of 1999 ("Act")."²

2. On March 18, 2013, Diversegy filed its license application.³ Pursuant to the Commission's licensing requirements as set forth in Order No. 11796,⁴ Diversegy has provided the following information:

- a) Proof of technical and managerial competence;
- b) An affidavit of compliance with applicable Federal and District of Columbia environmental laws and regulations dated February 14, 2013;
- c) Proof of financial integrity to include financial statements;
- d) Proof that Diversegy has registered with the Department of Consumer and Regulatory Affairs to do business in the District of Columbia;
- e) An affidavit stating that Diversegy is subject to all applicable taxes;
- f) An affidavit dated February 14, 2013, stating that Diversegy will comply with all the requirements of all orders and regulations of the Commission; and

¹ D.C. Official Code § 34-1501(17) (2010 Repl.) defines, in part, an electricity supplier as "a person, including an aggregator, broker, or marketer, who generates electricity; sells electricity; or purchases, brokers, arranges or markets electricity for sale to customers."

² D.C. Official Code § 34-1505; see generally §§ 34-1501-1520.

³ *Formal Case No. EA 2013-06, In the Matter of the Application of Diversegy, LLC for an Electricity License*. Application of Diversegy, LLC filed March 18, 2013. Diversegy, LLC filed supplemental information regarding its application on April 3, 2013.

⁴ *Formal Case No. 945, In the Matter of the Investigation into Electric Service Market Competition and Regulatory Practices*, Order No. 11796 at Attachment C, rel. September 20, 2000.

g) Applicant's website address: <http://www.diversegy.com>.

3. After a complete review of the application, the Commission finds that granting the application of Diversegy, LLC will serve the public interest. The information contained in its application demonstrates that the Applicant has the ability and the financial integrity to serve electricity customers in the District of Columbia.

THEREFORE, IT IS ORDERED THAT:

4. The application of Diversegy, LLC for a license to conduct business in the District of Columbia as an electricity supplier is hereby **GRANTED**.

A TRUE COPY:

BY DIRECTION OF THE COMMISSION:



CHIEF CLERK:

**BRINDA WESTBROOK-SEDGWICK
COMMISSION SECRETARY**

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

Diversegy, LLC	:	
	:	
Application for Licensure of	:	
Agents, Brokers and Consultants	:	12-0581
under Section 16-115C of the	:	
Public Utilities Act.	:	

ORDER

By the Commission:

I. INTRODUCTION

On October 26, 2012, Diversegy, LLC ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting a certificate of service authority to operate as an agent, broker, or consultant ("ABC") in Illinois pursuant to Section 16-115C of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 454, "Licensure of Retail Electric Agents, Brokers and Consultants" ("Part 454"). Applicant requests authority to offer services as an ABC for the procurement or sale of retail electricity supply for third parties in the State of Illinois.

II. REQUIREMENTS FOR ALL APPLICANTS UNDER SECTION 16-115C OF THE ACT

Applicant is a business organized under the laws of Texas and licensed to transact business in Illinois. Applicant has certified that it will comply with all applicable regulations; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-115C of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ABC. Applicant has agreed to ensure that any person who acts on its behalf will comply with all applicable sections of Part 454. Applicant agrees that it will remain in compliance with the provisions of the Act and Part 454, and will ensure that authorizations received from customers, and all other applicable records are retained for a period of not less than three calendar years after the calendar year in which they were created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data. Applicant reports that it is currently seeking licensure in the District of Columbia, Illinois, Maryland, New Jersey, Ohio, and Pennsylvania. Applicant states that it has not had any complaints filed against it for its provision of any services in the electric or gas industry in Illinois or any other jurisdiction.

III. FINANCIAL, TECHNICAL, AND MANAGERIAL REQUIREMENTS OF SECTION 16-115C

Applicant is required by Section 454.60 to demonstrate that it meets the managerial qualifications necessary to provide services as an ABC. Applicant must further provide an organizational chart that indicates the position of persons which satisfy the managerial qualification. Applicant has demonstrated that it meets the managerial qualifications set forth in Section 454.60 through Attachment 9. Attachment 9 contains a corporate organizational chart and identifies the occupational background information of the person being used to meet the requirements of Section 454.60(a).

Applicant is required by Section 454.70 to demonstrate that it meets the technical qualifications necessary to provide services as an ABC. Applicant has demonstrated that it meets the technical qualifications set forth in Section 454.70 with the information provided in Attachment 10. Attachment 10 contains occupational background information on the persons being used to meet the requirements of Section 454.70(a).

Pursuant to the requirements of Section 454.80 of Part 454, Applicant provided a surety bond in the amount of \$5,000 issued by a qualifying surety authorized to transact business in Illinois. Applicant further agrees to comply with the Code of Conduct for ABCs contained in Section 454.90.

IV. COMMISSION CONCLUSION AND CERTIFICATE OF SERVICE AUTHORITY

The Commission has reviewed the application and attachments provided by Applicant regarding the technical, managerial, and financial requirements and all other requirements of the Act and Part 454 and finds that the Applicant sufficiently demonstrates compliance with the requirements. The Commission concludes, therefore, that Applicant's request for a certificate of service authority to operate as an ABC in Illinois should be granted and should include the following authority:

CERTIFICATE OF SERVICE AUTHORITY

IT IS CERTIFIED that Diversegy, LLC is granted service authority to operate as an agent, broker, or consultant for the procurement or sale of retail electricity supply for third parties in the State of Illinois.

V. FINDINGS AND ORDERING PARAGRAPHS

The Commission, having reviewed the entire record, is of the opinion and finds that:

- (1) Applicant, a business organized under the laws of Texas, seeks a certificate of service authority to operate as an ABC under Section 16-115C of the Act;

- (2) the Commission has jurisdiction over the party hereto and the subject matter hereof;
- (3) the recitals of fact and conclusions reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact;
- (4) Applicant has demonstrated that it possesses sufficient financial, managerial, and technical resources and abilities to provide services as an ABC for the procurement or sale of retail electricity supply to third parties in the State of Illinois;
- (5) Applicant has complied with Section 16-115C of the Act and Part 454; and
- (6) Applicant should be granted a certificate of service authority to operate as an ABC as specified in this Order.

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that Diversegy, LLC is hereby granted a Certificate of Service Authority authorizing it to operate as an agent, broker, or consultant; said Certificate of Service Authority shall read as that set forth in Section IV of this Order.

IT IS FURTHER ORDERED that Diversegy, LLC shall comply with all applicable Commission rules and orders now and as hereafter amended.

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Public Utilities Act and 83 Ill. Adm. Code 200.880, this Order is final; it is not subject to the Administrative Review Law.

By order of the Commission this 28th day of November, 2012.

(SIGNED) DOUGLAS P. SCOTT

Chairman

FILE

The Public Utilities Commission of Ohio

Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate

Issued pursuant to Case Number(s):

12-2880-GA-AGG

Is

Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate Number:

12-279G(1)

Granted to:

Diversegy, LLC

Whose office or principal place of business is located at:

2720 N. Stemmons Fwy., Suite 900, Dallas, TX 75207

And is hereby certified to provide:

Retail Natural Gas Aggregator/Broker Services

within the state of Ohio, for a two-year period.

Certification Effective:

November 30, 2012 Through November 30, 2014

The certification of Ohio competitive retail natural gas aggregators/brokers is governed by Chapter 4901:1-27 of the Ohio Administrative Code and section 4929.20 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) as well as those under law, are not met.

Certified entity is subject to all rules and regulations of the commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio

Dated: **December 3, 2012**

By Order of ,
The Public Utilities Commission of Ohio



Barcy F. McNeal, Secretary
Betty McCauley, Acting Secretary
Tanowa M. Troupe, Acting Secretary

Form No. CRNGS/AGG/B-06

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
Technician Date Processed 12/3/12

Alex Rodriguez | Chief Executive Officer - Mr. Alex Rodriguez is CEO of Diversegy, where he is charged with implementing and realizing the firm's vision and goal of representing the client in the energy procurement process across North America and, secondly, to use deregulation to create a more stable energy future for generations to come. Prior to founding Diversegy, Mr. Rodriguez has most recently served as Chairman of North American Utility Partners, LLC, NAUP Capital and NAUP Management Services (Collectively referred to as "NAUP") a Dallas-based venture development firm with holdings across the energy supply chain, including a licensed Retail Electric Provider and an energy software services provider. Prior to founding NAUP, Mr. Rodriguez Co-Founded the Dallas based retail energy firm, Stream Gas & Electric, Ltd. (Stream Energy). Serving as Managing Director over the firm's entire energy operations; including retail, wholesale, product development, infrastructure, information technology and business development departments. Mr. Rodriguez's leadership and experience shaped Stream Energy into one of the fastest growing energy start-up entities in US history, surpassing the \$850 Million revenue mark in only its fourth year of operations and receiving several industry awards and recognition in the process. During his tenure at Stream Energy, the firm's growth encompassed over 400,000 customer enrollments for deregulated energy service.

Prior to founding Stream Energy, Mr. Rodriguez served as Vice President of Marketing for Utility Choice Electric, a deregulated utility serving the large commercial and industrial energy consumer segment. During his tenure, the firm was effective at serving the energy needs of thousands of customers in the Retail, Industrial, REIT, Asset Management, Manufacturing and Healthcare industries. Since 2001 Rodriguez has Co-Founded two smaller Energy Brokerage firms, responsible for over \$600M in electricity and/or natural gas contracts for commercial customers .

Steven Boss | Executive Vice President & General Counsel -Mr. Steven Boss, Executive Vice President & General Counsel, joined Diversegy in early 2011. A proven energy veteran, Mr. Boss has extensive experience in major transactional contracts and the federal and state regulation of the natural gas and electric industries. His influence on the energy industry preceding and subsequent to the implementation of the Natural Gas Policy Act of 1978 and the deregulation of the industry in the mid 1980's has earned him wide recognition as a pioneer for deregulation.

Mr. Boss Graduated from the University of Texas with a B.S. in Aerospace Engineering before earning his J.D. in Law from the University of Southern California. In 1984, Mr. Boss started Sunrise Energy Company, a natural gas marketing and pipeline company, from ground zero and built it within 8 years to a company with over 100 employees, generating over \$230 million in annual revenues, serving over 1500 commercial, industrial and utility natural gas customers in 35 states. In 1990 he took the company public where it was listed on the London Stock Exchange and the American Stock Exchange. The customer base included very large and well known publicly traded and privately held commercial and industrial consumers, municipalities and large public school systems, such as the City of Long Beach, CA.

In 1994, Mr. Boss joined Natural Gas Transmission Services, a natural gas marketing and trading company, as its President and then Chief Executive Officer and took the company from start-up to being selected by *Inc. Magazine* as the third fastest growing private company in the nation in 1997. At the end of 1997 NGTS had annual revenues in excess of \$200 million.

Before joining Diversegy, Mr. Steven Boss served as Chief Executive and Legal Officer for Commerce Energy Group Inc, the nation's largest publicly traded, non-affiliated, retail provider, serving electricity and natural gas to customers across ten deregulated markets in the United States. Mr. Boss is a member of the State Bar of California and the American Bar Association. He has served on the Advisory Board for the Institute of Energy Law and the Advisory Board for the University of Texas at Austin, Cockrell School of Engineering. He is currently serving on the Chancellor's Council of the University of Texas.

Cesar Garcia: Chief Financial Officer - Mr. Cesar Garcia is an entrepreneur with several successful business ventures to his credit. Beginning in 2001, Mr. Cesar Garcia was a seed investor and active in management in one of the first deregulated energy marketing firms Texas which sold 75MW of electric power in its first year of operations. Mr. Garcia has oversight that includes supplier liaison responsibilities, accounting and business intelligence reporting across all of Diversegy's departments.

Sam Khavari: Vice President, Strategy & Planning - Mr. Sam Khavari began his career with Dallas-based startup firm, Stream Gas & Electric, Ltd. ("Stream Energy"), a retail electric provider. Stream Energy was arguably one of the fastest growing start-up entities in U.S. history, reaching \$850 million in revenue in its fourth year of operations. At Stream Mr. Khavari was involved with operations, information technology and business process improvements. Among Mr. Khavari's other accomplishments at Stream Energy was his founding of the firm's energy efficiency/conservation program, Watt Zone, which was recognized as a finalist for the 2009 Energy Efficiency Program of the Year as part of the Platts Global Energy Awards.

Johnny Webb: Vice President, Marketing & Creativity - Mr. Webb is a twenty year veteran of the world of networking and sales/marketing. Having owned, operated, and/or managed companies in a number of industries including A-list promotions and entertainment, high-end luxury retail, fine home custom furnishings, cellular communications, and collections, Mr. Webb is a natural to opening doors and connecting with diverse entities. Mr. Webb's versatility to draw insight from complex business issues has earned him the respect and business of professional athletes and ranked him as top performer within the organizations for which he has worked.

Fernando Campos: Director, Operations: Mr. Campos is a seasoned call center and customer operations manager. With over fifteen years of management experience, eight of them within the deregulated energy industry, Mr. Campos brings a wealth of experience in recruiting, hiring, and mentoring top energy professionals. Mr. Campos worked at Stream Energy and was responsible for developing improved agent efficiencies. Mr. Campos was also instrumental in reducing departmental expenditures in excess of 30% over a one-year period. Additionally while at Stream Energy, Mr. Campos served as the executive tasked with implementing Genesys/Nuance's fully automated Interactive Voice Response (IVR)

platform, which improved the overall customer experience through self-service and over-the-phone payment remittance. Prior to Stream Energy, Mr. Campos worked at Texas Commercial Energy (TCE) where he managed the accounts of large clients such as the City of Waco, Andrews Distribution, The Home Depot, and Kelly Services.

Exhibit 8(b)

Corporate Officers and their Resume summaries.

RECEIVED

2013 MAY 20 AM 10:53

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

Corporate Officers of Diversegy, LLC

Alex Rodriguez | Chief Executive Officer - Mr. Alex Rodriguez is CEO of Diversegy, where he is charged with implementing and realizing the firm's vision and goal of representing the client in the energy procurement process across North America and, secondly, to use deregulation to create a more stable energy future for generations to come. Prior to founding Diversegy, Mr. Rodriguez has most recently served as Chairman of North American Utility Partners, LLC, NAUP Capital and NAUP Management Services (Collectively referred to as "NAUP") a Dallas-based venture development firm with holdings across the energy supply chain, including a licensed Retail Electric Provider and an energy software services provider. Prior to founding NAUP, Mr. Rodriguez Co-Founded the Dallas based retail energy firm, Stream Gas & Electric, Ltd. (Stream Energy). Serving as Managing Director over the firm's entire energy operations; including retail, wholesale, product development, infrastructure, information technology and business development departments. Mr. Rodriguez's leadership and experience shaped Stream Energy into one of the fastest growing energy start-up entities in US history, surpassing the \$850 Million revenue mark in only its fourth year of operations and receiving several industry awards and recognition in the process. During his tenure at Stream Energy, the firm's growth encompassed over 400,000 customer enrollments for deregulated energy service.

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Corporate Officers of Diversegy, LLC

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BIOGRAPHY
OF
STEVEN SPRAGUE BOSS

PERSONAL

Address: 2720 N. Stemmons Freeway, Suite 900
Dallas, TX 75207

Contact : Business: (214) 637-2400
Cell: (714) 474-1468
Email: steven.boss@diversegy.com

EDUCATION

B.S. Aerospace Engineering
University of Texas at Austin

J.D. Law
University of Southern California

ACTIVITIES AND AWARDS:

Scholastic honors include Outstanding Student at the University of Texas, Tau Beta Pi, Phi Eta Sigma, Engineering Fellow and Honor Roll. Graduation with Honors. Also selected to Omicron Delta Kappa (national leadership honor society). Three year Varsity Letterman in Swimming and Water Polo (captain of teams). Selected to NCAA All-American Swim Team 4 times, Most Valuable Athlete at University of Texas and Chester A. Nagel Sportsmanship Award. Elected to University of Texas Swimming Hall of Honor. Eagle Scout. Selected for Who's Who in American Law, Who's Who in the Southwest, Who's Who in Emerging Leaders in America, International Who's Who, and Who's Who in Executives and Professionals.

EMPLOYMENT:

1968 – 1971	Engineer/Scientist McDonnell Douglas Astronautics Co./ The Aerospace Corporation
1974 – 1977	Attorney Pacific Lighting Corporation (now Sempra Energy)
1977 – 1980	Corporate Attorney Delhi Gas Pipeline Corporation
1980 – 1984	Vice President, General Counsel Producers Gas Company
1984 – 1992	President, Chief Executive Officer and Chairman of the Board of Directors Sunrise Energy Services, Inc.
1992 – 1993	Attorney at Law and Principal Boss Wales and Associates
1994 – 1998	Chief Executive Officer Natural Gas Transmission Services, Inc

EMPLOYMENT: (cont'd)

1998 – 1999	Attorney at Law and Consultant Guy, Boss & Associates
1999 – 2000	President Sierra Pacific Energy Company/ Nevada Power Services
2000 - 2003	Managing Member and Attorney Energy Buyers Network, LLC.
2003 - 2005	Attorney at Law Boss Law Firm.
2005-2008	Chief Executive Officer/Chief Legal Officer Commerce Energy Group
2008-2010	Attorney and Consultant Boss & Associates
2011-	Executive Vice President and General Counsel Diversegy, LLC

Mr. Boss has extensive experience in major transactional contracts and the federal and state regulation of the natural gas and electric industries. He was a pioneer in the dramatic change undergone by the natural gas industry immediately preceding and subsequent to the implementation of the Natural Gas Policy Act of 1978 and the deregulation of the industry in the mid 1980's. In 1984, Mr. Boss started Sunrise Energy Company from ground zero and built it within 8 years to a company with over 100 employees, generating over \$230 million in annual revenues, serving over 1500 commercial, industrial and utility customers in 35 states. He negotiated and completed several merger and acquisition transactions and took the company public in 1990. Sunrise Energy Services was listed on the London Stock Exchange and the American Stock Exchange.

In 1994, Mr. Boss joined Natural Gas Transmission Services as its President and then Chief Executive Officer and took the company from start-up to being selected by *Inc. Magazine* as the third fastest growing private company in the nation in 1997. At the end of 1997 NGTS had annual revenues in excess of \$200 million.

After negotiating and completing the sale of his equity interest in NGTS at the end of 1997, Mr. Boss established a legal and consulting practice in Dallas and Redondo Beach, California, named Guy, Boss & Associates.

In March 1999 Mr. Boss joined Sierra Pacific Energy Company/ Nevada Power Services as its President. He was responsible for establishing and combining several companies into an organization that conducted all of the non-regulated business activities of Sierra Pacific Resources, Inc. (NYSE) in the Southwest U.S.

In mid-2000 Mr. Boss formed Energy Buyers Network, LLC. EBN was involved in providing legal and business services to commercial and industrial businesses in the Western U.S. in transactional, regulatory and legislative matters affecting their cost and use of energy. In his capacity, Mr. Boss represented clients in major contract negotiations, the structuring of direct access energy transactions, federal and state regulatory proceedings and in drafting and passing legislation.

Mr. Boss returned to Southern California in 2003 to practice law in association with a fellow attorney. His practice focused on business organization and transactional work, particularly with energy clients.

In July, 2005, Mr. Boss was appointed to the Board of Directors of Commerce Energy Group, Inc. (AMEX: EGR), and in August, 2005 became its Chief Executive Officer and Chief Legal Officer. Commerce Energy was the largest publicly traded non-affiliated retail energy provider in the United States, providing electricity and natural gas service to approximately 200,000 customers in ten states. While at Commerce, Mr. Boss reversed a severe sales decline and, in his second year, grew sales over 40%. He also reversed over 3 years of financial losses and delivered 7 out of 8 positive quarters, leading to an offer to buy the company at an almost 100% increase in share value from the date he joined the Company. As Chief Legal Officer he supervised and directed the work of staff attorneys, managed relationships with outside law firms, directed several litigations, supervised compliance with regulatory agencies and concluded several acquisitions and financings.

Since early 2008, Mr. Boss has been involved as an attorney and counselor advising clients on legal, financing and transactional issues in energy and alternative energy projects and in the commercialization of alternative energy technologies including LED (light emitting diode) lighting technology, hydrogen fuel cells, biomass, clean coal, energy efficiency and control of greenhouse gas emissions. He has also advised retail energy providers and assisted in several start-up ventures.

In early 2011, Mr. Boss joined Diversegy, LLC as Executive Vice President and General Counsel. Diversegy is a premier national energy brokerage firm, operating in all deregulated states and Ontario, Canada, that also provides additional services, including load aggregation, project management, demand response solutions, and implementing/sourcing renewable energy generation and energy efficiency projects, including advanced LED lighting.

Mr. Boss is a member of the State Bar of California, the State Bar of Texas, the American Bar Association and is admitted to practice before the Supreme Court of the United States. He also has served as President of the Natural Gas and Electric Society of North Texas and was one of the founders and past chairman of the National Energy Services Association, a nationwide association of companies involved in the natural gas and electric industries. Mr. Boss was also a finalist in the Ernst and Young Entrepreneur of the Year Award in 1992 and the Las Vegas Chamber of Commerce Community Achievement Award for Business in 2002. Mr. Boss also served as Vice Chairman of the National Energy Marketers Association and on the Advisory Board for the Institute of Energy Law and is currently serving on the Advisory Board for the University of Texas at Austin, Cockrell School of Engineering. He is also a member of the Chancellor's Council of the University of Texas. In the November, 2011 issue of the *Dallas Business Journal*, Mr. Boss received special recognition by being selected for Who's Who in Dallas, Houston, Pittsburgh Energy.

Cesar Garcia

2720 N. Stemmons Freeway Suite 900, 9th Floor Dallas, TX 75207 |
713-423-4884 | cesar.garcia@diversegy.com

EXPERIENCE

DCP, LLC – Founder & Managing Member *September 2011 – Present*

Diversegy has created the Diversegy Consultant Program (DCP) as a highly credible and lucrative distribution opportunity wherein business-to-business professionals can build a portfolio of income from the \$1 Trillion dollar a year energy industry. As a DCP Consultant, professionals begin as a "Broker in Training" and embark upon a rich path becoming a Certified Energy Consultant earning income from retail and wholesale sales of electricity, natural gas to all customer classes across North America. Furthermore, our Consultants can earn income from a myriad of energy transactions, our advisory services, deal sourcing and the sales of energy products such as solar and LED lighting solutions.

Diversegy serves thousands of customers all across North America, and furthermore aggregates hundreds of energy delivery points on a weekly basis - the DCP allows eager and hungry professionals to capitalize on this momentum and this opportunity.

Diversegy, LLC – President & CFO *February 2011 – Present*

Premier Energy Broker & Advisor and Retail Market Maker for natural gas, electricity, lighting and solar solutions in markets across North America. As a co-founder, we envision building an exciting culture in a customer-facing and fast growing company. We have had the privilege of growing Diversegy into a national company serving all customer classes in a significantly rapid timeframe.

We have a proprietary platform that has simplified and automated much of our business; we can accommodate multiple channels marketing multiple products and hundreds of thousands of sales consultants and representatives.

Precision Air Cargo, LLC – President *August 2003 – October 2012*

As one of the fastest growing privately-owned air cargo companies, Precision Air Cargo (PAC), has represented clients in four continents moving freight in excess of several million kilograms. Based out of the Gulf Coast Region, PAC is recognized as a regional leader for private and independent companies looking to import or export cargo.

Texas Energy Group, LLC - President *August 2005 – May 2008*

TEG Unlimited was an energy brokerage company focused on selling deregulated electricity on behalf of several well-known Texas-based Retail Electric Providers. TEG was responsible for implementing sales channels and procuring electricity on behalf of several residential and commercial customers throughout Texas.

D.H. Tire, Inc – Vice President
1987 – Present

DH Tire, Inc is a family and operated company in Houston, TX. DH is a full tire sales and service provider for the retail and commercial sector. Founded in 1987, DH has grown into one of the largest used OTR tire providers in Texas. By putting our clients first, we strive to establish long-term personal relationships built upon our client's trust in providing for their needs. DH operates a fleet of 25 trucks, each with a full trained professional tire technician. We have a complete selection of new and used tires in a variety of brands.

SAM KHAVARI

3110 Thomas Ave #536 | Dallas, TX 75204 | 214.563.9599 | samkhavari@yahoo.com

QUALIFICATIONS SUMMARY

Leader with proven track record of value creation; involved with several startup ventures in the energy, telecom, internet, and sales/marketing industries. Led and managed strategic efforts yielding significant gains in productivity, efficiency, competitive advantage, and bottom-line enhancement and revenue growth opportunities. Experienced self-starting leader with winning sense of entrepreneurship, and managing senior executives and projects in various fields of business enterprise.

EXPERIENCE

NAUP Capital, LP | *venture development firm*

Dallas, TX

Senior Analyst

09/09 – 4/10

- Developed business plan and pitch book for CEO of a smart grid portfolio company; led to syndication and private placement of \$5M in equity and \$20M revolving line of credit
- Assisted CEO in building an operating model forecasting a cleantech portfolio company's operations; involved 5 markets and conservation product offering through strategic affiliation with big box retailer; helped assemble senior management team
- Managed 2 software BPO teams to develop a proprietary tool that analyzes household energy usage. Syndicated group of suppliers, negotiated contracts and managed vendor relationships to fulfill ecommerce product fulfillment and shipping strategy

STREAM ENERGY | *Fastest growing start-up energy company on track to reach \$1 Billion in revenue in 5yrs*

Dallas, TX

Director | Business Strategy & Planning

02/08 – 09/09

Manager | Special Projects

02/06 – 01/08

Assistant Manager | Customer Care

07/05 – 01/06

Analyst | Retail Operations

02/05 – 06/05

Leadership and Management experiences include:

- Created Watt Zone, a self-directed project that became a finalist by Platts Global Awards as 2009 Energy Efficiency Program of the Year; publicly launched the program to audience of over 7000 conference attendees
- Attended industry conferences and supplier/financier meetings with Managing Directors and Chairman to market firm's products
- Provided organizational development training sessions on operational matters and business process improvements firm-wide
- Scaled and managed call center operations from 8 to 35 employees while servicing roughly 150,000 customers

Deal and Diligence experiences include:

- Developed market analysis showing favorable trends for potential acquisition of publicly traded company; collaborated with Chairman and Managing Director on strategy which led to negotiations with acquiree's executive team until board rejected offer
- Performed operational due diligence, market research, competitive analysis, and financial modeling for Managing Directors and Chairman for corporate development and expansion considerations into new markets

Strategic Problem Solving and Project Management experiences include:

- Recognized need for better credit-paying customers; led data mining effort to identify market penetration, customer segmentation, brand loyalty rates and trends; sales quality increased by 6%, improved branding by 15%; formed new analytics group
- Identified a communication breakdown between business leaders and software developers; coordinated with senior executives to appoint department representatives and schedule meetings using agile methodology; productivity improved by 60% and priority project release schedule improved by 75%
- Led a diverse team of 8 subject matter experts to conduct operational gap analyses on target markets slated for expansion

Operational Improvement experiences include:

- Discovered area of cost savings involving customer correspondence/feedback efficiency by implementing a self-service web-based solution. Inbound customer email volume decreased by 20%, issue resolution times improved by 60%, and achieved overall process efficiency increase by 55%
- Identified an opportunity to automate all 3rd party telephonic Quality Control calls; yielded \$855,000 in annual savings
- Implemented departmental turnaround from inbound to outbound call center; 40% call volume reduction, 10% sales increase

EDUCATION

Austin College – Sherman, TX [2000 – 2004]

Bachelor of Arts (Major: Business Administration, Minor: Biology)

- Founder and President – Austin College Business Club
- President – P.U.R.E. (social-action organization)

ADDITIONAL INFORMATION

- **Interests:** Entrepreneurship/start-ups, real estate investing, socio-economic development, hiking, mountain biking, soccer
- **Service:** Founder – Keep It Real at Rosa Hill Community Center (*children's virtues class*)

Exhibit 12

Attached please find Proof of Publication from newspapers covering the Entire Commonwealth as well as a copy of the PUC legal notice as published.

RECEIVED

MAY 20 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of **Diversegy, LLC** For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission (“PUC”) for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. **Diversegy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of **Diversegy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to **Diversegy** at the Address listed below.

By and Through: Sean P. Morrisey
Diversegy, LLC 2720 N. Stemmons Fwy., Suite 900 Dallas TX 75207
T: (214) 637-2400 F: (972) 499-8317

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

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

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

March 11, 2013

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



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



Notary Public

My Commission Expires:

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

Copy of Notice of Publication

PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE

Application of **Diversegy, LLC** For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/ Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/ Marketer engaged in the business of supplying electricity. **Diversegy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of **Diversegy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to **Diversegy** at the Address listed below.

By and Through: Sean P. Morrissey
Diversegy, LLC, 2720 N. Stemmons Fwy.,
Suite 900 Dallas TX 75207
T: (214) 837-2400 F: (972) 498-8317

RECEIVED
2013 MAY 20 AM 10:53
PA.P.U.C.
SECRETARY'S BUREAU

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

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

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

March 11, 2013

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

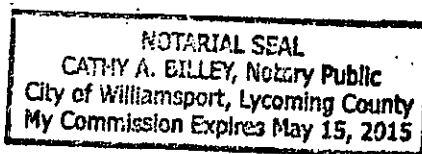
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 12th day of March, 2013

Cathy A. Billey
Notary Public



PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Application of Diversegy, LLC For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation, Services As A Broker/Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania. Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission

("PUC") for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. Diversegy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of Diversegy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Diversegy at the address listed below.

RECEIVED

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ 203.78
Probated same.....\$
Total.....\$ 203.78

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

THE SUN
and certif

By and Through:
Sean P. Morrissey
Diversegy, LLC 2720 N.
Stemmons Fwy., Suite
900 Dallas TX 75207
T: (214) 637-2400
F: (972) 499-8317

COMMONWEALTH OF PENNSYLVANIA } SS
County of Cambria

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
 NOTICE**

Application of **Diversegy, LLC** For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. **Diversegy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of **Diversegy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to **Diversegy** at the Address listed below.

By and Through: Sean P. Morrisey
Diversegy, LLC 2720 N. Stemmons Fwy., Suite 900
 Dallas TX 75207
 T: (214) 637-2400 F: (972) 499-8317

On this 11th day of March A.D. 2013, before me, the subscriber, a Notary Public in and for said County and State, personally appeared **Christine Marhefka**, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the **Tribune-Democrat, Johnstown, PA**, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the **Johnstown Tribune**, established December 7, 1853; and of the **Johnstown Democrat**, established March 5, 1863,

published continuously at Johnstown Pa. in the County of Cambria, and Commonwealth of Pennsylvania and that the annexed is a true copy of a notice in the above matter published in said publication in the regular issues of **The Johnstown Tribune-Democrat, Johnstown, PA**, on March 9, 2013; and that the Affiant is not interested in the subject matter of said notice or advertising and that all of the allegations as to time, place and character of said publication are true.

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 11th day of March, 2013.

Juan Ohs

0.00 Lines @	\$2.50 per line	0.00
5.5 Inches @	\$25.00 per inch	137.50
Notary Fee		5.00
Clerical Fee		2.50
Total Cost		145.00

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

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

 (Name of Newspaper)

By _____

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

2013 MAY 20 AM 10:54

RECEIVED

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

NEMLC, LLC
SEAN MORRISEY
SUITE A 1049 SHORE ROAD
LINWOOD NJ 08221

Account # 555067
Order # 81167358
Ad Price: 173.35

RECEIVED
2013 MAY 20 AM 10:54
PA.P.U.C.
SECRETARY'S BUREAU

LEGAL NOTICE PENNSYLVANIA

Gina Krushinski

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

03/09/2013

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

Sworn and subscribed to before me
this 11th day of March A.D., 2013

Sharon Venturi

(Notary Public)

COMMONWEALTH OF PENNSYLVANIA

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

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of **Diversegy, LLC** For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Marketer Engaged in the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. **Diversegy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of **Diversegy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to **Diversegy** at the Address listed below.

By and Through: Sean P. Morrisey
Diversegy, LLC 2720 N. Stemmons

Fwy., Suite 900 Dallas TX 75207
Telephone: (214) 837-2400
Fax: (972) 499-8317

Proof of Publication of Notice in Pittsburgh Post-Gazette

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

Commonwealth of Pennsylvania, County of Allegheny, ss C. Mohamed, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Gazette and Sun-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has been regularly issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was printed and published in the _____ regular _____ editions and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

12 of March, 2013

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

C. Mohamed
PG Publishing Company

Sworn to and subscribed before me this day of:
March 12, 2013

Linda M. Gaertner
COMMONWEALTH OF PENNSYLVANIA

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

STATEMENT OF ADVERTISING COSTS

Energy Choice Consulting, LLC
1049 Shore Road, Ste. A
ATTN: SEAN P MORRISEY
LINWOOD NJ 08221-2025

To PG Publishing Company

Total ----- \$405.00

Publisher's Receipt for Advertising Costs

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

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

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

By Linda M. Gaertner

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

COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of Diversergy, LLC For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Market Engaged in the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversergy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/Market engaged in the business of supplying electricity. Diversergy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of Diversergy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to Diversergy at the Address listed below.

By and Through:
Sean P. Morrisey
Diversergy, LLC 2720
N. Stemmons Fwy.,
Suite 900
Dallas TX 75207
T: (214) 637-2400
F: (972) 499-8317

RECEIVED
2013 MAY 20 AM 10:54
PA.P.U.C.
SECRETARY'S BUREAU

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

ENERGY CHOICE CONSULTING LLC
199 NEW RD SUITE 61-187
LINWOOD NJ 08221

REFERENCE: L0005435
2105740 PUC NOTICE

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

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

PUBLISHED ON: 03/12

TOTAL COST: 294.00 AD SPACE: 7.000 INCH
FILED ON: 03/12/13

RECEIVED
2013 MAY 20 AM 10:54
PA. P.U.C.
SECRETARY'S BUREAU

**PENNSYLVANIA PUBLIC
UTILITY COMMISSION NOTICE**

Application of **Diversegy, LLC** For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania.

Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. **Diversegy** proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of **Diversegy** may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to **Diversegy** at the Address listed below.

By and Through: Sean P. Morrissey
Diversegy, LLC 2720 N. Stemmons Fwy.,
Suite 900 Dallas TX 75207
T: (214) 637-2400 F: (972) 499-8317

08-25012

Sworn to and subscribed before me this

12th day of March 2013 Affiant: Debra McGraw

NOTARY: Barbara J. Moore

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Barbara J. Moore, Notary Public
City of Erie, Erie County
My Commission Expires March 23, 2016
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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

The Patriot-News
Now you know

ENERGY CHOICE CONSULTINGS
SEAN P. MORRISEY
1049 SHORE ROAD
SUITE A
LINWOOD NJ 08221

RECEIVED
2013 MAY 20 AM 10:54
PA.P.U.C.
SECRETARY'S BUREAU

THE PATRIOT NEWS
THE SUNDAY PATRIOT NEWS

Proof of Publication

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

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

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

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

That she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

PUBLICATION COPY

This ad # 0002251921 ran on the dates shown below:

March 12, 2013

Sworn to and subscribed before me this 13 day of March, 2013 A.D.

Notary Public

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

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Application of Diversegy, LLC For Approval to Offer, Render, Furnish Or Supply Electricity or Electric Generation Services As A Broker/Marketer Engaged In the Business of Supplying Electricity, To The Commonwealth Of Pennsylvania. Diversegy, LLC will be filing an application with the Pennsylvania Public Utilities Commission ("PUC") for a license to supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity. Diversegy proposes to sell electricity and related services throughout all of Pennsylvania under the provision of the new Electricity Generation Customer Choice and Competition Act. The PUC may consider this application without a hearing. Protests to the technical or financial fitness of Diversegy may be filed within 15 days of this notice with the Secretary of the PUC, PO Box 3265, Harrisburg PA 17105-3265. You should send copies of any protest to Diversegy at the Address listed below.
By and Through: Sean P. Morrisey
Diversegy, LLC 2720 N. Stemmons Fwy., Suite 900 Dallas TX 75207
T: (214) 637-2400 F: (972) 499-8317

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SECRETARY'S BUREAU

Appendix C

Example
CERTIFICATE OF SERVICE

On this the 13th day of MAY 2013, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments have been served upon the following:

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

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

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

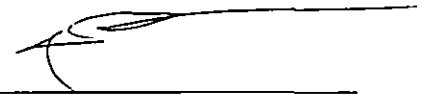
Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

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

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

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

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



Cesar Garcia, CFO, Diversegy, LLC

P

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Zone 2



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USPS PRIORITY MAIL

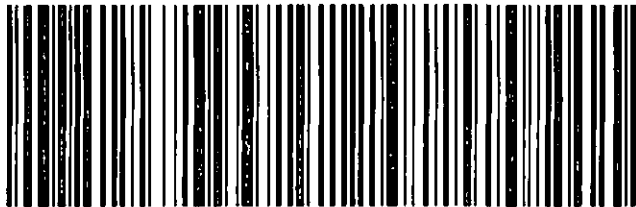
SEAN MORRISEY
199 NEW RD
SUITE 61
Linwood NJ 08221

0020

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TO: SECRETARY
PO BOX 3265
HARRISBURG PA 17105 - 3265

MAY 20 2013

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