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2727 Tuller Parkway
Suite 250
Dublin, OH 43017

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ORIGINAL

May 21, 2013

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

As required by the Pennsylvania Public Utilities Commission, MSI Utilities, Inc. serves the attached completed Electric Broker License Application Package.

The company financials are designated as confidential and are in a separate envelope.

I may be reached with any questions at:

Voice ~ (866) 337-3463
Fax - (866) 546-8590
Email - fwarner@msiutilities.com

Thank you,

A handwritten signature in black ink, appearing to read "Frank Warner", written over a white background.

Frank Warner
CEO

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of MSI Utilities, Inc., d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) [as specified in item #4b below] 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:

MSI Utilities, Inc.
2727 Tuller Parkway, Suite 250
Dublin, OH 43017
www.msiutilities.com
(800) 490-4427

- 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.

InCorp Services, Inc.
7208 Red Top Road
Hummelstown, PA 17036
Tel - (702) 866-2500
Fax - (702) 866-2689

- 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.

Frank Warner - CEO
2727 Tuller Parkway, Suite 250
Dublin, OH 43017
Tel - (866) 337-3463
Fax - (866) 546-8590
E - fwarner@msiutilities.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.

Brent Rosenthal - Carlile Patchen & Murphy
366 East Broad Street
Columbus, OH 43215
Tel - (614) 628-0772
Fax - (614) 221-0216
E - bdr@cpmlaw.com

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

Mike Watson - Controller
2727 Tuller Parkway, Suite 250
Dublin, OH 43017
Tel - (800) 490-4427
Fax - (800) 490-2762
E - mwatson1@msiutilities.com

Frank Warner - CEO
2727 Tuller Parkway, Suite 250
Dublin, OH 43017
Tel - (866) 337-3463
Fax - (866) 546-8590
E - fwarner@msiutilities.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):

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above. SEE ATTACHED
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. SEE ATTACHED
- Give name and address of officers.

Frank Warner - CEO
2727 Tuller Parkway, Suite 250
Dublin, OH 43017

Tom Williamson - President
2727 Tuller Parkway, Suite 250
Dublin, OH 43017

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.

There are none.

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

Market Solutions, Inc. was merged into MSI Utilities in 2011. We did not market services under this name and merged into MSI Utilities to simplify. Contact information was the same.

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.

Broker/Marketer. MSI is not active in PA, but we do have a few customers headquartered outside the state that have locations in PA that we have served.

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.

MSI proposes to offer electric Broker/Marketer services to small to mid-sized commercial customers. MSI will offer said services through various approved Suppliers in the state of PA. We do not arrange for the purchase or transmission of the power, or pay utility bills on behalf of the customer.

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

Allegheny Power, Duquesne Light, Met-Ed, Penelec and Penn Power, Citizens Electric Company, Wellsboro Electric Company, PECO, PPL, UGI, and Pike County Light & Power Company.

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.

July 1, 2013 or date of PA PUC approval.

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.

There are none.

- 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.

There are none.

- 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.
- 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.

****MSI will not take title to electricity and will not pay electricity bills on behalf of its customers.****

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

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

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
****SEE ATTACHED LABELED 7-B ORGANIZATIONAL STRUCTURE****
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
****MSI DOES NOT HAVE A 10Q OR 10K, BUT WILL PROVIDE A D&B REPORT PER BELOW**
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
****SEE ATTACHED****
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
****SEE ATTACHED D&B REPORT****
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
****SEE ATTACHED Evidence of Insurance Form. We also have a \$5000 bond for the State of IL.**
- Audited financial statements exhibiting accounts over a minimum two year period.
****We do not have audited financial statements. See attached financials** (CONFIDENTIAL)**
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

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

Don Harbaugh - CPA
35 Blenheim Rd.
Columbus, OH 43214
Tel - (614) 312-0454
E - dharbaugh@columbus.rr.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.

****SEE ATTACHED****

8. TECHNICAL FITNESS:

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

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

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

SEE ATTACHED

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

SEE ATTACHED

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)

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13. SIGNATURE

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Applicant: MSE Utilities, Inc.

By: [Signature] Frank A. Warner

Title: CEO

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: MSI Utilities, Inc.

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 Ohio :

: ss.

County of Franklin :

Frank A Warner, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the CEO (Office of Affiant) of MSI Utilities, Inc. (Name of Applicant);]

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

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

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

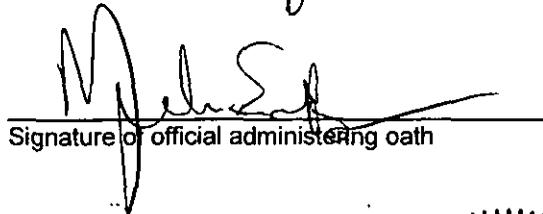
That the Applicant herein MSI Utilities, Inc. acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

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

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


Signature of Affiant

Sworn and subscribed before me this 21st day of May, 2013


Signature of official administering oath

My commission expires November 24 2017

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MAY 22 2013



Appendix B

OPERATIONS AFFIDAVIT

[Commonwealth/State] of Ohio :

ss.

County of Franklin :

Frank A Warner, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the CEO (Office of Affiant) of MSI Utilities, Inc. (Name of Applicant);]

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

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

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

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

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

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Appendix B (Continued)

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

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

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



Signature of Affiant

Sworn and subscribed before me this 21st day of May, 2013.

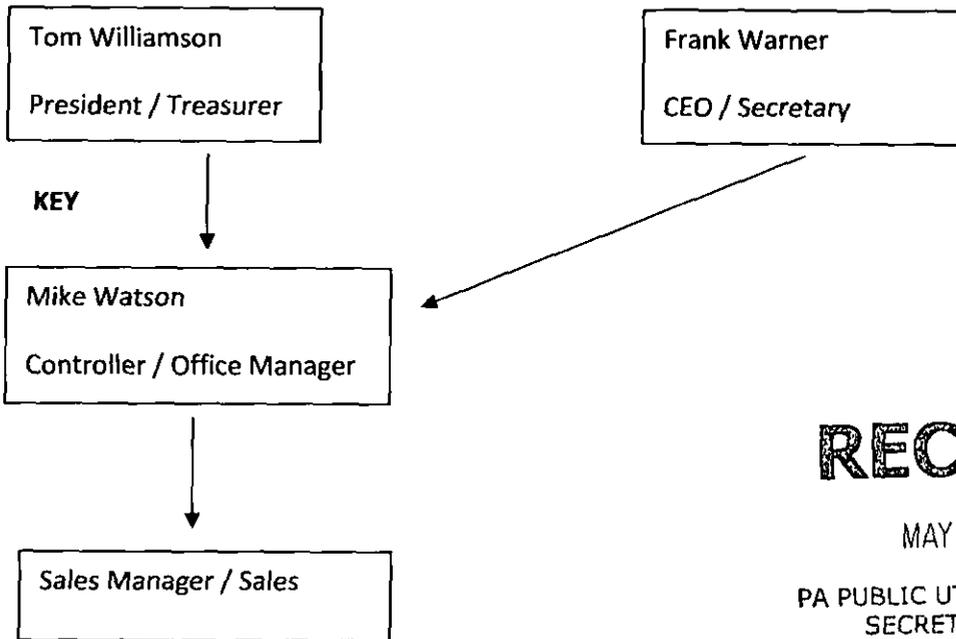


Signature of official administering oath

My commission expires November 26, 2017.



Exhibit 7-B "Organizational Structure"



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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



Msi Utilities Inc

DUNS: 93-346-3861

Dashboard

Company Info

2727 Tuller Pkwy Ste 250
Dublin, OH 43017
Phone: (866) 337-3463

URL: www.msiutilities.com

Scores

Paydex	Delinquency Predictor		Financial Stress		Supplier Eval. Risk Rating	Credit Limit Rec.	DandB Rating
Score	Score	Class	Score	Class	Rating	Recommendation	Rating
80 ▽	620 ▽	1	1551 △	2	2 ▽	\$20K	1R2

Recent Alerts

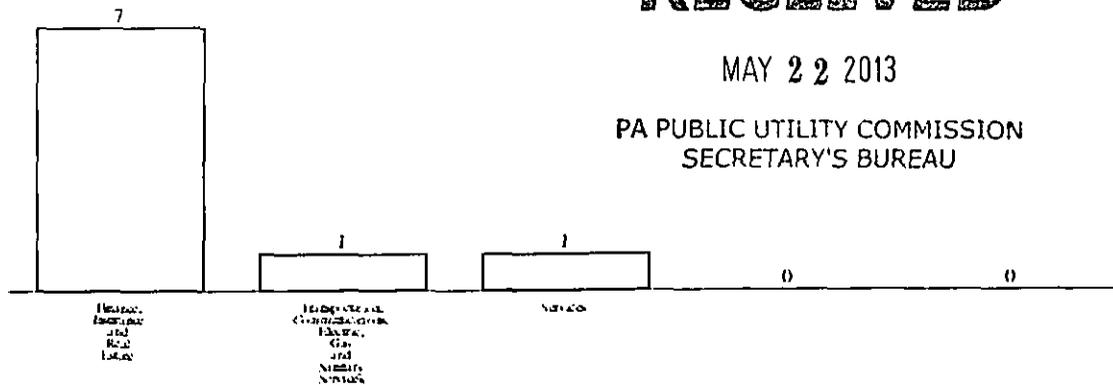
There are currently no alerts issued for this company. If you only recently began monitoring this company, you will not receive your first alerts until score changes or events occur.

Inquiries

Most Recent

Date	SIC / Sector	Report type
01/03/13	Finance, Insurance and Real Estate	Comprehensive Report
12/12/12	Finance, Insurance and Real Estate	Comprehensive Report
11/08/12	Finance, Insurance and Real Estate	Comprehensive Report
11/06/12	Finance, Insurance and Real Estate	Comprehensive Report
11/01/12	Finance, Insurance and Real Estate	Comprehensive Report

Top 5 inquiries by SIC / Sector (12 Months)



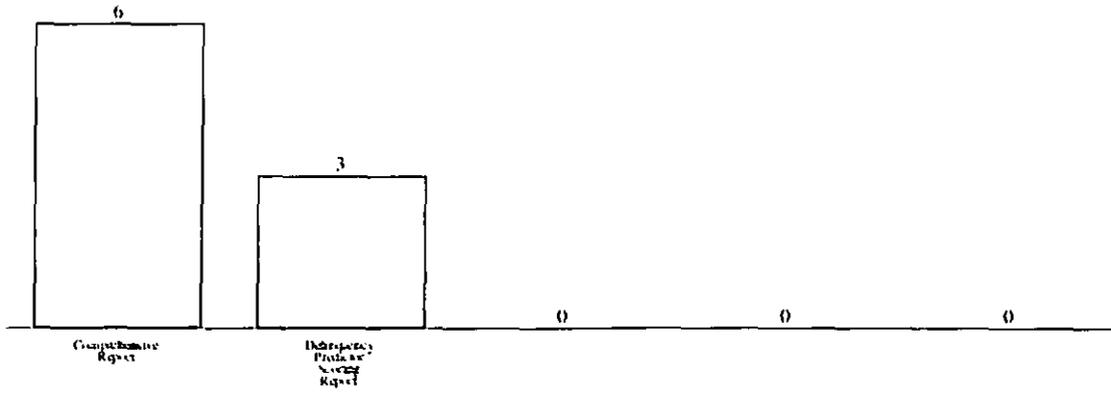
RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Built using Chart FX Development

Top 5 Inquiries by Report Type (12 Months)



Built using Chart EX Development

Scores

Paydex

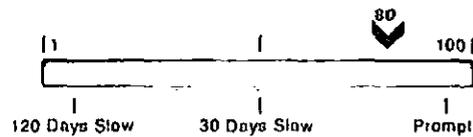
80



3 Month Paydex

80

generally within terms



Understanding My Score

The D&B PAYDEX is a unique, dollar weighted indicator of payment performance based on payment experiences as reported to D&B by trade references.

Recent Payments

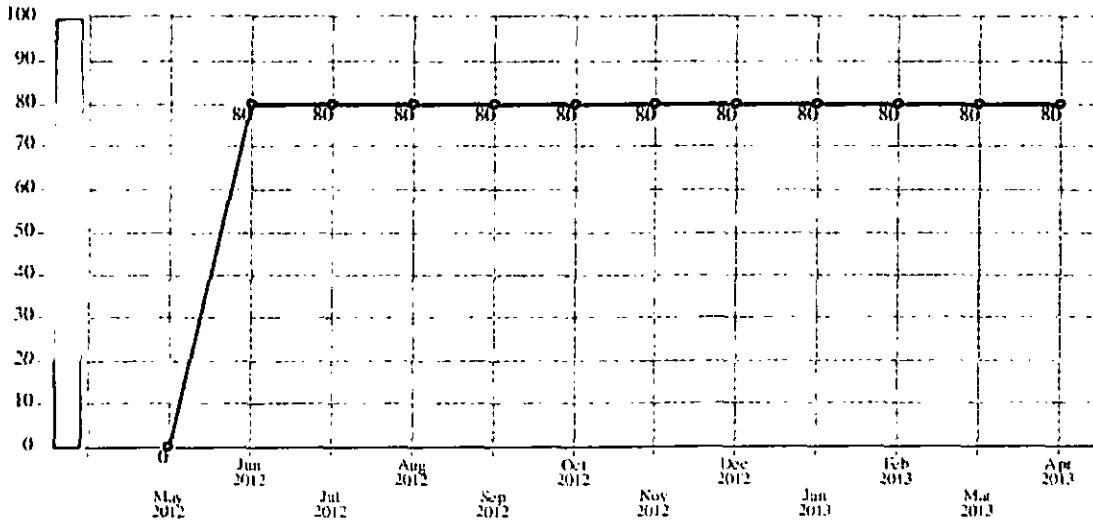
Total (Last 12 Months): 14

Date	Paying Record	High Credit	Now Owes	Past Due	Settling Terms	Last date w/ (Mo.)
04/2013	Ppt	\$1,000	\$0	\$0	-	1 mo
04/2013	Ppt	\$750	\$50	\$0	-	1 mo
04/2013	Ppt	\$500	\$500	\$0	-	1 mo
04/2013	Ppt	\$250	\$250	\$0	Lease Agreement	1 mo
04/2013	Ppt	\$250	\$0	\$0	-	4-5 mos

Key

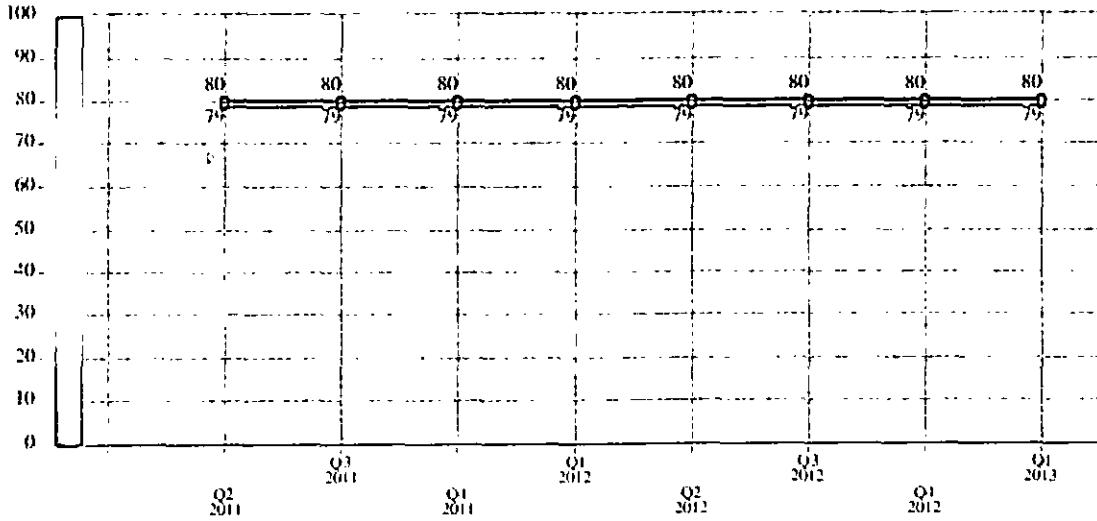
Paydex	Payment Practices	Paydex	Payment Practices
100	Anticipate	40	60 Days Beyond Terms
90	Discount	30	90 Days Beyond Terms
80	Prompt	20	120 Days Beyond Terms
70	15 Days Beyond	1-19	Over 120 Days Beyond Terms
60	22 Days Beyond Terms	UN	Unavailable
50	30 Days Beyond Terms		

Trends



Built using Chart FX Development

Industry Comparison



Built using Chart FX Development

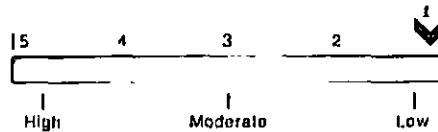
- My Company (80)
- Industry Median: (79)

Based on payments collected over the last 4 quarters.

- Current PAYDEX for this business is 80, or equal to generally within terms
- The present industry median score is 79, or equal to 2 days beyond terms.

Delinquency Predictor Score

Score **620** ▽ Class **1** Percentile **99%**



Low risk of severe payment delinquency over next 12 months

Understanding My Score

The D&B Delinquency Predictor (formerly the Commercial Credit Score) predicts the likelihood that a company will pay in a severely delinquent manner (91+ days past term) over the next 12 months, seek legal relief from creditors, or cease operations without paying all creditors in full over the next 12 months based on the information in D&B's database. A severely delinquent firm is defined as a business with at least 10% of its dollars 91+ days slow.

Incidence of Delinquent Payment:

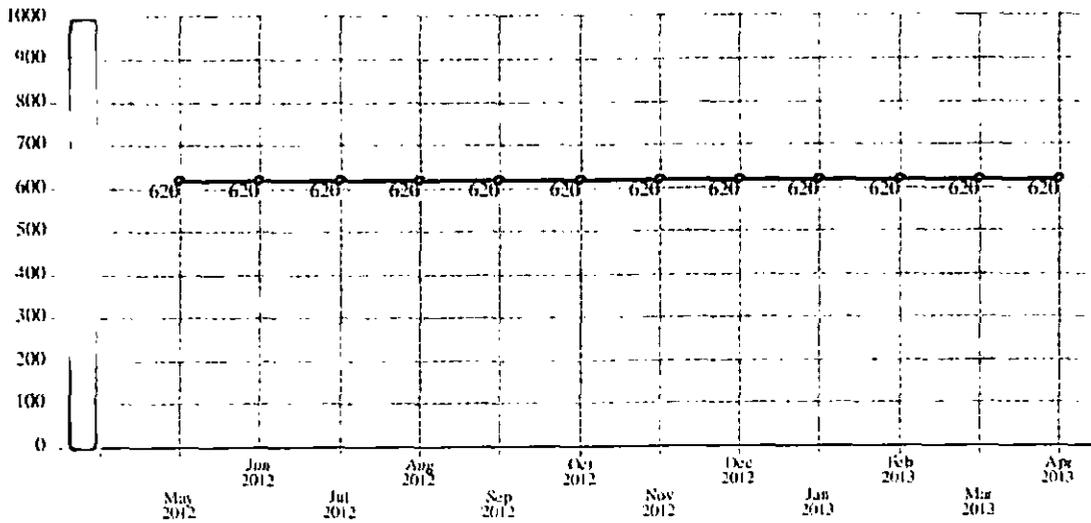
Among Companies with this Classification: **1.10%**

Factors Affecting Your Score:

Limited time under present management control

Key			
Class	Incidence of Delinquency	Percentile	Score
1	10%	91-100	580-670
2	20%	71-90	530-579
3	40%	31-70	481-529
4	20%	11-30	453-480
5	10%	1-10	101-452

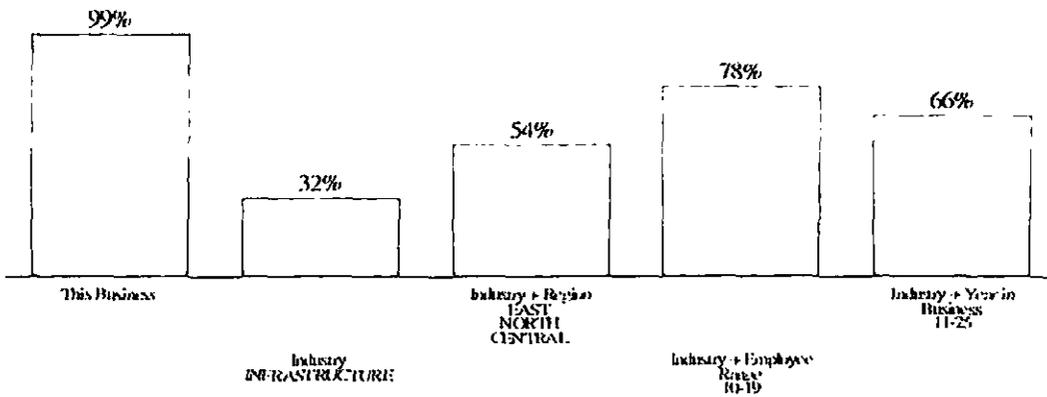
Trends - Scores, 12 Month



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• My Company (620)

Industry Comparison



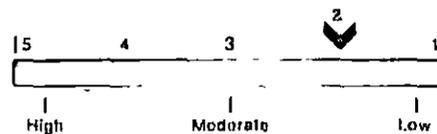
Built using Chart FX Development

This business has a Credit Score Percentile that shows:

- Lower risk than other companies in the same region.
- Lower risk than other companies in the same industry.
- Lower risk than other companies in the same employee size range.
- Lower risk than other companies with a comparable number of years in business.

Financial Stress Score

Score **1551** ▾ Class **2** Nat'l % **90%**



Moderate risk of severe financial stress, such as a bankruptcy, over the next 12 months

Understanding My Score

Incidence of Financial Stress:

Among Companies with this Classification: **0.09** (84 per 10000)

Factors Affecting Your Score:

Higher risk industry based on failure rates by industry.

Higher risk state based on failure rates by state.

- The Financial Stress Class Summary Model predicts the likelihood of a firm ceasing business without paying all creditors in full, or reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&B's extensive data files.

Notes:

- The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience financial stress.
- The Incidence of Financial Stress shows the percentage of firms in a given Class that discontinued operations over the past year with loss to creditors. The Incidence of Financial Stress - National Average represents the national failure rate and is provided for comparative purposes.
- The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&B's file.
- The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business

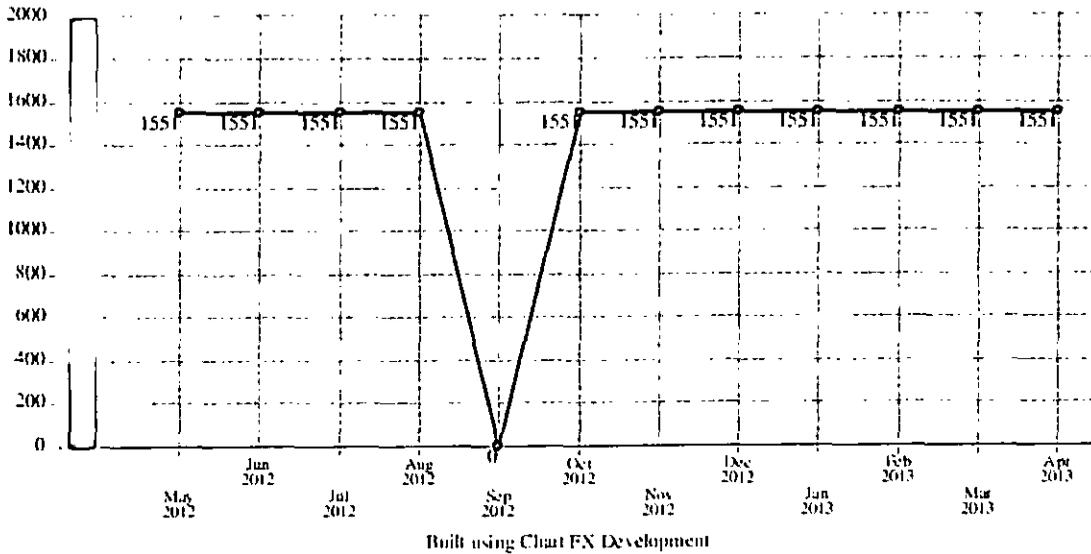
performance.

- All Financial Stress Class, Percentile, Score and Incidence statistics are based on sample data from

Key

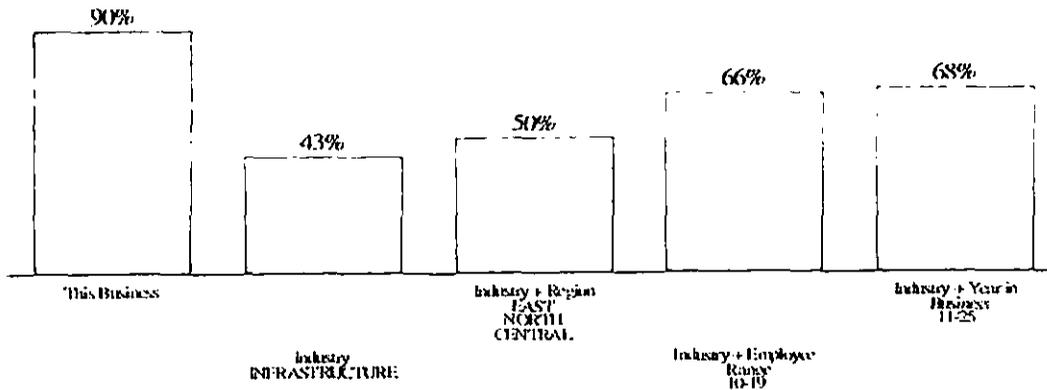
Score	Class	Percentile	Incidence of Financial Stress
1570-1875	1	95-100	6.0%
1510-1569	2	69-94	10.6%
1450-1509	3	34-68	18.4%
1340-1449	4	2-33	31.5%
1001-1339	5	1	70.0%

Trends - Scores, 12 Month



- My Company (1,551)

Industry Comparison

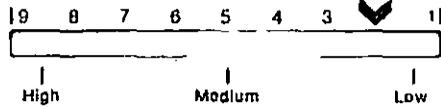


Based on payments collected over the last 4 quarters.

- Lower risk than other companies in the same region.
- Lower risk than other companies in the same industry.
- Lower risk than other companies in the same employee size range.
- Lower risk than other companies with a comparable number of years in business.

Supplier Evaluation Risk Rating

2 ▽



Moderate risk of supplier experiencing severe financial stress over the next 12 months.

Understanding My Score

The Supplier Evaluation Risk (SER) Rating predicts the likelihood that a supplier will cease business operations or become inactive over the next 12 month period based on the depth of predictive data attributes available on the business. The SER Rating scoring system uses statistical probabilities to classify public and private companies into a 1-9 risk rating, where 1 represents low risk and 9 represents high risk.

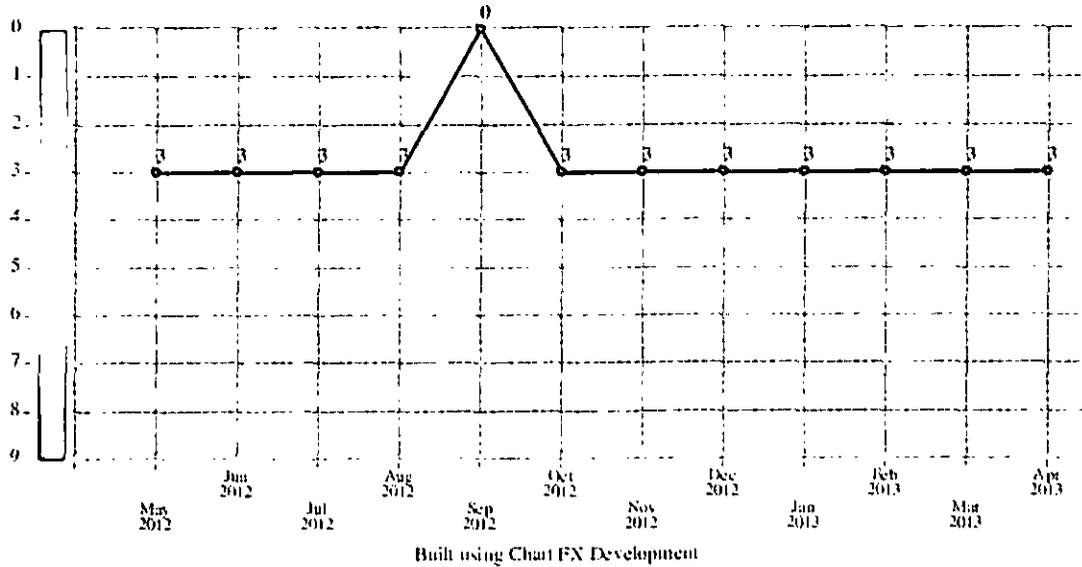
Factors Affecting This Company's Score:

Higher risk industry based on inactive rate for this industry

Limited business activity signals reported in the past 12 months

Paydex

Trends



• My Company (2)

Credit Limit Recommendation

Risk Category

1

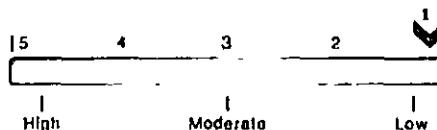
Conservative Credit Limit

\$20k

Aggressive Credit Limit

\$35k

Low



Understanding My Score

D&B's Credit Limit Recommendation is intended to help you more easily manage your credit decisions. It provides two recommended dollar guidelines:

A conservative limit, which suggests a dollar benchmark if your policy is to extend less credit to minimize risk.

An aggressive limit, which suggests a dollar benchmark if your policy is to extend more credit with potentially more risk.

The dollar guideline amounts are based on a historical analysis of credit demand of customers in D&B's U.S. payments database which have a similar profile to your business.

D&B Rating®

Rating
1R2

Number of employees: **1R** indicates 10 or more employees
Composite Credit Appraisal: **2** is good

D&B Rating	Date Applied
1R2	2011-05-20
1R3	2010-09-27
1R2	2007-02-14
1R3	2004-08-18
1R4	2003-12-04
1R3	2000-11-11
1R4	1999-08-13
--	1997-03-11

Understanding My Score

Factors Affecting Your Score

of Employees Total: **14**

Sales: **\$2,200,000.00**

Payment Activity (based on 14 experiences):

Average High Credit: **\$1,669**

Highest Credit: **\$10,000**

Total Highest Credit: **\$21,750**

Note: The Worth amount in this section may have been adjusted by D&B to reflect typical deductions, such as certain intangible assets.

Inquiries

12 Month Summary

Over the past 12 months ending 5-2013, 9 individual requests for information on your company were received; this represents a 22.22% decrease over the prior 12 month period. The 9 inquiries were made by 8 unique companies indicating that some companies have inquired on your business multiple times and may be

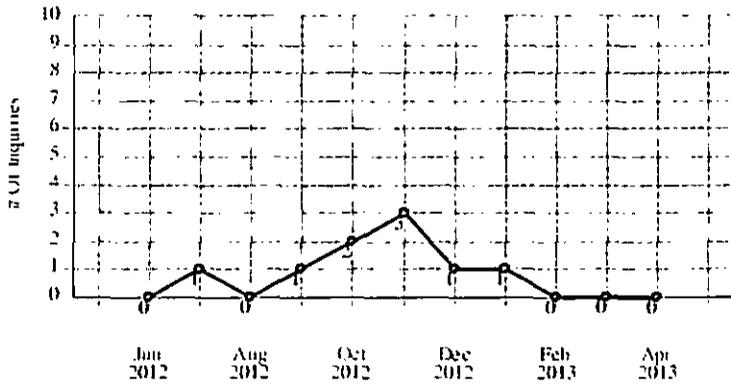
monitoring you. Of the total products purchased, 7, or 77.78% came from the Finance, Insurance and Real Estate sector; 1, or 11.11% came from the Transportation, Communications, Electric, Gas and Sanitary Services sector; 1, or 11.11% came from the Services sector.

12 Mo. Total: 9

12 Mo. Unique Companies: 8

Date ▾	Report type	SIC / Sector
01/03/13	Comprehensive Report	Finance, Insurance and Real Estate
12/12/12	Comprehensive Report	Finance, Insurance and Real Estate
11/08/12	Comprehensive Report	Finance, Insurance and Real Estate
11/06/12	Comprehensive Report	Finance, Insurance and Real Estate
11/01/12	Comprehensive Report	Finance, Insurance and Real Estate
10/31/12	Delinquency Predictor Scoring Report	Finance, Insurance and Real Estate
10/31/12	Delinquency Predictor Scoring Report	Finance, Insurance and Real Estate
09/11/12	Delinquency Predictor Scoring Report	Transportation, Communications, Electric, Gas and Sanitary Services
07/02/12	Comprehensive Report	Services

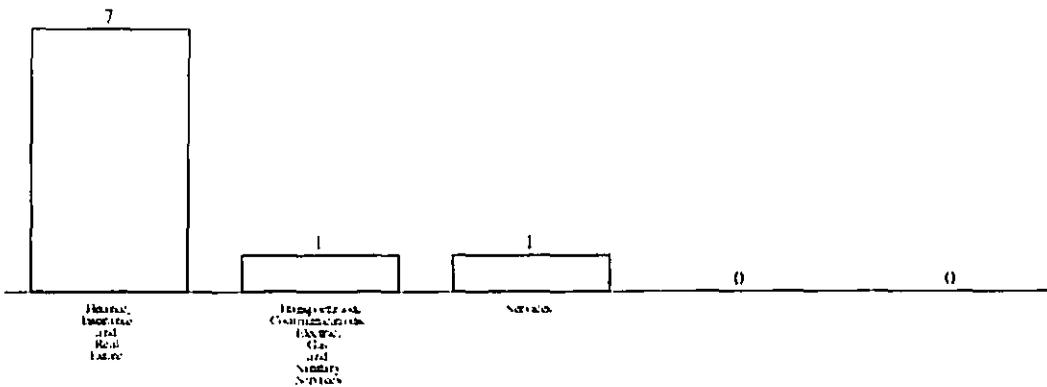
Trends - 12 Month



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Top 5 Inquiries by Report

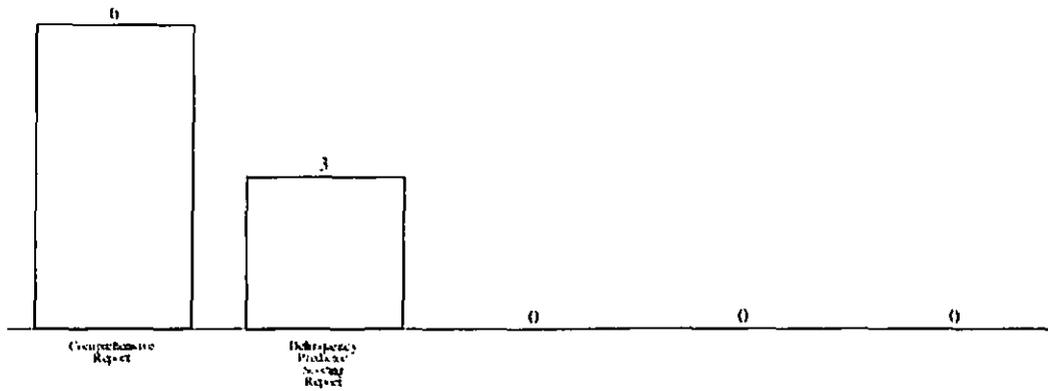
Type (12 Months)



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Top 5 Report Types

Graph(12 Months)



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All Inquiries by Industry and SIC / Sector

SIC/Sector	Jul 2012 to Sep 2012	Oct 2012 to Dec 2012	Jan 2013 to Mar 2013	Apr 2013 to Jun 2013	Total Inquiries
Finance, Insurance and Real Estate	0	5	2	0	7
Services	1	0	0	0	1
Transportation, Communications, Electric, Gas and Sanitary Services	0	1	0	0	1

Inquiries by Report Type

Report Type	Jul 2012 to Sep 2012	Oct 2012 to Dec 2012	Jan 2013 to Mar 2013	Apr 2013 to Jun 2013	Total
Comprehensive Report	1	3	2	0	6
Delinquency Predictor Scoring Report	0	3	0	0	3
Financial Stress Scoring Report	0	0	0	0	0

Payments

Currency: Shown in USD unless otherwise indicated

Payments Summary

Current Paydex: 80 Equal to generally within terms
 Industry Median: 79 Equal to 2 DAYS BEYOND terms
 Payment Trend: ↔ Unchanged, compared to payments three months ago

Total payment Experiences in D&Bs File (HQ): 14
 Payments Within Terms (not dollar weighted): 100
 Total Placed For Collection: NA
 Average Highest Credit: 1,669
 Largest High Credit: 10,000
 Highest Now Owing: 1,000
 Highest Past Due: NA

Payments Summary by Industry

Total (Last 12 Months): 14

	Total Received	Total Dollar Amount	Largest High Credit Payment summary	Within Terms	Days Slow			
					31	30-60	61-90	90
Top Industries								
Telephone communictns	2	\$750	\$500	100%	0	0	0	0
Whol office equipment	2	\$500	\$250	100%	0	0	0	0
Insurance agent	2	\$150	\$100	100%	0	0	0	0
Member sport/rec club	1	\$10,000	\$10,000	100%	0	0	0	0
Misc business service	1	\$5,000	\$5,000	100%	0	0	0	0
Public finance	1	\$2,500	\$2,500	100%	0	0	0	0
Management services	1	\$1,000	\$1,000	100%	0	0	0	0
Radiotelephone commun	1	\$1,000	\$1,000	100%	0	0	0	0
Electric services	1	\$750	\$750	100%	0	0	0	0
Ret mail-order house	1	\$50	\$50	100%	0	0	0	0
Other Categories								
Cash experiences	1	\$50	\$50	--	--	--	--	--
Unknown	0	\$0	\$0	--	--	--	--	--
Unfavorable comments	0	\$0	\$0	--	--	--	--	--
Placed for collections with D&B:	0	\$0	\$0	--	--	--	--	--
Other	0	N/A	\$0	--	--	--	--	--
Total in D&B's file	14	\$21,750	\$10,000	--	--	--	--	--

Payments Beyond Terms

We currently don't have enough data to display this section.

All Payments

Total (Last 12 Months): 14

Date▼	Paying Record	High Credit	Now Owas	Past Due	Salling Terms	Last sale w/ (Mo)
04/2013	Ppt	\$1,000	\$0	\$0	--	1 mo
04/2013	Ppt	\$750	\$50	\$0	--	1 mo
04/2013	Ppt	\$500	\$500	\$0	--	1 mo
04/2013	Ppt	\$250	\$250	\$0	Lease Agreeemnt	1 mo
04/2013	Ppt	\$250	\$0	\$0	--	4-5 mos
04/2013	Ppt	\$250	\$250	\$0	--	1 mo
04/2013	Ppt	\$100	\$0	\$0	--	1 mo
04/2013	Ppt	\$50	\$50	\$0	--	1 mo
04/2013	Ppt	\$50	\$50	\$0	N30	1 mo
07/2012	Ppt	\$2,500	--	--	--	1 mo
04/2012	Ppt	\$1,000	\$500	\$0	--	1 mo
02/2012	(012)	\$50	--	--	Cash account	1 mo
06/2011	Ppt	\$10,000	\$1,000	\$0	PROX	2-3 mos
05/2011	Ppt	\$5,000	--	--	N30	1 mo

Indications of slowness can be the result of disputes over merchandise, skipped invoices, etc. Accounts are sometimes placed in collection even though the existence or amount of debt is disputed.

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

History & Operations

Currency: Shown in USD unless otherwise indicated

Company Overview

Company Name:	MSI UTILITIES INC	URL:	www.msiutilities.com
Doing Business As:	MSI UTILITIES INC	Stock Symbol:	NA
Street Address:	2727 Tuller Pkwy Ste 250 Dublin, OH 43017	History:	NA
Phone:	(866) 337-3463	Operations:	NA
Fax:	(614) 781-6140	Present Management Control:	NA
		Annual Sales:	\$2,200,000

History

The following information was reported: 04/08/2013

Officer(s):

FRANK WARNER, CEO
THOMAS WILLIAMSON, PRES-TREAS

DIRECTOR(S):

THE OFFICER(S)

The OHIO Secretary of State's business registrations file showed that MSI Utilities Inc was registered as a corporation on October 29, 2003.

Business started 1996 by the officers. 80% of capital stock is owned by the officers. 20% of capital stock is owned by outside investors.

COMPANY HISTORY:

FRANK WARNER. 1995-present active here.

THOMAS WILLIAMSON. 1995-present active here.

Business address has changed from 6230 Busch Blvd, Ste 200, Columbus, OH, 43229 to 2727 Tuller Pkwy Ste 250, Dublin, OH, 43017.

Business Registration

We currently don't have enough data to display this section.

Operations

04/08/2013

Description:

Operates as a provider of natural gas distribution and also operates as a provider of electric services, specializing in power distribution.

Terms are on a commission basis. Sells to commercial concerns. Territory : United States.

Nonseasonal.

Employees: 14 which includes officer(s) and 1 part-time.

Facilities: Leases 2,600 sq. ft. on 2nd floor of a multi story building.

Location: Central business section on main street.

Branches: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

SIC & NAICS

SIC:

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific to a company's operations that if we use the standard 4-digit code. The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser window.

4924 0000 Natural gas distribution

4924 0100 Gas power broker

4911 9901 Distribution, electric power

NAICS:

221122 Electric Power Distribution

221210 Natural Gas Distribution

Public Filings

Currency: Shown in USD unless otherwise indicated

Summary

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	# of Records	Most Recent Filing Date
Bankruptcy Proceedings	-	-
Judgments	0	-
Liens	0	-
Suits	0	-
UCCs	1	06/10/03

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

Judgments

We currently don't have enough data to display this section.

Liens

We currently don't have enough data to display this section.

Suits

We currently don't have enough data to display this section.

Government Activity

We currently don't have enough data to display this section.

Banking & Finance

Financial Statements

We currently don't have enough data to display this section.

Banking

We currently don't have enough data to display this section.

Special Events

We currently don't have enough data to display this section.

Corporate Linkage

Parent

We currently don't have enough data to display this section.

Headquarters (US)

We currently don't have enough data to display this section.

US Linkages

We currently don't have enough data to display this section.

International Linkages

We currently don't have enough data to display this section.

EXHIBIT 8. a. EXPERIENCE, PLAN, STRUCTURE

MSI Utilities, Inc. /PA PUC Application

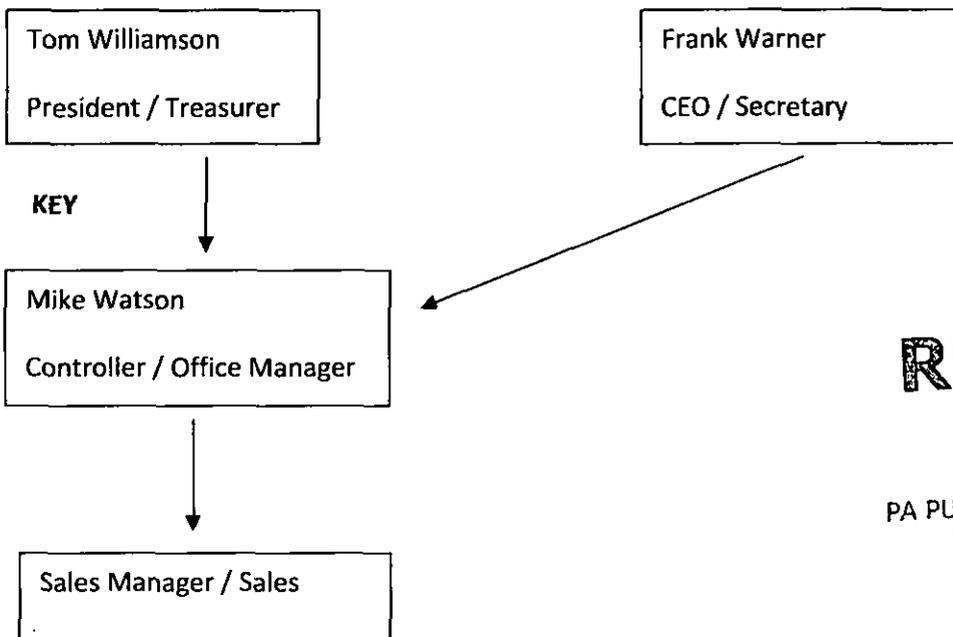
Market Solutions, Inc. was formed in 1995, and then MSI Utilities, Inc. in 2003. MSI Utilities was formed to assume the role of the primary operating company. In 2011, Market Solutions was merged into MSI Utilities.

MSI has been active in electric choice markets across the country since 2001. We have a sales and admin staff that are very knowledgeable in all areas of electric choice.

MSI is licensed as an electric broker in OH, IL and NH currently (see attached licenses).

MSI services approximately 2000 commercial electric accounts nationwide.

Staffing structure:



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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

*MSI does continual hands on training including monitoring.

MSI will contact business customers to discuss potential savings and utility cost management. We do not provide billing statements. All billing statements are provided by the supplier (or billed by the supplier through the customer's utility). Any customer inquiries/complaints may be directed to our toll-free number and will be dealt with immediately.

OFFICERS:

Tom Williamson, President – Treasurer

Tom was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Tom has the following functions with MSI.

- Personnel management
- Agent support
- Oversees Accounts Payable, Accounts Receivable and Payroll
- Oversees IT and vendor services
- Energy market analysis
- End user energy consulting
- Research deregulated Natural Gas & Electric utility territories
- Develop marketing material and strategy preparation

Frank Warner, CEO - Secretary

Frank was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Frank has the following functions with MSI.

- NG & Electric supplier liaison for various utility territories
- Research deregulated Natural Gas & Electric utility territories
- Implement procedures for various NG & Electric territories
- End user energy consulting
- Energy market analysis
- Develop material and strategy preparation
- Assist with Agent support
- Quality control and compliance
- Assist with employee and vendor decisions

KEY STAFF

Mike Watson, Controller – Office Manager

- Accounts Receivable
- Account Payable
- Journal Entries
- Productivity Reporting

- Human Resource paperwork
- Payroll
- Employee orientation, development, and training
- Performance management, and improvement systems
- Account management
- Answer Phones
- Oversee IT
- General office mgt – Supplies, equipment

ADDITIONAL STAFF/SUPPORT

In addition to the officers and key staff, MSI has a sales manager who oversees the sales staff, and a part time IT professional. MSI also has legal, accounting, computer and telecom advisors in place.

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:

April 15, 2013

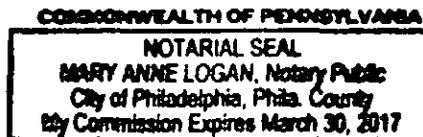
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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



Sworn to and subscribed before me this 15th day of April, 2013.


Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of MSI Utilities, Inc. For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/ Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/ marketer engaged in the business of supplying electricity. MSI Utilities, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of MSI Utilities, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3205, Harrisburg, PA 17105-3205. You should send copies of any protest to MSI Utilities, Inc.'s attorney at the address listed below.

By and through Counsel: Brent Rosenthal
Carlisle, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone (614) 626-0772
FAX (614) 221-0216

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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

The Patriot-News
Now you know

MSI UTILITIES INC.
P.O. BOX 1623

RECEIVED

MAY 22 2013

MEDINA

OH 44258

PA PUBLIC UTILITY COMMISSION
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

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of MSI UTILITIES, Inc. For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

MSI UTILITIES, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI UTILITIES, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of MSI UTILITIES, Inc. may be filed

within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to MSI UTILITIES, Inc.'s attorney at the address listed below.

By and through Counsel:
Brent Rosenthal
Carlisle, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone (614) 628-0772
FAX (614) 221-0216

This ad # 0002256368 ran on the dates shown below:

April 18, 2013

Sworn to and subscribed before me this 19 day of April, 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

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

MSI UTILITIES INC
FRANK WARNER
SUITE 250 2727 TULLER PKWY
DUBLIN OH 43017

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Account # 577070
Order # 81194885
Ad Price: 200.65

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:

04/13/2013

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 15th day of April 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 MSI Utilities, Inc. For
Approval To Offer, Render, Furnish Or
Supply Electricity Or Electric Generation
Services As A Marketer/Broker Engaged In The Business Of Supplying
Electricity To The Public In The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI Utilities, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

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

By and through Counsel:
Brent Rosenthal
Carile, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone (614) 628-0772
FAX (614) 221-0216

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:

April 13, 2013

Affiant further declares that he is an officer daily authorized by the Sun-Gazette Company, publisher of the Williamsport Sun-Gazette, to verify the foregoing statement as to time, place and character of publication are true.

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Application of MSI Utilities, Inc. For Approval To Offer, Render, Furnish, Or Supply Electricity Or Electric Generation Services As A Marketer/ Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI Utilities, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

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

By and through Counsel:
Brent Rosenthal
Carlisle, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone (614) 628-0772
FAX (614) 221-0216

THE SUN-GAZETTE

and certifies that the same have been fully paid.

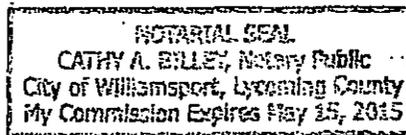
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 26th day of April, 2013

Cathy A. Billey
Notary Public



STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:
For publishing the notice attached
hereto on the above state dates.....\$ 233.76
Probated same.....\$
Total.....\$ 233.76

RECEIPT FOR ADVERTISING COSTS

I hereby acknowledge receipt of the aforesaid advertising and publication costs

RECEIVED

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA
 PUBLIC UTILITY COMMISSION
 NOTICE

Application of MSI Utilities, Inc. For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI Utilities, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of MSI Utilities, Inc. may be filed within 18 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to MSI Utilities, Inc.'s attorney at the address listed below.

By and through Counsel: Brent Rosenthal
Carlile, Patchen & Murphy, LLP
 366 East Broad Street
 Columbus, OH 43215
 Phone (614) 628-0772
 FAX (614) 221-0216

On this 15th day of April 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,

in the County of Cambria, and Commonwealth of Pennsylvania and in the above matter published in said publication in the regular issues of the Tribune-Democrat, Johnstown, PA, on April 13, 2013; and that the Affiant is not interested in the subject matter of said notice of 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 15th day of April, 2013.

Juan Ohs

0.00 Lines @ \$2.50 per line	0.00
6 Inches @ \$25.00 per inch	150.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	157.50

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 _____

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

MSI UTILITIES INC
2727 TULLER PKWY Ste 250
DUBLIN OH 43017

REFERENCE: L0005963
2110777 PUC NOTICE

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

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

PUBLISHED ON: 04/16

TOTAL COST: 294.00 AD SPACE: 7.000 INCH
FILED ON: 04/16/13

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**PENNSYLVANIA PUBLIC
UTILITY COMMISSION NOTICE**

Application of MSI Utilities, Inc. For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI Utilities, Inc. proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

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

By and through Counsel: Brent Rosenthal
Carlisle, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone (614) 628-0772
FAX (614) 221-0216

21:0777

Sworn to and subscribed before me this

16th day of April 2013 Affiant: Lisa L. Frampton

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

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:

15 of April, 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:
April 15, 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

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

STATEMENT OF ADVERTISING COSTS

MSI Utilities, Inc.
2727 Tuller Pkwy., Ste. 250
Dublin OH 43017

To PG Publishing Company

Total ----- \$457.50

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 MSI Utilities, Inc For Approval to Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged in The Business Of Supplying Electricity To The Public in The Commonwealth of Pennsylvania

MSI Utilities, Inc will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity of electric generation services as a broker/marketer engaged in the business of supplying electricity. MSI Utilities, Inc proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

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

By and through Counsel
Brent Rosenbush
Carrile, Patchen & Murphy, LLP
356 East Broad Street
Columbus, OH 43215
Phone (614) 628-0772
FAX (614) 221-0216

Appendix C

CERTIFICATE OF SERVICE

On this the 20th 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

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

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

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

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

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

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

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

RECEIVED

MAY 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU


Frank A Warner, CEO MSI Utilities, Inc.

7E
MAY 24 2013

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

9505 5105 2686 3142 4547 62



USPS TRACKING NUMBER

Label 107, January 2008

Visit us at usps.com



Class Mail
First Class

MAY 24 2013



UNITED STATES
POSTAL SERVICE

1086

17105



U.S. POSTAGE
PAID
MEDINA, OH
44256
MAY 22, 13
AMOUNT
\$6.15
00052686-1<

MSI Utilities
P.O. Box 1623
Medina, OH 44258-1623