

Energy Choice Consulting

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T: 609.365.7072
F: 609.365.2437



ORIGINAL

September 27, 2013

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

Re: *Application of Frontier Utilities Northeast LLC for certification as a Supplier of Natural Gas in the Commonwealth of Pennsylvania.*

Dear Madam Secretary,

Our firm has been retained by the above captioned Applicant, Frontier Utilities Northeast LLC (hereafter "FUN" or "Applicant") to assist them with regulatory and compliance filings in various jurisdictions.

Pursuant to Title 66 of the Pennsylvania Public Utility Code, Subpart D, Ch. 22 § 2208 *et seq.*, Applicant hereby submits the attached application for licensure as a Supplier of natural gas in the Commonwealth of Pennsylvania.

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

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

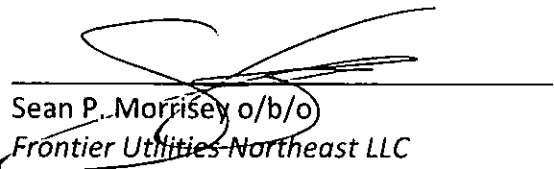
Should you have any questions or concerns regarding this application, or require any additional documentation or information, please do not hesitate to contact this office at your convenience.

RECEIVED

OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Respectfully Submitted,



Sean P. Morrissey o/b/o
Frontier Utilities Northeast LLC

NEMLC, LLC

1049 Shore Road

Suite A

Linwood, NJ 08221

T: 609.365.7072

F: 609.297.5747

E: smorrisey@energychoiceconsulting.com

Encl: Natural Gas Supplier Application of Frontier Utilities Northeast, LLC
Petition for protective order of proprietary business information

BEFORE

THE PENNSYLVANIA PUBLIC UTILITIES COMMISSION

In the Matter of the Application of)	
Frontier Utilities Northeast, LLC)	Docket No.
For Certification as a Supplier of)	
natural gas services in the)	
Commonwealth of Pennsylvania.)	

MOTION FOR PROTECTIVE ORDER

Applicant, Frontier Utilities Northeast, LLC (hereinafter, "FUN" or "Applicant" or "Company") moves pursuant to Pa. Code § 54.32 (e)(f), for the entry of a Protective Order to designate as confidential its responses to question 17(a) [attached Exhibit 17(a)], in the Commission's Certification Application for Natural Gas Generation Supplier ("NGS") Application Package. These questions seek information and records that FUN considers confidential and proprietary financial data, and which are maintained as confidential by the Company. Public disclosure of this information would be potentially harmful to Applicant's competitive position as a supplier of natural gas.

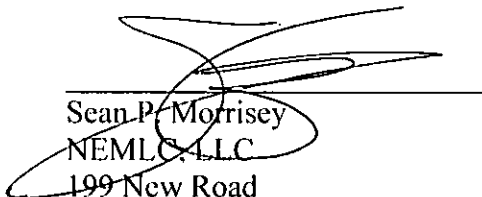
The Company asks further that its responses to any subsequent requests for additional information or clarification which the Commission Staff might make with regard to these same requests also be permitted to be filed under seal, pursuant to the same Protective Order requested herein. The grounds supporting this Motion are fully explained in the subsequent Memorandum of Support.

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OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Respectfully Submitted,



Sean P. Morrissey
 NEMLC, LLC
 199 New Road
 Suite 61-187
 Linwood, NJ 08221
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 F: 609.365.2437
 smorrisey@energychoiceconsulting.com
 o/b/o Frontier Utilities Northeast LLC

MEMORANDUM IN SUPPORT OF
MOTION FOR PROTECTIVE ORDER

Frontier Utilities Northeast LLC is a Delaware Limited Liability Company, registered as a Foreign For Profit Limited Liability Company (§8981) by filing with the Pennsylvania Secretary of State.

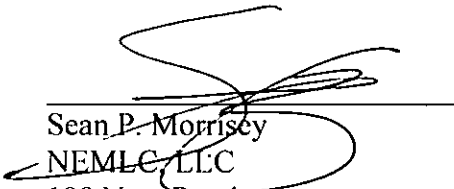
Questions 17(a) states, “Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided.” Examples of such information which may be submitted include the following: - Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies. - Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient) - Applicant's accounting statements, including balance sheet and income statements for the past two years. - Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports. - A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee. - Audited financial statements exhibiting accounts over a minimum two year period. - Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

Applicant gladly provides this information to the Commission, but asks that it be subject to Protective Order due to the confidential, sensitive financial nature of this information and because public disclosure would be injurious to the Company's competitive position as a Supplier of natural gas. It is submitted that this is private information, in that Applicant is a Private limited liability company engaged solely in Supplying electricity and natural gas and does not make public disclosure of the requested information through SEC filings or other public means. As such, and given the intense competition in the NGS arena, this information is legitimate proprietary data, access to which could negatively affect Applicant's competitive position as a supplier of natural gas.

This request for a Protective Order is reasonable, necessary and will not prejudice any other party or individual. In fact, to the extent FUN's ability to compete effectively is preserved, Pennsylvania consumers will be better served. Fair competition is the philosophical basis for the NGS statutes and subsequent regulations.

For the foregoing reasons, Applicant respectfully requests that a Protective Order be issued which permits it to file its responses to the identified natural gas supplier Application Question (*17a and corresponding exhibits*) under seal and requires those with access to those responses to treat them in a confidential manner consistent with applicable law. All such responses shall be clearly and conspicuously marked CONFIDENTIAL.

Respectfully Submitted,



Sean P. Morrissey

NEMLC, LLC

199 New Road

Suite 61-187

Linwood, NJ 08221

T: 609.365.7072

F: 609.365.2437

smorrisey@energychoiceconsulting.com

o/b/o Frontier Utilities Northeast LLC

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

Capitol Corporate Services, Inc.
600 N 2ND ST STE
401 HARRISBURG PA 17101
Ph: 800.345.4647
Fax: 800.432.3622

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

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

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

OR



The Applicant will not be using a fictitious name.

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

The Applicant is a sole proprietor.

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

OR

The Applicant is a:

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

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

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

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

OR



The Applicant is a:

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

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

Give name and address of officers.

See Attachment 5

The Applicant is incorporated in the state of Delaware.

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

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

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

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

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

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

- Provide the Pa PUC Docket Number if the applicant has ever applied:
- (a) for a Pennsylvania Natural Gas Supplier license, or

(b) for a Pennsylvania Electric Generation Supplier license.

Applicant is filing concurrently for a EGS license.

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

OR

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

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

- The Applicant is presently doing business in Pennsylvania as a
- natural gas interstate pipeline.
 - municipal providing service outside its municipal limits.
 - local gas distribution company
 - retail supplier of natural gas services in the Commonwealth
 - a natural gas producer
 - Other. (Identify the nature of service being rendered.)

OR

- The Applicant is not presently doing business in Pennsylvania.

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

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

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

Applicant proposes to purchase natural gas on the wholesale market and sell directly to all customers classes throughout the entire Commonwealth of Pennsylvania. Applicant will be taking title to natural gas and be contracting directly with end-users in all applicable NGDC territories. Frontier Utilities Northeast does not own nor is it affiliated with any generation facilities. Each respective NGDC will still service the physical infrastructure and respond to any emergencies.

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

Applicant proposes to serve the entire Commonwealth of Pennsylvania. NGDC are to include: UGI, National Fuel, People's Twp, People's, PECO (application in process), Columbia (application in process), PGW, Equitable, Valley Energy.

Applicant has received waiver letters from all but PECO and Columbia. Upon receipt of such approval to operate in their respective territories, Applicant will amend its license

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

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

12. **START DATE:** The Applicant proposes to begin delivering services on Upon Commission Approval; on or about (approximate date). November 1st, 2013.

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

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

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

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

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

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

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

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

14. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix B to this application.

15. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

Applicant has no compliance proceedings to disclose.

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

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

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

c. If proposing to serve Residential and/or Small Commercial customers, provide a disclosure statement. A sample disclosure statement is provided as Appendix B to this Application.

See Attachment 16

17. **FINANCIAL FITNESS:**

A. Applicant shall provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published parent company financial and credit information.
- Applicant's balance sheet and income statement for the most recent fiscal year. Published financial information such as 10K's and 10Q's may be provided, if available.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements
- Such other information that demonstrates Applicant's financial fitness.

See Attachment 17(a)

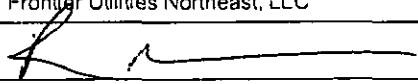
B. Applicant must provide the following information:

- Provide proof of compliance with bonding/credit requirements for each NGDC the applicant is proposing to provide service in. This requirement is designated by each NGDC and can commonly be found in the NGDC supplier tariff.
- Identify Applicant's chief officers including names and their professional resumes.

See Attachment 17(b)

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

Applicant:: Frontier Utilities Northeast, LLC

By: 

Title: Ramji Raman, CFO

AFFIDAVIT

[Commonwealth/State] of Texas :

: ss.

County of Harris :

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

[He/she is the CFO (Office of Affiant) of Frontier Utilities Northeast, LLC ("Frontier")

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

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

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

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

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

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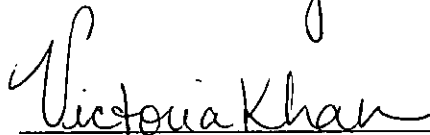
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Commission's Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections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

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



Signature of Affiant

Sworn and subscribed before me this 31 day of July, 2013



Signature of official administering oath

My commission expires January 16, 2016



AFFIDAVIT

[Commonwealth/State] of Texas :

: SS.

County of Harris :

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

[He/she is the CFO (Office of Affiant) of Frontier Utilities Northeast, LLC ("Frontier")

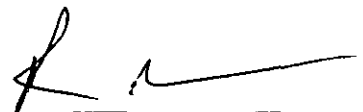
[That he/she is authorized to and does make this affidavit for said Applicant;]

That Frontier, the Applicant herein certifies that it has caused the notice of the filing of its license application published in the following newspapers on _____:
(date) TBD

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

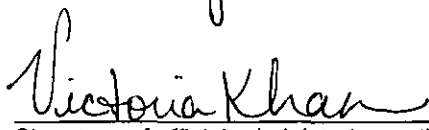
That Frontier, the Applicant will submit to the Commission the proof of publication from each newspaper in which notice of the application filing was published as soon as it is available.

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



Signature of Affiant

Sworn and subscribed before me this 31 day of July, 2013



Signature of official administering oath

RECEIVED

OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

My commission expires January 16, 2014



AFFIDAVIT

[Commonwealth/State] of Texas :

: SS.

County of Harris :

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

[He/she is the CFO (Office of Affiant) of Frontier Utilities Northeast, LLC ("Frontier")

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

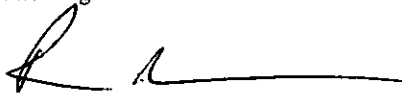
That the Applicant herein Frontier has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. §2208(c)(1).

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

That the Applicant herein Frontier 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 Frontier 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 31 day of July, 2013



Signature of official administering oath

My commission expires January 16, 2014



Attachment 1

Applicant has operated under the name "Frontier Utilities New York," as has since been legally changed in Delaware, its state of formation on February 25, 2013. No material changes in management, financial or technical qualifications are applicable.

Enclosed hereto please find documentation from the State of Delaware noting the legal name change from "Frontier Utilities New York" to its current name, "Frontier Utilities Northeast, LLC."

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FRONTIER UTILITIES NEW YORK LLC", CHANGING ITS NAME FROM "FRONTIER UTILITIES NEW YORK LLC" TO "FRONTIER UTILITIES NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2013, AT 4:34 O'CLOCK P.M.

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OCT 2 2013


PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



5150179 8100

130225196

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0243771

DATE: 02-26-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:48 PM 02/25/2013
FILED 04:34 PM 02/25/2013
SRV 130225196 - 5150179 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
FRONTIER UTILITIES NEW YORK LLC

1. The name of the limited liability company is Frontier Utilities New York LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:
 1. The name of this Delaware limited liability company is:
Frontier Utilities Northeast LLC

IN WITNESS WHEREOF, the undersigned has executed this certificate on the 22nd day of February, 2013.

By: 

Name: Jay D. Hellums

Title: Chief Executive Officer

FRONTIER UTILITIES NEW YORK, LLC

CONSENT OF SOLE MEMBER

February 22, 2013

The undersigned, being the sole member of Frontier Utilities New York, LLC, a Delaware limited liability company (the "Company"), does hereby waive any and all requirements for calling, giving notice of and holding a meeting of the members of the Company and, in lieu of such meeting and pursuant to the Delaware Limited Liability Company Act, hereby adopts and approves, or approves, confirms and ratifies, as applicable, the following resolutions by written consent:

Relating to the Certificate of Amendment

WHEREAS, the Sole Member has determined that it is advisable and in the best interest of the Company to change the name of the Company to Frontier Utilities Northeast LLC;

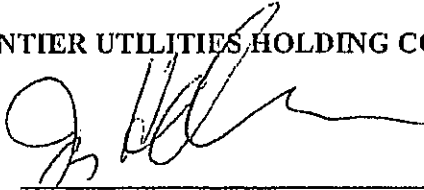
NOW, THEREFORE, BE IT RESOLVED, that the Sole Member hereby approves the amendment to the certificate of formation of the Company to effect the aforementioned name change.

RESOLVED FURTHER, that the form of, and all of the terms, provisions and conditions contained in the form of Certificate of Amendment that has been presented to the Sole Member are hereby approved and adopted in all respects.

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, has executed this Consent as of the day first written above.

SOLE MEMBER:

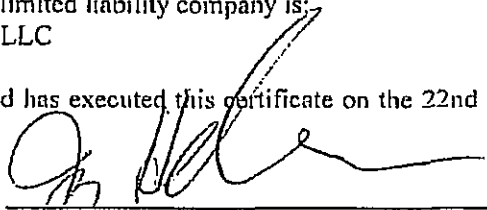
**FRONTIER UTILITIES HOLDING COMPANY,
LLC**

By: 
Name: Jay D. Hellums
Title: Chief Executive Officer

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
FRONTIER UTILITIES NEW YORK LLC

1. The name of the limited liability company is Frontier Utilities New York LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:
 1. The name of this Delaware limited liability company is:
Frontier Utilities Northeast LLC

IN WITNESS WHEREOF, the undersigned has executed this certificate on the 22nd day of February, 2013.

By: 
Name: Jay D. Hellums
Title: Chief Executive Officer

Attachment 5

Name & Address of Officers for Frontier Utilities Northeast, LLC

Jay D. Hellums, CEO
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Ramji Raman, CFO
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Scott Birmingham, VP Marketing and Regulatory
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Dayne Zimmerman, VP of Energy Management
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Preston Ochsner, Retail Electricity Sales
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Suresh Guddanti PhD., VP of Operations and Chief Information Officer
5120 Woodway Drive, Suite 10015
Houston, TX 77056

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OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Attachment 5

Attached hereto please also find Frontier Utilities Northeast's ("FUN") charter documentation from the State of Delaware.

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

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FRONTIER UTILITIES NEW YORK LLC", CHANGING ITS NAME FROM "FRONTIER UTILITIES NEW YORK LLC" TO "FRONTIER UTILITIES NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2013, AT 4:34 O'CLOCK P.M.



5150179 8100

130225196

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0243771

DATE: 02-26-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:48 PM 02/25/2013
FILED 04:34 PM 02/25/2013
SRV 130225196 - 5150179 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
FRONTIER UTILITIES NEW YORK LLC

1. The name of the limited liability company is Frontier Utilities New York LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:
 1. The name of this Delaware limited liability company is:
Frontier Utilities Northeast LLC

IN WITNESS WHEREOF, the undersigned has executed this certificate on the 22nd day of February, 2013.

By: 

Name: Jay D. Hellums

Title: Chief Executive Officer

FRONTIER UTILITIES NEW YORK, LLC

CONSENT OF SOLE MEMBER

February 22, 2013

The undersigned, being the sole member of Frontier Utilities New York, LLC, a Delaware limited liability company (the "**Company**"), does hereby waive any and all requirements for calling, giving notice of and holding a meeting of the members of the Company and, in lieu of such meeting and pursuant to the Delaware Limited Liability Company Act, hereby adopts and approves, or approves, confirms and ratifies, as applicable, the following resolutions by written consent:

Relating to the Certificate of Amendment

WHEREAS, the Sole Member has determined that it is advisable and in the best interest of the Company to change the name of the Company to Frontier Utilities Northeast LLC;

NOW, THEREFORE, BE IT RESOLVED, that the Sole Member hereby approves the amendment to the certificate of formation of the Company to effect the aforementioned name change.

RESOLVED FURTHER, that the form of, and all of the terms, provisions and conditions contained in the form of Certificate of Amendment that has been presented to the Sole Member are hereby approved and adopted in all respects.

IN WITNESS WHEREOF, the undersigned, being the sole member of the Company, has executed this Consent as of the day first written above.

SOLE MEMBER:

**FRONTIER UTILITIES HOLDING COMPANY,
LLC**

By: 

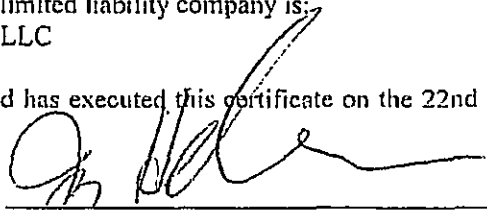
Name: Jay D. Hellums

Title: Chief Executive Officer

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
FRONTIER UTILITIES NEW YORK LLC

1. The name of the limited liability company is Frontier Utilities New York LLC (the "Company").
2. The Certificate of Formation of the Company is hereby amended as follows:
 1. The name of this Delaware limited liability company is:
Frontier Utilities Northeast LLC

IN WITNESS WHEREOF, the undersigned has executed this certificate on the 22nd day of February, 2013.

By: 
Name: Jay D. Hellums
Title: Chief Executive Officer

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

Frontier Utilities Northeast, 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: 4203191

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OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Frontier Utilities Northeast, LLC
5120 Woodway Drive / Suite 10015
Houston, TX 77056

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

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 Frontier Utilities Northeast, LLC		
Address 5120 Woodway Dr., Suite 10015		
City Houston	State TX	Zip Code 77056

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



Commonwealth of Pennsylvania
APPLICATION FOR REGISTRATION 3 Page(s)



T1320764062

Fee: \$250

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:

Frontier Utilities Northeast, 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:

Frontier Utilities Northeast, LLC

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

Jurisdiction: DE Date of Formation: 5/4/12

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 Capitol Corporate Services Inc.				County Dauphin

PA DEPT. OF STATE

JUL 24 2013



BUREAU OF CORPORATION TAXES
PO BOX 280705
HARRISBURG PA 17128-0705

NOTICE OF CORPORATE REGISTRATION

**FRONTIER UTILITIES NORTHEAST, LLC
STE 10015
5120 WOODWAY DR
HOUSTON TX 77056-1725**

REVENUE ID:.....1000718142
FEIN:.....455436191
NOTICE NUMBER:.....BU1000300151
MAIL DATE:.....08/07/2013
FISCAL YR END:.....12/31
CERT OF AUTHORITY DATE:.....07/24/2013

TAXES SUBJECT:
Corporate Net Income
Loans
Foreign Franchise

Welcome to Pennsylvania's business community. The Department of Revenue has been advised that you are authorized to conduct business in Pennsylvania. The above Revenue ID number has been assigned to your business for tax reporting purposes. Please reference this number on all correspondence with the department.

Carefully review your name, address and tax information above for accuracy. If no federal employer identification number (FEIN) is indicated, please provide this number to the department as soon as it is available from the federal government. Write the FEIN and other changes or additions in the top, right-hand corner above and return this letter to the PA DEPARTMENT OF REVENUE, PO BOX 280705, HARRISBURG PA 17128-0705.

FILING REQUIREMENTS

The taxes you are required to report annually are identified above. Tax reports must be filed timely, even if there is no business activity or if the first year in business is less than 12 months. You are obligated to pay timely and file tax returns until you formally dissolve your corporate charter, file an out of existence affidavit or cancel a license or authorization. Failure to file and pay timely may result in penalties and liens. For information on tax due dates, visit the department's website at www.revenue.state.pa.us.

Pay particular attention to the month your fiscal year ends, identified above, for the following reasons:

- For capital stock/foreign franchise, corporate net income and mutual thrift taxes, the first quarterly estimated payments are due within 75 days following the incorporation/authority date.
- A federal subchapter S corporation desiring not to be taxed as a PA S corporation is required to file Form REV-976 on or before the due date or extended due date of the first tax period for which it is to be in effect. REV-976 is available at www.revenue.state.pa.us.

SUBJECTIVITY TO CORPORATE TAXES FOR LIMITED LIABILITY COMPANIES AND BUSINESS TRUSTS

- According to Section 601 of the Tax Reform Code, limited liability companies and business trusts are considered corporations for purposes of capital stock/foreign franchise tax, regardless of how they file with the Internal Revenue Service (IRS).
- Under Section 401, any entity that files as a corporation with the IRS is subject to PA corporate net income tax. A limited liability company or business trust that does not file as a corporation with the IRS is not subject to the PA corporate net income tax.

ELECTRONIC FILING

Payments of \$10,000 or more must be remitted electronically. Register online through the department's e-Services Center at www.revenue.state.pa.us to send tax payments to the department online using e-TIDES.

The Department of Revenue appreciates your cooperation and wishes your business success in Pennsylvania. If you have any questions, visit the Online Customer Service Center at www.revenue.state.pa.us or call the Taxpayer Service & Information Center at 717-787-1064.

000BU1000300151 02 02 01 25 1 00



Exhibit 13 – Certificate of Service

Valley Energy Inc.
Robert Crocker
523 South Keystone Avenue
Sayre, PA 18840-0340
PH: 570.888-9664
FAX: 570.888.6199
email: rcrocker@ctenterprises.org

National Fuel Gas Distribution Corp.
David D. Wolford
6363 Main Street
Williamsville, NY 14221
PH: 716.857.7483
FAX: 716.857.7479
email: wolfordd@natfuel.com

UGI Central Penn
David Beasten
2525 N. 12th Street, Suite 360
Reading, PA 19612-2677
PH: 610.796.3425
FAX: 610.796.3559

Peoples Natural Gas Company LLC
Lynda Petrichevich
375 North Shore Drive, Suite 600
Pittsburgh, PA 15212
email: Lynda.w.petrichevich@peoples-gas.com
PH: 412.208.6528
FAX: 412.208.6577

Peoples TWP LLC (Formerly T. W. Phillips)
Andrew Wachter
375 North Shore Drive, Suite 600
Pittsburgh, PA 15212
PH: 724.431.4935
FAX: 724.287.5021
email: Andrew.Wachter@peoplestwp.com

UGI
David Beasten
2525 N. 12th Street, Suite 360
Reading, PA 19612-2677
PH: 610.796.3425
FAX: 610.796.3559

UGI Penn Natural
David Beasten
2525 N. 12th Street, Suite 360
Reading, PA 19612-2677
PH: 610.796.3425
FAX: 610.796.3552

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

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

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

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

Equitable Gas Company
Jerald Moody
225 North Shore Drive
Pittsburgh, PA 15212-5352
PH: 412.395.3209
FAX: 412.395.3335

PECO
Carlos Thillet, Manager, Gas Supply and
Transportation
2301 Market Street, S9-2
Philadelphia, PA 19103
email: carlos.thillet@exeloncorp.com
PH: 215.841.6452

Columbia Gas of Pennsylvania Inc.
Thomas C. Heckathorn
200 Civic Center Drive
Columbus, OH 43215
PH: 614.460.4996
FAX: 614.460.6442
email: theckathorn@nisource.com


Philadelphia Gas Works
Douglas Moser
800 West Montgomery Avenue
Philadelphia, PA 19122
email: douglas.moser@pgworks.com

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OCT 2 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Applicant hereby certifies that a true and complete copy of the NGS Application herein has been served upon the above listed entities on this 1st Day of October, 2013.


Sean P. Morrissey, Regulatory Consultant on behalf of Frontier Utilities Northeast, LLC

Attachment 16 – Standards, Billing Practices, Terms and Conditions of Providing Service and Consumer Education

Included in this attachment, please find the following:

- Customer Service Contact Information
- Sample Terms & Conditions
- Residential Customer Disclosure Statement

CUSTOMER SERVICE CONTACT INFORMATION:

1. Contact for customer service and complaints
 - a. Scott Birmingham, VP Marketing & Regulatory
5120 Woodway Drive, Suite 10015
Houston, TX 77056
T: 832-397-6935
F: 866-926-8193
E: scott.birmingham@frontierutilites.com
 - b. Suresh Guddanti PhD., VP of Operations and CIO
5120 Woodway Drive, Suite 10015
Houston, TX 77056
T: 832-266-0139
F: 866-926-8193
E: suresh.guddanti@frontierutilities.com
2. Customer Service Contact:
 - a. Toll-Free Number: 866-926-8192
 - b. Email: care@frontierutilities.com

NATURAL GAS SAMPLE TERMS OF SERVICE
FRONTIER UTILITIES NORTHEAST, LLC
5120 WOODWAY DRIVE, SUITE 10015, HOUSTON, TX 77056
License Number: A-2013-XXXXXX

THIS STANDARD SERVICE AGREEMENT ("Agreement") will authorize Frontier Utilities Northeast, LLC ("FUN" or "Company" or "Frontier Utilities") to serve as the customer's retail natural gas supplier in the territory of [NAME OF UTILITY] (referred to as the "Local Delivery Company" or "LDC" or "Local Utility"). The services provided by Frontier Utilities to the customer are governed by the terms of this Agreement.

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

RIGHT OF RESCISSION: Customer has the right to rescind this Agreement within three (3) business days after the date on which the Customer enrolls with Frontier Utilities. To rescind this Agreement, please call 866-926-8192 or email us at care@frontierutilites.com

LENGTH OF AGREEMENT: Frontier Utilities will begin providing Supply Service under this Agreement when the Local Utility switches the customer's account to Frontier Utilities ("Switch Date"). The purpose of this Agreement is for the customer to authorize a change in your Natural Gas Supplier. This Agreement shall be in full force and effect for a period of twelve (12) months from the Switch Date, hereafter the Initial Term. Unless otherwise agreed, this Agreement shall automatically be renewed on a month-to-month basis until after the expiration of the Initial Term unless either party provides notification, as provided within, of their intent to terminate the Agreement.

TERMS OF SERVICE – Upon the expiration of any rate offered in the Initial Term, Frontier Utilities' standard rate shall remain in effect until the Agreement is terminated. The standard rate shall apply to each renewal period unless the customer receives confirmation of a new agreed upon rate. The standard rate, unless otherwise agreed upon shall be a variable rate based upon natural gas market pricing, transportation, profit and other market price factors, plus all applicable taxes, which may be higher or lower than the customer's LDC. The Customer should contact Frontier Utilities at 866-926-8192 for its most current rate information.

BILLING AND PAYMENT: The customer should receive a bill from their LDC which will continue to provide distribution, maintenance and respond to emergencies, and for the natural gas supplied to the customer by Frontier Utilities or Frontier Utilities may include charges for supply services on your bill from Frontier Utilities. In the event the customer is dropped from utility consolidated billing for any reason Frontier Utilities may reserve the right to bill the customer directly and the customer remains fully responsible for all charges incurred. If the customer is dropped from utility consolidated billing for any reason Frontier Utilities also reserves the right to immediately terminate the Agreement and drop the customer from service without any further notice. The customer's bill is due within fifteen (15) days of the billing date and late fees will be assessed if the full amount due is not received within the fifteen (15) days of the bill date. Late payments or partial payments balances will be subject to immediate termination as well as late fees on the outstanding balance equal to 1.5% or up to the maximum fee allowed by law, whichever is higher. The customer will be billed for all outstanding balances, fees, breach of Agreement damages, other damages (if any), and any other costs of litigation and all other costs of collecting such outstanding balances. In the event of a termination for non-payment, the customer is subject to a minimum \$25.00 termination fee, plus any applicable breach of Agreement, damages, and/or utility charges. Any and all returned checks are subject to a returned check fee of at least \$20 plus any applicable bank fees or the maximum fee allowed by law whichever is greater. The customer can pay their bill by mailing it to Frontier Utilities PO Box 660094 Dallas, TX 75266-0094; or by phone by calling 1-866-926-8192.

TITLES AND TAXES: Title to the natural gas shall pass from Frontier Utilities to the customer at the customer's LDC's designated city gate, and shall constitute the point at which title transfers and the sale occurs. Any other state or local taxes, gross receipts tax and/or utility tax will be billed as required by law. If the customer is claiming any tax exemption they must provide Frontier Utilities with written

documentation of their tax exemption prior to commencement of service to the customer under this Agreement.

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

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

RENEWAL NOTICE AND NOTIFICATION OF CHANGES: This contract is a twelve (12) month contract. If a customer has a fixed term Agreement with us and it is approaching the expiration date, or whenever we propose to change our terms of service in any type of Agreement, they will receive written notification from us in each of the last three bills for natural gas supply service charges or in corresponding separate mailings that precede either the expiration date or the effective date of the proposed changes. We will explain the customer's options to them in these three advance notifications. If the customer is on a month-to-month contract, they may terminate the contract at any time without incurring an early termination fee, at which time we would return their account at the next applicable meter read date to being supplied by the LDC unless they have selected another natural gas retail supplier. If the customer terminates this Agreement during the Initial Term, for any reason whatsoever, they will incur a early termination penalty of \$100 (one hundred dollars and zero cents), plus any applicable collection fees, arrears, and other applicable damages.

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

ASSIGNMENT: Frontier Utilities reserves the right to assign the Supply Service and this Agreement at the discretion of Frontier Utilities at any time without notice.

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

CUSTOMER COMPLAINTS: If the customer has any questions or concerns regarding this Agreement or the natural gas supply provided by Frontier Utilities, they should call 866-926-8192. If the Customer is not satisfied with Frontier Utilities' attempt to resolve the problem, the Customer may seek assistance from the PPUC or request information from the PPUC regarding consumer protection rights under this Agreement. See "Contact Information" below for the PPUC's contact information.

RESIDENTIAL CUSTOMER RIGHTS AND TERMINATION: Reasons for termination shall include, but not limited to, failure to fully pay charges for services rendered, amounts due under a payment Agreement.

The customer can terminate the Agreement with fifteen (15) days notice; however, the customer still remains responsible for any and all breach of Agreement damages as contained herein. The customer may terminate the Agreement with 48-hour notice without penalty, as a result of relocation within or outside of the LDC's franchise area, disability and/or death. Cancellation may take up to 8 weeks or more since it cannot be effective until the LDC provides a meter reading. Customer agrees to remain fully responsible for payment of all purchases made during this time.

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

ASSIGNMENT, CHANGES TO TERMS: This Agreement shall extend to and be binding upon the respective successors and assigns of the Parties. You may only assign this Agreement with the express prior written consent of Frontier Utilities. Frontier Utilities reserves the right to change the terms of this Agreement, assign this Agreement or delegate its duties at any time.

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

CONTACT INFORMATION:

Frontier Utilities Northeast, LLC
 5120 Woodway Dr., Suite 10015
 Houston, TX 77056
 For Customer Service:
 Telephone: 1-866-926-8192
 Email: care@frontierutilities.com
 PAPUC License No. A-2013-XXXXXXX

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

Utility	Address	Phone Number for Outages and Emergencies	Customer Service
[NAME OF UTILITY]	[ADDRESS OF UTILITY]	[TOLL FREE #]	[CUSTOMER SERVICE TOLL FREE #]

The Pennsylvania Public Utility Commission can be reached at:

Pennsylvania Public Utility Commission
 P.O. Box 3265
 Harrisburg, PA 17105-3265
<http://www.puc.state.pa.us/>

Choice Hotline Number: 1-800-692-7380

Customer Name: _____
Customer Address: _____

Customer Telephone No. _____
Customer Email: _____
Account Number: _____
Customer Signature: _____

By signing this Agreement, Customer certifies that he/she is over the age of 18, is authorized to execute this Agreement, and agrees to abide by all the terms and conditions, and any amendments thereto, contained herein.

COMPANY LETTERHEAD

THIS STANDARD SERVICE AGREEMENT ("Agreement") will authorize Frontier Utilities Northeast, LLC ("FUN" or "Supplier") to serve as the undersigned Customer's [CUSTOMER'S FULL NAME AND ADDRESS], (hereafter "Customer") retail natural gas supplier in the Local Utility territories of [INSERT LDC TERRITORY] ("Local Utility"). The services provided by Frontier Utilities Northeast, LLC to the Customer are governed by the terms of this Agreement.

Background

Frontier Utilities Northeast, LLC is licensed by the Pennsylvania Public Utility Commission ("PPUC") to offer and supply natural gas generation services throughout Pennsylvania. Our PPUC license number is A-2013-XXXXXXX.

Generation prices and charges are set by FUN. The Public Utility Commission regulates distribution prices and services. The Federal Energy Regulatory Commission regulates transmission prices and services.

You will receive a single bill from your Natural gas Distribution Company for both its charges and for our charges.

Right of Rescission - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure. To rescind this Agreement, please call FUN toll-free at 866-926-1892.

Definitions:

- **Generation Charge** - Charge for production of natural gas.
- **Distribution charges** - Basic service charges for delivering natural gas over the distribution system to the home or business from the transmission system
- **Transmission Charge** - Charge for moving natural gas from a generation facility to the distribution natural gas distribution company.
- **Initial Term** – The one (1) year period by which you agree to purchase your natural gas generation service from Frontier Utilities Northeast, LLC ("FUN") at the rate disclosed below.
- **NGDC** - Natural Gas Distribution Company
- **FUN** – Frontier Utilities Northeast, LLC

Terms of Service

1. Basic Service Prices – Your initial contract price for generation supply charges is \$0.XXXX [INSERT LDC] per (Mcf/Dth/ccf) fixed until [ONE YEAR FIXED/VARIABLE PRICE] ("Initial Term"). This fixed/variable contract rate includes Natural Gas Generation Service Charges and Transmission Charges and Estimated Total State Taxes including Gross Receipts Tax, excluding applicable state and local Sales Taxes. At the expiration of the Initial Term, the rate shall be variable and automatically renew on a month-to-month basis until cancelled in accordance with the terms of this Agreement. The variable contract price will be adjusted monthly based on conditions in the natural gas markets. The variable contract price could be higher or lower than the NGDC price.

2. Length of Agreement –This Agreement codifies that you will purchase your natural gas generation service from Frontier Utilities Northeast. The term of this Agreement will begin on a date set by your Natural gas Distribution Company after the first meter reading and will continue thereafter for a period of one (1) year, hereto known as the "Initial Term." Natural gas service will begin upon the first meter reading following the date on which the Local Utility successfully changes the Customer's account to FUN. This process may take up to ninety (90) days.

3. Penalties, Fees and Exceptions –Should you cancel this Agreement at any time before the end of the Initial Term, FUN shall charge a flat rate cancellation fee of \$100 (one hundred dollars). Customer shall be responsible for all fees and charges in arrears plus the applicable cancellation charge.

4. Billing: You will still receive one monthly bill from your Local Utility for the Supply Service provided by FUN and the Distribution Service provided by your Local Utility. You will continue to pay your Local Utility directly in accordance with their billing terms and policies. You should direct any questions

COMPANY LETTERHEAD

regarding the bill to your Local Utility. See "Contact Information" below for Local Utility contact information.

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

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

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

8. Contact Information

Generation Supplier Name: Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056
866-926-8192
care@frontierutilities.com
www.frontierutilities.com

Natural gas Distribution Company Name:	NGDC NAME
Provider of Last Resort Name:	POLR NAME
Address:	NGDC MAILING ADDRESS
Phone Number:	NGDC TOLL FREE NUMBER
Universal Service Programs:	NGDC NAME
Phone Number:	TOLL FREE NUMBER

Public Utility Commission (PUC)
P.O. Box 3265
Harrisburg, PA 17105-3265

Choice Hotline Number: 1-800-692-7380

COMPANY LETTERHEAD

By signing this Agreement, Customer certifies that he/she is over the age of 18, is authorized to execute this Agreement, and agrees to abide by all the terms and conditions, and any amendments thereto, contained herein.

Customer Name: _____
Customer Address: _____
Customer Telephone No. _____
Customer Email: _____
Account Number: _____
Customer Signature: _____



Frontier Utilities, Llc

DUNS: 80-943-4421

Dashboard

Company Info

5120 Woodway Ste 10015
Houston, TX 77056

Phone: (832) 426-1380

URL: www.frontierutilities.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 ▾	536 ▾	2	1527 △	2	1 ▾	\$35K	3A1

Recent Alerts

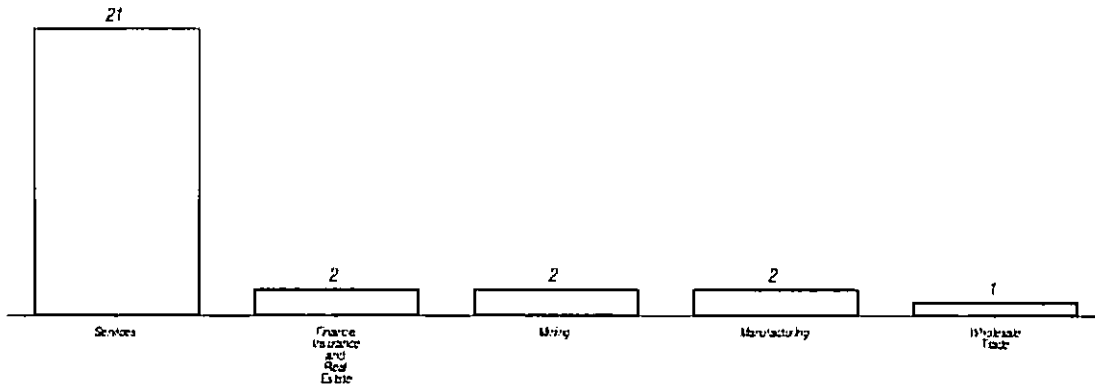
INQUIRY 05/18/13 1 New Inquiry	INQUIRY 05/02/13 2 New Inquiries
INQUIRY 04/20/13 1 New Inquiry	SCORE 03/31/13 Commercial Credit Score Improved

Inquiries

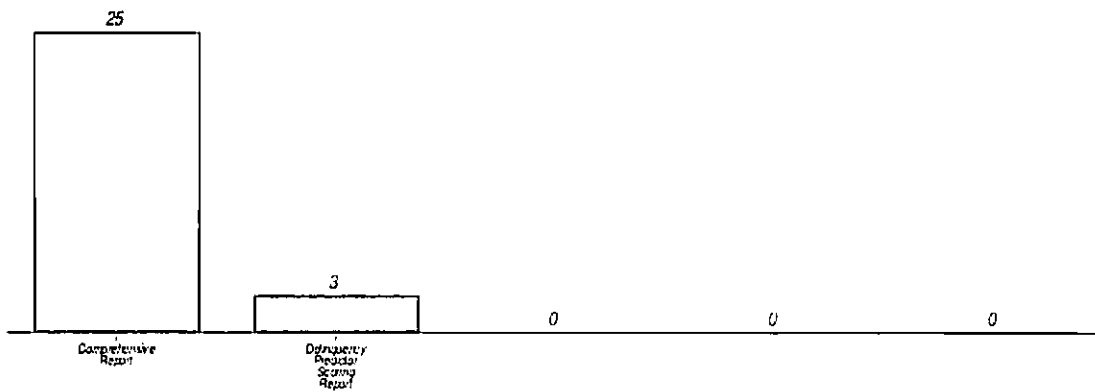
Most Recent

Date	SIC / Sector	Report type
05/15/13	Services	Comprehensive Report
04/29/13	Mining	Comprehensive Report
04/29/13	Mining	Comprehensive Report
04/17/13	Wholesale Trade	Comprehensive Report
02/12/13	Services	Comprehensive Report

Top 5 Inquiries by SIC / Sector (12 Months)



Top 5 Inquiries by Report Type (12 Months)



Scores

Paydex

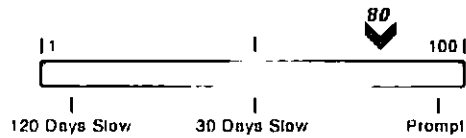
80



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

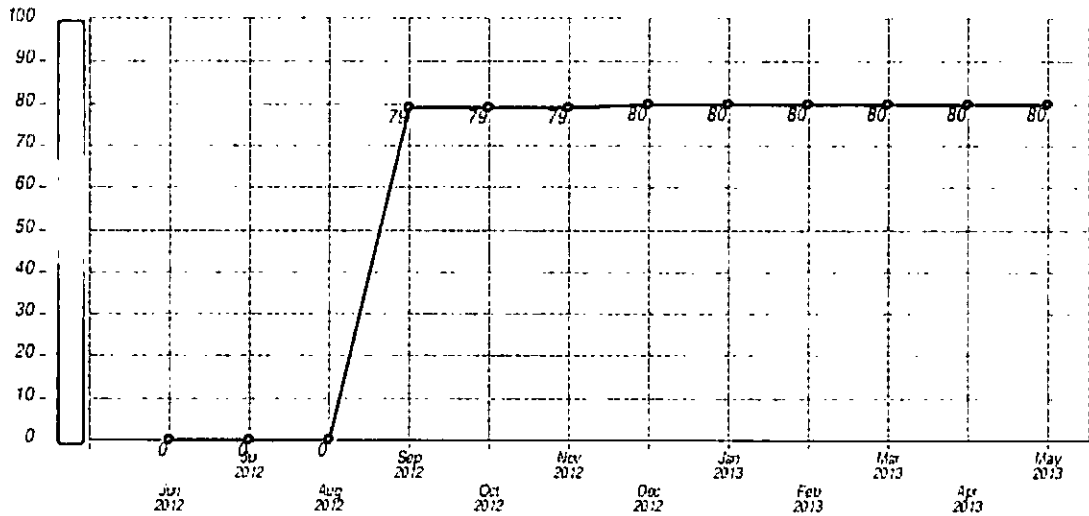
Total (Last 12 Months): 11

Date	Paying Record	High Credit	Now Owes	Past Due	Settling Terms	Last sale w/ (Mo.)
05/2013	Ppt-Slow 30	\$500	\$250	\$0	N30	1 mo
04/2013	Ppt	\$15,000	\$10,000	\$0	N30	1 mo
04/2013	Ppt	\$2,500	\$250	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$750	\$0	\$0	--	2-3 mos
04/2013	Ppt	\$500	\$50	\$0	Lease Agreeemnt	--

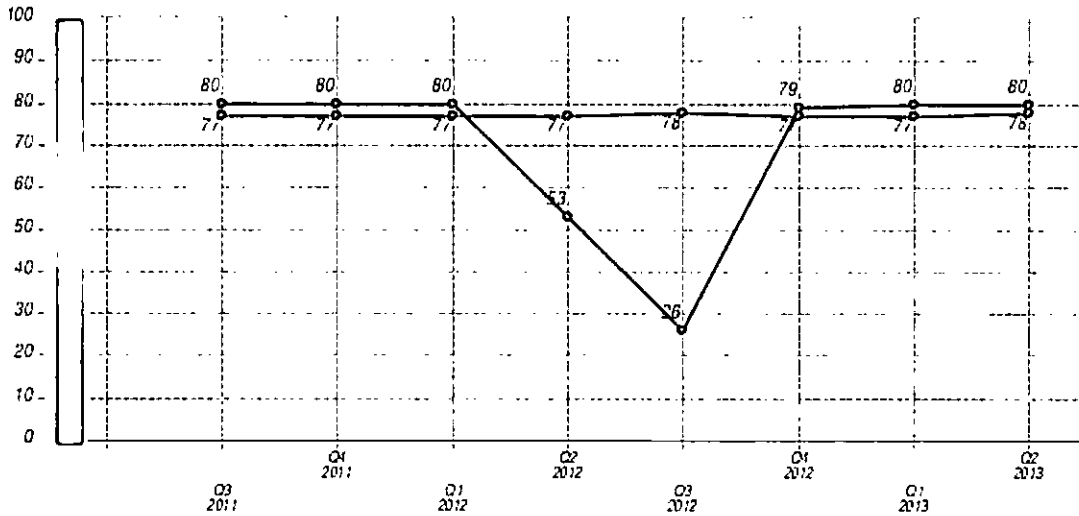
Key

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



Industry Comparison



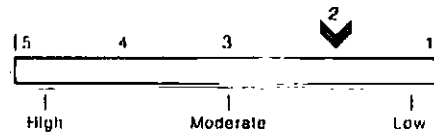
- My Company (80)
- Industry Median: (78)

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 78, or equal to 3 days beyond terms.

Delinquency Predictor Score

Score **536** ▽ Class **2** Percentile **75%**



Moderate 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: **2.50%**

Factors Affecting Your Score:

Proportion of satisfactory payment experiences to total payment experiences reported

Limited time under present management control

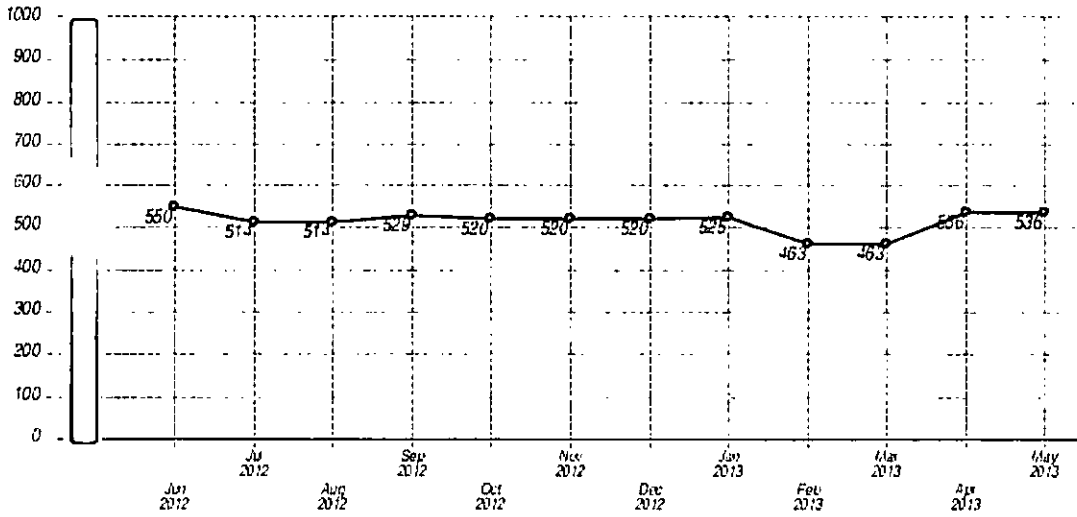
Trend in payment of accounts

Variable Paydex over last 12 months

Key

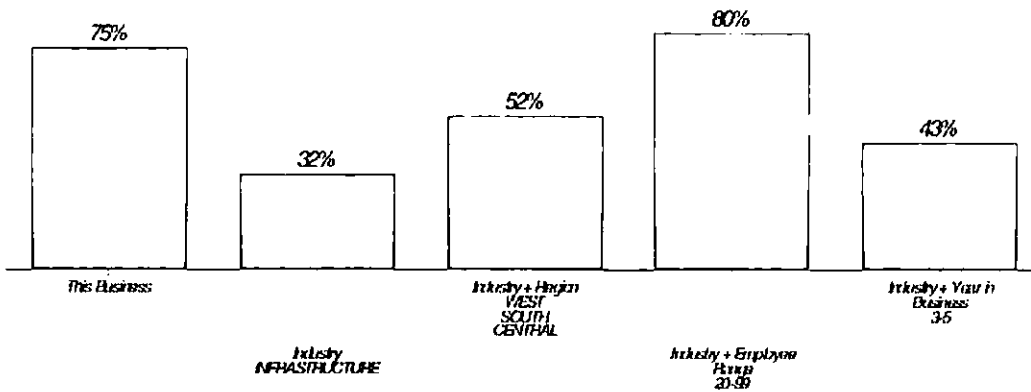
Class	Incidence of Delinquency	Percentile	Score
1	10%	91-100	580-670
2	20%	71-90	530-579
3	40%	31-70	481-529
4	20%	11-30	453-480
5	10%	1-10	101-452

Trends - Scores, 12 Month



• My Company (536)

Industry Comparison



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

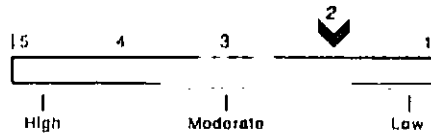
Financial Stress Score

Score Class Nat'l %

1527 ▽

2

77%



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:

Limited number of comparative financial statements.

Limited time under present management control

- 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.

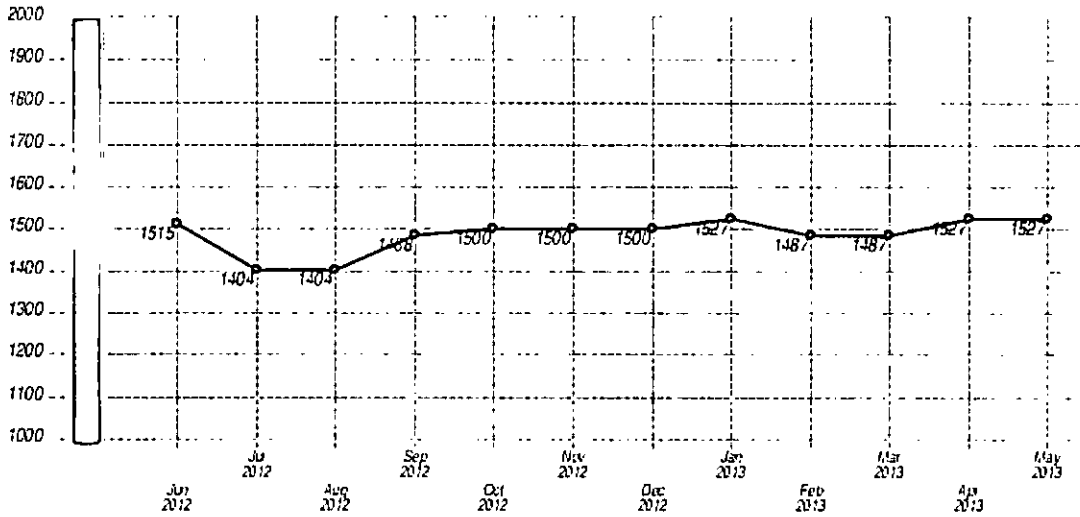
Notes:

- 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

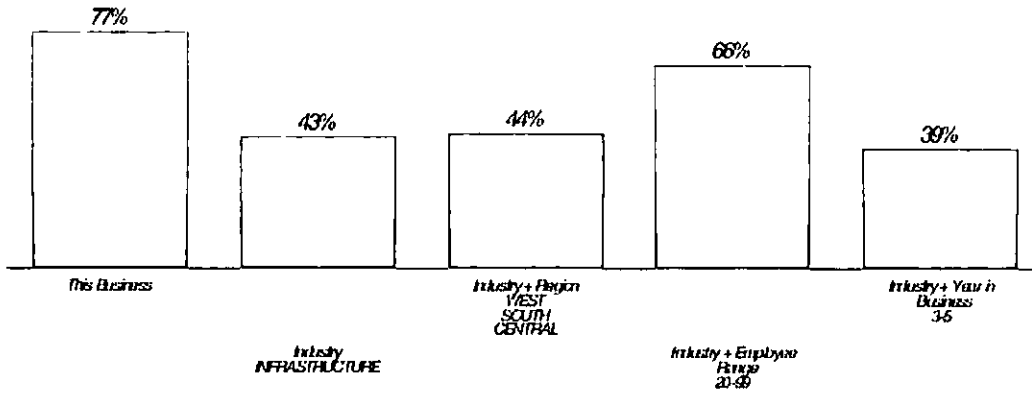
Score	Class	Percentile	Incidence of Financial Stress
1570-1875	1	95-100	6.0%
1510-1569	2	69-94	10.6%
1450-1509	3	34-68	18.4%
1340-1449	4	2-33	31.5%
1001-1339	5	1	70.0%

Trends - Scores, 12 Month



• My Company (1,527)

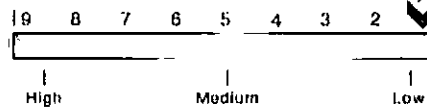
Industry Comparison



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



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

Understanding My Score

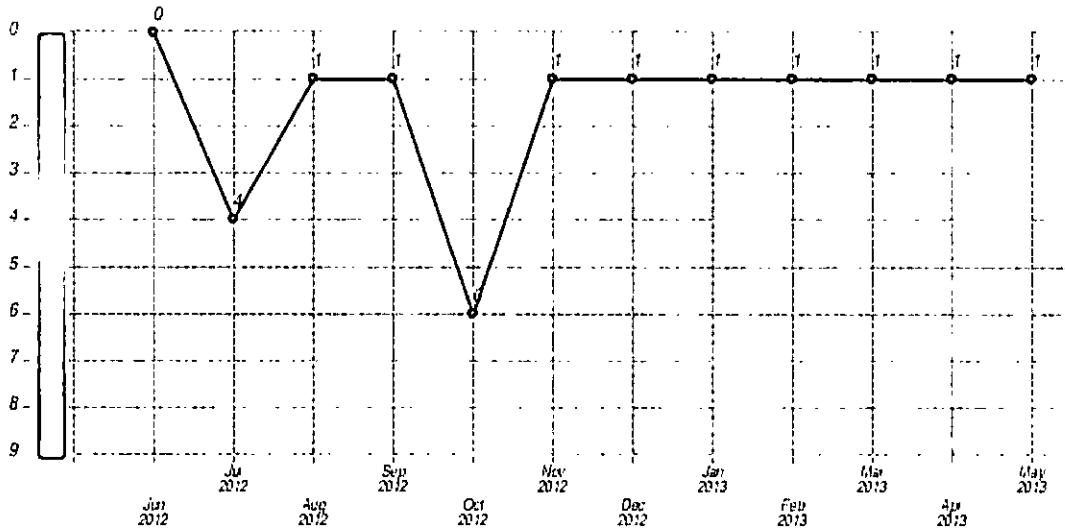
The Supplier Evaluation Risk (SER) Rating predicts the likelihood that a supplier will cease

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:

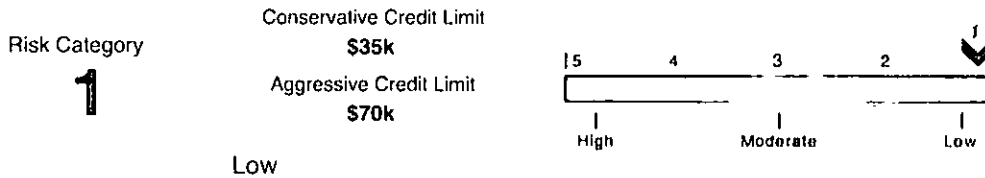
Limited time under present management control

Trends



• My Company (1)

Credit Limit Recommendation



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
3A1

Financial Strength: **3A** indicates \$1 to \$10,000,000
Composite Credit Appraisal: **1** is high

D&B Rating	Date Applied
3A1	2012-12-11
3A2	2012-08-27
--	2012-06-21
1R3	2012-06-18

Understanding My Score

Factors Affecting Your Score

of Employees Total: **29**

Sales: **\$14,971,897.00**

As of 12/31/12

Worth: **\$3,535,989**

Working Capital: **\$1,543,112**

Payment Activity (based on 11 experiences):

Average High Credit: **\$4,590**

Highest Credit: **\$30,000**

Total Highest Credit: **\$50,500**

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 6-2013, 28 individual requests for information on your company were received; this represents a 46.43% increase over the prior 12 month period. The 28 inquiries were made by 14 unique companies indicating that some companies have inquired on your business multiple times and may be monitoring you. Of the total products purchased, 21, or 75.00% came from the Services sector; 2, or 7.14% came from the Finance, Insurance and Real Estate sector; 2, or 7.14% came from the Mining sector.

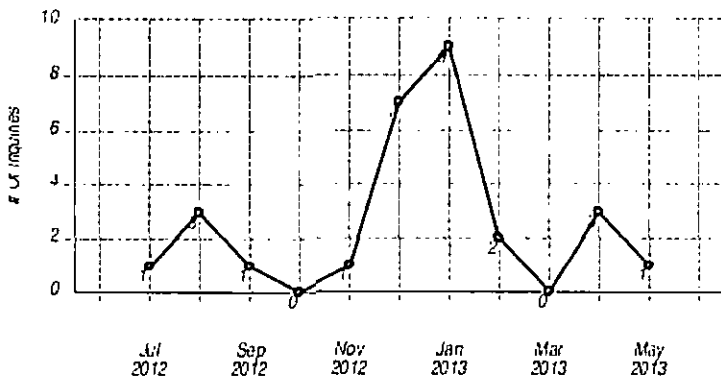
12 Mo. Total: **28**

12 Mo. Unique Companies: **14**

Date ▾	Report type	SIC / Sector
--------	-------------	--------------

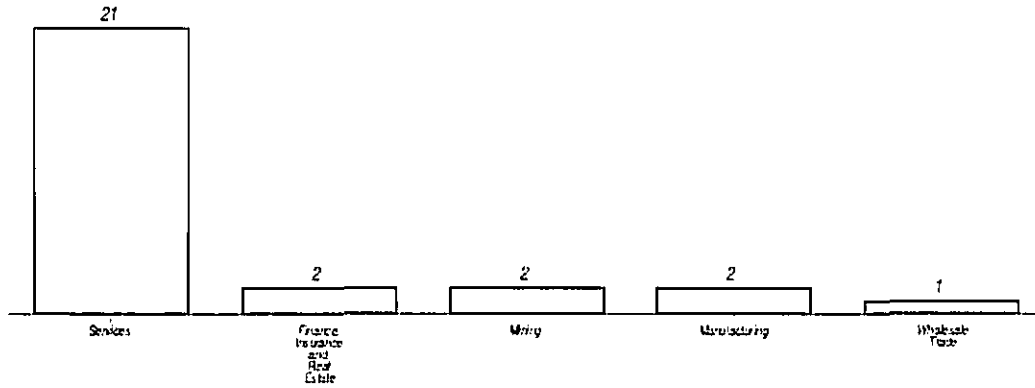
05/15/13	Comprehensive Report	Services
04/29/13	Comprehensive Report	Mining
04/29/13	Comprehensive Report	Mining
04/17/13	Comprehensive Report	Wholesale Trade
02/12/13	Comprehensive Report	Services
02/05/13	Comprehensive Report	Services
01/25/13	Comprehensive Report	Services
01/25/13	Comprehensive Report	Services
01/25/13	Comprehensive Report	Services
01/25/13	Comprehensive Report	Services
01/25/13	Comprehensive Report	Services
01/15/13	Comprehensive Report	Services
01/15/13	Comprehensive Report	Services
01/08/13	Comprehensive Report	Services
01/08/13	Comprehensive Report	Services
12/27/12	Delinquency Predictor Scoring Report	Manufacturing
12/21/12	Delinquency Predictor Scoring Report	Finance, Insurance and Real Estate
12/20/12	Comprehensive Report	Services
12/20/12	Comprehensive Report	Services
12/20/12	Comprehensive Report	Services
12/17/12	Comprehensive Report	Services
12/05/12	Comprehensive Report	Services
11/27/12	Delinquency Predictor Scoring Report	Finance, Insurance and Real Estate
09/13/12	Comprehensive Report	Manufacturing
08/09/12	Comprehensive Report	Services
08/09/12	Comprehensive Report	Services
08/09/12	Comprehensive Report	Services
07/05/12	Comprehensive Report	Services

Trends - 12 Month



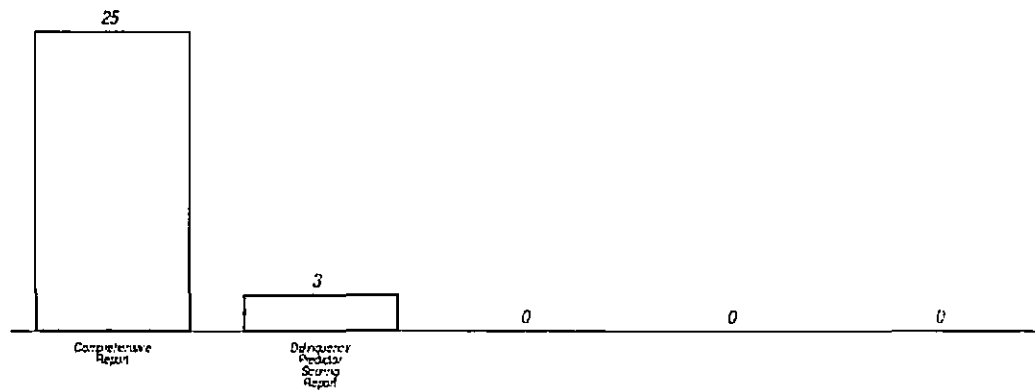
Top 5 Inquiries by Report

Type (12 Months)



Top 5 Report Types

Graph(12 Months)



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	2	0	0	2
Manufacturing	1	1	0	0	2
Mining	0	0	0	2	2
Services	4	5	11	1	21
Transportation, Communications, Electric, Gas and Sanitary Services	0	0	0	0	0
Wholesale Trade	0	0	0	1	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	5	5	11	4	25
Delinquency Predictor Scoring Report	0	3	0	0	3

Payments

Currency: Shown in USD unless otherwise indicated

Payments Summary

Current Paydex: 80 Equal to generally within terms
Industry Median: 78 Equal to 3 DAYS BEYOND terms
Payment Trend: ↔ Unchanged, compared to payments three months ago

Total payment Experiences in D&Bs File (HQ): 11
Payments Within Terms (not dollar weighted): 96
Total Placed For Collection: NA
Average Highest Credit: 4,590
Largest High Credit: 30,000
Highest Now Owning: 30,000
Highest Past Due: NA

Payments Summary by Industry

Total (Last 12 Months): 11

	Total	Total Dollar	Largest High Credit	Within	Days Slow			
	Received	Amount	Payment summary	Terms	31	60-80	81-90	90
Top Industries								
Misc business credit	5	\$3,750	\$2,500	100%	0	0	0	0
Telephone communicatns	2	\$15,750	\$15,000	100%	0	0	0	0
Management services	1	\$30,000	\$30,000	100%	0	0	0	0
Whol office supplies	1	\$500	\$500	50%	50	0	0	0
Photocopying service	1	\$250	\$250	100%	0	0	0	0
Misc business service	1	\$250	\$250	100%	0	0	0	0
Other Categories								
Cash experiences	0	\$0	\$0	--	--	--	--	--
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	11	\$50,500	\$30,000	--	--	--	--	--

Payments Beyond Terms

Total (Last 12 Months): 1

Date▼	Paying Record	High Credit	Now Owes	Past Due	Selling Terms	Last sale w/ (Mo.)
05/2013	Ppt-Slow 30	\$500	\$250	\$0	N30	1 mo

All Payments

Total (Last 12 Months): 11

Date	Paying Record	High Credit	Now Owes	Past Due	Selling Terms	Last sale w/ (Mo.)
05/2013	Ppt-Slow 30	\$500	\$250	\$0	N30	1 mo
04/2013	Ppt	\$15,000	\$10,000	\$0	N30	1 mo
04/2013	Ppt	\$2,500	\$250	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$750	\$0	\$0	--	2-3 mos
04/2013	Ppt	\$500	\$50	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$250	\$50	\$0	--	1 mo
04/2013	Ppt	\$250	\$50	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$250	\$50	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$250	\$50	\$0	Lease Agreeemnt	--
04/2013	Ppt	\$250	\$250	\$0	--	1 mo
12/2012	Ppt	\$30,000	\$30,000	\$0	N15	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:	FRONTIER UTILITIES, LLC	URL:	www.frontierutilities.com
Doing Business As:	FRONTIER UTILITIES, LLC	Stock Symbol:	NA
Street Address:	5120 Woodway Ste 10015 Houston, TX 77056	History:	NA
Phone:	(832) 426-1380	Operations:	NA
Fax:	NA	Present Management Control:	NA
		Annual Sales:	\$14,971,897

History

The following information was reported: 01/10/2013

Officer(s):

JAY HELLUMS, MBR-CEO

SHIRLEY ROUSE, MBR-SR EXEC V PRES

The Texas Secretary of State's business registrations file showed that Frontier Utilities, LLC was registered as a Limited Liability Company on December 30, 2011.

Business started Aug 2008. Present control succeeded 2012.

JAY HELLUMS. Antecedents are undetermined.

SHIRLEY ROUSE. Antecedents are undetermined.

JAY HELLUMS. Work history unknown.

Business address has changed from 22503 Katy Fwy, Katy, TX, 77450 to 5120 Woodway Ste 10015, Houston, TX, 77056.

Business Registration

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE AS OF JUNE 06 2013.

Registered Name: FRONTIER UTILITIES, LLC
Business Type: DOMESTIC LIMITED LIABILITY CO
Corporation Type: NA
Date Incorporated: NA
State of Incorporation: TEXAS
Filing Date: Dec 29 2011
FilingFedID: NA
Registration ID: 0801527837
Duration: PERPETUAL
Duration Date: NA
Status: IN EXISTENCE
Status Attained Date: NA
Where Filed: SECRETARY OF STATE, AUSTIN, TX
Registered Agent: CAPITOL CORPORATE SERVICES, INC., 800 BRAZOS, SUITE 400, AUSTIN, TX, 787010000
Agent Appointed: NA
Agent Status: NA
Principals: DONALD M CHESSMAN, PRESIDENT, 24A HILLSIDE CRESCENT, MT EDEN, NZL
DONALD M CHESSMAN, DIRECTOR, 24A HILLSIDE CRESCENT, MT EDEN, NZL
STEPHEN B ESKRIDGE, CHIEF EXECUTIVE OFFICER, 92 KOHIMARAMA ROAD, KOHIMARAMA, NZL
STEPHEN B ESKRIDGE, DIRECTOR, 92 KOHIMARAMA ROAD, KOHIMARAMA, NZL

Operations

01/10/2013

Description:

Provides electric services, specializing in power distribution (100%).

Terms are Net 15 days. Sells to general public and commercial concerns. Territory : Local.

Employees: 29 which includes partners and 2 part-time.

Facilities: Leases premises in building.

Location: Commercial section.

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 than 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.

4911 9901 Distribution, electric power

NAICS:

221122 Electric Power 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	0	-

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.

Fiscal Consolidated Statement Dated 12/12

Assets(\$)		Liabilities(\$)	
Cash	1792727	Accts Pay	267549
Accts Rec	1670884	Customer Deposits	281475
Prepaid	16670	Accruals	1388145
Current Assets	3,480,281.00	Current Liabs	1,937,169.00
Fixt & Equip	253518	MEMBERS CAPITAL	3916862
Goodwill	431062		
Deposits	371764		
Intrngble Assets Subject- Amort-Net	1317406		
Total Assets	5,954,031.00	Total Liabilities	5,854,031.00

From FEB 21, 2012 to DEC 31, 2012 sales \$14,305,906; cost of goods sold \$10,456,516. Gross profit \$3,849,390; operating expenses \$6,221,222. Operating income \$(2,371,832); other expenses \$1,372; net income before taxes \$(2,373,204); Federal income tax \$26,717; (net loss) \$2,399,921.

Prepared from statement(s) by Accountant: UHY LLP, Houston, Texas.

& quot;A review of the accountant's opinion as submitted by the subject company indicates the financial statement meets generally accepted accounting principles and the audit contains no qualifications. & quot;

Explanations

Explanations: The net worth of this company includes intangibles.

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.

Exhibit 17 (b)

Applicant, Frontier Utilities Northeast LLC, herein provides the following:

1. Applicant intends to eventually serve customers in the entire Commonwealth of Pennsylvania and has requested authorization from each NGDC to operate in its territory. To date, enclosed please find authorization letters from:
 - a. People's TWP LLC
 - b. Peoples Natural Gas
 - c. Valley Energy
 - d. UGI
 - e. National Fuel
 - f. PWG
 - Frontier is in the process of securing similar authorization from PECO, Equitable and Columbia Gas. Upon receipt, Applicant will amend this application to include the aforementioned NGDC territories, and notify the proper governmental entities.
2. Applicant's chief officers and their professional resumes
3. Name, title, address, telephone number and fax number of Applicant's custodian for its accounting records:

Ramji Raman, CFO
5120 Woodway Drive
Suite 10015
Houston, TX 77056
T: 832-397-6933
F: 877-391-1584
E: ramji.raman@frontierutilities.com



August 19, 2013

Sean P. Morrisey
Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Dear Mr. Morrisey:

This letter serves as notification that Peoples TWP LLC does not require Frontier Utilities Northeast, LLC to provide a security or credit enhancement at this time. Our decision is based on the fact that your company is not currently operating, and has no immediate plans to operate, a Non-Priority One Pool or a Priority One Pool on the Peoples TWP system. However, if in the future your company desires to establish a Non-Priority One Pool or a Priority One Pool on the Peoples TWP system, it may be required to establish a security or credit enhancement based on the terms set forth under Paragraphs 19 and 20 of the Rules and Regulations of the Peoples TWP Tariff.

If you have any questions feel free to contact me at 724-431-4935 or by email at Andrew.Wachter@peoplestwp.com.

Sincerely,

Andrew Wachter
Manager, Rates and Regulatory Affairs
Peoples TWP LLC



375 North Shore Drive
Suite 600
Pittsburgh PA 15212

www.peoples-gas.com

August 19, 2013

Sean P. Morrisey
Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056

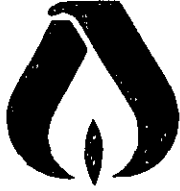
Dear Mr. Morrisey:

This letter serves as notification that Peoples Natural Gas Company does not require Frontier Utilities Northeast, LLC to provide a security or credit enhancement. Our decision is based on the fact that your company is not currently operating, and has no immediate plans to operate, a Non-Priority One Pool or a Priority One Pool on the Peoples Natural Gas system. However, if in the future your company desires to establish a Non-Priority One Pool or a Priority One Pool on the Peoples Natural Gas Company system, it may be required to establish a security or credit enhancement based on the terms set forth under Paragraphs 6 and 7 of the Rules and Regulations of The Peoples Natural Gas Company Supplier Tariff.

If you have any questions feel free to contact me at 412-208-6528 or by email at Lynda.W.Petrachevich@peoples-gas.com.

Sincerely,

Lynda W. Petrachevich
Manager, Rates and Regulatory Affairs
Peoples Natural Gas Company LLC



VALLEY ENERGY

523 S. Keystone Avenue, P.O. Box 340, Sayre, PA 18840
800/998-4427 • 570/888-9664 • FAX 570/888-6199

August 19, 2013

VIA EMAIL

Mr. Sean P. Morrisey
Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056

Dear Mr. Morrisey:

We understand that Frontier Utilities Northeast, LLC has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

Because Frontier Utilities Northeast, LLC intends to only provide natural gas aggregating, brokering and consulting services at this time, we have determined that Frontier Utilities Northeast, LLC will not be required to post a bond or other form of financial security instrument to provide these services in our service area. However, if the services provided or failure to meet our requirements for credit worthiness changes in the future, we reserve the right to require security from Frontier Utilities Northeast, LLC as deemed appropriate.

If you have any questions, please contact Mrs. Marjorie Johnston at 570-888-9664.

Sincerely,

Robert J. Crocker
President & CEO

RJC/ss

cc: M. Johnston, Valley Energy



UGI Utilities, Inc.
2525 North 12th Street
Suite 360
Post Office Box 12677
Reading, PA 19612-2677

(610) 796-3400 Telephone

August 21, 2013

Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056

RE: UGI Financial Security Requirements

To Whom It May Concern:

UGI Utilities, Inc. ("UGIU") has reviewed the financial information of Frontier Utilities Northeast, LLC. ("FUN"). Based on this review and the requirement that FUN must post security as specified in the UGI Gas ("UGI"), UGI Penn Natural Gas ("PNG") and/or UGI Central Penn Gas ("CPG") Supplier Coordination Tariffs before it serves customers on the UGI, PNG and/or CPG distribution systems, UGIU has determined that FUN has demonstrated adequate creditworthiness to satisfy any costs UGI, PNG and/or CPG may incur in the event they operate as a supplier of last resort due to a default on the part of FUN.

This determination may change in the event there is a material deterioration in that condition, if FUN's obligations to UGI, PNG and/or CPG exceed the amount of the financial security provided, if the financial security is withdrawn or is deemed to be null and void or inadequate due to the material financial deterioration of any guarantor, or if FUN fails to abide by the terms and conditions of the UGI, PNG and/or CPG Gas Tariffs and the UGI, PNG and/or CPG Natural Gas Supplier Coordination Tariffs.

Please feel free to contact me with any additional questions that you may have. I can be reached at (610) 796-3520

Sincerely,

A handwritten signature in black ink, appearing to read "David E. Lahoff". The signature is fluid and cursive, written over a white background.

David E. Lahoff
Manager, Rates
UGI Utilities, Inc.



National Fuel

August 19, 2013

Frontier Utilities Northeast, LLC
5120 Woodway Drive, Suite 10015
Houston, TX 77056

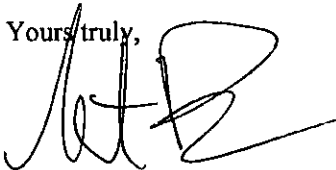
RE: Security Requirement for Frontier Utilities Northeast, LLC

Dear Frontier Utilities Northeast, LLC:

Pursuant to 66 Pa. C. S. § 2208 (c), an applicant for a natural gas supplier license in the Commonwealth of Pennsylvania must furnish security to each utility where the supplier will do business to ensure the financial responsibility of such natural gas supplier. To this end, National Fuel Gas Distribution Corporation ("National Fuel") has performed a credit review and analysis of Frontier Utilities Northeast, LLC ("FUN") and has determined that FUN must post a security deposit in cash, or a form of security acceptable to National Fuel, to operate as a supplier on National Fuel's system.

FUN's security requirement to serve Pennsylvania customers is dependent on the type of transportation service utilized by FUN. There is no Natural Gas Supplier (NGS) security requirement for customers that will be enrolled in National Fuel's Purchase of Receivable (POR) program. As such, FUN will not be required to post security for customers enrolled in the POR program. A security deposit will be required for transportation customers not enrolled in the POR program.

Should you have any questions concerning the above, please contact me at 716-857-7599.

Yours truly,


Nathan E. Barnes
Transportation Services Department

Philadelphia Gas Works



Raymond M. Snyder – Vice President, Gas Management
800 W. Montgomery Avenue, Philadelphia, PA 19122
Telephone: (215) 684-6405 Fax: (215) 684-6602

August 23, 2013

Mr. Sean P. Morrissey
Frontier Utilities Northeast, LLC
5120 Woodway Dr., Suite 10015
Houston, TX 77056

Re: Security Requirement Bond for Frontier Utilities Northeast, LLC

To Whom It May Concern:

Philadelphia Gas Works ("PGW") is aware that Frontier Utilities Northeast, LLC has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the services territory of Philadelphia Gas Works.

As you know, in making such an application, Frontier Utilities Northeast, LLC must furnish acceptable security to each utility where Frontier Utilities Northeast, LLC will do business. As such, under its tariff, Philadelphia Gas Works could require Frontier Utilities Northeast, LLC to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

However, since you are just beginning the process with the PAPUC and the Philadelphia Gas Works to become a supplier, the Philadelphia Gas Works at this time will not require any type of bond or security.

If circumstances should change during the vetting of the application, Philadelphia Gas Works reserves the right to require security from Frontier Utilities Northeast, LLC as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at (215) 684-6405.

Sincerely,

A handwritten signature in black ink, appearing to read 'Raymond M. Snyder', written over a white background.

Raymond M. Snyder
Vice President
Gas Management

RMS:b

Ramji Raman, 7406 Parkcross Place, Cypress, TX 77433-1538

Cell: 713-504-3830, Home: 281-550-2240. ramji.raman@entouch.net

Professional Overview

Seasoned accounting/Finance professional with 25+ years of extensive hands-on experience in managing small and medium sized companies with a priority focus on cash flow management, policies and procedures and profitability. General industry experience includes manufacturing, distribution, construction, real estate, Retail Electricity provider and professional services.

Experienced in computer conversions, contract negotiations with vendors and customers, internal and external reporting, external audits, acquisition audits, banking relationship, month end closing, budgeting/forecasting, cost accounting and financial planning. Managed and trained employees including professional accountants.

Professional Accomplishments

- Built accounting and administrative departments from start and established sound policies and procedures.
- Initiated and completed computer to computer conversions as well as manual to computer conversions.
- Implemented cost controls in various departments and increased the use of existing resources.
- Developed sound rolling cash flow reports to manage cash and other resources effectively.
- Restructured loan packages with the bank and established solid line of credit for companies.
- Accomplished reduction in write downs and write offs by introducing new billing procedures.
- Negotiated vendor contracts with sound pricing with appropriate payment terms producing continues cost savings and improved cash flow.
- Finalized profitable customer contracts enabling companies to forecast revenues more objectively.
- Participated and completed an acquisition audit of a US private firm by a publically traded Canadian Firm.
- Provided audit schedules and reconciliations to expedite statutory audits and saved time and money.
- Involved in major Sales Tax audit with complex issues and saved substantial amount to the company.
- Involved in developing several cost models for establishing appropriate pricing of products and increased margins.
- Restructured loan packages with Banks and established solid revolving lines of credit.
- Established buy/sell agreements to protect the shareholders and increased the net worth.
- Managed human resources and benefits administration effectively in different types of Organizations resulting in cost savings.

- Recommended financial solutions for individuals and small businesses for wealth protection and growth.

Professional Experience

Frontier Utilities, Inc., CFO, Jan 2009 to present (4 Years and 9 months)

i3 Voice & Data, Inc. - Co-Founder & CFO Sep 2005- December 2008 (3 + Years)

Westex Communications- Corporate Controller Feb 2004-August 2005

GE Financial Advisors- Financial Advisor Jan 2003-Feb 2004

Sinercel, Inc. – (Mexican Corporation) Corporate Controller May 2001-Jan 2003

Wickliff & Hall, PC. (Prestigious Law Firm) Controller/Administrator March 1998-April 2001(3 Years)

CRS Services, Inc. – (Construction Company) CFO/Controller (8 Years) 1990-1998

Intamix Corporation- (PVC Compound manufacturers) Controller (3 Years) 1987-1990

Dr Pepper Bottling Company- (Fortune 500 Corporation) Manager of Accounting (8+ years) 1977-1986

Crompton Greaves Ltd (Manufacturing & Engineering in India) In-house Counsel (4+ years) 1972-1977

King & Partridge a Reputable Law Firm in India (4 Years) Attorney at Law 1968-1972

Professional Credentials

Professional qualifications include a BBA and B.L. (Law degree JD) University of Madras, India

Qualified by Texas Board of Public Accountancy to sit for the Uniform CPA Exam

Accounting and Finance graduate school courses (36+ hours) University of Houston, Houston, TX

In 2001 completed Personal Financial Planning Certificate (18 hours) through University of Houston Graduate School of Business.

Dayne Zimmerman - Vice President of Energy Management for Frontier Utilities

Northeast, LLC

5120 Woodway Drive, Suite 10015 – Houston, TX 77056

POSITIONS HELD

Frontier Utilities, LLC, Houston, TX

Vice-President, Energy Management 2/2012–present

Commodity Data Analytics, Houston, TX

Founder, Owner 12/2010-present

Direct Energy, Houston, TX 3/2003–11/2010

Head of ERCOT Trading

Director, Asset Optimization

RWE Trading Americas Inc., Houston, TX

Structuring Analyst 1/2002–9/2003

Enron Wholesale Services, Houston, TX

Manager of Research 2000–2001

First Union Securities, Inc., Charlotte, NC

Vice President Associate, Quantitative Research 1999–2000

Shearson Lehman Bothers, Jackson, MS Financial Consultant 1991–1992

EDUCATION & CERTIFICATION

Dayne Zimmerman - Vice President of Energy Management for Frontier Utilities

Northeast, LLC

5120 Woodway Drive, Suite 10015 – Houston, TX 77056

Mississippi State University, Starkville, MS and PhD, Finance, Coursework and Qualifying Exams complete

Masters of Science, Finance, 1998

Minor in Mathematics

Millsaps College, Jackson, MS

Bachelor of Science, Economics with Honors, 1991

Minors in Mathematics and Computer Studies

CFA charterholder

PUBLICATIONS & RESEARCH

Spark Spreads: An Endogenous Model of Power-Gas Correlation, Presented at the Eastern Finance Association, 2012.

Divestment Decisions, 2003, Blackwell Dictionary of Finance, 2nd Ed., with Peter Dadalt, Ginette McManus, and James Owers.

Do Borrowers with Different Size Mortgages Exhibit Similar Prepayment Behavior? An Analysis of Fannie Mae Mortgage Pools, 2001, Review of the Academy of Finance, with Helen Currie and Ed Duett.

Received overall Distinguished Paper Award.

JAY DAVID HELLUMS

2149 Chilton Road
Houston, TX 77019

jay.hellums@att.net

Mobile: 713-540-2530
Home: 713-529-2557

SUMMARY

Proven business builder with track record of formulating and executing ambitious growth strategies. Respected expert with broad sector experience including natural gas, oil, power, carbon and renewable energy – extensive industry knowledge. Entrepreneurial leader possessing unique combination of acquisition/transactional, operations and commodity markets experience. Recognized for building strong businesses in North America and Europe based on well-informed strategies, attracting and motivating excellent people, and sustained focus on high quality operations.

PROFESSIONAL EXPERIENCE

President and CEO

Frontier Utilities

February 2012 – Present (1 year 8 months) Houston, Texas Area

Arranged, financed and completed the acquisition of Frontier Utilities LLC, a well-established, rapidly growing, Houston-based retail energy supplier. Leading a new hand-picked management team that is building an emerging top tier retail energy company providing electricity to residential and commercial customers in Texas, and soon, in Northeast competitive energy markets. Frontier Utilities is focused on providing its customers with unparalleled value and service through personalized customer service, the use of innovative and cost efficient technology and through best-in-class wholesale energy supply management. Partnered with Quintana Infrastructure and Development for the investment.

Partner and founder

Braemar Capital Partners

May 2010 – Present (3 years 5 months)

Energy investment company providing extensive management experience and deep industry expertise to client companies.

CENTRICA PLC/DIRECT ENERGY, HOUSTON, TX

2003 – 2010

\$30 billion market cap, FTSE 100, UK-based integrated energy company.

Senior Vice President, Wholesale Energy Management Division

Recruited to build and lead wholesale gas and power operations for new North American subsidiary, Direct Energy. Established new upstream and midstream profit centers while maintaining best-in-class support of rapidly expanding retail gas and power business units. Successfully grew from cost center into business generating \$80mm in new operating profit with 200 employees.

- Success with U.S. businesses resulted in promotion after three years to manage all North American wholesale gas and power, adding firm's Canadian energy management operations.
- Conceived and executed innovative strategies to move into power generation, wind power, gas storage and transportation, energy trading/marketing, renewable energy, carbon and REC trading.
- Cost-effectively procured over \$5 billion annually of natural gas and electricity for delivery to retail customers in 15 U.S. states and 5 Canadian provinces.
- Controlled key business risks – M&A deal valuation assumptions, VaR, volumetric, counterparty/exchange limits – through Financial Risk Management Committee.
- Crafted commercial strategies and coordinated new activities (power, gas, carbon markets, global LNG) through UK NA strategy forums with CEO and Centrica Managing Director.

- Led transformational projects with McKinsey, Wood Mac, Bain, CERA, Sirius, etc.

Major functional responsibilities:

Retail Energy Procurement

Expanded retail energy operations through 12 new market entries, introduction of new products, acquisition and integration of Strategic Energy (\$300mm) and other large retail deals. Built one of North America's largest most successful retail energy suppliers with five million customers.

- Supported retail business units with keen pricing (hourly, seasonal, locational, optionality), cost-effective energy procurement, smart hedging strategies, and precise scheduling operations.
- Established new energy operations in ERCOT, MISO, ISO-NE, ISO-NY, PJM, CAISO, Alberta, and Ontario power markets and six regional natural gas markets.

Power Generation

Launched strategy to vertically integrate through acquisition and integration of power generation plants.

- Acquired at highly attractive prices and seamlessly integrated three utility scale (1,300MW) mid merit CCGT natural gas-fired power plants.
- Delivered top tier financial and operating results compared to Centrica's UK plant fleet by optimizing commercial operations, fuel supply and real-time dispatch.
- Led commercial work stream – valuation, extensive site visits, commercial due diligence, and integration planning – for \$1.7 billion M&A project for Conectiv (4,500MW fleet generator).

Wind Power/Renewable Energy

Created entrepreneurial renewable energy team that originated wind/solar deals, traded carbon and RECS.

- Executed power purchase contracts with major developers for new utility-scale wind farms.
- Led M&A project to acquire Airtricity's North American wind business (sold to E.ON).

Midstream Gas and Trading

Produced and optimized diverse portfolio of natural gas transportation and storage used for deliveries to retail customers, managing swing supply to power stations, and for trading/marketing.

- Storage profits made from 19 Bcf of low and high cycle in Canada, Gulf Coast and Mid Con.
- Developed focused regional expertise giving competitive advantage to gas trading/marketing.

Origination/Wholesale Transactions

Assembled focused team that closed on-strategy transactions including gas storage and pipeline capacity, wholesale supply deals, tolls on power plants, LNG terminal agreements, asset developments.

- Led M&A projects to acquire trading/marketing businesses and gas storage companies.

Finance, Accounting, Information Systems, Regulatory

Provided leadership to key support functions embedded in business unit.

- Approved Division financial statements and approved IAS 39/IFRS hedge accounting.
- Designed sophisticated management dashboards to measure and improve performance.
- Key contributor on committee overseeing information systems priorities and projects.
- Oversaw wholesale energy regulatory lobbying/advocacy priorities and strategies.

EL PASO MERCHANT ENERGY EUROPE LIMITED, LONDON, ENGLAND 2000 – 2003 ***Managing Director, Head of European Operations***

Established merchant energy business in Europe and built operations from scratch achieving ambitious initial plan targets. Generated EBIT of \$20mm and employed 130 at peak in 2002.

- Researched and wrote detailed business plan - discussed with and approved by CEO.

- Personally recruited key management employees; formed strong team with positive culture.
- Secured gas, power, petroleum and LNG asset/contract positions in key markets.
- Tactfully handled merger with Coastal Corporation and integrated European businesses.
- Led European business restructuring including CEO-approved effort to market 'spin off.'

Trading

Established trading desks for Nordic, German, Dutch, French, Spanish and UK power and UK gas.

- Recruited front, middle, and back office personnel for all trading functions.
- Integrated Coastal's oil and refined products trading/marketing.
- Developed scheduling systems and modified and implemented El Paso's U.S. risk system.

Origination/Power Assets

Assembled strong commercial team that generated deal flow to grow business.

- Closed high value deals including pipeline and transmission capacity and natural gas storage.
- Sourced power generation opportunities including tolls, contract restructurings and acquisitions.
- Oversaw investments in power generation plants – Kladno, Czech Republic; EMA Power, Hungary; Enfield Energy Center, England, and Fife Power, Scotland.

ENRON EUROPE LIMITED, LONDON, ENGLAND

1996 – 2000

Head of Corporate Finance Origination

1997 – 2000

Hand picked ten person team executing principal investments/acquisitions/financings in European energy with primary focus on upstream E&P and power generation.

- Rapidly built successful team, market presence and reputation.
- Invested equity in and served on Board of Directors of Paladin Resources plc. Start-up grown into one of UK's largest, most successful independent E&P companies (worth GBP 1.2 billion).
- Led team which bid on PVO Nordic generation company, Powergen North Sea E&P, Kings Lynn and Peterborough CCGT plants.

Director, Enron Europe Finance and Trading Limited

Head Trader UK Power and Gas

1996 – 1997

Selected member of new team to export business model to Europe and build up UK power/gas trading including setting trading limits, devising trading strategies and managing traders.

- Created risk systems to manage growing gas and power exposures, including North Sea J-block.
- Supplied gas to and managed power from Teesside Power, UK's largest CCGT, (1,870MW).
- Valued and managed tolling contracts to build 790 MW Sutton Bridge power station.

ENRON CAPITAL AND TRADE RESOURCES INC., HOUSTON, TX

1993 – 1996

Manager, Risk Management and Trading

1994 – 1996

Recruited by Managing Director to join highly competitive trading team to create and manage innovative new trading desk (Gas Daily Swaps and Options).

Manager, Enron Finance Corporation

1993 – 1994

Performed complex valuation work on over \$200 million of financings, mostly volumetric production payments and mezzanine deals for independent oil/gas producers. Oversaw hedging on completed deals.

FIRST CITY BANCORPORATION OF TEXAS, HOUSTON, TX

1991 – 1993

Leading regional commercial bank acquired by JP Morgan Chase.

Assistant Vice President, Loan Officer, International Division

Managed portfolio of predominantly energy-related loans – reserves-based loans, non-recourse project finance for gas processing – to international companies with operations in U.S.

FIRST NATL BANK OF SOUTHERN AFRICA, JOHANNESBURG, SOUTH AFRICA 1988

Formerly, Barclays Bank of Southern Africa, one of the ‘big four’ banks in South Africa.
Selected through rigorous process to work as ex pat summer intern in commercial banking group.

BANKERS TRUST COMPANY, NEW YORK, NY 1984 – 1987

Assistant Treasurer

Completed intensive management training program and nominated for executive development program.
Promoted to officer and managed complex back office operations supervising 25 employees.

EDUCATION

MBA, Jesse H. Jones Graduate School of Business, Rice University, Houston, TX
BBA, Finance, University of Houston, Houston, TX
Chartered Financial Analyst Candidate (completed levels 1 and 2)

AFFILIATIONS AND DEAL LIST AVAILABLE

Preston Ochsner

Retail Electricity Sales

prestonochsner@gmail.com

Specialties

Contract negotiations, deal structuring, recruiting, natural gas, business, gas, energy, consulting, aggregator, broker, consultant, ERCOT, Texas, power, CPA, MBA, Tulane, OBU, Russia, renewable energy, wind energy, biomass power plants, green energy, RECs

Experience

Vice President Sales at Frontier Utilities

September 2013 - Present (1 month)

Director, Indirect Sales at ENCOA - Energy Company of America

December 2011 - August 2013 (1 year 9 months)

Increased gross margin from commercial and industrials sales to over \$11 million a year.

ENCOA is the retail division of Twin Eagle Resource Management, LLC, providing electricity, natural gas, and energy solutions to end-use customers within deregulated markets. ENCOA is currently operating in Texas, Illinois, Pennsylvania, and Ohio.

Twin Eagle is a leading wholesale energy marketer and energy service provider concentrating on the physical natural gas, electricity, coal and crude markets operating across North America. Twin Eagle's organization is headquartered in Houston, Texas and was founded by industry veterans Chuck Watson and Griff Jones.

Vice President of Sales at Constellation Energy (StarTex Power)

February 2009 - September 2011 (2 years 8 months)

- Led sales for the fastest growing, privately held energy company in the US (Inc. 500 August 13, 2009)
- Revenue increased by more than \$284 million from 2008 to 2010

12 recommendations available upon request

National Sales Director at Spark Energy

May 2004 - February 2009 (4 years 10 months)

National Sales Director 2006 to 2009

- Increased retail origination gross margin from less than \$500k/year to over \$8 million/year
- Increased the number of active channel partners from 5 to 31
- Responsible for originating retail natural gas and electricity deals in 15 states, including Texas, New York, Massachusetts and Connecticut
- Developed, negotiated and closed the company's first 100% renewable energy deal

Wholesale Supply Director

2004 to 2006

- Priced and managed over \$100 million of load for commercial and industrial customers in ERCOT
- Provided retail electricity consulting services to wholesale providers and large end users.
- Worked with Navigant Consulting to develop an ERCOT renewable energy RFP, resulting in 20 different proposals from 15 different suppliers. Proposals included wind, solar and biomass.

11 recommendations available upon request

Regional Director at LOWERPOWERBILL

November 2003 - February 2004 (4 months)

Developed a business and marketing plan to expand LowerPowerBill into the Houston region with a goal of over \$800,000 in annual revenue. Developed a database of over 4,000 commercial and industrial customers in the region. Contacts include Valero and Colonial Pipeline among others.

Director of Pricing at CONSTELLATION NEWENERGY

January 2002 - October 2003 (1 year 10 months)

Generated new business by working directly with sales staff and large commercial and industrial customers in ERCOT to help close retail deals. Met with customers and potential customers to educate them on the competitive market, to determine their needs, structured and designed products (heat rate, MCPE, calls, floors, costless collars, block) to meet those needs and then presented those products to the customers. Customers included Wal-Mart, The Texas Medical Center, HEB and Cargill.

Managed a team of 5 professionals responsible for the pricing and settlements of ERCOT retail electricity deals. Reduced average pricing turnaround time from 24 hours to 26 minutes per deal.

1 recommendation available upon request

Senior Specialist at Enron

July 2000 - December 2001 (1 year 6 months)

Priced and managed over 500 MW (over \$130 million) of load for commercial and industrial customers in ERCOT.

1 recommendation available upon request

Senior II at ERNST & YOUNG

February 1999 - July 2000 (1 year 6 months)

Audited energy companies, including BP, Tesoro Petroleum and Citation Oil and Gas.

Accountant at KOCH INDUSTRIES

1998 - 1999 (1 year)

Accounted for the international crude trading business.

Consultant at GLOBAL OPTIONS - RUSSIA

August 1996 - April 1998 (1 year 9 months)

Taught the first Becker CPA Review course in Russia and was rated the top instructor by the students.

Auditor at FINLEY & COOK

January 1994 - August 1996 (2 years 8 months)

Audited small to medium businesses in Oklahoma

Skills & Expertise

Sales Management

Accounting

Employee Hiring

Energy

Natural Gas

Contract Negotiations

Deal Structuring

Renewable Energy

Gas

Contract Negotiation

Negotiation

Risk Management

New Business Development

Energy Management

Leadership

Commodity Markets

Recruiting

Solar Energy

Start-ups

Business Development

Project Planning

Petroleum

Business Strategy

Sales

Management Consulting

Business Planning

Strategic Planning

Strategy

Market Analysis

Analysis

Pricing

Operations Management

CRM

Process Improvement

Project Management

Competitive Analysis

Executive Management

Forecasting

Mergers & Acquisitions

Demand Response

Energy Industry

Trading

Energy Markets
Consulting
Wind
Electricity Markets
Sustainable Energy
International Business
Due Diligence
Contract Management

Education

Tulane University

MBA, Finance, 2003 - 2005

Oklahoma Baptist University

BBA, Accounting, 1992 - 1996

Activities and Societies: Zeta Pi Lambda

Interests

ERCOT, Power, Electricity, China, Consulting, Ernst & Young, Texas, Oklahoma, Sales, Risk Management, Trading, Energy Management, Demand Side Management, Predominant Use Tax Consulting, Biodiesel, Wind Generation, Alternative Fuels, Asset Management, Small Businesses, Renewable Energy, Farming, Teaching, Skiing, 2nd Generation Bioethanol

Exhibit 18 - Technical Fitness

To demonstrate Technical Fitness, Applicant hereby provides the following:

- Narratives for key operating personnel (see Exhibit 17 (b) for professional resumes
- Operating, Business Overview and Staffing levels

Jay D. Hellums, CEO

During 2011, Mr. Hellums arranged, financed and completed the acquisition of Frontier Utilities LLC, a five year old Houston-based retail energy supplier. He now leads, as President and CEO, a new management team that is building an emerging top tier retail energy company providing electricity to residential and commercial customers in Texas, and soon, in Northeast competitive energy markets. Frontier Utilities is focused on providing its customers with unparalleled value through world-class customer service, the use of innovative technology and best-in-class wholesale energy supply management. Mr. Hellums partnered with Quintana Infrastructure and Development for the investment and is on Frontier's Board along with Quintana's representatives.

Before Frontier, Mr. Hellums was Senior Vice President of Wholesale Energy Management for Direct Energy, one of the largest competitive retail energy suppliers in North America. During his seven years (2003-2010) at Direct Energy, he led a team of about 200 employees and established wholesale energy operations to support gas and power sales in all major competitive retail energy markets (ERCOT, PJM, NYISO, ISO-NE, CAISO, Ontario, Alberta).

Prior to Direct Energy, Mr. Hellums was with El Paso Merchant Energy Europe from 2000 to 2003 and was responsible for building, from the early planning stage, a successful 200 person pan-European asset-based oil, gas and power marketing business. Before moving to El Paso, Hellums was with Enron in Houston (1993-1995) and London (1996 to 2000). With Enron, he was responsible for various trading, marketing, business development and corporate finance/investing activities and served on the Board of Directors of a listed company that he financed, Paladin Resources plc. He previously held positions with First City Bancorporation and Bankers Trust. Mr. Hellums has an MBA from Rice University and a BBA in Finance from the University of Houston.

Ramji Raman, CFO

Ramji Raman as the Chief Financial Officer for Frontier Utilities Northeast, LLC brings on board 25+ years of Financial and Accounting Management experience in Houston working in varied industries as their Financial Controller and CFO. Some of his professional accomplishments include building accounting and administrative departments from start, establishing sound policies and procedures, negotiating profitable customer contracts enabling companies to forecast revenues more objectively, developing cost models for establishing appropriate pricing of products with good margins and recommending financial solutions for businesses for wealth protection and growth.

Raman has provided a variety of accounting and financial expertise to various companies during his successful tenure including the enabling of an acquisition of privately held US

Company by a publically traded Canadian Firm. He has been instrumental in building accounting infrastructure for Frontier from the initial stages. Most recently, Raman was Vice President of Finance & CFO for a Telecommunications Wholesale aggregator. Also his experience includes construction industry, Law Firm and a fortune 500 manufacturing industry (Dr Pepper Bottling Company). Apart from his accounting and personal financial management education from the University of Houston, Ramji has a law degree from India and was a trial lawyer in the field of shipping and marine insurance working with King & Partridge a highly reputable law Firm in India.

Dr. Suresh Guddanti, Ph.D

Dr. Guddanti joined Frontier Utilities in 2012 as Chief Information Officer, aimed at transforming the business thru innovation in technology across the board. His role expanded to VP of Operations, leading the call center, billing and transactions groups. Before Frontier, Dr. Guddanti was IT Director with Liberty Power for about a year, leading their major IT initiatives including mobile application development for door to door sales channels.

Prior to Liberty, Dr. Guddanti was with Direct Energy, one of the largest competitive retailers in North America for about nine years (2002-2011). During this tenure he led the development of key systems in forecasting, scheduling, settlements, finance and sales. Before Direct Energy, Dr. Guddanti was with New Power, an early startup in the retail electric space developing their forecasting systems for power and gas. He joined New Power after a one year consulting project with Enron developing their in-house risk system for gas.

Prior to Enron, Dr. Guddanti obtained his PhD in Neural Networks and Artificial Intelligence and a Master's Degree in Engineering specialized in Robotics from Louisiana State University where he continued as faculty at the School of Forestry for seven years developing instrumentation and log scanning systems for the lumber industry.

OPERATIONS OVERVIEW

Since its formation, Frontier Utilities Northeast (“FUN”), and its affiliate, Frontier Utilities, has focused on the Texas energy market. Showing exponential growth in Texas with over 20,500 residential customers and 250 commercial customers, FUN has planned expanded its operations into the Mid-Atlantic, Northeast, and New England markets.

Applicant is a licensed REP in Texas, a ESCO in New York, as well as members in ERCOT, NYISO and PJM.

Frontier Utilities Northeast currently employs 40 full time employees in the State of Texas and has implemented a training program that focuses on maintaining the highest standards of customer service coupled with a focus on federal and state rules, regulations and orders concerning customer outreach promulgated by each respective jurisdiction.

Applicant has received approval from the New York Public Service Commission, is a NYISO member, and is planning to bring operations in that jurisdiction in the fourth quarter of this fiscal year.

Applicant has also received PJM approval and plans to expand its operations throughout the PJM service territory. Beginning in the Commonwealth of Pennsylvania, the Company plans to submit applications in New Jersey, Maryland, and Ohio.

FRONTIER UTILITIES NORTHEAST, LLC

Mr. Jay Hellums, CEO
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TO: FRONTIER UTILITIES NORTHEAST MANAGEMENT TEAM. THIS DOCUMENT CONTAINS PROPRIETARY AND CONFIDENTIAL CORPORATE STRATEGY AND INFORMATION. DO NOT DESSIMINATE TO ANY UNAUTHORIZED INDIVIDUAL/S OR ENTITIES.

Executive Summary

Frontier Utilities Northeast, LLC (hereafter “FUN” or “Company”) is an independent energy marketer delivering focused on energy procurement and portfolio strategies. Having show exponential growth in the Texas market, the Company’s goal is to expand its business model into the Northeast and Mid-Atlantic states. Employing seasoned professionals in the financial, electricity and natural gas sectors, FUN will utilize its proprietary model within the competitive marketplace by assisting all customer classes in making informed choices based on current market conditions, historical data, and future estimated needs. As an independent energy marketer, we work to secure the lowest-possible energy costs by purchasing on the spot market, utilizing hedging and other financial instruments and strategies to provide its customers the most competitive pricing models in the industry.

Fusing our progressive energy vision with custom procurement strategies, FUN works on behalf of our customers to manage energy expenditures, simplify utility bills and help customers navigate the evolving competitive electricity and natural gas marketplace.

FUN specializes in proprietary energy procurement and management strategies for all size residential, commercial, governmental and industrial end-users. Being well versed in the complexities of varying utility tariffs, fluctuating commodities pricing, and jurisdictional

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demographics, FUN assists our customers understand their energy costs, manage energy use to maximize cost reduction.

Business Strategy

FUN's mission is to assist residential, commercial and industrial consumers control energy costs and optimize budgets to achieve long-term energy goals. Currently being licensed and operating in the New York and Texas markets, our strategy is to expand into the following competitive jurisdictions:

District of Columbia, Illinois, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, Ohio, Pennsylvania, and Rhode Island.

To continue our success in the deregulated energy market, FUN tailors its approach to the unique operational needs of our customers' businesses and residences. Drawing on the experience of its managers and officers, we have developed and implemented efficient, cost-effective energy programs for all customer classes and sizes.

Key Operating Personnel

Jay D. Hellums, CEO

During 2011, Mr. Hellums arranged, financed and completed the acquisition of Frontier Utilities LLC, a five year old Houston-based retail energy supplier. He now leads, as President and CEO, a new management team that is building an emerging top tier retail energy company providing electricity to residential and commercial customers in Texas, and soon, in Northeast competitive energy markets. Frontier Utilities is focused on providing its customers with unparalleled value through world-class customer service, the use of innovative technology and best-in-class wholesale energy supply management. Mr. Hellums partnered with Quintana Infrastructure and Development for the investment and is on Frontier's Board along with Quintana's representatives.

Before Frontier, Mr. Hellums was Senior Vice President of Wholesale Energy Management for Direct Energy, one of the largest competitive retail energy suppliers in North America. During his seven years (2003-2010) at Direct Energy, he led a team of about 200 employees and established wholesale energy operations to support gas and power sales in all major competitive retail energy markets (ERCOT, PJM, NYISO, ISO-NE, CAISO, Ontario, Alberta).

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Prior to Direct Energy, Mr. Hellums was with El Paso Merchant Energy Europe from 2000 to 2003 and was responsible for building, from the early planning stage, a successful 200 person pan-European asset-based oil, gas and power marketing business. Before moving to El Paso, Hellums was with Enron in Houston (1993-1995) and London (1996 to 2000). With Enron, he was responsible for various trading, marketing, business development and corporate finance/investing activities and served on the Board of Directors of a listed company that he financed, Paladin Resources plc. He previously held positions with First City Bancorporation and Bankers Trust. Mr. Hellums has an MBA from Rice University and a BBA in Finance from the University of Houston.

Ramji Raman, CFO

Ramji Raman as the Chief Financial Officer for Frontier Utilities Northeast, LLC brings on board 25+ years of Financial and Accounting Management experience in Houston working in varied industries as their Financial Controller and CFO. Some of his professional accomplishments include building accounting and administrative departments from start, establishing sound policies and procedures, negotiating profitable customer contracts enabling companies to forecast revenues more objectively, developing cost models for establishing appropriate pricing of products with good margins and recommending financial solutions for businesses for wealth protection and growth.

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Schedule A- PUC Legal Notices

Upon receipt of a Docket Number from the Commission, Applicant will publish the attached legal notice for service throughout the entire Commonwealth of Pennsylvania.

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of **Frontier Utilities Northeast, LLC** For Approval To Offer, Render, Furnish Natural Gas Supply Services as a **Supplier** Engaged In The Business Of Supplying Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania, Docket No. A-2013-XXXXXXX. On September 27, 2013, Frontier Utilities Northeast filed an application with the Pennsylvania Public Utility Commission (“PUC”) for a license to provide natural gas supply services as a Supplier of natural gas engaged in the business of providing natural gas supply services. Frontier Utilities Northeast proposes to sell natural gas and related services throughout all of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act. The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Frontier Utilities Northeast 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 Frontier Utilities Northeast’ attorney at the address listed below. Please include the PUC’s “docket number” on any correspondence, which is A-2013-XXXXXXX.

By and through Sean P. Morrissey

Frontier Utilities Northeast, LLC

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