



December 6, 2013

Secretary of the Commission  
Keystone Building, 400 North Street  
2<sup>nd</sup> Floor, Room N201  
Harrisburg, PA 17120

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Dear Secretary of the Commission:

Enclosed please find an original, a copy, and a PDF on CD of our application to the Pennsylvania Public Utility Commission for license as a broker/marketer of electricity in the entire state of Pennsylvania. We look forward to serving commercial, industrial, and governmental electricity consumers in your state.

Questions? Call me at 678-687-0999

Jim Charron  
Avion Energy Group  
Vice President of Operations

# BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Avion Energy Group, LLC, for approval to offer, render, furnish, or supply electricity or electric generation services as a Broker/Marketer to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

## 1. IDENTIFICATION AND CONTACT INFORMATION

### a. IDENTITY OF THE APPLICANT:

Avion Energy Group, LLC  
1475 Buford Drive  
Suite 403-186  
Lawrenceville, Georgia 30043  
www.avionenergy.com  
(877) 712-8466 (toll-free)  
(678) 697-7717 (office)  
(770) 825-9012 (fax)

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### b. PENNSYLVANIA ADDRESS / REGISTERED AGENT:

National Registered Agents, Inc  
Two Commerce Square  
2001 Market Street, 5th Floor  
Philadelphia, Pennsylvania 19103-7042  
(215) 563-7750  
(215) 563-7771 (fax)

### c. REGULATORY CONTACT:

James (Jim) R Charron  
Executive Vice President  
1475 Buford Drive  
Suite 403-186  
Lawrenceville, Georgia 30043  
(678) 687-0999 (direct)  
(770) 825-9012 (fax)  
jim@avionenergy.com

### d. ATTORNEY:

There is not an acting attorney for Avion Energy Group, LLC.

### e. CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:

#### Main Contact

James (Jim) R Charron  
Executive Vice President  
1475 Buford Drive  
Suite 403-186  
Lawrenceville, Georgia 30043  
(678) 687-0999 (direct)  
(770) 825-9012 (fax)  
jim@avionenergy.com

#### Alternate Contact

Jacqueline (Jackie) Burdette  
Executive Assistant  
1475 Buford Drive  
Suite 403-186  
Lawrenceville, Georgia 30043  
(404) 324-3767 (direct)  
(770) 825-9012 (fax)  
jackie@avionenergy.com

## 2. BUSINESS ENTITY FILINGS AND REGISTRATION

### a. FICTITIOUS NAME:

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

or

☒ The Applicant will not be using a fictitious name.

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

☐ The Applicant is a sole proprietor.

**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)

**or**

☒ The Applicant is a:

- ☐ domestic corporation (15 Pa. C.S. §1308)
- ☐ foreign corporation (15 Pa. C.S. §4124)
- ☐ domestic limited liability company (15 Pa. C.S. §8913)
- ☒ foreign limited liability company (15 Pa. C.S. §8981)  
**See Attachment 2b for supporting documentation.**
- ☐ Other (Describe):

**3. AFFILIATES AND PREDECESSORS**

**a. AFFILIATES:**

Avion Energy Group has no affiliates.

**b. PREDECESSORS:**

Avion Energy Group has no predecessors.

**4. OPERATIONS**

**a. APPLICANT'S PRESENT OPERATIONS:**

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

**or**

☒ The Applicant is not presently doing business in Pennsylvania.

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

- ☐ Generator of electricity
- ☐ Supplier of electricity
- ☐ Aggregator engaged in the business of supplying electricity
- ☒ Broker/Marketer engaged in the business of supplying electricity services

- ☐ Electric Cooperative and supplier of electric power
- ☐ Other (Describe):

**c. PROPOSED SERVICES:**

**See Attachment 4c for documentation.**

**d. PROPOSED SERVICE AREA:**

**See Attachment 4d for documentation.**

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

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

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

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

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

- ☐ Yes
- ☒ No

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

- ☐ Yes
- ☐ No

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

**h. START DATE:**

Avion Energy Group, LLC will begin service in Pennsylvania upon approval of this application.

## **5. COMPLIANCE**

**a. CRIMINAL/CIVIL PROCEEDINGS:**

Avion Energy Group, LLC has not been the defendant of a criminal or civil proceeding within the duration of existence over the last three (3) years.

**b. SUMMARY:**

Not applicable.

**c. CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:**

There have been no formal or escalated actions or complaints filed with or by a customer, regulatory agency or prosecutory agency against Avion Energy Group, LLC, an affiliate, a predecessor of either, or a person identified in this Application, for the duration of existence over the prior three (3) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General.

**d. SUMMARY:**

Not applicable.

**6. PROOF OF SERVICE**

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

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

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

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

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

**See Attachment 6a for documentation.**

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

**Allegheny Power:**

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

**Pike County Light & Power Company:**

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

**Citizens' Electric Company:**

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

**PPL:**

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

**Duquesne Light:**

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

**UGI:**

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

**Met-Ed, Penelec, and Penn Power:**

Legal Department  
First Energy  
2800 Pottsville Pike  
Reading PA, 19612

**Wellsboro Electric Company:**

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

**PECO:**

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

**See Attachment 6b for documentation.**

## **7. FINANCIAL FITNESS**

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...
- ☐ Furnishing the original (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
  - ☐ Furnishing the original (along with copies) of another initial security for Commission approval, to ensure financial responsibility.
  - ☒ Filing for a modification to the \$250,000 requirement and furnishing the original (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.  
**See Attachment 7a for documentation.**
- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:**  
**See Attachment 7b for documentation.**
- c. **ACCOUNTING RECORDS CUSTODIAN:** Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.  
James (Jim) R Charron  
Executive Vice President  
1475 Buford Drive  
Suite 403-186  
Lawrenceville, Georgia 30043  
(678) 687-0999 (direct)  
(770) 825-9012 (fax)  
jim@avionenergy.com
- d. **TAXATION:**  
**See Attachment 7d for documentation.**

## **8. TECHNICAL FITNESS**

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

- a. **EXPERIENCE, PLAN, STRUCTURE:**  
**See Attachment 8a for documentation.**
- b. **OFFICERS:**
- |                         |   |
|-------------------------|---|
| Joseph (Joe) M. Mittiga | Owner, President                              |
| James (Jim) R. Charron  | Executive Vice President, Secretary/Treasurer |
- See Attachment 8b for documentation.**
- c. **FERC FILING:** Applicant has:
- ☐ Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
  - ☐ Received approval from FERC to be a Power Marketer at Docket or Case Number \_\_\_\_\_.
  - ☒ Not applicable

## 9. DISCLOSURE STATEMENT

### Disclosure Statements:

Not applicable.

## 10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:
- proof of registration as a PJM Load Serving Entity (LSE), or
  - proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.
- The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.
- ☐ AGREED - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).
- ☐ AGREED - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ☒ ACKNOWLEDGED - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information
- b. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43.
- ☒ AGREED
- c. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:
- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
  - Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
  - The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
  - Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis.
  - Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.
- ☒ AGREED
- d. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application.
- ☒ AGREED
- e. **ASSESSMENT:** The Commission does not presently assess Electric Generation Suppliers for the purposes of recovery of regulatory expenses; see PPL Energyplus, LLC v. Commonwealth, 800 A.2d 360 (Pa. Cmwlth. 2002).
- ☒ ACKNOWLEDGED

- f. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 54.34.  
☒ AGREED
- g. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.  
☒ AGREED
- h. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within twenty (20) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 54.34.  
☒ AGREED
- i. **CEASING OF OPERATIONS:** Applicant is also required to officially notify the Commission if it plans to cease doing business in Pennsylvania, 90 days prior to ceasing operations.  
☒ AGREED
- j. **Electronic Data Interchange:** The Applicant acknowledges the Electronic Data Interchange (EDI) requirements and the relevant contacts for each EDC, as listed at appendix J.  
☒ AGREED
- k. **FEE:** The Applicant has enclosed or paid the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.  
☒ PAYMENT ENCLOSED

## 11. AFFIDAVITS

- a. **APPLICATION AFFIDAVIT:**  
See Attachment 11a for documentation.
- b. **OPERATIONS AFFIDAVIT:**  
See Attachment 11b for documentation.

## 12. NEWSPAPER PUBLICATIONS

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service.

See Attachment 12 for documentation.

## 13. SIGNATURE

Applicant: Avion Energy Group, LLC

By: 

Title: President

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## 14. CHECKLIST

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

### Applicant: Avion Energy Group, LLC

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

PUC Secretary's Bureau Use

## **Attachment 2b: Business Entity and Department of State Filings**

Avion Energy Group, LLC was formed in the State of Georgia on July 22, 2010, and registered in the State of Pennsylvania on June 25, 2013. Included in this attachment are the following:

- Exhibit 2b-1: Pennsylvania Department of State Filed Corporation Registration
- Exhibit 2b-2: Pennsylvania Department of Revenue Notice of Corporate Registration
- Exhibit 2b-3: Articles of Organization
- Exhibit 2b-4: Georgia Certificate of Organization
- Exhibit 2b-5: Operating Agreement
- Exhibit 2b-6: Georgia Certificate of Existence
- Exhibit 2b-7: Officers

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Attachment 2b: Business Entity and Department of State Filings  
**Exhibit 2b-1: Pennsylvania Department of State Filed Corporation Registration**

A copy of the Pennsylvania Department of State Filed Corporation Registration for Avion Energy Group, LLC follows this cover sheet.

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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

Avion Energy Group, 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: 4202585

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Avion Energy Group, LLC  
1475 Buford Drive / Suite 403-186  
Lawrenceville, GA 30043

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Application for Registration - Foreign  
(15 Pa.C.S.)

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

Name <u>Avion Energy Group, LLC</u>		
Address <u>1475 Buford Drive, Suite 403-186</u>		
City <u>Lawrenceville</u>	State <u>Georgia</u>	Zip Code <u>30043</u>

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



Commonwealth of Pennsylvania  
APPLICATION FOR REGISTRATION 3 Page(s)



T1320541132

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:

Avion Energy Group, 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:

Avion Energy Group, LLC

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

Jurisdiction: Georgia Date of Formation: 7/22/2010

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

(a) Number and street      City      State      Zip      County

(b) Name of Commercial Registered Office Provider      County

National Registered Agents, Inc.      Dauphin

PA DEPT. OF STATE

JUN 25 2013

PA DEPT. OF STATE

JUL 22 2013

## 5. Check and complete one of the following:

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

Number and street	City	State	Zip
<input checked="" type="checkbox"/> It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:			
1475 Buford Drive, Suite 403-186	Lawrenceville	Georgia	30043
Number and street	City	State	Zip

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

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

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

Name

Business Address

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

Number and street	City	State	Zip	County
-------------------	------	-------	-----	--------


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

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

20 day of June 2013

Avion Energy Group, LLC

Name of Partnership/Company



Signature

President

Title

**Exhibit 2b-2: Pennsylvania Department of Revenue Notice of Corporate Registration**

A copy of the Pennsylvania Department of Revenue Notice of Corporation Registration for Avion Energy Group, LLC follows this cover sheet.

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



## NOTICE OF CORPORATE REGISTRATION

AVION ENERGY GROUP, LLC  
STE 403-186  
1475 BUFORD DR  
LAWRENCEVILLE GA 30043-3798

REVENUE ID:..... 1000717772  
FEIN:..... 273095721  
NOTICE NUMBER:..... BU1000297333  
MAIL DATE:..... 08/05/2013  
FISCAL YR END:..... 12/31  
FIRST ACTIVITY IN PA DATE:.....

### 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](http://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](http://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](http://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](http://www.revenue.state.pa.us) or call the Taxpayer Service & Information Center at 717-787-1064.

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**Exhibit 2b-3: Articles of Organization**

A copy of the Articles of Organization for Avion Energy Group, LLC follows this cover sheet.

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

July 22, 2010

**ARTICLES OF ORGANIZATION  
FOR GEORGIA LIMITED LIABILITY COMPANY**

**The name of the Limited Liability Company is:**

Avion Energy Group, LLC

**The principal mailing address of the Limited Liability Company is:**

295 Leatherwood Court  
Lawrenceville, GA 30043

**The Registered Agent is:**

James R. Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043

**County:** Gwinnett

**The name and address of each organizer(s) are:**

Karla Figueroa  
7083 Hollywood Blvd., Suite  
180  
Los Angeles, CA 90028

**The optional provisions are:**

No optional provisions.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the date set forth below.

**Signature(s):**

Organizer, Karla Figueroa

**Date:**

July 22, 2010

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Attachment 2b: Business Entity and Department of State Filings  
**Exhibit 2b-4: Georgia Certificate of Organization**

A copy of the Georgia Certificate of Organization for Avion Energy Group, LLC follows this cover sheet.

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SECRETARY'S BUREAU

# STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

## CERTIFICATE OF ORGANIZATION

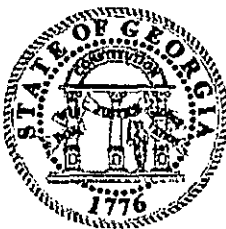
I, **Brian P. Kemp**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

**AVION ENERGY GROUP, LLC**

a Domestic Limited Liability Company

has been duly organized under the laws of the State of Georgia on **07/22/2010** by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on July 22, 2010



Brian P. Kemp  
Secretary of State

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Attachment 2b: Business Entity and Department of State Filings  
**Exhibit 2b-5: Operating Agreement**

A copy of the Operating Agreement for Avion Energy Group, LLC follows this cover sheet.

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## **Avion Energy Group, LLC Operating Agreement**

A. THIS OPERATING AGREEMENT of Avion Energy Group, LLC (the "Company") is entered into as of the date set forth on the signature page hereto by each of the persons named in Exhibit A hereto (referred to individually as a Member and collectively as the Members).

B. The Members have formed a limited liability company under the Georgia Limited Liability Company Act. The articles of organization of the Company filed with the Georgia Secretary of State are hereby adopted and approved by the Members.

C. The Members enter into this agreement to provide for the governance of the Company and the conduct of its business, and to specify their relative rights and obligations. The purpose for which the company is organized is to conduct any and all lawful business for which Limited Liability Companies can be organized pursuant to Georgia statute, including but not limited to: Conduct any and all lawful business as a Broker of electricity and natural gas.

NOW THEREFORE, the Members agree as follows:

### **ARTICLE 1: DEFINITIONS**

Capitalized terms used in this agreement have the meanings specified in this Article or elsewhere in this agreement and when not so defined shall have the meanings set forth in the Georgia Limited Liability Company Act.

"Capital Contribution" means the amount of cash, property or services contributed to the Company.

"Company" means Avion Energy Group, LLC, a Georgia limited liability company.

"Member" means a Person who acquires Membership Interests, as permitted under this agreement, and who becomes or remains a Member.

"Membership Interests" means either Percentage Interest or Units, based on how ownership in the Company is expressed on Exhibit A.

"Percentage Interest" means a percent ownership in the Company entitling the holder to an economic and voting interest in the Company.

"Person" means an individual, partnership, limited partnership, trust, estate, association, corporation, limited liability company, or other entity, whether domestic or foreign.

"Unit" means a unit of ownership in the Company entitling the Member holding such unit to an economic interest and a voting interest in the Company.

### **ARTICLE 2: CAPITAL AND CAPITAL CONTRIBUTIONS**

**2.1 Initial Capital Contributions and Membership Interests.** The Capital Contributions of the initial Members, as well as the Membership Interests of each Member, are listed in Exhibit A, which is made part of this agreement. Membership Interests in the Company may be expressed either in Units or directly in Percentage Interests.

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**2.2 Subsequent Contributions.** No Member shall be obligated to make additional capital contributions unless unanimously agreed by all the Members.

**2.3 Capital Accounts.** Individual capital accounts may be maintained for each Member consisting of that Member's Capital Contribution, (1) increased by that Member's share of profits, (2) decreased by that Member's share of losses and company expenses, (3) decreased by that Member's distributions and (4) adjusted as required in accordance with applicable tax laws.

**2.4 Interest.** No interest shall be paid on Capital Contributions or on the balance of a Member's capital account.

**2.5 Limited Liability.** A Member shall not be bound by, or be personally liable for, the expenses, liabilities, or obligations of the company except as otherwise provided in this agreement or as required by law.

### ARTICLE 3: ALLOCATIONS AND DISTRIBUTIONS

**3.1 Allocations.** The profits and losses of the Company and all items of Company income, gain, loss, deduction, or credit shall be allocated, for Company book purposes and for tax purposes, pro rata in proportion to relative Membership Interests held by each Member.

**3.2 Distributions.** *The Company shall have the right to make distributions of cash and property to the Members pro rata based on the relative Membership Interests. The timing and amount of distributions shall be determined by the Members in accordance with Georgia law.*

**3.3 Limitations on Distributions.** The Company shall not make a distribution to a Member if, after giving effect to the distribution:

(a) The Company would be unable to pay its debts as they become due in the usual course of business, or

(b) The fair value of the Company's total assets would be less than the sum of its total liabilities plus the amount that would be needed, if the Company were to be dissolved at the time of the distribution, to satisfy the preferential rights upon dissolution of members, if any, whose preferential rights are superior to those of the Members receiving the distribution.

### ARTICLE 4: MANAGEMENT

**4.1 Management.** The business of the Company shall be managed by the Members. In the event of a dispute between Members, final determination shall be made by a vote of the majority of the Members (unless a greater percentage is required in this Agreement or under Georgia law). Any Member may bind the Company in all matters in the ordinary course of business.

**4.2 Banking.** The Members are authorized to set up one or more bank accounts and are authorized to execute any banking resolutions provided by the institution where the accounts are being set up. *All funds of the Company shall be deposited in one or more accounts with one or more recognized financial institutions in the name of the Company.*

**4.3 Officers.** The Members are authorized to appoint one or more officers from time to time. The officers shall hold office until their successors are chosen and qualified. Subject to any employment agreement entered into between the officer and the Company, an officer shall serve at the pleasure of the Members. The current officers of the Company are listed on Exhibit B.

## ARTICLE 5: ACCOUNTS AND ACCOUNTING

**5.1 Accounts.** Complete books of account of the Company's business, in which each Company transaction shall be fully and accurately entered, shall be kept at the Company's principal executive office and shall be open to inspection and copying on reasonable notice by any Member or their authorized representatives during normal business hours for purposes reasonably related to the interest of such person as a Member. The costs of such inspection and copying shall be borne by the Member.

**5.2 Records.** At all times during the term of existence of the Company, and beyond that term if the Members deems it necessary, the Members shall keep or cause to be kept the following:

(a) A current list of the full name and last known business or residence address of each Member, together with the Capital Contribution, the amount and terms of any agreed upon future Capital Contribution, and Membership Interest of each Member;

(b) A copy of the articles of organization and any amendments;

(c) Copies of the Company's federal, state, and local income tax or information returns and reports, if any, for the three most recent taxable years; and

(d) *An original executed copy or counterparts of this agreement and any amendments.*

**5.3 Income Tax Returns.** Within 45 days after the end of each taxable year, the Company shall use its best efforts to send to each of the Members all information necessary for the Members to complete their federal and state income tax or information returns and a copy of the Company's federal, state, and local income tax or information returns for such year.

**5.4 Tax Matters Member.** Joe Mittiga shall act as tax matters member of the Company to represent the Company (at the Company's expense) in connection with all examinations of the Company's affairs by tax authorities and to expend Company funds for professional services and costs associated therewith.

## ARTICLE 6: MEMBERSHIP--MEETINGS, VOTING

**6.1 Members and Voting Rights.** Members shall have the right and power to vote on all matters with respect to which this agreement or Georgia law requires or permits such Member action. Voting shall be based on Membership Interests. Unless otherwise stated in this Agreement or under Georgia law, the vote of the Members holding a majority of the Membership Interests shall be required to approve or carry an action.



**6.2 Meetings.** Regular or annual meetings of the Members are not required but may be held at such time and place as the Members deem necessary or desirable for the reasonable management of the Company. Meetings may be called by any member or members holding 10% or more of the Membership Interests, for the purpose of addressing any matters on which the Members may vote. Written (or oral, if reasonable) notice shall be given not less than 2 days nor more than 60 days before the date of the meeting to each Member entitled to vote at the meeting.

In any instance in which the approval of the Members is required under this agreement, such approval may be obtained in any manner permitted by Georgia law, including by conference telephone or similar communications equipment. In addition, any action which could be taken at a meeting can be approved without a meeting and without notice if a consent in writing, stating the action to be taken, is signed by the holders of the minimum Membership Interest needed to approve the action. Prompt notice of the taking of the action without a meeting by less than unanimous written consent shall be given to those members who have not consented in writing but who would have been entitled to vote thereon had such action been taken at a meeting.

## ARTICLE 7: WITHDRAWAL AND TRANSFERS OF MEMBERSHIP INTERESTS

**7.1 Withdrawal.** A Member may withdraw from the Company prior to the dissolution and winding up of the Company with the unanimous consent of the other Members, or if such Member transfers or assigns all of his or her Membership Interests pursuant to Section 7.2 below. A Member which withdraws pursuant to this Section 7.1 shall be entitled to a distribution in an amount equal to such Member's Capital Account.

**7.2 Restrictions on Transfer.** A Member may transfer Membership Interests to any other Person without the consent of any other Member. A person may acquire Membership Interests directly from the Company upon the written consent of all Members. A person which acquires Membership Interests in accordance with this section shall be admitted as a Member of the Company after the person has agreed to be bound by the terms of this Operating Agreement by executing a consent in the form of Exhibit C.

## ARTICLE 8: DISSOLUTION AND WINDING UP

**8.1 Dissolution.** The Company shall be dissolved upon the first to occur of the following events:

(a) The vote of Members holding all of the outstanding Membership Interests to dissolve the Company.

(b) Entry of a decree of judicial dissolution under Subsection (a) of Code Section 14-11-603 of the Georgia Limited Liability Company Act.

(c) At any time there are no Members, provided that the Company is not dissolved and is not required to be wound up if, within 90 days after the occurrence of the event that terminated the continued membership of the last remaining Member, the legal representative of the last remaining Member agrees in writing to continue the Company and to the admission of the legal representative of such Member or its assignee to the Company as a

Member, effective as of the occurrence of the event that terminated the continued membership of the last remaining Member.

**8.2 No automatic dissolution upon certain events.** Neither the death, incapacity, disassociation, bankruptcy or withdrawal of a Member shall automatically cause a dissolution of the Company.

## ARTICLE 9: INDEMNIFICATION

**9.1 Indemnification.** The Company shall have the power to indemnify any Person who was or is a party, or who is threatened to be made a party, to any proceeding by reason of the fact that such Person was or is a Member, Manager, officer, employee, or other agent of the Company, or was or is serving at the request of the Company as a director, manager, officer, employee, or other agent of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by such Person in connection with such proceeding, if such Person acted in good faith and in a manner that such Person reasonably believed to be in the best interests of the Company, and, in the case of a criminal proceeding, such Person had no reasonable cause to believe that the Person's conduct was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the Person did not act in good faith and in a manner that such Person reasonably believed to be in the best interests of the Company, or that the Person had reasonable cause to believe that the Person's conduct was unlawful.

To the extent that an agent of the Company has been successful on the merits in defense of any proceeding, or in defense of any claim, issue, or matter in any such proceeding, the agent shall be indemnified against expenses actually and reasonably incurred in connection with the proceeding. In all other cases, indemnification shall be provided by the Company only if authorized in the specific case unanimously by all of the Members.

"Proceeding," as used in this section, means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative.

**9.2 Expenses.** Expenses of each Person indemnified under this agreement actually and reasonably incurred in connection with the defense or settlement of a proceeding may be paid by the Company in advance of the final disposition of such proceeding, as authorized by the Members who are not seeking indemnification upon receipt of an undertaking by such Person to repay such amount unless it shall ultimately be determined that such Person is entitled to be indemnified by the Company.

"Expenses," as used in this section, includes, without limitation, attorney fees and expenses of establishing a right to indemnification, if any, under this section.

## ARTICLE 10: GENERAL PROVISIONS

**10.1 Entire Agreement; Amendment.** This agreement constitutes the whole and entire agreement of the parties with respect to the subject matter of this agreement, and it shall not be

modified or amended in any respect except by a written instrument executed by all of the Members. This agreement replaces and supersedes all prior written and oral agreements by and among the Members.

**10.2 Governing Law; Severability.** *This agreement shall be construed and enforced in accordance with the internal laws of the State of Georgia. If any provision of this agreement is determined by any court of competent jurisdiction or arbitrator to be invalid, illegal, or unenforceable to any extent, that provision shall, if possible, be construed as though more narrowly drawn, if a narrower construction would avoid such invalidity, illegality, or unenforceability or, if that is not possible, such provision shall, to the extent of such invalidity, illegality, or unenforceability, be severed, and the remaining provisions of this agreement shall remain in effect.*

**10.3 Benefit.** This agreement shall be binding on and inure to the benefit of the parties and their heirs, personal representatives, and permitted successors and assigns.

**10.4 Number and Gender.** Whenever used in this agreement, the singular shall include the plural and the plural shall include the singular, and the neuter gender shall include the male and female as well as a trust, firm, company, or corporation, all as the context and meaning of this agreement may require.

**10.5 No Third Party Beneficiary.** This agreement is made solely for the benefit of the parties to this agreement and their respective permitted successors and assigns, and no other person or entity shall have or acquire any right by virtue of this agreement.

---

**IN WITNESS WHEREOF**, the parties have executed or caused to be executed this Operating Agreement as of the date below.

Dated: July 27, 2010

A handwritten signature in black ink, appearing to be "Joseph M. Mittiga", is written over a horizontal line. The signature is stylized with a large, sweeping initial "J" and "M".

Joseph M Mittiga

## EXHIBIT A

### MEMBERS

The following persons are the initial Members of the Company, and their initial capital contributions and ownership is set forth below.

Name	Capital Contribution (\$)	Units
Joe Mittiga	\$4,000.00	100,000

## EXHIBIT B

### OFFICERS

The following person(s) are elected as officers of the Company:

Name	Title
Joe Mittiga	President
James R Charron	Vice President

**Exhibit 2b-6: Georgia Certificate of Existence**

A copy of the Georgia Certificate of Existence for Avion Energy Group, LLC follows this cover sheet.

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# STATE OF GEORGIA

Secretary of State  
Corporations Division  
313 West Tower  
#2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 10051697  
DATE INC/AUTH/FILED : 7/22/2010 12:00:00 AM  
JURISDICTION : Georgia  
PRINT DATE : 2/25/2013 12:56:49 PM

James R Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043

## CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

AVION ENERGY GROUP, LLC  
A Domestic Limited Liability Company

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*B. P. Kemp*

Brian P. Kemp  
Secretary of State

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Attachment 2b: Business Entity and Department of State Filings  
**Exhibit 2b-7: Officers**

Avion Energy Group, LLC is owned solely by Joseph M. Mittiga.

**Owner/CEO**

Joseph (Joe) M. Mittiga  
295 Leatherwood Court  
Lawrenceville, GA 30043  
(678) 665-8177

Avion Energy Group, LLC is controlled by the following officers:

**President**

Joseph (Joe) M. Mittiga  
295 Leatherwood Court  
Lawrenceville, GA 30043  
(678) 665-8177

**Executive Vice President**

James (Jim) R. Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043  
(678) 687-0999

**Secretary/Treasurer**

James (Jim) R. Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043  
678-687-0999

## **Attachment 4c: Proposed Services**

### **Services**

Many consumers of Electricity and Natural Gas are approached by a broker/marketer representing one Energy Provider. Avion Energy Group's approach is more consumer focused. We represent the consumer by gathering their historic usage data and then shopping their energy consumption among the energy providers. We then provide our findings and assist them should they decide to make a switch.

It is our intent to seek agreements with all the licensed energy providers in the State of Pennsylvania. We will offer their pricing in an apple to apples comparison. We will point out differences in contracts to better meet our clients' needs and concerns.

Avion Energy Group will not take possession of the energy but will connect the energy consumer to a licensed energy provider. The responsibilities addressed in 52 Pa. Code §§ 54.1 - 54.9 and 52 Pa. Code Ch. 56 concerning the billing of consumers and customer inquiries and complaints will be met by the licensed energy provider. Avion Energy will not charge the consumer for its services. Avion Energy will be compensated by a broker fee paid by the seller (comparable to a buyer's agent in a real-estate transaction).

In order to establish long term relationships with our clients, our agents are trained to provide information, assist in educating the consumer and follow up regularly with them handling all consumer inquiries and assisting with any complaints they may have with their energy provider.

### **Customers**

Avion Energy Group is focused solely on commercial energy customers – businesses, organizations, industry and municipalities.

### **Geographic Area**

Avion Energy Group will do business in the entire State of Pennsylvania.

#### **Attachment 4d: Proposed Service Areas**

Avion Energy Group proposes to provide broker/marketer services in the following utility areas:

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

**Attachment 6a: Proof of Service – Statutory Agencies**

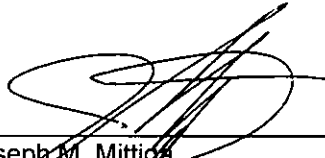
On this the 4<sup>th</sup> day of December 2013, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments have been served upon the following statutory agencies:

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

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

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

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

  
\_\_\_\_\_  
Joseph M. Mittiga  
President  
Avion Energy Group, LLC

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**Attachment 6b: Proof of Service – EDCs**

On this the 4<sup>th</sup> day of December 2013, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments have been served upon the following EDCs:

**Allegheny Power:**

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

**Citizens' Electric Company:**

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

**Duquesne Light:**

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

**Met-Ed, Penelec, and Penn Power:**

Legal Department  
First Energy  
2800 Pottsville Pike  
Reading PA, 19612

**PECO:**

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

**Pike County Light & Power Company:**

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

**PPL:**

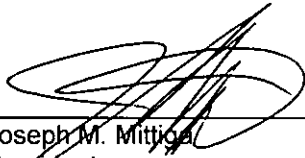
Legal Department  
Attn: Paul Russell  
PPL  
Two North Ninth Street  
Allentown, PA 18108-1179

**UGI:**

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

**Wellsboro Electric Company:**

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

  
\_\_\_\_\_  
Joseph M. Mittiga  
President  
Avion Energy Group, LLC

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### **Attachment 7a: Bonding**

Avion Energy Group is filing for a modification to the \$250,000 requirement and furnishing the original and copies of an initial bond to the Commission in the amount of \$10,000. Avion Energy does not take title to electricity, bill customers, or make payments on behalf of customers. Our relationship with customers is similar to that of a buyer's agent in a real-estate transaction. Our service is to shop for best rates on electricity, whereas the energy provider takes responsibility for the procurement of electricity, billing, and payments.

Included in this attachment are the following:

Exhibit 7a-1: Initial Bond

Exhibit 7a-2: Copies of Bond

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Attachment 7a: Bonding  
**Exhibit 7a-1: Initial Bond**

Avion Energy Group furnishes the original of an initial bond to the Commission in the amount of \$10,000 following this cover page.

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## **Attachment 7b: Financial Records, Statements, and Ratings**

Avion Energy Group does not take title to electricity, bill customers, or make payments on behalf of customers. Our relationship with customers is similar to that of a buyer's agent in a real-estate transaction. Our service is to shop for best rates on electricity, whereas the energy provider takes responsibility for the procurement of electricity, billing, and payments. Avion Energy provides the following documentation to demonstrate financial fitness commensurate with our service:

Exhibit 7b-1: Organizational Structure

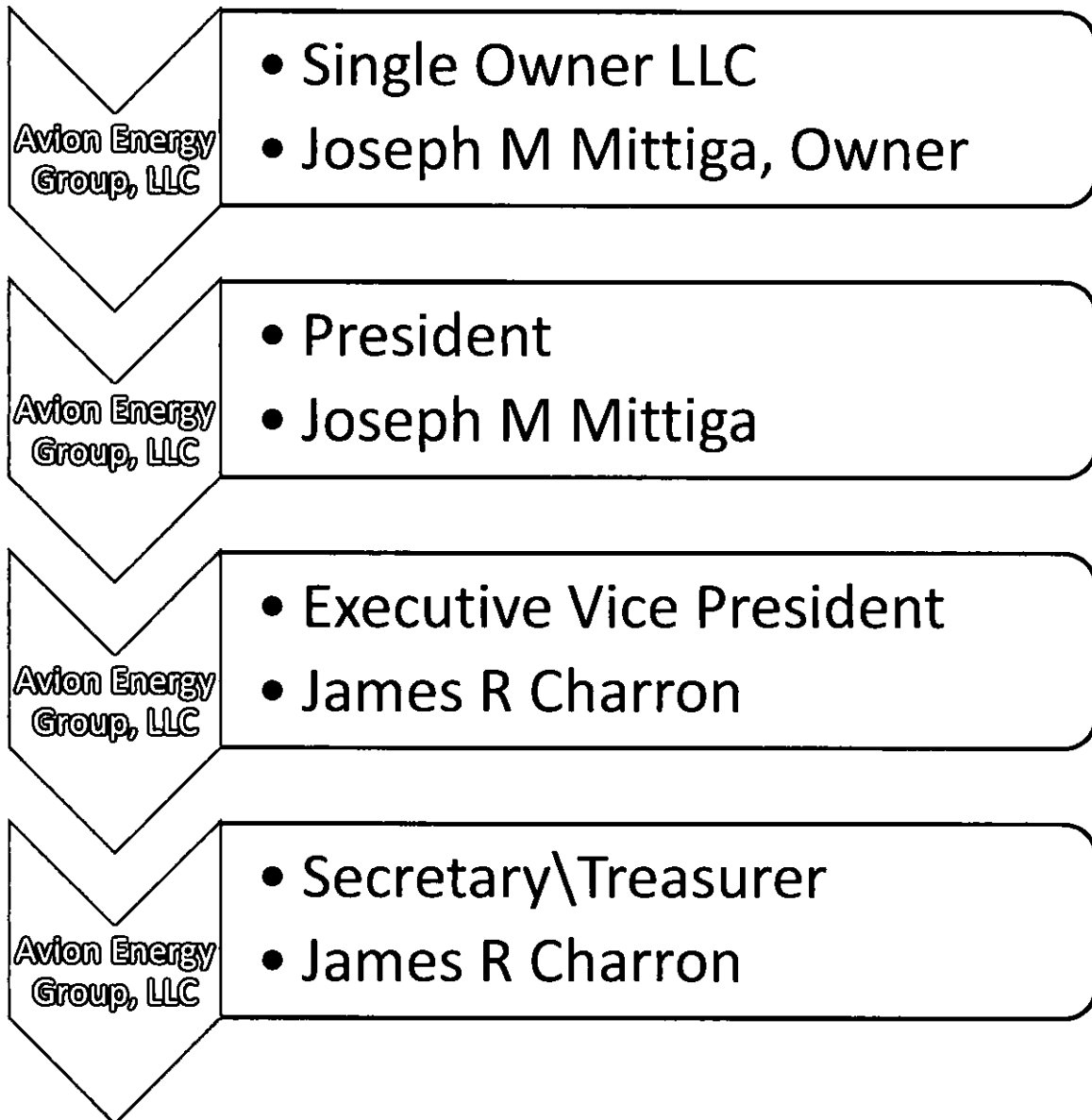
Exhibit 7b-2: Financial Statements

Exhibit 7b-3: Credit Report



Attachment 7b: Financial Records, Statements, and Ratings  
**Exhibit 7b-1: Organizational Structure**

Avion Energy Group, LLC was incorporated in the State of Georgia on July 22, 2010 as a single member LLC. Two individuals were appointed to manage the LLC. There is no parent company or affiliates.



Attachment 7b: Financial Records, Statements, and Ratings  
**Exhibit 7b-2: Financial Statements**

Avion Energy Group submits the following financial statements to demonstrate fitness to broker electricity in the State of Pennsylvania:

Profit and Loss for 2011  
Profit and Loss for 2012  
Balance Sheet for 2012

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**Avion Energy Group**  
**Profit & Loss**  
January through December 2011

	<u>Jan - Dec 11</u>
<b>Ordinary Income/Expense</b>	
Income	
Broker Fee	112,210.52
Admin Fees	54,806.88
<b>Total Income</b>	<u>167,017.40</u>
Cost of Goods Sold	
Commissions	63,093.36
Contract Services	90,636.20
Credit Card Processing Fees	6,418.47
<b>Total COGS</b>	<u>160,148.03</u>
<b>Gross Profit</b>	6,869.37
Expense	
Accounting	650.00
Advertising	47.00
Auto	2,193.22
Bank Charges	521.98
Dues and Subscriptions	771.40
Email Service	105.00
Insurance	414.13
Internet Service	1,425.52
Life Time Membership	1,858.44
Licenses and Permits	210.00
Marketing	60.45
Meals & Entertainment	5,683.26
Medical	44.00
Event	200.00
Miscellaneous	100.00
Office Expense	2,429.50
Office Supplies	1,256.68
Postage and Delivery	677.91
Printing and Reproduction	931.67
Rent	1,816.54
Supplies	1,102.32
Telephone	2,017.97
Trade Show	47.70
Training & Seminars	273.85
Travel	1,458.74
Uniforms	19.95
Utilities	357.74
Web Site	4,704.50
Uncategorized	270.00
<b>Total Expense</b>	<u>31,649.47</u>
<b>Net Ordinary Income</b>	-24,780.10
<b>Other Income/Expense</b>	
Other Income	
Other Inc	26,640.00
Interest Income	71.98
<b>Total Other Income</b>	<u>26,711.98</u>
<b>Net Other Income</b>	26,711.98
<b>Net Income</b>	<u><u>1,931.88</u></u>

**Avion Energy Group**  
**Profit & Loss**  
January through December 2012

	<u>Jan - Dec 12</u>
<b>Ordinary Income/Expense</b>	
Income	
Broker Fee	316,916.18
Admin Fees	40,350.22
Total Income	357,266.40
Cost of Goods Sold	
Commissions	167,886.09
Contract Services	72,761.23
Credit Card Processing Fees	4,419.84
Total COGS	245,067.16
Gross Profit	112,199.24
Expense	
Accounting	3,118.00
Advertising	495.00
Auto	10,804.31
Bank Charges	972.74
Dues and Subscriptions	974.40
Gifts Given	25.00
Insurance	1,399.49
Internet Service	1,441.11
Legal-Prof Fees	1,269.64
Licenses and Permits	650.21
Marketing	19,768.60
Meals & Entertainment	9,827.01
Event	1,779.01
Office Expense	526.74
Office Supplies	2,783.87
Postage and Delivery	1,130.63
Printing and Reproduction	480.90
Rent	1,483.89
Seminar	29.95
Supplies	366.86
Taxes	11.50
Telephone	2,979.83
Travel	18,927.24
Uniforms	2,077.72
Utilities	2,472.00
Web Site	4,645.31
Total Expense	90,440.96
Net Ordinary Income	21,758.28
Other Income/Expense	
Other Income	
Income Stream Purchase	1,916.67
Interest Income	2.69
Total Other Income	1,919.36
Net Other Income	1,919.36
Net Income	<u><u>23,677.64</u></u>

**Avion Energy Group**  
**Balance Sheet**  
As of December 31, 2012

	<u>Dec 31, 12</u>	<u>Dec 31, 11</u>
<b>ASSETS</b>		
<b>Current Assets</b>		
Checking/Savings		
Cash & Cash Equivalents	8,177.95	7,220.81
<b>Total Checking/Savings</b>	<u>8,177.95</u>	<u>7,220.81</u>
<b>Total Current Assets</b>	8,177.95	7,220.81
<b>Fixed Assets</b>		
Business Assets	0.00	0.00
<b>Total Fixed Assets</b>	<u>0.00</u>	<u>0.00</u>
<b>Other Assets</b>		
Due From Member	28,226.72	7,932.96
Organizational Costs	370.95	370.95
<b>Total Other Assets</b>	<u>28,597.67</u>	<u>8,303.91</u>
<b>TOTAL ASSETS</b>	<u><u>36,775.62</u></u>	<u><u>15,524.72</u></u>
<b>LIABILITIES &amp; EQUITY</b>		
<b>Liabilities</b>		
<b>Current Liabilities</b>		
Other Current Liabilities		
Accrued Expenses	0.00	5,510.07
<b>Total Other Current Liabilities</b>	<u>0.00</u>	<u>5,510.07</u>
<b>Total Current Liabilities</b>	0.00	5,510.07
<b>Long Term Liabilities</b>		
Income Stream Purchases	35,683.33	7,600.00
<b>Total Long Term Liabilities</b>	<u>35,683.33</u>	<u>7,600.00</u>
<b>Total Liabilities</b>	35,683.33	13,110.07
<b>Equity</b>		
Avion Energy Group, LLC	-22,585.35	482.77
Net Income	23,677.64	1,931.88
<b>Total Equity</b>	<u>1,092.29</u>	<u>2,414.65</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>36,775.62</u></u>	<u><u>15,524.72</u></u>

Attachment 7b: Financial Records, Statements, and Ratings  
**Exhibit 7b-3: Credit Report**

Avion Energy Group submits two credit reports:

Comprehensive Report by Dun and Bradstreet  
Commercial Credit Report by Equifax

No credit rating has been issued as Avion Energy Group has only been in business since 2010.

**CONFIDENTIAL/PROPRIETARY  
MATERIAL FOLLOWS:**

**NO SCANNED IMAGE AVAILABLE**

**ACTUAL DOCUMENT IN  
CONFIDENTIAL FILE FOLDER**

**Attachment 7d: Taxation**  
**Not Applicable Items**

**Item A: Sales Tax License**

Avion Energy Group does not receive payment for services from clients (businesses in Pennsylvania), but is compensated by a broker fee directly from the energy provider. Avion Energy does not bill customers or collect sales tax. Those responsibilities are handled by the energy provider.

**Item C: Corporate Box Number**

Avion Energy Group has not been issued a Corporate Box Number at this time. Because Avion Energy does not have employees in the State of Pennsylvania, payroll tax collection is not necessary.



## **Attachment 8a: Experience, Plan, Structure**

Avion Energy Group provides the following information to demonstrate technical fitness commensurate with our service:

Exhibit 8a-1: Experience

Exhibit 8a-2: Licenses

Exhibit 8a-3: Customers

Exhibit 8a-4: Staffing

Exhibit 8a-5: Plans

**Exhibit 8a-1: Experience**

Avion Energy Group incorporated July 22, 2010 and launched operations in January 2011 in Atlanta, Georgia. The founder, Joe Mittiga wanted to leverage his sales and marketing experience in the residential and commercial energy industry. He formed Avion Energy with the intent to serve commercial and industrial energy consumers by simplifying their energy decisions and providing them with best energy pricing. Joe called upon key people who had worked with him in his past to develop strategic plans, day to day operations, training, marketing, and information processing systems.

Avion Energy Group has been a broker of electricity and natural gas in deregulated markets during its entire operation and has no affiliates.

The principals, Joe Mittiga and Jim Charron, have significant experience in the direct sales industry. Both have represented marketing companies engaged in the solicitation of residential and commercial energy consumers. They have recruited and trained teams to offer various products of the companies they represented. Their experience marketing energy has brought them to the conclusion that creating and maintaining a first class, service oriented, business approach based on relationships and not simply the sale of a commodity would bring success.

Avion Energy has assisted 1410 commercial electricity and natural gas consumers to find best pricing and switch to a different energy provider. Our customer base is diverse, mostly comprised of small to medium sized energy consumers covering a broad base of industries.

Avion Energy has placed under contract with various energy providers 168,489,753 kWh annual consumption and 6,295,619 therms annual consumption.

Avion Energy has contractual relationships with 46 energy providers licensed to do business in 26 states, covering 64 electric utilities and 121 natural gas utilities.

Avion Energy has recruited and trained 131 Independent Agents across several states.

Included in this exhibit are the following managerial and technical resumes:

**Joseph (Joe) M. Mittiga**

July 2010 – Present

Avion Energy Group

President

Establish channel partner relationships with retail energy providers

Recruit sales leadership in deregulated energy markets

Oversee operations

2004 – 2010

JME Energy

Sales Director

Recruited and trained sales agents – approximately 25 people annually

Managed personal client portfolio

Worked across 12 states

1997 – 2004

Atlanta Port-Pit

Owner and General Manager

Responsible for the day-to-day activities in the office, on-site support, marketing, and sales

Created schedules and managed deployment of 15 full-time and 67 part-time employees

Generated annual revenue of \$800,000

**Attachment 8a: Experience, Plan, Structure**  
**Exhibit 8a-1: Experience**  
(continued)

**James (Jim) R. Charron**

July 2010 – Present

Avion Energy Group

Vice President of Operations

Responsible for day-to-day operations

Maintain relationships with retail energy providers

Establish and manage corporate training programs for brokers and field agents

Supervise development and implementation of automated systems

Oversee compliance and industry regulations

April 2010 – August 2010

United States Department of Commerce

Field Operations Manager for 2010 Census

Managed 24/7 operation of supervisors, employees, and enumerators

Reported daily status

Responsible for field verification

Supervised closing of offices and operations for Gwinnett County, Georgia

2006 – 2010

Your Energy Advocate

Owner

Supervised daily business operations

Recruited sales team to manage client services

**Kimberly (Kim) Johnson**

October 2010 – Present

Avion Energy Group

Energy Broker Supervisor

Manage broker department

Processes request for pricing submitted by field agents

Gathers pricing from multiple retail energy providers to present to clients

Responsible for southern, midwest, and western regions

February 2010 – July 2010

United States Department of Commerce

Field Operations Supervisor for 2010 Census

Supervised second shift for 24/7 operation of employees and enumerators

Responsible for accuracy and processing

**Dawn M. Scibilia**

August 2010 – Present

Avion Energy Group

Energy Broker

Processes request for pricing (RFP) submitted by field agents

Gathers pricing from multiple retail energy providers to present to clients

Responsible for northeast region

Assist with corporate training programs

**Exhibit 8a-2: Licenses**

Avion Energy Group is licensed as a broker of electricity in the State of Delaware under Docket #13-338, Order #8451.

Avion Energy Group is registered as an aggregator/broker of natural gas in the State of Maine.

Avion Energy Group is licensed as an aggregator/broker of electricity in the State of Illinois under Docket # 13-0513.

Avion Energy Group is licensed as an aggregator/broker of electricity and natural gas in the State of Maryland under license number IR-3185 and IR-3184.

Avion Energy Group is registered as an energy agent and private aggregator of electricity and natural gas in New Jersey under registration number EA-0239 and PA-0137.

Avion Energy Group is licensed as an aggregator/broker of electricity and natural gas in the State of Ohio under license number 12-422E(1) and 13-328G(1).

Avion Energy Group does business in the following states that do not require licensure or registration:

- Arizona
- California
- Colorado
- Connecticut
- Florida
- Georgia
- Michigan
- Nevada
- New York
- Rhode Island
- Texas

Avion Energy Group is applying for licensing as an aggregator/broker of electricity in the following states:

- Maine
- Massachusetts

Avion Energy Group is applying for licensing as an aggregator/broker of natural gas in the following states:

- Massachusetts

Avion Energy Group has had no complaints.

**Exhibit 8a-3: Customers**

Avion Energy has assisted 1410 commercial electricity and natural gas consumers to find best pricing and switch to a different energy provider. Our customer base is diverse, mostly comprised of small to medium sized energy consumers covering a broad base of industries.

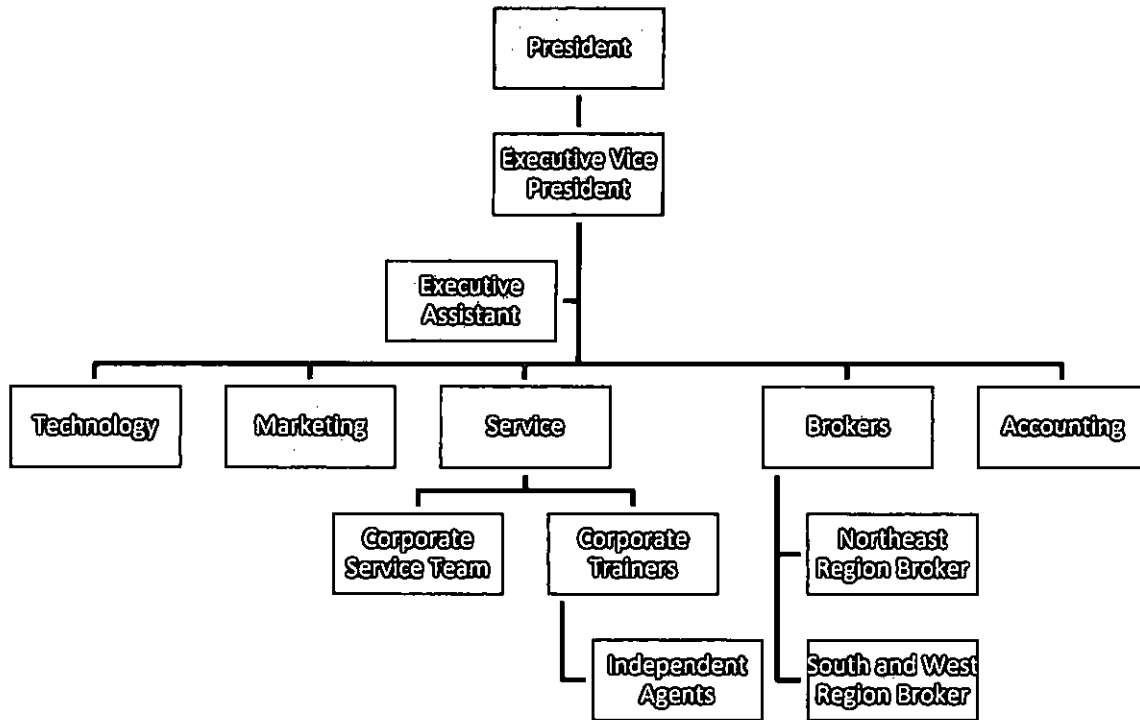
Avion Energy has placed under contract with various energy providers 168,489,753 kWh annual consumption and 6,295,619 therms annual consumption.

Avion Energy has contractual relationships with 46 energy providers licensed to do business in 26 states, covering 64 electric utilities and 121 natural gas utilities.

**Exhibit 8a-4: Staffing**

**Structure**

Avion Energy Group's staffing structure is depicted in the diagram below:



**Numbers**

There are 13 people on staff at Avion Energy Group. In addition there are 131 Independent Agents working nationwide.

**Training**

Avion Energy Group trains all sales personnel and representatives in our 30-day Corporate Training Program which utilizes a mentor-based approach. Included in this exhibit is our Corporate Training Manual (Mentor Manual: 5 Step Process).

**Exhibit 8a-5: Plans**

The operations of Avion Energy Group will be in line with our general business plans. After receiving licensure from the Pennsylvania Public Utility Commission, working relationships will be established with all electricity energy providers in Pennsylvania, and a sales team will be recruited and trained. We will provide broker services for commercial and industrial customers in Pennsylvania with the same level of professional excellence and attention to detail as we do in all other states where we currently operate.

The strategy deployed by Avion Energy includes:

- Apply for licensing in applicable deregulated energy states.
- Create relationships with licensed energy providers in every deregulated state.
- Recruit and train sales agents in all deregulated states.

## **Attachment 8b: Officers**

Avion Energy Group, LLC is owned solely by Joseph M. Mittiga.

### **Owner/CEO**

Joseph (Joe) M. Mittiga  
295 Leatherwood Court  
Lawrenceville, GA 30043  
(678) 665-8177

Avion Energy Group, LLC is controlled by the following officers:

### **President**

Joseph (Joe) M. Mittiga  
295 Leatherwood Court  
Lawrenceville, GA 30043  
(678) 665-8177

### **Executive Vice President**

James (Jim) R. Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043  
(678) 687-0999

### **Secretary/Treasurer**

James (Jim) R. Charron  
1264 Riverloch Way  
Lawrenceville, GA 30043  
678-687-0999

Included in this attachment are the following:

Exhibit 8b-1: Resume for Joseph (Joe) M. Mittiga

Exhibit 8b-2: Resume for James (Jim) R. Charron



Attachment 8b: Officers  
**Exhibit 8b-1: Resume for Joseph (Joe) M. Mittiga**

Joseph (Joe) M. Mittiga

July 2010 – Present

Avion Energy Group

President

- Establish channel partner relationships with retail energy providers

- Recruit sales leadership in deregulated energy markets

- Oversee operations

2004 – 2010

JME Energy

Sales Director

- Recruited and trained sales agents – approximately 25 people annually

- Managed personal client portfolio

- Worked across 12 states

1997 – 2004

Atlanta Port-Pit

Owner and General Manager

- Responsible for the day-to-day activities in the office, on-site support, marketing, and sales

- Created schedules and managed deployment of 15 full-time and 67 part-time employees

- Generated annual revenue of \$800,000

Attachment 8b: Officers  
**Exhibit 8b-2: Resume for James (Jim) R. Charron**

James (Jim) R. Charron

July 2010 – Present

Avion Energy Group

Vice President of Operations

- Responsible for day-to-day operations

- Maintain relationships with retail energy providers

- Establish and manage corporate training programs for brokers and field agents

- Supervise development and implementation of automated systems

- Oversee compliance and industry regulations

April 2010 – August 2010

United States Department of Commerce

Field Operations Manager for 2010 Census

- Managed 24/7 operation of supervisors, employees, and enumerators

- Reported daily status

- Responsible for field verification

- Supervised closing of offices and operations for Gwinnett County, Georgia

2006 – 2010

Your Energy Advocate

Owner

- Supervised daily business operations

- Recruited sales team to manage client services

**Attachment 11a: Application Affidavit**

State of Georgia

ss.

County of Gwinnett

Joseph M. Mittiga, Affiant, being duly sworn according to law, deposes and says that:

He is the President of Avion Energy Group, LLC;

That he is authorized to and does make this affidavit for said Applicant;

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

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

That the Applicant herein, Avion Energy Group, LLC, 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, Avion Energy Group, LLC, 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 knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.

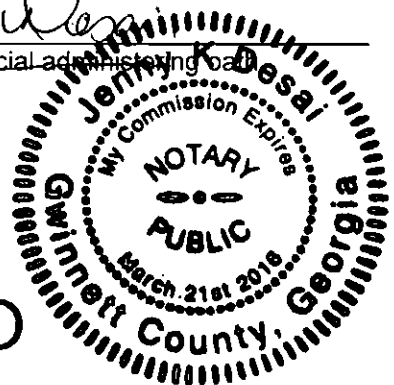
Signature

Sworn and subscribed before me this 21<sup>st</sup> day of December, 2013.

Signature of official administering oath

My commission expires

03/21/2016



**RECEIVED**

DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Avion Energy Group, LLC  
1475 Buford Drive, Suite 403-186, Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free) | (678) 697-7717 (office) | (770) 825-9012 (fax)

Attachment 11b: Operations Affidavit

State of Georgia

ss.

County of Gwinnett

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DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Joseph M. Mittiga, Affiant, being duly sworn according to law, deposes and says that:

He is the President of Avion Energy Group, LLC;

That he is authorized to and does make this affidavit for said Applicant;

That Avion Energy Group, LLC, the Applicant herein, acknowledges that Avion Energy Group, LLC, 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 Avion Energy Group, LLC, the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render electric service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

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

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

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

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

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

Signature

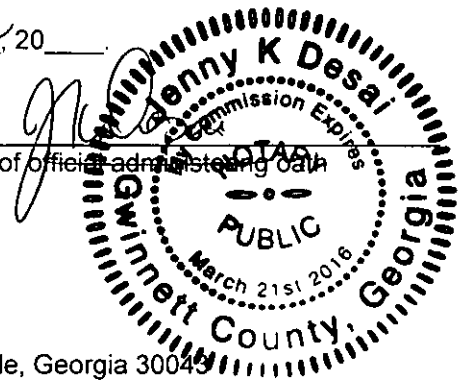
Sworn and subscribed before me this 11<sup>th</sup> day of December, 2013.

Signature of official administering oath

My commission expires

03/21/2016

Avion Energy Group, LLC  
1475 Buford Drive, Suite 403-186, Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free) | (678) 697-7717 (office) | (770) 825-9012 (fax)



## Attachment 12: Newspaper Publications

Notice of filing this application has been published in all seven newspapers listed below:

Erie Times News  
Harrisburg Patriot News  
Johnstown Tribune Democrat  
Philadelphia Daily News  
Pittsburgh Post Gazette  
Scranton Times Tribune  
Williamsport Sun Gazette

Proof of publication for each newspaper follows this page.

Text of publication is below:

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

Avion Energy Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a broker/marketer engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. Avion Energy Group, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

Avion Energy Group, LLC  
1475 Buford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

RECEIVED

DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

Avion Energy Group LLC  
1475 Buford Drive, Ste. 403-186  
Lawrenceville GA 30043

REFERENCE: 77036 29419  
PUC Notice

STATE OF PENNSYLVANIA)  
COUNTY OF ERIE ) SS:

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

PUBLISHED ON: 10/06/13

TOTAL COST: \$409.00

AD SPACE: 0 Lines

FILED ON: 10/06/13

RECEIVED

DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE**

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/ Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

**Avion Energy Group, LLC**  
1475 Buford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

4400-29419

Sworn to and subscribed before me this 7th day of October 2013

Affiant: Debra McGraw

NOTARY: Barbara J. Moore

**COMMONWEALTH OF PENNSYLVANIA**

Notarial Seal

Barbara J. Moore, Notary Public

City of Erie, Erie County

My Commission Expires March 23, 2016

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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

The Patriot-News  
Now you know

AVION ENERGY GROUP  
1475 BUFORD DRIVE, SUITE 403-186

LAWRENCEVILLE GA 30043

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DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

THE PATRIOT NEWS  
THE SUNDAY PATRIOT NEWS

**Proof of Publication**

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

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

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

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

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

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE  
PL: Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.  
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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.  
Avion Energy Group, LLC  
1475 Buford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

This ad # 0002276043 ran on the dates shown below:

October 03, 2013

Sworn to and subscribed before me this 09 day of October, 2013 A.D.

Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Holly Lynn Warfel, Notary Public  
Washington Twp., Dauphin County  
My Commission Expires Dec. 12, 2016

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

COMMONWEALTH OF PENNSYLVANIA }  
County of Cambria } SS

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

Avion Energy Group, LLC  
1475 Bulford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

publish  
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of The  
in the st  
of said

On this 15th day of October A.D. 2013, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and the matter published in said publication in the regular issues on October 4, 2013; and that the Affiant is not interested in that all of the allegations as to time, place and character

*Christine Marhefka*

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this  
15th day of October, 2013.

*Vivian Ohs*

0.00 Lines @	\$2.50 per line	0.00
6.5 Inches @	\$25.00 per inch	162.00
Notary Fee		0.00
Clerical Fee		0.00
<b>Total Cost</b>		<b>162.50</b>

COMMONWEALTH OF PENNSYLVANIA

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

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

\_\_\_\_\_  
(Name of Newspaper)

By \_\_\_\_\_

RECEIVED

DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



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

**STATE OF PENNSYLVANIA  
COUNTY OF PHILADELPHIA**

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

November 18, 2013

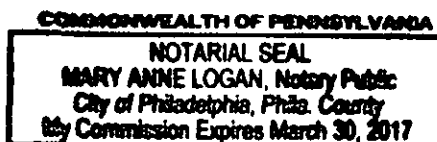
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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



Sworn to and subscribed before me this 18<sup>th</sup> day of  
November, 2013.

  
Notary Public

My Commission Expires:



**Copy of Notice of Publication**

**PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE**

Application of Avlon Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

Avlon Energy Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a broker/marketer engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. Avlon Energy Group, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avlon Energy Group, LLC 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 Avlon Energy Group, LLC at the address listed below.

Avlon Energy Group, LLC  
1475 Buford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

**RECEIVED**

DEC - 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

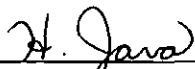
**Proof of Publication of Notice in Pittsburgh Post-Gazette**

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

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

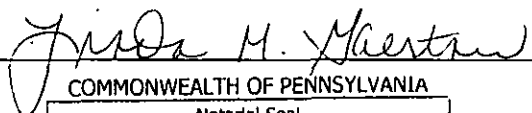
**15 of November, 2013**

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



PG Publishing Company

Sworn to and subscribed before me this day of:  
November 15, 2013



COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

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

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**STATEMENT OF ADVERTISING COSTS**

Avion Energy Group, LLC  
1475 BUFORD DR STE 403-186  
Attn: Jackie Burdette  
LAWRENCEVILLE GA 30043-3798

To PG Publishing Company

Total ----- \$472.50

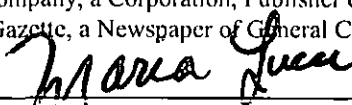
**Publisher's Receipt for Advertising Costs**

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

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

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

By



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

**COPY OF NOTICE  
OR PUBLICATION**PENNSYLVANIA  
PUBLIC UTILITY  
COMMISSION  
NOTICE

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

Avion Energy Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a broker/ marketer engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. Avion Energy Group, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

Avion Energy Group, LLC  
1475 Buford Drive,  
Suite 403-186  
Lawrenceville,  
Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

**The Scranton Times (Under act P.L. 877 No 160. July 9,1976)**

Commonwealth of Pennsylvania, County of Lackawanna

AVION ENERGY GROUP LLC  
SUITE 403-186  
1475 BUFORD DRIVE LAWRENCEVILLE GA 30043

Account # 584944  
Order # 81336263  
Ad Price: 206.20

**LEGAL NOTICE PENNSYLVANIA**

Amanda Kakarecka

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

11/15/2013

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

Sworn and subscribed to before me  
this 15th day of November A.D., 2013

Sharon Venturi

(Notary Public)

**COMMONWEALTH OF PENNSYLVANIA**

Notarial Seal

Sharon Venturi, Notary Public  
City of Scranton, Lackawanna County  
My Commission Expires Feb. 12, 2014

Member, Pennsylvania Association of Notaries

**LEGAL NOTICE**

**PENNSYLVANIA PUBLIC UTILITY  
COMMISSION NOTICE**

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/ Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

Avion Energy Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a broker/ marketer engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. Avion Energy Group, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

Avion Energy Group, LLC  
1475 Buford Drive, Suite 403-186  
Lawrenceville, Georgia 30043  
(877) 712-8466 (toll-free)  
(770) 825-9012 (fax)

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

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

STATE OF PENNSYLVANIA  
COUNTY OF LYCOMING

SS:

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

October 5, 2013

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

PENNSYLVANIA  
PUBLIC UTILITY  
COMMISSION  
NOTICE

Application of Avion Energy Group, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Marketer/Broker Engaged In The Business Of Supplying Electricity, And An Aggregator Engaged In The Business Of Supplying Electricity, To The Public In The Commonwealth Of Pennsylvania.

Avion Energy Group, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a broker/marketer engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. Avion Energy Group, LLC proposes to sell electricity and related services throughout all of Pennsylvania under the provisions of the new Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Avion Energy Group, LLC 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 Avion Energy Group, LLC at the address listed below.

Avion Energy Group, LLC  
1475 Buford Drive,  
Suite 403-186  
Lawrenceville, Georgia  
30043  
(877) 712-8466 (toll-free)  
(770) 825-0012 (fax)

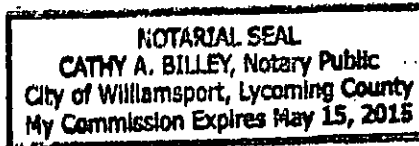
THE SUN-GAZETTE  
and certifies

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 8<sup>th</sup> day of October 2013

Cathy A. Billey  
Notary Public



STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:

For publishing the notice attached

hereto on the above state dates.....\$ 240.24

Probated same.....\$ 240.24

Total.....\$ 480.48

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

THE SUN-GAZETTE COMPANY hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

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DEC 6 2013

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



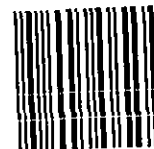
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MAIL**

**UNITED STATES POSTAL SERVICE**

DEC 08 2013



1004



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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



**UNITED STATES  
POSTAL SERVICE<sup>®</sup>**

**USPS TRACKING #**



**9114 9011 5981 8631 5051 73**

Label 400 Jan. 2013  
7690-16-000-7948

From: /Expéditeur:

Avion Energy Group  
1475 Buford Dr 403-186  
Lawrenceville, GA 30043

To: /Destinataire:

Secretary of the Commission  
Keystone Building, 400 North Street  
2<sup>nd</sup> Floor, Room N201  
Harrisburg, PA 17120

Country of Destination: /Pays de destination:



**PS00011000000**