



**THOMAS, LONG,
NIESEN & KENNARD**

Attorneys and Counsellors at Law

THOMAS T. NIESEN
Direct Dial: 717.255.7641
tniesen@thomaslonglaw.com

January 9, 2014

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
P. O. Box 3265
Harrisburg, PA 17105-3265

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Via Hand Delivery

**RE: Notice of Contract Assignment
EQT Energy, LLC, d/b/a Equitable Energy – Docket No. A-125013**

Dear Secretary Chiavetta:

We are counsel to EQT Energy, LLC, d/b/a Equitable Energy (“Equitable Energy”), a Natural Gas Supplier (“NGS”) licensed by the Public Utility Commission (“Commission”) at Docket No. A-125013. Pursuant to the Commission’s *Order re: Interim Guidelines Regarding Notification by a Natural Gas Supplier of Operational Changes Affecting Customer Service and Contracts*, entered July 20, 2000, at Docket No. M-00001343, Equitable Energy hereby notifies the Commission as follows:

1. On December 31, 2013, Equitable Energy and UGI Energy Services, LLC (“UGI Energy Services”) entered into an agreement whereby Equitable Energy will assign and UGI Energy Services will take assignment and assume certain contracts to provide natural gas retail supply to industrial and commercial customers in the Commonwealth of Pennsylvania. Equitable Energy has decided to focus its efforts on other segments of the natural gas business and, as a result, intends to reduce its participation in the retail markets. The assignment of customer contracts will be effective as of April 1, 2014, or such later date as the customers whose contracts require consent to assignment provide such consent. The number of customers affected by the assignment of customer contracts to UGI Energy Services includes a total of 1,100 customers.

2. UGI Energy Services, a Pennsylvania company, is currently licensed by the Commission as a NGS, at Docket No A-2013-2369286¹, to provide natural gas supply service to residential, commercial, industrial, and governmental customers throughout the Commonwealth

¹ UGI Energy was initially licensed by the Commission as a NGS on October 19, 1999 at Docket No. A-125018. On October 1, 2013, UGI Energy undertook an intra-corporate merger for the purpose of converting its corporate form of organization from a Pennsylvania corporation to a Pennsylvania limited liability company. On September 12, 2013, the Commission authorized the transfer of the NGS license and assigned UGI Energy a new NGS license number, at Docket No. A-2013-2369286.

Rosemary Chiavetta, Secretary

January 9, 2014

Page 2

of Pennsylvania, including the natural gas distribution company service territories of Equitable Gas Company and Peoples Natural Gas Company. UGI Energy Services currently sells natural gas, electricity and liquid fuels to approximately 17,000 commercial and industrial customers at approximately 41,000 locations in Pennsylvania, New Jersey, Delaware, New York, Ohio, Maryland, Virginia, North Carolina, Massachusetts, and the District of Columbia. UGI Energy Services is one of the largest marketers of natural gas in the region and has been providing reliable natural gas supplies to Pennsylvania customers since 1985.

3. All affected customers will be given written notice of the assignment. Attached hereto as Exhibits A and B, respectively, are samples of written notices to customers whose contracts may be assigned after obtaining consent (Exhibit A) and whose contracts do not require consent (Exhibit B). The notices include the effective date of the assignment, the complete contact information for UGI Energy Services as the new supplier, including a contact representative, and the reason for the assignment. Any questions to UGI Energy Services concerning this transaction can be directed to:

UGI Energy Services, LLC
Attention: Matthew S. Dutzman, Vice President
One Meridian Blvd., Suite 2C01
Wyomissing, PA 19610
Phone: (610) 568-1362

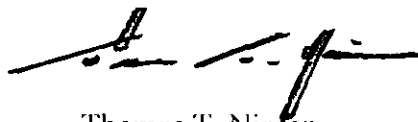
4. Upon the effective date of each contractual assignment, UGI Energy Services will fully perform all contractual obligations of the supplier under the contract and will supply the customer's natural gas needs at the same prices, terms and conditions that they currently receive with respect to gas quantities for which they have currently contracted. UGI Energy Services will also be offering customers the opportunity to renew their contracts with UGI Energy Services beyond their current term of service.

Should the Commission have any questions with respect to this filing, please contact the undersigned at 717-255-7641.

Very truly yours,

THOMAS, LONG, NIESEN & KENNARD

By



Thomas T. Niesen

cc: Robert C. Williams, Esq.
David W. Gray, Esq.
UGI Energy Services, LLC

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EXHIBIT A

January , 2014

[name]
[company name]
[address]

Re: Agreement(s) for the Purchase and Sale of Natural Gas between [insert customer name] and EQT Energy, LLC, d/b/a Equitable Energy (the "Agreement")

Assignment of Agreement(s) to UGI Energy Services LLC

Dear Customer:

It has been our privilege to serve your natural gas needs. However, EQT Energy, LLC d/b/a Equitable Energy (Equitable Energy) has decided to focus its efforts on other segments of the natural gas business and, as a result, intends to reduce its participation in the retail markets. Equitable Energy has selected UGI Energy Services, LLC (UGI Energy Services), a reputable and licensed natural gas provider, to assume your existing natural gas sales and supply contract and has entered into an agreement to assign your contract to UGI Energy Services. Upon completion of this transaction, UGI Energy Services will become your natural gas supplier, effective April 1, 2014, under the same terms and conditions set forth in our existing Agreement.

UGI Energy Services, a Pennsylvania company, is a licensed retail supplier and sells natural gas, liquid fuels and electricity to approximately 17,000 commercial and industrial customers at approximately 41,000 locations in Pennsylvania, New Jersey, Delaware, New York, Ohio, Maryland, Virginia, North Carolina, Massachusetts, and the District of Columbia. UGI Energy Services is one of the largest marketers of natural gas in the region and has been providing reliable natural gas supplies to its customers since 1985.

How does this news affect you? You shouldn't notice any changes at all. Between now and April 1st, Equitable Energy will work closely with UGI Energy Services to transfer your account. Both parties are communicating this assignment to regulatory agencies and to your local natural gas distribution company.

Pursuant to the provisions of your Agreement with Equitable Energy, your Agreement may be assigned after obtaining your consent. Equitable Energy hereby requests your consent to the assignment of your Agreement to UGI Energy Services.



UGI Energy Services will administer your natural gas needs at the same prices, terms and conditions that you currently receive with respect to gas quantities for which you have currently contracted. You will continue to receive the same high quality service you have come to expect from Equitable Energy. To ensure a smooth transition, please complete the following simple steps as soon as possible:

1. Indicate your consent to the assignment of the Agreement and release Equitable Energy from any further obligations under the Agreement by signing the consent letter. (attachment 1)
2. If you are an Equitable Gas Company customer, we request that you complete a new Agency Agreement and Assignment of Balancing Privileges form (attachment 2). This form will allow UGI Energy Services to act as your agent on Equitable Gas Company and perform the same services that Equitable Energy currently does.
3. Next, if applicable, please complete the new Sales Tax Exemption Form (attachment 3).

We have enclosed a self-addressed stamped envelope for you to mail the originals back to UGI Energy Services. Or, if you prefer, please email or fax these completed forms no later than February 21, 2014 to Chip Powers at cpowers@ugies.com or Fax no. (412) 920-0669. If you should have any questions, Chip Powers can be reached at (412) 920-0800 or you may contact your current account executive.

For future reference, the mailing address for UGI Energy Services is:

UGI Energy Services, LLC
Foster Plaza 10, Suite 200
680 Andersen Drive
Pittsburgh, PA 15220

Again, thank you for allowing us to serve your natural gas needs in the past. We have enjoyed our business relationship and wish you continued success.

Sincerely,

William E. ("Chip") Glunt
Director, Retail Marketing
Equitable Energy

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January , 2014

EXHIBIT B

[name]
[company name]
[address]

Re: Agreement(s) for the Purchase and Sale of Natural Gas between [**insert customer name**] and EQT Energy, LLC, d/b/a Equitable Energy (the "Agreement")

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Director, Retail Marketing
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