

STEVENS & LEE
LAWYERS & CONSULTANTS

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Harrisburg, PA 17101
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Direct Dial: (717) 255-7365
Email: mag@stevenslee.com

May 29, 2014

VIA HAND DELIVERY

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

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MAY 29 2014

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**Re: Application of Park Power, LLC for Approval to Offer, Render, Furnish
or Supply Natural Gas Services
Docket No. A-_____**

Dear Secretary Chiavetta:

Enclosed for filing please find an original plus two copies of the Application of Park Power, LLC for Approval to Offer, Render, Furnish or Supply Natural Gas Services, along with all required affidavits and attachments. **Please note that Appendix A (Tax Certification) and Attachment 3 (Description of Financial Fitness) to this filing contain Confidential information, and have been marked as such and provided in a separate envelope.** The Applicant requests that Attachment Appendix A and Attachment 3 be filed under Seal.

Also enclosed herewith are a check in the amount of \$350.00 for payment of the filing fee and a CD-Rom containing a .pdf copy of the Application.

Philadelphia • Reading • Valley Forge • Lehigh Valley • Harrisburg • Lancaster • Scranton
• Wilkes-Barre • Princeton • Cherry Hill • New York • Wilmington

A PROFESSIONAL CORPORATION

STEVENS & LEE
LAWYERS & CONSULTANTS

VIA HAND DELIVERY
Secretary Rosemary Chiavetta
May 29, 2014
Page 2

Copies of the Application have been served in accordance with the attached Certificate of Service. Upon filing, please return a time-stamped copy of the Application to our courier. Thank you, and if you have questions, please do not hesitate to contact me.

Very truly yours,

STEVENS & LEE


Michael A. Grum

Encl.
cc: Certificate of Service

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SECRETARY'S BUREAU

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Park Power, LLC, d/b/a Park Power, for approval to offer, render, furnish, or as a(n) Supplier of Natural Gas to the public in the Commonwealth of Pennsylvania.

To the Pennsylvania Public Utility Commission:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

Park Power, LLC
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
www.parkpower.com
610-971-9000

Please identify any predecessor(s) of the Applicant and provide other names under which the Applicant has operated within the preceding five (5) years, including name, address, and telephone number.

2. a. **CONTACT PERSON:** The name, title, address, telephone number, and FAX number of the person to whom questions about this Application should be addressed are:

Michael A. Gruin, Esq.
Stevens & Lee, P.C.
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Tel: 717-255-7365
Fax: 610-908-0852
mag@stevenslee.com

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:** The name, title, address telephone number and FAX number of the person with whom contact should be made by PEMA:

Joe Colia
COO
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax
jcolia@parkpower.com

3. a. **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

Michael A. Gruin, Esq.
Stevens & Lee, P.C.
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Tel: 717-255-7365
Fax: 610-908-0852
mag@stevenslee.com

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

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

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

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

OR

X The Applicant will not be using a fictitious name.

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

The Applicant is a sole proprietor.

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

OR

The Applicant is a:

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

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

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

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

or

- The Applicant is a:
- domestic corporation (none)
 - foreign corporation (15 Pa. C.S. §4124)
 - X domestic limited liability company (15 Pa. C.S. §8913)
 - foreign limited liability company (15 Pa. C.S. §8981)
 - Other _____

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

Additionally, provide a copy of the Applicant's Articles of Incorporation.

SEE ATTACHMENT 1 (Certificate of Organization filed with PA Dept. of State)

Give name and address of officers.

Gary DeSanto, CEO
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax

Gail DeSanto, Vice-President
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax

Dean Pagano, Vice-President
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax

Joe Colia, Chief Operating Officer
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax

The Applicant is incorporated in the state of Pennsylvania

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

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

Applicant does not have any affiliates currently doing business or applying to do business in PA

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

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

Applicant is currently a licensed competitive retail electricity supplier in Pennsylvania (License #A-2012-2328664)

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

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

Since 1/24/2013 Park Power, LLC (Applicant) is a Pennsylvania licensed competitive electricity retail supplier. The Applicant is now also seeking a license to provide gas supply services within Pennsylvania.

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

Docket #: A-2012-2328664

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

or

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

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

The Applicant is presently doing business in Pennsylvania as a

- natural gas interstate pipeline.
- municipal providing service outside its municipal limits.
- local gas distribution company
- retail supplier of natural gas services in the Commonwealth
- a natural gas producer
- Other. (Identify the nature of service being rendered.)

Park Power is licensed PA Electric Generation Supplier.

or

- The Applicant is not presently doing business in Pennsylvania.

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

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

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

Park Power intends to be a natural gas supplier to retail, residential, commercial, industrial, and government customers in Pennsylvania. Park Power intends to offer both fixed-price and variable price gas supply contracts to its customers.

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

***National Fuel Gas Distribution
PECO***

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

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

12. **START DATE:** The Applicant proposes to begin delivering services on _____
(approximate date).

6/1/14, or upon approval by the Pennsylvania Public Utility Commission

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

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

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

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

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

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

| | |
|---|---|
| <p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: rcrocker@ctenterprises.org</p> | <p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 email: wolfordd@natfuel.com</p> |
| <p>UGI Central Penn David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p> | <p>Peoples Natural Gas Company LLC Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 email: Lynda.w.petrichevich@peoples-gas.com PH: 412.208.6528 FAX: 412.208.6577</p> |
| <p>Peoples TWP LLC (Formerly T. W. Phillips) Andrew Wachter 375 North Shore Drive, Suite 600 Pittsburgh, PA 15212 PH: 724.431.4935 FAX: 724.287.5021 email: Andrew.Wachter@peoplestwp.com</p> | <p>UGI David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p> |
| <p>UGI Penn Natural David Beasten 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3425 FAX: 610.796.3559</p> | <p>Equitable Gas Company Jason Dalton 225 North Shore Drive Pittsburgh, PA 15212-5352 PH: 412.395.3266 FAX: 412.395.3166</p> |
| <p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 email: carlos.thillet@exeloncorp.com PH: 215.841.6452</p> | <p>Columbia Gas of Pennsylvania Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 email: theckathorn@nisource.com</p> |
| <p>Philadelphia Gas Works Douglas Moser 800 West Montgomery Avenue Philadelphia, PA 19122 email: douglas.moser@pgworks.com PH: 215.684.6899</p> | <p>RECEIVED 2014 MAY 29 PM 12:15 PA PUC SECRETARY'S BUREAU</p> |

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

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

Park Power's President, Gary DeSanto, was a party to an active civil arbitration (Hodges vs DeSanto, JAMS arbitration ref# 1450001698). The matter involved a claim related to a real estate investment.

The matter has been resolved following arbitration. The matter involved a claim related to a real estate investment.

16. **STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION:** All services should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.
- a. **Contacts for Consumer Service and Complaints:** Provide the name, title, address, telephone number and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with Applicant, the Distribution Company, the Pennsylvania Public Utility Commission or other agencies.

Joe Colia
COO
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax
jcolia@parkpower.com

Gail DeSanto
VP
150 N. Radnor Chester Road
Suite A130
Radnor, PA 19087
610-971-9000
610-971-4895 fax
gcniviva@parkpower.com

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

SEE ATTACHMENT 2

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

SEE ATTACHMENT 2

17. **FINANCIAL FITNESS:**

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

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

B. Applicant must provide the following information:

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

See Description of Financial Fitness and accompanying documentation, attached hereto as CONFIDENTIAL Attachment 3

See NGDC letters confirming satisfaction of security requirements, attached hereto as Attachment 4

See information regarding ownership structure and resumes of chief officers included in Attachment 5, hereto

18. **TECHNICAL FITNESS:** To ensure that the present quality and availability of service provided by natural gas utilities does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- The identity of the Applicant's officers directly responsible for operations, including names and their professional resumes.
- A copy of any Federal energy license currently held by the Applicant.
- Proposed staffing and employee training commitments.
- Business plans.

See Description of Technical Fitness and Accompanying Documentation, attached hereto as Attachment 5

19. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2208(D). Transferee will be required to file the appropriate licensing application.

20. **UNIFORM STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission.

Agreed

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

a. **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on an annual basis no later than 30 days following the end of the calendar year.

Agreed

Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 22 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive natural gas market.

Agreed

22. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur in the information upon which the Commission relied in approving the original filing.

Agreed


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

Agreed

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

Payment enclosed

Applicant: Park Power, LLC _____

By:  _____

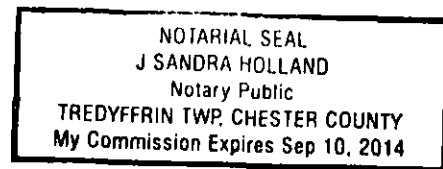
Title: CEO _____ CEO

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AFFIDAVIT

[Commonwealth/State] of Pa :

County of Chester :



ss.

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

[He/she is the CEO_ (Office of Affiant) of Park Power, LLC (Name of Applicant);]

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

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

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

That Park Power, 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 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

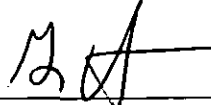
Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility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

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

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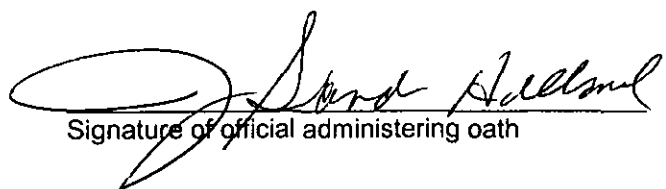
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Commission's Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections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

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



Signature of Affiant

Sworn and subscribed before me this 23 day of MAY, 2014



Signature of official administering oath

My commission expires Sept 10 2014

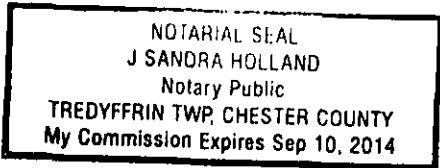
NOTARIAL SEAL
J SANDRA HOLLAND
Notary Public
TREDYFFRIN TWP, CHESTER COUNTY
My Commission Expires Sep 10, 2014

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SECRETARY'S BUREAU

AFFIDAVIT

[Commonwealth/State] of Pa :

County of Chester :



SS.

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

[He/she is the CEO (Office of Affiant) of Park Power, LLC (Name of Applicant);]

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

That Park Power, LLC, the Applicant herein certifies that it ^{will} ~~has~~ caused the notice of the filing of its license application to be in the following newspapers upon assignment of Docket No.
(date)

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

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

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

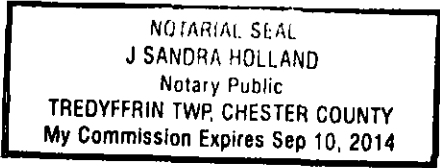
[Signature]
Signature of Affiant

Sworn and subscribed before me this 23 day of MAY, 19 2014

[Signature]
Signature of official administering oath

My commission expires Sept 10 2014

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SECRETARY'S BUREAU



AFFIDAVIT

[Commonwealth/State] of _____ :

: ss.

County of Chester :

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

[He/she is the CEO (Office of Affiant) of Park Power, LLC (Name of Applicant);]

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

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

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

That the Applicant herein Park Power, 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 Park Power, 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/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.



Signature of Affiant

Sworn and subscribed before me this _____ day of _____, 19____.

Signature of official administering oath

My commission expires _____.

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

Park Power, LLC

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

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION 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: 4130989

Melissa Zeiders of Stevens & Lee (Counter)
counter pickup

ATTACHMENT 1
PA LLC Certificate of Organization

PENNSYLVANIA DEPARTMENT OF STATE
 CORPORATION BUREAU

Entity Number

Certificate of Organization
 Domestic Limited Liability Company
 (15 Pa.C.S. § 8913)

Name

Melissa Zeiders of Stevens & Lee (counter pick up)

Address

17 N 2nd St. 16th Floor

City

Harrisburg

State

PA

Zip Code

17101

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



Fee: \$125

Commonwealth of Pennsylvania
 CERTIFICATE OF ORGANIZATION 3 Page(s)



T1224357062

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):

Park Power, LLC

2. The (a) address of the limited liability company's 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 |
|--|------|-------|----------|--------|
| 150 North Radnor-Chester Road, Suite A-130, Radnor | PA | 19087 | Delaware | |

(b) Name of Commercial Registered Office Provider
 c/o: County

3. The name and address, including street and number, if any, of each organizer is (*all organizers must sign on page 2*):

| Name | Address |
|----------------------------------|--|
| Melissa Zeiders of Stevens & Lee | 17 N. 2 nd Street, 16 th Floor, Harrisburg, PA 17101 |

SL1

2012 AUG 29 PM 2:43

PA DEPT OF STATE

DSCB:15-8913-2

4. ~~Strike out if inapplicable term~~
~~A member's interest in the company is to be evidenced by a certificate of membership interest.~~

5. ~~Strike out if inapplicable:~~
~~Management of the company is vested in a manager or managers.~~

6. The specified effective date, if any is: _____
month date year hour, if any

7. ~~Strike out if inapplicable:~~ The company is a restricted professional company organized to render the following
~~restricted professional service(s):~~

8. For additional provisions of the certificate, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have)
signed this Certificate of Organization this

29 day of August, 2012.

Melissa M. Zeiders
Melissa M. Zeiders, Organizer

ATTACHMENT 2
Sample Contract and Disclosure Statement

This is an agreement for natural gas services, between Park Power LLC and customer's name and full address.

Background

We at Park Power, LLC are licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is A-110XXX.

- We set the prices and charges that you pay. The Public Utility Commission regulates distribution or delivery prices and services. The Federal Energy Regulatory Commission regulates interstate pipeline prices and services.
- If you ask us, we can bill you directly for our service.
- Right of Recision - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure.

Definitions

- Interstate Pipeline Charges - Charges for moving natural gas to the distribution lines of a distribution company.
- Nonbasic Charges - *Define each nonbasic service being offered.*

Terms of Service

1. (a) **Basic Service Prices** - *Itemize Basic Services you are billing for and their prices.*

You will pay rate per (Mcf/Dth/ccf) for the commodity of natural gas.
Suppliers are to include any variable pricing conditions and limits, if charging a variable rate.

You will pay rate per (Mcf/Dth/ccf) for other natural gas service.
Suppliers are to include transmission service prices if billed.

- (b) **Nonbasic Service Prices** - *Itemize Nonbasic Services you are offering and their prices.*
2. **Length of Agreement**

You will buy your natural gas services for the above street address from Park Power, LLC beginning date through date of expiration, if any.

3. **Special Terms and Conditions** - *List and explain all that apply.*

Sign-up bonuses
Add-ons
Limited time offers
Other Sales Promotions
Exclusions

4. **Special Services** - *Provide explanation of price, terms and conditions, including advanced metering deployment, if applicable.*

5. **Penalties, Fees and Exceptions** - List any that apply including a late payment charge. The print size for this section must be larger than the print in the rest of the agreement.

6. **Cancellation Provisions** - This category may consist of both customer initiated cancellation provisions and supplier initiated cancellation provisions.

7. **Renewal Provision** - If this is a fixed term agreement with automatic renewal, explain the procedure here.

8. **Agreement Expiration/Change in Terms**

If you have a fixed term agreement with us and it is approaching the expiration date or if we propose to change our terms of service, we will send you written notice in each of our last three bills or in separate mailings before either the expiration date or the effective date of the changes. We will explain your options in these three advance notices.

9. **Dispute Procedures**

Contact us with any questions concerning our terms of service. You may call the PUC if you are not satisfied after discussing your terms with us.

10. **Contact Information**

Supplier Name: Park Power, LLC_____

Address: 150 N.Radnor Chester Road_____

Suite A130_____

Radnor, PA 19087_____

Phone Number: 610-971-9000_____

Internet Address: www.parkpower.com_____

Distribution Company Name: _____

Provider of Last Resort Name: _____

Address: _____

Phone Number: _____

Public Utility Commission (PUC)

Address: P.O. Box 3265 Harrisburg, PA 17105-3265_____

Natural Gas Competition Hotline Number: 1-888-xxx-xxxx_____

Universal Service Program Name: _____

Phone Number: _____

**ATTACHMENT 4
NGDC SECURITY LETTERS**



National Fuel

December 31, 2013

Park Power, LLC
Attn: Joe Colia, COO
150 N. Radnor Chester Road Suite A130
Radnor, PA 19087

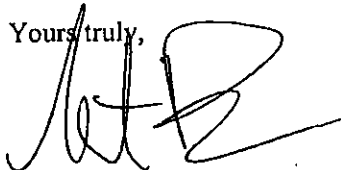
RE: Security Requirement for Park Power, LLC

Dear Joe,

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

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

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

Yours truly,


Nathan E. Barnes
Transportation Services Department



An Exelon Company

February 20th, 2013

Park Power LLC
150 N Radnor Chester Rd Ste A130
Radnor PA19087

Re: Bonding Requirements

Dear Joe Colia:

PECO is aware that Park Power LLC has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

In making such an application, Park Power LLC could be required to provide to PECO a bond or other acceptable financial security in an amount that PECO determines to be appropriate. Park Power LLC has indicated that it intends to provide only brokering and consulting services to commercial and industrial customers, will not take title to any delivered natural gas; nor will accept any customer payments or deposits. Therefore, PECO has determined at this time that Park Power LLC does not need a bond or other financial security requirement, since they are not directly engaging in business with PECO and only providing brokering or consulting services to PECO customers. However, if the services provided by Park Power LLC or the creditworthiness requirement for PECO's exposure to Park Power LLC changes in the future, PECO reserves the right to require Park Power LLC to provide a bond or other financial security instrument.

If you should have any questions regarding this matter, please contact Chris Sauerbaum at 215-841-6422 or myself at 215-841-6452.

Respectfully submitted,

A handwritten signature in cursive script that reads "Carlos P. Thillet".

Carlos P. Thillet
Manager, Gas Supply and Transportation
2301 Market St S9-1
Philadelphia, Pa 19103

ATTACHMENT 5

Technical and Managerial Competency:

Park Power currently serves approximately 15000 residential and small business electricity supply customers in Pennsylvania, and has proven that it has the technical qualifications necessary to successfully and properly do business as a licensed Natural Gas Supplier. Park Power is led by a team of experienced management professionals, and has retained the services of leading energy procurement and EDI transaction firms to support the company's operations and expected growth. A copy of Park Power's FERC Market-Based Rate Authorization is included herewith.

Park Power has retained GP Renewables & Trading to provide gas procurement support and assist Park Power in supervising and managing short and long term wholesale procurement and supply obligations. GP Renewables is an energy management and consulting company that assists Electricity and Gas Suppliers with load forecasting, scheduling, gas nominations and portfolio management throughout the Northeast. Resumes of GP Renewables consultants Gabriel Phillips, Johnathan Spivak, and Alex Baldassano are included herewith.

The use of specialized energy consultants is commonplace among Electricity and Gas Suppliers, and GP Renewables provides its energy consulting services to a variety of customers and licensed Electricity and Gas Suppliers. GP Renewables is strictly a consultant to Park Power and does not purchase or take title to any energy. GP Renewables will provide guidance and support to Park Power, but all procurement decisions and executions will be made solely by Park Power.

Park Power is retaining the services of GP Renewables because Park Power is taking a very conservative approach to portfolio management. In contrast to some suppliers who take a riskier approach of acquiring 100% of their energy on the utility and pipeline same day market, Park Power will hedge its fixed price portfolio between 75% and 90% at all times throughout the length of all fixed priced contracts. Unlike other suppliers, Park Power will not engage in any speculative activities and will not purposely carry their gas-use positions into the same-day markets. Park Power has chosen this more conservative and prudent strategy in order to work with top-tier energy trading partners.

GP Renewables' services and proprietary models will enable Park to keep its prices stable. These models utilize regional, utility, and pipeline supply and demand forecasts, historical portfolio level consumption data, and historical weather and weather forecasts as inputs. GP Renewables and Trading will consult with Park Power on the following matters on an as needed basis:

- Usage Forecasting on a long and short term basis
- Day-ahead Bidding and Nominations
- Energy Trading
- Financial /Physical Hedging Execution
- Trading Control Services
- Compliance Reporting
- ISDA Negotiation
- Collateral Management
- Settlement Tracking

Park Power's primary back-office support consultant is EC Infosystems, which is one of the largest Billing, EDI Transaction Management and Load Forecasting service provider in the Mid-Atlantic. GP Renewables will interface directly with EC Infosystems to monitor load on a real-time basis in order to provide Park with recommendations for portfolio management. EC Infosystems is a leading EDI firm, and currently processes several million transactions for its 150 clients. EC Infosystems currently interfaces with over 70 utility companies on behalf of its clients. The firm's clients range from medium to large energy marketers to utilities across 19 state. EC Infosystems is currently the largest EDI Transaction Management provider in New York serving more than 51 energy marketers and growing. EC Infosystems provides robust transaction processing services throughout the United States with an emphasis on the Northeast markets.

Park Power has contracted with leading vendors Softway Solutions for online customer sign up and Trusted TPV for

third party phone verification of customers.

Park Power will be marketing its services primarily to residential and small commercial customers, although it expects to serve all customer classes including large commercial and industrial. As Park Power grows, it is likely to enter the marketplace with fixed price, variable, and term products. As demonstrated by its approximately 15,000 residential and small business electricity customers currently being served in Pennsylvania, Park Power has experience in contracting with and serving these customers.

Park Power will not engage in any speculative activities nor will it purposely carry load positions into the real time markets. For both long and short term load forecasting, Park Power will use a third party developed, proprietary statistical model that utilizes regional and utility consumption forecasts, historical portfolio level usage, historical weather and weather forecasts as inputs. Utilizing these short and long term usage forecasts, Park Power has the capability to stress test its portfolio of short positions to ascertain both its peak market exposure and its peak collateral requirements.

Park Power's COO Mr. Colia is responsible for overseeing the company's day to day operations, including employment issues, legal and regulatory compliance issues, financial controls, and reparation/distribution of legal and financial documents to Associates, Customers, the State and Regulatory Commissions. Mr. Colia is responsible for responding to customer inquiries and complaints, and ensuring compliance with the Commission's rules with the assistance of legal counsel, if necessary.

Key Technical and Managerial Personnel

Park Power LLC is a wholly owned Pennsylvania Limited Liability Company. The ownership structure is as follows:

Gary DeSanto- 37.5%
Gail Desanto- 37.5%
Dean Pagano- 20.0%
Joseph Colia- 5.0%

Gary DeSanto serves as CEO of Park Power. Mr. DeSanto has extensive managerial experience, and is also currently the Chief Executive Officer of DeSanto Realty Group, a nationally recognized real estate investment company. As CEO of DeSanto Realty Group since 2000, Mr. DeSanto has overseen the acquisition and/or management of properties in six states with 925,000-square feet of office/flex space and nearly 2,000 residential units. Mr. DeSanto has led the company through real estate acquisitions and transactions totaling over \$300 million on behalf of 270 investors. Mr. DeSanto manages the cash flow of the DeSanto Realty Group's portfolio properties, oversees the operations of the various properties, and is responsible for quarterly and annual reporting to investors on the performance of the portfolio. Mr. DeSanto has also served as a marketing agent and consultant for an electricity supplier, and successfully built a sales force that generated a combined book of business with 20 million kWh per month in electricity supply. He regularly advises commercial property owners on electricity supply issues and opportunities. Relying on this experience, Mr. DeSanto is managing Park Power's sales and marketing operations.

Joseph Colia is Chief Operating Officer for Park Power. Mr. Colia is also responsible for ensuring Park Power's legal and regulatory compliance. Prior to joining Park Power, Mr. Colia was employed by Boeing and Thomas & Betts, where he was responsible for running operations and staff of up to 125 people with annual budgets of more than \$25 million. Mr. Colia has been COO of DeSanto Realty Group since 2007 overseeing, management and financial reporting for the Real Estate portfolio as well as managing the day to day operation of the parent company. Mr. Colia holds a B.S. Degree in Industrial Engineering and Operations Research from The Pennsylvania State University and also has a M.S. in Industrial Management from Widener University. In his role as COO of Park Power, Mr. Colia is responsible for overseeing the company's day to day operations, including employment issues, legal and regulatory compliance issues, financial controls, and reparation/distribution of legal and financial documents to Associates, Customers, the State and Regulatory Commissions.

Gail DeSanto is Park Power's Vice-President of Customer and Associate Relations. Ms. DeSanto is a licensed realtor and experienced commercial property asset manager. During her role as a commercial asset manager, Ms. DeSanto was also a consultant for an electricity energy supplier and accumulated extensive experience on energy supply products, rates, terms and conditions, and will apply this experience to ensure high quality service to Park Power's residential and commercial customers. Park Power has also set up an advisory board consisting of;

Michael A. Gruin, Esquire Stevens & Lee (specializing in Federal and state utility regulation.
Gabriel Phillips, GP Renewables & Trading, LLC (energy consultant)
Kevin Drobnes, CPA Siegel & Drossner
Tom Kolongowski, Marketing Executive The McIntyre Group (risk management)
Stephen Tallon, Park Power, LLC Independent Associate (MLM Leader)
Christine McTague, Park Power, LLC Independent Associate (MLM Leader)

FEDERAL ENERGY REGULATORY COMMISSION
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:
Park Power LLC
Docket No. ER12-2662-000

October 25, 2012

Mr. Gary DeSanto
Chief Executive Officer
Park Power LLC
150 N. Radnor Chester Road
Suite A130
Radnor, Pennsylvania 19087

Reference: Market-Based Rate Authorization

Dear Mr. DeSanto:

On September 20, 2012, as amended October 1, 2012, you filed on behalf of Park Power LLC (Park Power) an application for market-based rate authority with an accompanying tariff. The proposed market-based rate tariff provides for the sale of energy, capacity, and ancillary services at market-based rates.¹ Park Power requests waivers commonly granted to similar market-based rate applicants.

Your filings were noticed on September 21, 2012, and October 2, 2012 with comments, protests or interventions due on or before October 11, 2012, and October 22, 2012, respectively. None was filed.

Pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307, your submittals filed in the referenced docket are accepted for filing, effective October 25, 2012 as requested. Based on your

¹ Park Power requests authorization to sell ancillary services in the markets administered by PJM Interconnection, L.L.C. (PJM), New York Independent System Operator, Inc. (NYISO), ISO New England Inc. (ISO-NE), California Independent System Operator Corp. (CAISO), and Midwest Independent Transmission System Operator, Inc. (MISO). Park Power also requests authorization to engage in the sale of certain ancillary services as a third-party provider in other markets.

representations, Park Power meets the criteria for a Category 1 seller in all regions and is so designated.²

You state that Park Power is located in Radnor, Pennsylvania, and intends to act as a power marketer. You represent that Park Power is wholly owned by three individuals. You further state that Park Power and its affiliates do not own or control any generation or transmission facilities. Further, you affirmatively state that Park Power has not erected barriers to entry and will not erect barriers to entry into the relevant market.

You state that Park Power meets all of the Category 1 criteria because it and its affiliates do not own, operate, or control any generation or transmission facilities; it is not affiliated with any franchised public utility; and it does not raise any other vertical market concerns.

Market-Based Rate Authorization

The Commission allows power sales at market-based rates if the seller and its affiliates do not have, or have adequately mitigated, horizontal and vertical market power.³

Based on your representations, Park Power's submittal⁴ satisfies the Commission's requirements for market-based rate authority regarding horizontal and vertical market power.

² *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252, at P 848-50, *clarified*, 121 FERC ¶ 61,260 (2007), *order on reh'g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268, *clarified*, 124 FERC ¶ 61,055, *order on reh'g*, Order No. 697-B, FERC Stats. & Regs. ¶ 31,285 (2008), *order on reh'g*, Order No. 697-C, FERC Stats. & Regs. ¶ 31,291 (2009), *order on reh'g*, Order No. 697-D, FERC Stats. & Regs. ¶ 31,305 (2010), *aff'd sub nom. Montana Consumer Counsel v. FERC*, 659 F.3d 910 (9th Cir. 2011), *cert. denied sub nom. Public Citizen, Inc. v. FERC*, 2012 U.S. LEXIS 4820 (U.S. June 25, 2012).

³ Order No. 697, FERC Stats. & Regs. ¶ 31,252 at P 62, 399, 408, 440.

⁴ The next time you make a market-based rate filing with the Commission, you must include a revised tariff in compliance with Appendix C – Limitations and Exemptions Regarding Market-Based Rate Authority to include appropriate citations. *Niagara Mohawk Power Corporation*, 121 FERC ¶ 61,275 (2007) at P 8. *See also*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268 at P 384.

Park Power requests blanket authorization under Part 34 of the Commission's regulations for all future issuances of securities and assumptions of liability. A separate notice was published in the Federal Register establishing a period during which protests could be filed. None was filed. Park Power is authorized to issue securities and assume obligations or liabilities as guarantor, indorser, surety, or otherwise in respect of any security of another person; provided that such issue or assumption is for some lawful object within the corporate purposes of Park Power, compatible with the public interest, and reasonably necessary or appropriate for such purposes.⁵

Park Power must file electronically with the Commission Electric Quarterly Reports.⁶ Park Power further must timely report to the Commission any change in status that would reflect a departure from the characteristics the Commission relied upon in granting market-based rate authority in accordance with Order No. 697.⁷

This action does not constitute approval of any service, rate, charge, classification, or any rule, regulation, or practice affecting such rate or service provided for in the filed documents; nor shall such action be deemed as recognition of any claimed contractual right or obligation affecting or relating to such service or rate; and such acceptance is without prejudice to any findings or orders which have been or may hereafter be made by the Commission in any proceeding now pending or hereafter instituted by or against any of the applicants.

⁵ *Citizens Power*, 48 FERC ¶ 61,210; *Enron*, 65 FERC ¶ 61,305.

⁶ *Revised Public Utility Filing Requirements*, Order No. 2001, FERC Stats. & Regs. ¶ 31,127, *reh'g denied*, Order No. 2001-A, 100 FERC ¶ 61,074, *reh'g denied*, Order No. 2001-B, 100 FERC ¶ 61,342, *order directing filing*, Order No. 2001-C, 101 FERC ¶ 61,314 (2002), *order directing filing*, Order No. 2001-D, 102 FERC ¶ 61,334 (2003). Attachments B and C of Order No. 2001 describe the required data sets for contractual and transaction information. Public utilities must submit Electric Quarterly Reports to the Commission using the EQR Submission System Software, which may be downloaded from the Commission's website at <http://www.ferc.gov/docs-filing/eqr.asp>.

⁷ *Reporting Requirement for Changes in Status for Public Utilities with Market-Based Rate Authority*, Order No. 652, FERC Stats. & Regs. ¶ 31,175, *order on reh'g*, 111 FERC ¶ 61,413 (2005); 18 C.F.R. § 35.42 (2012).

Docket No. ER12-2662-000

- 4 -

This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order, pursuant to 18 C.F.R § 385.713.

Questions regarding the above order should be directed to:

Federal Energy Regulatory Commission
Attn: Debra Irwin
Phone: (202) 502-6253
Office of Energy Market Regulation
888 First Street, N.E.
Washington, D.C. 20426

Sincerely,

Steve P. Rodgers, Director
Division of Electric Power
Regulation - West

Gabriel Phillips

Professional History:

GP Renewables & Trading; Founder & CEO- June 2010 - Present; New York, NY

- Managed the daily forecasting, bidding, and scheduling for over 4 ARES with over 500 MW load portfolios in the NYISO, ISO-NE, PJM.
- Created financial hedging strategies for ARES customers
- Executed financial hedging strategies with a variety of counterparties
- Managed daily collateral and P&L for ARES customer with counterparties and ISOs
- Procured RBCs to satisfy ARES customer RPS needs

Sempra Energy Trading; Term Power Trader/Assistant Trader- September 2007 - May 2010; Stamford, CT

- Traded a portfolio of short and long term financial and physical power and natural gas positions spanning four ISO territories, the NYISO, ISO-NE, PJM and the Ontario IMO.
- Priced deals to service customer flow business with an average duration of less than 2 years.
- Managed basis risk to 75 different locations using over the counter basis markets and Financial Transmission rights (FTR) markets to hedge exposure.
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Managed financial tolling deals for two NY power plants totaling 600mws modeled as options driven by various fuel prices and internal option models.
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Gained proficiency in managing and mitigating the financial impact of doing physical and financial direct customer and cleared speculative business in various regions by initiating transactions to reduce ancillary services costs generated by carrying large physical positions and to reduce Original Margin requirements with various exchanges including NYMEX and ICE.
- Built various stack and transmission models for Day Ahead and Term trading; including calibrating the model DAYZER to run in conjunction with internal systems for PJM, and two excel based stack models for NYISO and ISO-NE respectively.

Sempra Energy Trading; Real Time Power Trader- September 2006 - September 2007; Stamford, CT

- Traded day-ahead and hour-ahead financial and physical power in the WECC region, including California Independent System Operator (CAISO) and the Alberta Electric System Operator (AESO).
- Built and capitalized on customer relationships in taking advantage of arbitrage and spread opportunities.
- Took day-ahead transmission positions to be utilized in real time.
- Gained proficiency in creating NERC required tags to represent the flow of energy in Real Time.
- Studied the fundamentals of the power industry as they relate Hour Ahead and Day Ahead trading; including the affect of the generation stack, transmission constraints, congestion, load forecasts and weather on prices at the various trading hubs in the WECC.

Sempra Energy Trading; Day-Ahead Power Scheduler- July 2006-September 2006; Stamford, CT

- Coordinated the flow of long term and day-ahead physical power transactions for the West Coast Power Desk in the WECC region.
- Communicated with a large number of customers daily to search for Bookout opportunities in order to reduce overhead in each of the profit centers on the desk.
- Provided the desk with market intelligence gathered during communication with customers and scheduling/tagging process.
- Learned to make NREC required tags to represent the flow of energy from generator to sink anywhere in the WECC region.

Sempra Energy Trading; Collateral Analyst- December 2005- July 2006; Stamford, CT

- Processed and executed all collateral requests made by and on Sempra Energy Trading Corp, Sempra Energy Europe Ltd and Sempra Oil Trading Sarl, covering all counter parties worldwide.
- Assisted in managing basic liquidity needs by coordinating with ECO and Treasury department in the deployment of cash collateral and letters of credit.
- Reconciled the value of all types of transactions in all of SET's portfolios against the counter parties for the purpose of increasing the coverage of our credit exposure during a margin call dispute resolution. This process must be accomplished in a timely fashion without divulging sensitive information.
- Consistently work towards improved process efficiency and accuracy by increasing automation and enhancing the features of the Java application used as the Margin System.

Sempra Energy Trading; Business Analyst- September 2005-December 2005; Stamford, CT

- Supported the trading floor by interpreting the intricacies of how SET's internal trading and reporting system (Affinity) calculates the value of various deals and stores/displays information for the entire trading staff in Stamford, CT alongside only two other Business Analysts.
- Translated elements of the trading business from settlements and trade entry to P&L calculation to aid the development staff in creating more efficient and accurate systems.
- Coordinated and ensured the accuracy of pricing feeds and reporting updated our systems' information feeds from the nation's ISO's as well as maintained connectivity with data providers such as Reuters and LIM.

JONATHAN SPIVAK

50 Prince st., Apt. 6L New York, NY 10012 • Mobile: (203) 858-0696 • Email: jonspiv@gmail.com

EXPERIENCE

GP Renewables & Trading, LLC, New York, NY

April 2011 – Present

Director

- Provide daily load forecasts for several energy suppliers spanning four states, and three ISOs with a combined client book of over 200,000 customers.
- Schedule power in the day-ahead markets. Forecasted and maintained physical power hedges in the forward market.
- Create daily, weekly, and monthly settlements reports in order to analyze costs to maximize book profitability.

RBS Sempra Commodities, New York, NY

August

2008 – April 2011

Financial Risk Analyst

November 2009 – April 2011

- Scheduled power in the day-ahead market in the New England and PJM ISOs.
- Maintained firm-wide official profit and loss, generating integral and time-sensitive company reports pivotal to all of risk management
- Prepare and maintain excel based reports using various data sources such as pricing, P&L, positions, VaR, stress etc. under rapidly changing requirements
- Verified and corrected in-house trades within various trading platforms, implemented process to verify and track explanations on trades generating substantial revenue, submitted external price reporting of physical basis and fixed natural gas trading activities on regular schedules
- Provide daily profit and loss explanations for physical and financial natural gas revenue

Margin/Credit Analyst

August

2008 – November 2009

- Responsible for all margin activities including daily calls to over fifty counterparties, confirm settlements, and manage letter of credit activities.
- Primary contact for dispute resolution including exposure, interest rate and contract discrepancies
 - Identify forward pricing issues via excel pivot table analyses
- Generate ideas to improve the efficiency and accuracy of the Credit Management System
- Communicate daily cash flow and letter of credit movements through intraday reports.

Bloomberg LP, New York, NY

January 2007

– August 2008

Analyst/Brokerage Sales Representative

- Completed the Financial Sales Training program at Bloomberg LP:
 - Role as an analyst consisted of providing clients with Bloomberg solutions to help them conduct research as well as utilize the Bloomberg terminal to perform analyses across all market sectors
- Bloomberg Product Specialist:
 - API/Excel - Offered clients several solutions for their analytics using the Bloomberg API product to extract data into Excel
 - Commodity/FX - Presented Bloomberg Commodities solutions as well as gained valuable client exposure through client trainings and seminars
- Managed and trained new hires to the Analytics Department as well as spearheaded vital changes to improve the efficiency of the training program

Robb Report, New York, NY

August 2005 –

October 2006

Sales Coordinator

- First point contact for all clients in areas of jewelry, luxury automotive, financial, private aviation, and consumer electronics
- Created Pre-Call Analyses for the president, vice-president, and the advertising sales directors; researched client advertising history, editorial credits, contact information, and prepared demographic analysis models in Excel
- Handled all administrative tasks for supervisors including expenses and preparation for all meeting and events

EDUCATION

Bucknell University, Lewisburg, PA
Degree: Bachelor of Arts, Major: Economics Minor: Political Science
Dean's List: Fall 2004 – Spring 2005

Fall 2001 – Spring 2005

ALEXANDRE BALDASSANO

247 Parkview Avenue, Apt 5S, Bronxville, NY 10708
203.391.4990
aabaldassano@gmail.com

EXPERIENCE

GP Renewables & Trading - Stamford, CT

11/10 - Present

Director, Renewables & environmental Services

- Analyze federal and regional renewable energy and environmental policy
- Create and market compliance and voluntary environmental credit products
- Expand renewable generation project pipeline
- Analyze state Renewable Portfolio Standard market fundamentals
- Develop spot and futures environmental credit trading strategies for managed accounts and proprietary portfolios
- Use proprietary forecasting models to purchase day-ahead hourly wholesale power from PJM and ISO New England

Natsource Asset Management LLC - New York, NY

04/08 - 10/10

Contract Manager

10/09

- 10/10

- Manage all worldwide institutional relationships for \$500mm carbon commodity fund
- Compose monthly and quarterly investor reports for all hedge funds, managed accounts, and commodity funds
- Supervise ongoing contractual commitments between institutional investors, investment manager, and underlying investment

Operations, Sales, and Risk Associate

04/08-10/09

- Determined end of month beta exposures and asset allocation breakdowns for all portfolios
- Acted as a liaison between existing and potential investors, and the Director of Marketing and Sales
- Researched and grew marketing distribution channels for the Director of Marketing and Sales
- Analyzed and communicated daily carbon and FX beta exposure for largest fund directly to Senior Management
- Identified and rectified daily trade and cash reconciliations while acting as liaison between the trading desk and prime brokerage

Philip Morris USA - Brooklyn, NY & Stowe, VT

05/04 - 04/08

Territory Sales Manager

- Managed over 200 accounts to share growth that exceeded all local and regional objectives
- Analyzed quarterly sales and marketing reports to find new revenue streams and increase marketing pipeline
- Expanded existing customer sales by emphasizing increased profit margins and marketing analytics
- Prospected new accounts

Credit Suisse First Boston, New York, NY

05/01 - 08/01

Private Client Sales Summer Analyst

- Identified industry and company trends and communicated them to retail clients
- Performed cash flow analysis for portfolios of various clients
- Found accounting errors leading to cash leakages in different accounts

EDUCATION

Fordham University Graduate School of Business – New York, NY
M.B.A – Finance and Marketing Concentration (Expected 2012)

Haverford College – Haverford, PA
B.A. – Economics, May 2003

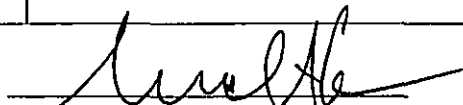
Temple University – Rome, Italy
General Coursework, 8/01-12/01

CERTIFICATE OF SERVICE

I hereby certify that on this 29th day of May, 2014 copies of the foregoing letter have been served upon the persons listed below via First Class U.S. Mail in accordance with the requirements of 52 Pa. Code Sections 1.54 and 1.55.

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| Office of 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 |
| National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 | PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 |

DATE: May 29, 2014


Michael A. Gruin, Esq.

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