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PA PUC  
SECRETARY'S BUREAU

Direct Dial: (717) 255-7365  
Email: mag@stevenslee.com

June 19, 2014

**VIA HAND DELIVERY**

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

**Re: Application of Residents Energy, LLC for Approval to Offer, Render, Furnish  
or Supply Electric Generation Services**

**Docket No. A-\_\_\_\_\_**

Dear Secretary Chiavetta:

Enclosed for filing please find an original plus one copy of the Application of Residents Energy, LLC for Approval to Offer, Render, Furnish or Supply Electric Generation Services, along with all required affidavits and attachments. **Please note that the Tax Certification for this filing contains Confidential information, and has been marked as such and provided in a separate envelope to be filed under Seal.**

Also enclosed herewith are:

- A check in the amount of \$350.00 for payment of the filing fee.
- An original plus two copies of a bond in the amount of \$250,000, and
- A CD-Rom containing a .pdf copy of the Application.

Copies of the Application have been served in accordance with the attached Certificate of Service. If you have questions, please do not hesitate to contact me.

Very truly yours,

STEVENS & LEE

  
Michael A. Grun

Encl.

cc: Certificate of Service

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SL1 1308507v1 107998.00001

# BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **Residents Energy, LLC** for approval to offer, render, furnish, or supply electricity or electric generation services as a Supplier of Electricity to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

## 1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (*including any fictitious name or d/b/a*), primary address, web address, and telephone number of Applicant:

**RESIDENTS ENERGY, LLC**  
550 Broad Street, Newark, NJ 07102  
Telephone Number: (973) 438-3500  
Fax: (973) 438-1878  
[www.residentsenergy.com](http://www.residentsenergy.com)

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

**Corporation Service Company**  
2595 Interstate Drive, Suite 103  
Harrisburg, PA 17110  
717-526-4330

- c. **REGULATORY CONTACT:** Provide the name, title, address, telephone number, fax number, and e-mail address of the person to whom questions about this Application should be addressed.

**Avi Keilson**  
Director of Regulatory Affairs  
550 Broad Street, 17th Floor  
Newark, NJ 07102  
973.438.3920  
[akeilson@idtenergy.com](mailto:akeilson@idtenergy.com)

- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

**Michael A. Gruin**  
Stevens & Lee  
17 N. 2<sup>nd</sup> St., 16<sup>th</sup> Fl.  
Harrisburg, PA 17101  
717-255-7365  
[mag@stevenslee.com](mailto:mag@stevenslee.com)

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SECRETARY'S BUREAU

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

**Wayne Stoughton**  
Vice President Customer Service, Regulatory Affairs  
Address: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702  
973-438-7271  
716-664-2476 fax  
wstoughton@idtenergy.com

**Megan Bell**  
Complaint Response Manager  
Address: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702  
973-438-7288  
Fax: 716-664-2476  
[mbell@idtenergy.com](mailto:mbell@idtenergy.com)

## 2. BUSINESS ENTITY FILINGS AND REGISTRATION

a. **FICTITIOUS NAME:** *(Select appropriate statement and provide supporting documentation as listed.)*

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

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

**or**

The Applicant will not be using a fictitious name.

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

*(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)*

The Applicant is a sole proprietor.

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

**or**

The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.
- \* If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

**or**

The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- foreign corporation (15 Pa. C.S. §4124)
- domestic limited liability company (15 Pa. C.S. §8913)
- foreign limited liability company (15 Pa. C.S. §8981)
- Other (Describe):

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

**See copy of the Applicant's NY LLC registration attached hereto as Exhibit 1.  
See copy of Applicant's PA registration as a foreign LLC attached hereto as Exhibit 2.**

**The names and addresses of the Applicant's officers are:**

**CEO/President:** Geoffrey Rochwarger , 550 Broad Street, Newark, NJ 07102

**COO:** Alan Schwab, 550 Broad Street, Newark, NJ 07102

**CFO:** Terrence Stronz, 20 West 3<sup>rd</sup> Street, Suite 10, PO Box 400, Jamestown, NY 14702

**Secretary:** Joyce Mason, 550 Broad Street, Newark, NJ 07102

### **3. AFFILIATES AND PREDECESSORS**

*(both in state and out of state)*

- a. AFFILIATES:** Give name and address of any affiliate(s) currently doing business and state whether the affiliate(s) are jurisdictional public utilities. If the Applicant does not have any affiliates doing business, explicitly state so. Also, state whether the applicant has any affiliates that are currently applying to do business in Pennsylvania.

**The Applicant is wholly owned by IDT Energy, Inc. ("IDTE"), which is licensed as an Electric Generation Supplier ("EGS") and Natural Gas Supplier ("NGS") in Pennsylvania (EGS license number A-2009-2134623 and NGS license number A-2009-2119279). Prior to March of 2013, the Applicant was named New Energy Services, LLC. IDTE acquired New Energy Services, LLC in August 2012, and the name of the entity was changed to Residents Energy, LLC in March of 2013.**

Another wholly owned subsidiary of IDTE, Evergreen Gas & Electric, LLC, is currently licensed by the New York Public Service Commission as a supplier of electricity and natural gas.

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

Prior to March of 2013, the Applicant was named New Energy Services, LLC, with an address of 165 Remsen Street, Suite 2, Brooklyn, NY 11201. Applicant did not conduct business in Pennsylvania under the name New Energy Services, LLC.

#### 4. OPERATIONS

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

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

**or**

- The Applicant is not presently doing business in Pennsylvania.

- b. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a *(may check multiple)*:

- Generator of electricity
- Supplier of electricity
- Aggregator engaged in the business of supplying electricity
- Broker/Marketer engaged in the business of supplying electricity services
- Electric Cooperative and supplier of electric power
- Other (Describe):

##### Definitions

- Supplier – an entity that sells electricity to end-use customers utilizing the jurisdictional transmission and distribution facilities of an EDC.
- Aggregator - an entity that purchases electric energy and takes title to electric energy as an intermediary for sale to retail customers.
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

c. **PROPOSED SERVICES:** Describe in detail the electric services or the electric generation services which the Applicant proposes to offer.

**Applicant proposes to offer electricity supply services to residential, commercial and industrial customers in all of the EDC territories in the Commonwealth. Whereas IDT Energy primarily offers a pure variable rate product to customers on a month-to-month basis, Residents initially intends to focus on offering residential and small commercial customers fixed rate contracts.**

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

**Applicant proposes to provide service in all EDC service territories in Pennsylvania:**

- **PECO**
- **Metropolitan Edison Company**
- **Allegheny Power**
- **Duquesne Light Company**
- **Penn Power**
- **Penelec**
- **UGI**
- **PPL Electric Utilities**
- **Citizens' Electric Company**
- **Wellsboro Electric Company**
- **Pike County Light & Power Company**

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

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

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

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

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

- Yes
- No

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

- Yes

No

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

**The Applicant will retain established and well-regarded Third-Party Verification vendors to conduct verifications of all of its door-to-door sales. All third-party verifications will be completed using either a live operator or a prerecorded script. In either case the customer will be asked a series of questions to determine if the customer is authorized to make the switch and to determine if the customer understands the choice he/she is making to switch to an EGS. All conversations will be recorded and held for a period of two years or until the customer chooses another EGS, whichever is greater.**

- h. **START DATE:** Provide the approximate date the Applicant proposes to begin services within the Commonwealth.

**Upon Approval by the Commission.**

## 5. COMPLIANCE

- a. **CRIMINAL/CIVIL PROCEEDINGS:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

**Neither the Applicant or its affiliates have been the defendant of a criminal or civil proceeding within the last five years.**

- b. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any such proceedings listed above.

**N/A**

- c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints filed with or by a customer, regulatory agency, or prosecutory agency against the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, for the prior five (5) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General. If the Applicant has no actions or complaints to list, explicitly state such.

**See Exhibit 6 hereto for a listing of formal customer complaints filed against IDT Energy, Inc. in the past five years, including a summary of the status and/or resolution of each.**

**Pennsylvania PUC Bureau of Investigation and Enforcement v. IDT Energy, Inc., PA PUC Docket No. M-2013-2314312**

- d. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any actions listed above.

**Kathleen Harris v. IDT Energy, Inc., PA PUC Docket No. C-2013-2347594**

Formal complaint filed at the PA PUC against IDT Energy, Inc. by a customer who claimed that her electric bills were too high. IDT filed an answer to the complaint explaining that the large past-due balance appearing on the customer's account was actually accrued by the customer when she was with the utility, prior to her enrollment with IDT and thus had nothing to do with IDT's supply service. The case was settled between the parties and a Certificate of Satisfaction was filed on June 10, 2013.

**Warren Bray v. IDT Energy, Inc., PA PUC Docket No. F-2013-2373176**

Formal complaint filed at the PA PUC against IDT Energy, Inc by customer regarding alleged incorrect charges for electric service. The case was settled and a certificate of satisfaction was filed on July 23, 2013.

The remainder of the customer formal complaints listed on Exhibit 6 are related to pricing issues caused by the Polar Vortex of 2014. As reflected on Exhibit 6, IDT Energy has satisfied nearly all of the formal complaints, with the exception of three complaints that are currently in mediation

**Pennsylvania PUC Bureau of Investigation and Enforcement v. IDT Energy, Inc., PA PUC Docket No. M-2013-2314312**

This matter involved an informal investigation by the PAPUC's Bureau of Investigation and Enforcement (I&E) into informal customer complaints to the PAPUC's Bureau of Consumer Services regarding marketing contacts initiated by IDT's independent, third-party sales agents.

IDT fully cooperated with I&E throughout the course of the investigation, and the parties reached a settlement of the investigation without any findings of a violation by IDT. The Settlement was approved by the Commission by Order entered on October 17, 2013. The Settlement required IDT to pay a civil penalty of \$39,000 and to comply with additional reporting requirements and compliance actions as detailed in the Agreement.

## **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

- b.) **EDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Electric Distribution Companies



the Applicant proposed to provide service in. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14. Contact information for each EDC is as follows.

**Allegheny Power:**

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

**PECO:**

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

**Duquesne Light:**

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

**PPL:**

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

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

Legal Department  
First Energy  
2800 Pottsville Pike  
Reading PA, 19612

**UGI:**

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

**Citizens' Electric Company:**

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

**Pike County Light & Power Company:**

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

**Wellsboro Electric Company:**

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

## 7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...
- Furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
  - Furnishing the **original** (along with copies) of another initial security for Commission approval, to ensure financial responsibility.
  - Filing for a modification to the \$250,000 requirement and furnishing the **original** (along with copies) of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information

must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.

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

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

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

**Applicant is wholly owned by IDT Energy, Inc. ("IDT"). IDT is a wholly-owned subsidiary of Genie Energy International Corporation ("GEIC"), a Delaware corporation headquartered at 550 Broad Street, Newark, NJ 07102. GEIC is owned almost entirely (99.3%) by Genie Energy Ltd. ("Genie Energy"), another Delaware corporation, also headquartered at 550 Broad Street, Newark, NJ 07102. Genie Energy is publicly traded on the New York Stock Exchange under the symbol GNE.**

**As a wholly owned, and thus far inactive, subsidiary of IDT, and in turn, Genie Energy, the Applicant does not maintain separate financial statements. Information regarding Genie Energy's financial fitness is available in its most recent Form 10-K filed with the SEC, a copy of which is available at <http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001528356&owner=exclude&count=40&hidefilings=0>**

**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.

**Terrence Stronz  
20 West Third St, Suite 10  
Jamestown, NY 14702-0400  
973-438-7263  
tstronz@idtenergy.com**

d. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix F to this application.

*All sections of the Tax Certification Statement must be completed. Absence (submitting N/A) of any of the TAX identifications numbers (items 7A through 7C) shall be accompanied by supporting documentation or an explanation validating the absence of such information.*

*Items 7A and 7C on the Tax Certification Statement are designated by the Pennsylvania Department of Revenue. Item 7B on the Tax Certification Statement is designated by the Internal Revenue Service.*

## 8. TECHNICAL FITNESS:

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

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

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

**Applicant has been licensed as a supplier of electricity and natural gas in New York since 2010. See copy of New York license attached hereto as Exhibit 3.**

**As an affiliate of IDT Energy, Inc., Applicant will utilize many of the same employees and third party vendors as IDT Energy. IDT Energy has been licensed as an EGS in Pennsylvania since 2010, and is also licensed as a competitive gas and/or electricity supplier in New Jersey, New York, the District of Columbia, Maryland, and Illinois. Whereas IDT Energy primarily offers a pure variable rate product to customers on a month-to-month basis, Residents initially intends to focus on offering residential and small commercial customers fixed rate contracts. For a further description of the Applicant's Technical Fitness, please see Exhibit 4.**

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

**Geoffrey Rochwarger, Chairman & CEO**

**Geoffrey Rochwarger is the Chairman and Chief Executive Officer of the Applicant and of IDT Energy, a wholly-owned subsidiary of Genie Energy. In addition, he serves as Vice Chairman of Genie Energy. Geoff earned his BA in Economics and Psychology at Yeshiva University in New York.**

**Terrence P. Stronz, Chief Financial Officer**

**Terry Stronz is an experienced finance and accounting executive with over 25 years of professional accounting experience. Terry is responsible for the Company's financial reporting, budgeting and forecasting, analytical review and financial relationships with suppliers and lenders. In addition, he has broad executive**

**responsibility for product offerings, retail market assessment, gross margin and risk management, as well as wholesale market procurement.**

**Terry has been SVP of Finance and Operations of IDT Energy since 2005. In this position, Terry has helped to guide the Company through a period of rapid growth and expansion, from revenues of approximately \$12 million in 2005 to over \$200 million today.**

**Previously, Terry served as Chief Financial Officer for North American Energy, Inc., a New York based energy retailer acquired by IDT Energy. Terry's career includes twenty years with Buffamante Whipple Buttafaro, P.C., (BWB), one of the leading public accounting firms in New York State.**

**Terry is a Certified Public Accountant and earned a BA in Business Administration with a concentration in Accounting from Saint Bonaventure University.**

**Alan Schwab, Chief Operating Officer**

**As COO, Alan is responsible for the day-to-day operations of the business including sales, operations, compliance, customer service and technology.**

**Alan is also the COO of IDT Energy. Under his leadership, IDT Energy has expanded its customer base particularly in the New Jersey and Pennsylvania markets.**

**Alan holds an MBA from Barry University.**

**Wayne Stoughton, VP – Customer Service & Regulatory Affairs**

**In addition to serving as VP of Customer Service & Regulatory Affairs for the Applicant, Wayne is currently responsible for all of IDT Energy's sales-related activities, including seeking and employing subcontractors, and developing sales scripting, quality control procedures and comprehensive reporting methods. He is also heavily involved with regulatory issues related to customer acquisition, billing and data exchange. Wayne has served on numerous development committees of the EDI (electronic data interchange) protocol in New York State. He is a member of the National Energy Marketers Association and sits on the Northeast Region Advocacy Team on Electric and Gas Policy. Wayne also oversees the IDT Energy Customer Service call center, which handles all internal and external customer-related calls. The call center is located in Jamestown, New York employing approximately 25 Customer Service Representatives along with an additional 5 supervisory employees. Wayne is an active party to many utility rate cases as well as any energy-related New York PSC initiatives. Wayne holds a Bachelor of Science degree in Business Management.**

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 ER13-802-000. (Name change was recognized by FERC in ER 13-1244-000).**

Not applicable

## **9. DISCLOSURE STATEMENT:**

**Disclosure Statements:** If proposing to serve Residential and/or Small Commercial (under 25 kW) customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix G to this Application.

- *Electricity should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.*

***Not applicable for an applicant applying for a license exclusively as a broker/marketer.***

**See sample disclosure statement attached hereto as Exhibit 5.**

## 10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:
- proof of registration as a PJM Load Serving Entity (LSE), or
  - proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.

*(Select only one of the following)*

- X**      **AGREED** - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).  
See Exhibit 7 hereto for Proof of Registration with PJM
- 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.

**X**      **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.

**X**      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.

**X**      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).

**X**      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.

**X**      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.

**X**      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.

**X**      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.

**X**      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.

**X**      AGREED

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

**X** PAYMENT ENCLOSED

## 11. AFFIDAVITS

- a.) **APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.
- b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

## 12. NEWSPAPER PUBLICATIONS

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service. Below is a list of newspapers which cover the publication requirements for Electric Generation Suppliers looking to do business in Pennsylvania.

The newspapers in which proof of publication is required is dependent on the service territories the applicant is proposing to serve. The chart below dictates which newspapers are necessary for each EDC. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

Please file with the Commission the Certification of Publication, along with a photostatic copy of the notice to complete the notice requirements.

Proof of newspaper publications must be filed with the initial application. Applicants **do not** need a docket number in their publication. Docket numbers will be issued when all criteria on the item 14 checklist (see below) are satisfied.


	<u>Duquesne</u>	<u>Met Ed</u>	<u>PECO</u>	<u>Penelec</u>	<u>Penn Power</u>	<u>PPL</u>	<u>UGI</u>	<u>West Penn</u>	<u>Entire Commonwealth</u>
Philadelphia Daily News		X	X			X			X
Harrisburg Patriot-News		X		X		X		X	X
Scranton Times Tribune		X		X		X	X		X
Williamsport Sun Gazette				X		X		X	X
Johnstown Tribune Democrat				X				X	X
Erie Times-News				X	X				X
Pittsburgh Post-Gazette	X				X			X	X

*(Example Publication is provided at Appendix H)*

**See Proofs of Publications attached hereto as Exhibit 8**

13. SIGNATURE

Applicant: Residencs Energy, LLC

By: 

Title: COO

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



**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.

RESIDENTS ENERGY, LLC

**Applicant:** \_\_\_\_\_

Applicant's Use	<b>Signature</b>	PUC Secretary's Bureau Use
	<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>	

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SECRETARY'S BUREAU

# APPLICATION AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

County of Dauphin :

ss.

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

[He/she is the COO (Office of Affiant) of Residents Energy, LLC, and that he/she is authorized to and does make this affidavit for said Applicant

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

That the Applicant herein Residents Energy, 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 Residents Energy, 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 19 day of MARCH, 2014.



Signature of official administering oath

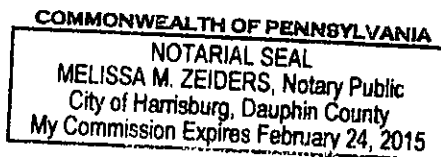
*Notary Public*

My commission expires Feb, 24, 2015

**RECEIVED**

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



## OPERATIONS AFFIDAVIT

[Commonwealth/State] of Pennsylvania :

: ss.

County of Dauphin :

Alan Schwab, Affiant, being duly [sworn/affirmed] according to law, .  
deposes and says that:

[He/she is the COO (Office of Affiant) of Residents Energy, LLC

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

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

That Residents Energy, 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 Residents Energy, 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.

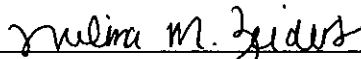
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the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

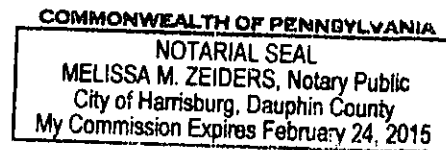
Sworn and subscribed before me this 19 day of MARCH, 2014.



Signature of official administering oath

Notary Public

My commission expires Feb. 24, 2015.



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SECRETARY'S BUREAU

**EXHIBIT 1**  
**New York LLC Registration and Amendments Thereto**

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**JUN 19 2014**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**

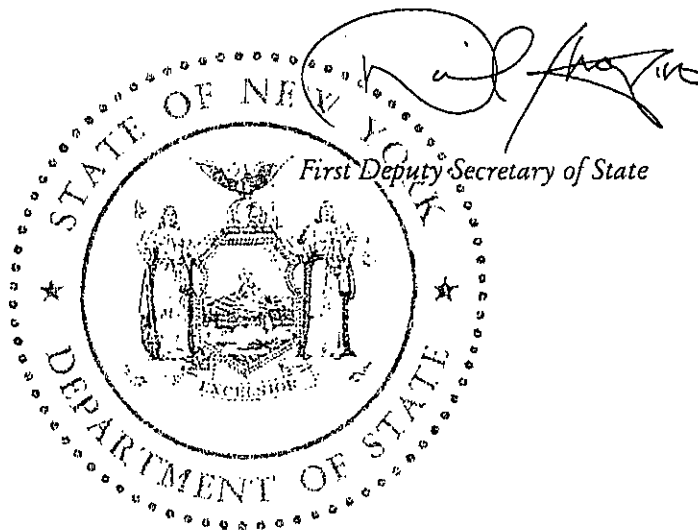
State of New York } ss:  
Department of State

I hereby certify, that NEW ENERGY SERVICES LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/04/2010, and that the Limited Liability Company is existing so far as shown by the records of the Department.

\*\*\*

*WITNESS my hand and the official seal of the Department of State at the City of Albany, this 06th day of April two thousand and ten.*

201004070380 100



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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

# *STATE OF NEW YORK*

## *DEPARTMENT OF STATE*

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 8, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

100304000 577

OPALID: 794385

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
Albany, NY 12231

*(This form must be printed or typed in black ink)*

# ARTICLES OF ORGANIZATION OF

New Energy Services LLC  
*(Insert name of Limited Liability Company)*

Under Section 203 of the Limited Liability Company Law

**FIRST:** The name of the limited liability company is: New Energy Services LLC

**SECOND:** The county, within this state, in which the office of the limited liability company is to be located is: New York

**THIRD:** The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Stillwater Capital Partners, Inc.

41 Madison Avenue  
29th Floor  
New York, NY 10010 USA

Abe Dweck                      Abe Dweck  
*(signature of organizer)*      *(print or type name of organizer)*



100304000

577

OPALID: 794385

# ARTICLES OF ORGANIZATION OF

New Energy Services LLC  
(Insert name of Limited Liability Company)

Under Section 203 of the Limited Liability Company Law

Filed by: Abe Dweck  
(Name)

41 Madison Avenue  
29th Floor  
(Mailing address)

New York, NY 10010 USA  
(City, State, Zip code, and Country)

Note: This online form was prepared by the NYS Department of State and the NYS Governor's Office of Regulatory Reform for filing articles of organization for a domestic limited liability company. It does not contain all option provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with filing fee.

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED MAR 04 2010

TAX \$ \_\_\_\_\_

BY: ma

FILED

2010 MAR -4 PM 12:57

628

**STATE OF NEW YORK**  
**DEPARTMENT OF STATE**

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
March 13, 2013.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
One Commerce Plaza, 99 Washington Avenue  
Albany, NY 12231  
www.dos.ny.gov

130313000344

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION  
OF

NEW ENERGY SERVICES, LLC

*(Insert Name of Domestic Limited Liability Company)*

Under Section 211 of the Limited Liability Company Law

**FIRST:** The name of the limited liability company is:

NEW ENERGY SERVICES, LLC

If the name of the limited liability company has been changed, the name under which it was organized is:

**SECOND:** The date of filing of the articles of organization is: MARCH 4, 2010

**THIRD:** The amendment effected by this certificate of amendment is as follows: (Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the limited liability company would read as follows: Paragraph *First* of the Articles of Organization relating to *the limited liability company name* is hereby amended to read as follows: *First: The name of the limited liability company is ... (new name) ...* )

Paragraph First of the Articles of Organization relating to

the limited liability company name

is hereby amended to read as follows:

*First: The name of the limited liability company is: Residents Energy, LLC.*

130313000 344

X /s/ Joyce Mason  
(Signature)  
Joyce Mason  
(Type or print name)

Capacity of signer (Check appropriate box):  
 Member  
 Manager  
 Authorized Person

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2013 MAR 12 PM 3:08

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION  
OF

NEW ENERGY SERVICES, LLC

(Insert Name of Domestic Limited Liability Company)

Under Section 211 of the Limited Liability Company Law

100

STATE OF NEW YORK  
DEPARTMENT OF STATE

Filed by: Genie Energy Ltd.  
(Name)

550 Broad St., 17th Flr.  
(Mailing address)

Newark, NJ 07102  
(City, State and Zip code)

FILED MAR 13 2013

TAXS 0

BY: KT

FILED

2013 MAR 13 PM 1:49

NOTE: This form was prepared by the New York State Department of State for filing a certificate of amendment of a domestic limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only.)

CSC 45  
DRAW DOWN

CUSTOMER REF. #

566995 JBA

377

FILING RECEIPT

=====

ENTITY NAME: RESIDENTS ENERGY, LLC

DOCUMENT TYPE: AMENDMENT (DOM LLC)  
NAME

COUNTY: NEWY

=====

FILED: 03/13/2013 DURATION: \*\*\*\*\* CASH#: 130313000377 FILM #: 130313000344

FILER:

-----  
GENIE ENERGY LTD  
550 BROAD ST 17TH FLR

NEWARK, NJ 07102

ADDRESS FOR PROCESS:  
-----

REGISTERED AGENT:  
-----



=====

SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45

SERVICE CODE: 45

FEES            120.00  
-----  
FILING           60.00  
TAX              0.00  
CERT             0.00  
COPIES           10.00  
HANDLING        50.00

PAYMENTS       120.00  
-----  
CASH             0.00  
CHECK            0.00  
CHARGE           0.00  
DRAWDOWN        120.00  
OPAL             0.00  
REFUND           0.00

=====

566995JBA

DOS-1025 (04/2007)

**EXHIBIT 2**  
**Pennsylvania Foreign LLC Registration**

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**JUN 19 2014**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**

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)

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JUN 19 2014

Corporation Service Company  
579001-25 *[Signature]*

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

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Commonwealth of Pennsylvania  
APPLICATION FOR REGISTRATION 3 Page(s)



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:  
RESIDENTS ENERGY, 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:  
RESIDENTS ENERGY, LLC

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:  
Jurisdiction: NEW YORK Date of Formation: MARCH 4, 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  
Corporation Service Company                      Dauphin

2013 MAR 22 PM 12:35  
PA DEPT OF STATE

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

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:

550 BROAD STREET, NEWARK, NJ 07102

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

21 day of MARCH, 2013

RESIDENTS ENERGY, LLC

Name of Partnership/Company



Signature

SECRETARY

Title



**EXHIBIT 3**  
**New York ESCO License**

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**JUN 19 2014**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**

STATE OF NEW YORK DEPARTMENT OF PUBLIC SERVICE  
THREE EMPIRE STATE PLAZA, ALBANY, NY 12223-1350  
www.dps.ny.gov

PUBLIC SERVICE COMMISSION

GARRY A. BROWN  
*Chairman*  
PATRICIA L. ACAMPORA  
MAUREEN F. HARRIS  
JAMES L. LAROCCA  
GREGG C. SAYRE  
*Commissioners*



PETER McGOWAN  
*General Counsel*

JEFFREY C. COHEN  
*Acting Secretary*

March 21, 2013

RECEIVED

Alan Schwab  
COO  
New Energy Services  
550 Broad Street  
Newark, N J 07102

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RE: **New Energy Services, LLC name change to Residents Energy, LLC**

Dear Mr. Schwab:

Thank you for submitting the recent updates to your ESCO Retail Access Application Package. This letter acknowledges your corporate name change from New Energy Services, LLC to Residents Energy, LLC effective March 18, 2013. All documentation recently submitted has been reviewed by Staff and remains in compliance with the New York State ESCO eligibility requirements that are implemented by codes and regulations found in the Uniform Business Practices and the Home Energy Fair Practices Act and other applicable regulations or Commission Orders. ***Therefore, Staff acknowledges Residents Energy, LLC has been deemed eligible to serve residential and non-residential electric and natural gas customers in New York State.***

I am also pleased to notify you that since New Energy Services, LLC had already successfully met New York's EDI Phase I certification requirements, no further EDI Phase I testing is necessary under the new name.

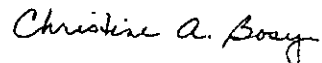
***Please be advised that you must notify the utilities in whose service territories you are now serving customers of your name change to determine if they have additional approval requirements.***

Be advised that to maintain your ESCO eligibility, you must notify Staff of any future substantive legal, financial or business related changes to your company as they occur. If your business plan changes and you decide to expand your service offerings by choosing to participate in any of the ESCO referral programs or move into other utility service territories, you must immediately submit the appropriate documentation for Staff review and determination of how it affects your current eligibility.

If you are using vendors to provide ESCO related services, (e.g. EDI), please notify them of your company's name change. **Finally, you must submit a statement annually, by January 31<sup>st</sup>, indicating that the information in your original or most recent updated Retail Access Application remains current, or submit a statement identifying the revisions.** Upon completion of our review of any new eligibility information, Staff will then update your eligibility status as necessary.

Please do not hesitate to contact me at 518-486-2432 or email at [Christine.Bosy@dps.ny.gov](mailto:Christine.Bosy@dps.ny.gov) if you have any further questions or concerns.

Sincerely,



Christine A. Bosy  
Retail Access Section  
Office of Consumer Policy

cc: U. Fogel (via email)

**EXHIBIT 4**  
**Description of Technical Fitness**

**RECEIVED**

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

## Summary of Technical Fitness

Residents Energy, LLC (“Residents Energy”) is a wholly owned subsidiary of IDT Energy, Inc. (“IDT Energy”) and will leverage the experience and resources of IDT Energy as it develops its brand. As an affiliate of IDT Energy, Residents Energy will utilize many of the same employees and third party vendors as IDT Energy. IDT Energy has been licensed as an NGS in Pennsylvania since 2009, an EGS in Pennsylvania since 2010, and is also licensed as a competitive gas and/or electricity supplier in New Jersey, New York, Maryland, Illinois and the District of Columbia. IDT Energy currently serves nearly 430,000 natural gas and electric meters in the states in which it is licensed.

Whereas IDT Energy primarily offers a pure variable rate product to customers on a month-to-month basis, Residents initially intends to focus on offering residential and small commercial customers fixed rate contracts.

*Residents Energy is dedicated to providing the very best in customer service and price and will strive to continually improve its ability to compete in the energy supply marketplace. To this end, Residents Energy has and will continue to develop a comprehensive process to identify and provide highly competitive products and services to its customer base, while maintaining profitability.*

Residents Energy will leverage the IDT Energy in-house customer service staff to handle incoming customer calls. Additional staffing will be added as needed to accommodate growth. Residents Energy will utilize the ongoing training and support systems that IDTE has in place for handling incoming calls concerning bill inquiries, overpayment, complaints, and sign-ups. Residents Energy will also utilize IDT Energy’s system of placing outbound calls for quality control.

Customer service will be handled mainly through a call center located in Jamestown, NY. The call center employs 42 inbound and outbound customer service representatives and supervisors and is staffed from 8:00 am to 7:00 pm, Monday through Friday with both English and Spanish-speaking representatives.

Sales and marketing regulatory compliance is of paramount importance to IDT Energy and will be to Residents Energy as well. Residents Energy will employ IDT Energy’s existing marketing regulatory compliance safeguards, which include:

- employing 14 Sales and Marketing Quality Control Agents who monitor third party verifications, research complaints and conduct outbound calls to quality-check a significant sample of the sales made by independent agents each day
- monitoring third party verifications interviewing customers during call-backs to confirm the customer’s understanding of the offer.
- requiring independent sales contractors to utilize company-approved scripts for all sales contacts.
- requiring independent sales contractors to perform national background checks on all door-to-door sales agents.

- requiring all independent sales contractors to complete a rigorous training program prior to representing the company
- requiring all independent sales contractors to establish and maintain an internal quality control process by which all sales agents are monitored for compliance to company scripting and policies.
- requiring all independent sales contractors to maintain and enforce an internal Do Not Call and Do Not Knock list and to confirm regular scrubbing of the National and Pennsylvania Do Not Call Registries.
- utilizing a data processing team that tracks customer enrollments and cancellations to make sure they are done in accordance within the required timelines.
- utilizing third-party verification contractors to verify every enrollment that results from a sales call.
- auditing of the activities of third party sales agents by a Vice-President for Customer Service and Regulatory Affairs who has worked in the electric and natural gas supplier industry for 16 years, along with two other dedicated managers.

Residents Energy will also utilize the expertise of IDT Energy personnel with respect to regulatory compliance, finance, energy procurement, risk analysis, and portfolio management. As a supplier operating successfully in Pennsylvania since 2009, IDT Energy has demonstrated that it possesses the requisite technical expertise to be an electricity and natural gas supplier, and Residents Energy will be utilizing that same technical expertise in its operations.

Key components of Residents Energy's business plan are outlined below:

#### Growth

- Grow the energy service business in an efficient manner
- Utilize direct marketing methods to help customers understand the choice they have
- Provide strict management of sales and customer support methods
- Implement policies that confirm with regulatory policies for the various operational areas

#### Systems

- Maintain efficient and effective customer information systems
- Focus on data accuracy and consistency with business partners

#### Operations/Customer support

- Operate a comprehensive customer support system
- Provide ongoing training to support customer service staff
- Provide adequate staffing to meet and maintain customer needs and confidence
- Report and track customer service issues and trends to aid in the development of training processes

#### Regulatory

- Active participation in all regulatory aspects of the business

- Focus on compliance
- Offer support and direction to further customer choice

Risk Management Strategy/Policy

- Conservative risk management policy and procedures
- Risk monitoring
- Limits on market risk, volatility risk, position size, net exposure
- Treasury oversight of trade execution and credit requirements
- Stress testing employed

Residents Energy's business plan for Pennsylvania will initially focus on small commercial and residential customers. Residents Energy will offer a single utility bill arrangement and may offer a dual bill option in some circumstances. Most of the billing services are provided via EDI (electronic data interchange) and Residents Energy will contract with an outside EDI provider for that purpose. Because it will utilize the resources and experience of IDT Energy, Residents Energy is well equipped in both personnel and systems to operate as an EGS and NGS in Pennsylvania.

**EXHIBIT 5**  
**Sample Contract and Disclosure Statement**

**RECEIVED**

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



## **TERMS OF SERVICE AND DISCLOSURE STATEMENT**

This is an agreement for electric generation services, between Residents Energy, LLC ("Residents", "us" or "we") and

«FIRST\_NAME» «LAST\_NAME» ("Customer" or "you")

«ADDRESSLINE1» «CITY», «STATE» «ZIP»

Residents is licensed by the Pennsylvania Public Utility Commission to offer and supply electric generation services in Pennsylvania. Our PUC license number is \_\_\_\_\_. Your generation prices and charges will be set by Residents. The Public Utility Commission regulates distribution prices and services. The Federal Energy Regulatory Commission regulates transmission prices and services.

You will continue to receive your bill from your Electric Distribution Company (EDC) for all supply and delivery charges, your EDC will continue to provide all emergency repairs and services.

**Start Date** – This Agreement will begin on the date of the first actual or estimated meter read after your enrollment is accepted by your EDC, in accordance with the switching rules of the EDC and the PUC.

**Right of Rescission** - You may cancel this Agreement at any time before midnight of the fifth business day after receiving this disclosure.

**Definitions** - Generation Charge - Charge for production of electricity. Transmission Charge - Charge for moving high voltage electricity from a generation facility to the distribution lines of an electric distribution company.

**Basic Service Prices** - Residents offers a variable price for all electric generation sold under this Agreement. The price for electric generation sold is established on an approximately monthly basis based upon electric generation market pricing as furnished by PJM clearing house, transportation or transmission, and other market and business price related factors. **This price may be higher or lower than the EDC's price in any particular month. There is no ceiling on the price for electric generation sold under this agreement, and there is no limit on the amount that your price can decrease or increase from month to month.** Electric generation supply charges include estimated total state taxes. Residents will comply with all required laws regarding sales tax and will include or exclude the appropriate sales taxes in each jurisdiction served, if any, as required by the Pennsylvania Department of Revenue for all Electric generation supply charges. Customers can call Residents' Customer Service Dept. at 888-828-7374 for current variable pricing rates and historical prices. Please note that historical prices are not indicative of present or future pricing.

**Starting Price**- Your initial price for electric generation will be \_\_\_\_\_. This price will apply to your first month of service from Residents, and thereafter, your rate will vary from month to month as explained above.

**Renewable Energy Supply Option** - "Renewable" energy refers to energy that is generated from, renewable sources, such as solar, wind, water or biomass. If a customer chooses a renewable supply option, Residents will ensure that 100% of the customer's electricity usage is matched with renewable energy certificates or renewable energy attributes. Residents shall have up to 24 months from the end of each calendar year to address any deficiency that may have arisen in the renewable content of electricity sold under this Agreement during such calendar year. The price for renewable energy will be comprised of the Residents variable price plus an amount that represents Residents' cost in acquiring the renewable energy certificates or renewable energy attributes which shall not exceed three (3) cents per kwh.

**Rebates and Introductory Price/Special Promotion Options** - From time-to-time Residents may offer rebates or special promotions. If a Customer participates in a rebate program, the Customer must remain in the program for the entire agreed upon term in order to qualify for the rebate. If a Customer cancels at any time prior to the agreed upon term, the Customer shall forfeit all rights and claims to any and all rebate offers. All rebate amounts advertised and presented to customers are estimates based upon customer's prior electric and/or natural gas usages. Actual rebate amounts will be based on customer's actual usage over the term of this agreement, which may vary from any estimate. From time-to-time Residents may offer eligible new customers an introductory price which will be in effect for the introductory price term. Upon expiration of the introductory price term the price shall revert to a standard variable price.

Residents will send any rebate or promotion payment to the customer address given to Residents at the time of sign-up. It is the responsibility of the customer to notify Residents of any changes to the customers billing address either in writing to: 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702 or by calling Residents' Customer Service Dept. at 888-828-7374. Residents will send all rebates and promotional payments and notices via first class mail and is not responsible for invalid addresses or undelivered items.

**Your Promotional Offer**- <Insert through mail merge>

**Length of Agreement** - You will buy your electric generation services for your use from Residents beginning on a date set by your EDC and continuing on a month-to-month basis until either party provides at least fifteen (15) calendar days' notice of its intent to cancel and until EDC completes the termination in accordance with its rules.

**Penalties, Fees and Exceptions** –There are no fees or early cancellation penalties for canceling Residents' variable rate plan.

**Payment Provisions**- All payments are to be made to your EDC. Any unpaid amounts shall be subject to late payment charges. Your EDC may request a security deposit for amounts which include supplier charges. Your EDC maintains the right to terminate service for any unpaid utility or supplier charges, pursuant to Pennsylvania Public Utility Code regulations.

**Cancellation Provisions** - A residential customer may cancel this Agreement at any time during the three (3) business days following receipt of this Agreement by calling Residents at 888-828-7374. After that time, this Agreement shall continue until either party provides the other with at least fifteen (15) calendar days' notice of its intent to cancel and until the EDC completes the cancellation in accordance with its rules.

**Renewal Provision** - This Agreement shall continue until either party provides at least fifteen (15) calendar days' notice of its intent to cancel and until EDC completes the cancellation in accordance with its rules.

**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 two advance written notices either in our bills or in separate mailings between 30 and 60 days before either the expiration date or the effective date of the changes. We will explain your options in these two advance notices.

**Dispute Procedures**- Contact us with any questions concerning our terms of service at 888-828-7374. If you are not satisfied after discussing your terms with us you may call or write the Public Utility Commission (PUC).

**Contact Information:**

**Supplier:** Residents Energy, LLC, 20 West Third Street, Suite 10, PO Box 400, Jamestown, NY 14702, 888-828-7374, [www.residentsenergy.com](http://www.residentsenergy.com). Email: [contactus@residentsenergy.com](mailto:contactus@residentsenergy.com)

**Public Utility Commission, PO Box 3265, Harrisburg, PA 17105-3265, 800-692-7380**

\*Distribution Company Provider of Last Resort: Pennsylvania Power and Light, PPL Electric Utilities, 827 Hausman Road, Allentown, PA 18104-9392, 800-342-5775

\*Distribution Company Provider of Last Resort: Philadelphia Electric Company, PECO, 2301 Market Street, Philadelphia, PA 19103, 800-494-4000

\*Distribution Company Provider of Last Resort: Metropolitan Edison Company, Met-Ed, PO Box 3687, Akron, Ohio, 44309, 800-545-7741

\*Distribution Company Provider of Last Resort: Pennsylvania Electric Company, Penelec, PO Box 3687, Akron, Ohio, 44309, 800-545-7741

\*Distribution Company Provider of Last Resort: Duquesne Light, DLC, 411 Seventh Avenue, 6-1, Pittsburgh, PA 15219, 412-393-7100

\*Distribution Company Provider of Last Resort: West Penn Power, WPP, PO Box 3615 Akron, Ohio 44309, 800-686-0021

**EXHIBIT 6**  
**Summary of PA Formal Complaints Filed Against IDT**  
**Energy**

**RECEIVED**

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
2/12/2013	C-2013-2347594	Harris, Kathleen	Satisfied
7/12/2013	F-2013-2373176	Bray, Warren	Satisfied
3/3/2014	C-2014-2407690	Bohlen, Scott, H.	Satisfied
3/4/2014	C-2014-2408288	Anderson, Rupal Amin	Satisfied
3/5/2014	C-2014-2408508	Luo, Heng	Satisfied
3/6/2014	C-2014-2408678	Perederina, Anna	Satisfied
3/7/2014	C-2014-2408773	Klein, Kevin	Satisfied
3/7/2014	C-2014-2408926	Zielinski, Zygmunt	Satisfied
3/10/2014	C-2014-2409290	Lomnychuk, Justin	Satisfied
3/11/2014	C-2014-2409508	Cowden, Martha	Satisfied
3/11/2014	C-2014-2409556	Connelly, Aimee & Jeffrey	Satisfied
3/11/2014	C-2014-2409509	Moody, Jennifer	Satisfied
3/12/2014	C-2014-2409676	Kiback, Stephen Jr.	Mediation
3/12/2014	C-2014-2409663	Blaine, Marilyn A.	Satisfied
3/12/2014	C-2014-2409683	Shaner, Alan	Satisfied
3/12/2014	C-2014-2409661	Calabrese, Kimberely J. (PUC incorrectly spelled as Colobrese)	Satisfied
3/12/2014	C-2014-2409664	Sargent, Ruth Ann	Satisfied
3/12/2014	C-2014-2409662	Raub, Ronald Jr.	Satisfied
3/12/2014	C-2014-2409680	Gearhart, Zach & Renee	Satisfied
3/12/2014	C-2014-2409669	Zirkle, Zane	Satisfied
3/12/2014	C-2014-2409659	Zirkle, Carole	Satisfied
3/12/2014	C-2014-2409688	Miller, Tim	Satisfied
3/13/2014	C-2014-2409878	Williams, Judith	Satisfied
3/13/2014	C-2014-2409687	Hagins, Charles F.	Satisfied
3/13/2014	C-2014-2409877	Pullara, Renee	Satisfied
3/13/2014	C-2014-2409881	Natili Restaurant	Satisfied
3/13/2014	C-2014-2409887	Jones, Michal	Satisfied
3/13/2014	C-2014-2409928	Terpilowski, Judy	Satisfied
3/13/2014	C-2014-2409879	Lechner, Karen	Satisfied
3/13/2014	C-2014-2409883	Ramsey, Noreen	Satisfied
3/14/2014	C-2014-2410076	Large, Cindy M.	Satisfied

Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
3/14/2014	C-2014-2410067	Katsaros, Vicki	Satisfied
3/14/2014	C-2014-2410073	Day, Timothy	Satisfied
3/14/2014	C-2014-2410075	Metcalfe, Scott	Satisfied
3/14/2014	C-2014-2410070	Drover, Rebecca A.	Satisfied
3/14/2014	C-2014-2410074	Dougherty, Mark	Satisfied
3/14/2014	C-2014-2410068	Urban, Kelly	Satisfied
3/14/2014	C-2014-2410071	Yoder, Elam	Satisfied
3/14/2014	C-2014-2410066	Gofigan, Darlene	Satisfied
3/14/2014	C-2014-2410065	Pile, Christine	Satisfied
3/14/2014	C-2014-2410063	Young, Carolann A.	Satisfied
3/17/2014	C-2014-2410573	Cusick, Kellie	Satisfied
3/19/2014	C-2014-2410839	Teegarden, Richard	Satisfied
3/19/2014	C-2014-2410837	Hazlett, Raymond L.	Satisfied
3/19/2014	C-2014-2410819	Guerrini, Mark	Satisfied
3/19/2014	C-2014-2410835	Rivera-Kilgore, Marisol	Satisfied
3/19/2014	C-2014-2410823	Edwards, Lisa	Satisfied
3/19/2014	C-2014-2410820	Shock, Jeanna	Satisfied
3/19/2014	C-2014-2410818	Webster, Jayme	Satisfied
3/19/2014	C-2014-2410830	Sicchitano, Jackie	Satisfied
3/19/2014	C-2014-2410833	Littell, Shirl W. Jr.	Satisfied
3/19/2014	C-2014-2410832	Joslin, Jackie	Satisfied
3/19/2014	C-2014-2410821	Howey, Dale Sr.	Satisfied
3/19/2014	C-2014-2410817	Ramsey, Alex	Satisfied
3/20/2014	C-2014-2411098	Sergeant, James for Treasure American Legion Club	Satisfied
3/20/2014	C-2014-2411111	Wingerter, Robert & Audrey	Satisfied
3/20/2014	C-2014-2411109	McKnight, Patricia A.	Satisfied
3/20/2014	C-2014-2411105	Geyer, Michelle	Satisfied
3/20/2014	C-2014-2411103	Craig, Linda L.	Satisfied
3/20/2014	C-2014-2411099	Mears, Krista	Satisfied
3/20/2014	C-2014-2411113	Hollenshead, Jean for Hollenshead Farms	Satisfied
3/20/2014	C-2014-2411097	Steward, Greg	Satisfied

Summary of Formal Complaints against IDT Energy

<b>Date Case Filed</b>	<b>Case #</b>	<b>Complainant</b>	<b>Status</b>
3/20/2014	C-2014-2411106	Geesey, Barbara	Satisfied
3/20/2014	C-2014-2411112	Rinderknecht, Deborah	Satisfied
3/26/2014	C-2014-2412347	Folio, Lois C.	Satisfied
3/26/2014	C-2014-2412350	Dienhart, Karl & Irmgard	Satisfied
3/26/2014	C-2014-2412348	Engblom, Richard	Satisfied
3/26/2014	C-2014-2412351	Tatar, Justin A.	Satisfied
3/28/2014	C-2014-2412345	McCann, Debra E.	Satisfied
3/31/2014	C-2014-2413280	Chandler, Buel	Satisfied
4/2/2014	C-2014-2413734	Woitko, Joseph J. Jr.	Mediation
4/2/2014	C-2014-2413742	Bornemisza, Terrance J.	Satisfied
4/2/2014	C-2014-2413735	Davis, Charles J.	Satisfied
4/2/2014	C-2014-2413737	Gibson, Randi M.	Satisfied
4/7/2014	C-2014-2414861	Snyder, Chad	Satisfied
4/10/2014	C-2014-2415290	Simpson, Nancy O.	Satisfied
4/10/2014	C-2014-2415341	Simpson, William H.	Satisfied
4/10/2014	C-2014-2415289	Todd Township Supervisors	Satisfied
4/11/2014	C-2014-2415659	Graham, Michael	Satisfied
4/23/2014	C-2014-2417554	Walters, Thomas K. & Constance	Satisfied
4/23/2014	C-2014-2417555	Leitch, William J.	Satisfied
5/1/2014	C-2014-2419099	Snyder, Chad	Satisfied
5/1/2014	C-2014-2419102	Engles Fam Moving	Satisfied
5/15/2014	C-2014-2421340	Paszkowski, Paul & Elaine	Satisfied
5/15/2014	F-2014-2421339	Rapp, George G.	Satisfied
5/15/2014	C-2014-2421338	Salla, Valerie	Satisfied
5/15/2014	C-2014-2421341	Jackson, Bruce L.	Satisfied
5/15/2014	C-2014-2421342	Jackson, Mary G.	Satisfied
5/28/2014	C-2014-2423453	Gablas, Rosemary A.	Satisfied
5/28/2014	C-2014-2423448	Killinger-Humes, Karen	Satisfied

**EXHIBIT 7**  
**Proof of FERC Approval and PJM Registration**

**RECEIVED**

**JUN 19 2014**

**PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU**



2750 Monroe Blvd.  
Valley Forge Corporate Center  
Norristown, PA 19403-2497

February 21, 2014

Avi Keilson  
Residents Energy, LLC  
550 Broad St.  
Newark, NJ 07102

Dear Avi Keilson,

Welcome to PJM!

As promised, enclosed are the signed membership agreements for your records. To ensure your needs are met, PJM has assigned Client Manager, Kelly Ostertag, as your primary point of contact. She can be contacted at Kelly.Ostertag@pjm.com or 610-666-254. You may also contact our Customer Service Center at 866-400-8980 should you have any questions as well.

Thank you,

A handwritten signature in black ink that reads "Megan McLaverty". The signature is written in a cursive, flowing style.

Megan McLaverty  
PJM Interconnection

Enclosures

Application for Membership  
Between  
PJM Interconnection, L.L.C.  
and

Residents Energy, LLC

This Application for Membership Agreement ('Agreement') is entered into between PJM Interconnection, L.L.C. ('PJM') and ('Applicant'). The purpose of this Agreement is to apply to become a member of the PJM and to participate under the PJM Amended and Restated Operating Agreement, Third Revised Rates Schedule FERC No. 24 ('Operating Agreement'). The Applicant has read and understands the terms and conditions of the Operating Agreement. The Applicant agrees to accept the concepts and obligations set forth in this Agreement and the Operating Agreement posted on the PJM website at: <http://www.pjm.com/documents/agreements/pjm-agreements.aspx>.

The Applicant also commits to supply data required for coordination of planning and operating, including data for capacity accounting, and agrees to pay all costs and expenses in accordance with the Operating Agreement and all other applicable costs under the PJM Open Access Transmission Tariff ('Tariff'). Such costs include but are not limited to: (i) payment obligations under Schedule 3 of the Operating Agreement; (ii) costs under Schedule 9 of the PJM Tariff; and (iii) potential default allocation payment obligations pursuant to Section 15.2 of the Operating Agreement (PJM may, under the Operating Agreement, declare members in default for not paying their invoices. If that occurs, PJM may pursue collection of the overdue invoices that exceed the collateral PJM holds from the defaulting member as well as take steps to terminate the defaulting members' membership. According to the Operating Agreement, all members are required to pay a portion of the payment default that exceeds the defaulting member's collateral held by PJM.)

The Applicant will pay the annual fee of \$5,000 for the remainder of the year of application upon notification of PJM application approval per Schedule 3.

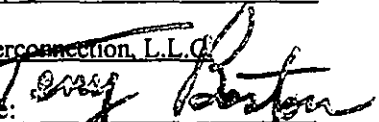
The Applicant recognizes that it shall become a member of PJM effective as of the date that the Applicant receives the supplement to the Operating Agreement in the form prescribed in Schedule 4 of the Operating Agreement signed by the Applicant and countersigned by the President of PJM pursuant to section 11.6 of the Operating Agreement.

This Agreement will remain in effect until notice of termination is given in writing by the authorized representative of either the Applicant or PJM. Any financial obligations must be satisfied prior to termination of the Applicant's obligations and responsibilities under the PJM Agreement.

Applicant:

Signature: 

Name: Alan Schwab Title: COO Date: 12/4/13

PJM Interconnection, L.L.C.  
Signature: 

Name: Terry Boston Title: President & CEO Date: 2/21/14



**SCHEDULE 4**

**STANDARD FORM OF AGREEMENT TO BECOME A MEMBER OF THE LLC**

Any entity which wishes to become a Member of the LLC shall, pursuant to Section 11.6 of this Agreement, tender to the President an application, upon the acceptance of which it shall execute a supplement to this Agreement in the following form:

**Additional Member Agreement**

1. This Additional Member Agreement (the 'Supplemental Agreement'), dated as of 2/21/14, is entered into among Residents Energy, LLC and the President of the LLC acting on behalf of its Members.
2. Residents Energy, LLC has demonstrated that it meets all of the qualifications required of a Member to the Operating Agreement. If expansion of the PJM Region is required to integrate Residents Energy, LLC's facilities, a copy of Attachment J from the PJM Tariff marked to show changes in the PJM Region boundaries is attached hereto. Residents Energy, LLC agrees to pay for all required metering, telemetering and hardware and software appropriate for it to become a member.
3. Residents Energy, LLC agrees to be bound by and accepts all the terms of the Operating Agreement as of the above date.
4. Residents Energy, LLC hereby gives notice that the name and address of its initial representative to the Members Committee under the Operating Agreement shall be:

Avi Keilson  
550 Broad Street,  
Newark, NJ 07102 USA

5. The President of the LLC is authorized under the Operating Agreement to execute this Supplemental Agreement on behalf of the Members.
6. The Operating Agreement is hereby amended to include Residents Energy, LLC as a Member of the LLC thereto, effective as of February 21, 2014, the date the President of the LLC countersigned this Agreement.

IN WITNESS WHEREOF, Residents Energy, LLC and the Members of the LLC have caused this Supplemental Agreement to be executed by their duly authorized representatives.

Members of the LLC  
By: Terry Boston  
Name: Terry Boston  
Title: President & CEO  
By: Alan Selwab  
Name: Alan Selwab  
Title: COO

FEDERAL ENERGY REGULATORY COMMISSION  
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:  
New Energy Services LLC  
Docket No. ER13-802-000

February 20, 2013

Ms. Natara G. Feller, Esq.  
Attorney for New Energy Services LLC  
Law Office of Natara G. Feller  
540 President Street  
3<sup>rd</sup> Floor  
Brooklyn, New York 11215

Reference: Market-Based Rate Authorization

Dear Ms. Feller:

On January 25, 2013, you filed on behalf of New Energy Services LLC (New Energy) 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.<sup>1</sup> New Energy requests waivers commonly granted to similar market-based rate applicants.

Your filing was noticed on January 28, 2013, with comments, protests or interventions due on or before February 15, 2013. 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 submittal filed in the referenced docket is accepted for filing, effective March 1, 2013, as requested. Based on your

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<sup>1</sup> New Energy requests authorization to sell ancillary services in the markets administered by PJM Interconnection, L.L.C., New York Independent System Operator, Inc., ISO New England Inc., California Independent System Operator Corp., and Midwest Independent Transmission System Operator, Inc. New Energy also requests authorization to engage in the sale of certain ancillary services as a third-party provider in other markets.

representations, New Energy meets the criteria for a Category 1 seller in all regions and is so designated.<sup>2</sup>

You state that New Energy is located in New Jersey, and intends to act as a power marketer. You further represent that New Energy is indirectly owned by Genie Energy Ltd. Further, you affirmatively state that New Energy has not erected barriers to entry and will not erect barriers to entry into the relevant market.

You represent that New Energy meets the criteria for Category 1 seller status in all regions. You represent that New Energy does not own or control, and is not affiliated with any entity that owns or controls, generation or transmission facilities. You state that New Energy is not affiliated with a franchised public utility and that New Energy does not present any other vertical market power 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.<sup>3</sup>

Based on your representations, New Energy's submittal<sup>4</sup> satisfies the Commission's requirements for market-based rate authority regarding horizontal and vertical market power.

New Energy's request for waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16 is granted. New Energy's request for waiver of Part 41, Part 101, and Part 141 of the Commission's regulations concerning accounting

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<sup>2</sup> *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. Mont. Consumer Counsel v. FERC*, 659 F.3d 910 (9th Cir. 2011), *cert. denied sub nom. Pub. Citizen, Inc. v. FERC*, 133 S. Ct. 26 (2012).

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

<sup>4</sup> 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.

and reporting requirements is granted with the exception of 18 C.F.R. §§ 141.14 and 141.15.<sup>5</sup> Notwithstanding the waiver of the accounting and reporting requirements here, New Energy is expected to keep its accounting records in accordance with generally accepted accounting principles.

New Energy 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. New Energy 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 New Energy, compatible with the public interest, and reasonably necessary or appropriate for such purposes.<sup>6</sup>

New Energy must file electronically with the Commission Electric Quarterly Reports.<sup>7</sup> New Energy 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.<sup>8</sup>

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

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<sup>5</sup> *Citizens Energy Corp.*, 35 FERC ¶ 61,198 (1986); *Citizens Power and Light Corp.*, 48 FERC ¶ 61,210 (1989) (*Citizens Power*); *Enron Power Marketing, Inc.*, 65 FERC ¶ 61,305 (1993), *order on reh'g*, 66 FERC ¶ 61,244 (1994) (*Enron*).

<sup>6</sup> *Citizens Power*, 48 FERC ¶ 61,210; *Enron*, 65 FERC ¶ 61,305.

<sup>7</sup> *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>.

<sup>8</sup> *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).

the Commission in any proceeding now pending or hereafter instituted by or against New Energy.

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: Greg Basheda

Phone: (202) 502-6479

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

FEDERAL ENERGY REGULATORY COMMISSION  
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:  
Residents Energy, LLC  
Docket No. ER13-1244-000  
**May 1, 2013**

Ms. Natara G. Feller, Esq.  
Attorney for Residents Energy, LLC  
Law Offices of Natara G. Feller  
540 President Street, 3rd Floor  
Brooklyn, New York 11215

Reference: Notice of Succession

Dear Ms. Feller:

On April 4, 2013, you filed on behalf of Residents Energy, LLC a revised market-based rate tariff reflecting the name change of New Energy Services, LLC to Residents Energy, LLC.

Your filing was noticed on April 5, 2013, with comments, protests or interventions due on or before April 25, 2013. 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 submittal filed in the referenced docket is accepted for filing, effective March 13, 2013, as requested.

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 applicant(s).

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.

Docket No. ER13-1244-000

- 2 -

Questions regarding the above order should be directed to:

Federal Energy Regulatory Commission  
Attn: Joseph Cholka  
Phone: (202) 502-8876  
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

Document Content(s)

ER13-1244-000.DOC.....1-2



**EXHIBIT 8**  
**Proof of Newspaper Publications**

**RECEIVED**

JUN 19 2014

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:

January 10, 2014

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.

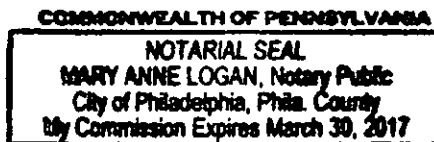


Sworn to and subscribed before me this 10<sup>th</sup> day of  
January, 2014.



Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

Application of Residents Energy, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.

Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to supply electricity or electric generation services as a supplier of electric power, a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity. Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.

By and through Counsel:  
Michael A. Guinn, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 18th Fl.  
Harrisburg, PA 17101  
Tel: 717-255-7365  
Fax 610-988-0852

Attorney for Residents Energy, LLC

RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

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

STEVENS & LEE  
16TH FLOOR  
17 N 2ND ST HARRISBURG PA 17101

Account # 63029  
Order # 81445319  
Ad Price: 238.50

RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RESIDENTS ENERGY, LLC  
Gina Krushinski

Being duly sworn according to law deposes and says that (s)he 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:

02/07/2014 02/07/2014

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

Sworn and subscribed to before me  
this 7th day of February A.D., 2014

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 Residents Energy, LLC For Approval To Offer, Render, Furnish, Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.  
Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to supply electricity or electric generation services as a supplier of electric power, a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity.  
Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.  
By and through Counsel:  
Michael A. Gruin, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 18th Fl.  
Harrisburg, PA 17101  
Telephone: 717-255-7365  
Fax: 610-988-0852  
Attorney for  
Residents Energy, LLC

### 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:

**10 of February, 2014**

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.

#### COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA  
PUBLIC UTILITY  
COMMISSION  
NOTICE

Application of Residents Energy, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.

Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a supplier of electric power, a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity. Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.

By and through Counsel:  
Michael A. Guin, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 16th Fl.  
Harrisburg, PA 17101  
Tel: 717-255-7365  
Fax 610-988-0852  
Attorney for  
Residents Energy, LLC

H. Java  
PG Publishing Company  
Sworn to and subscribed before me this day of  
February 10, 2014

Linda M. Gaertner  
COMMONWEALTH OF PENNSYLVANIA  
Notarial Seal  
Linda M. Gaertner, Notary Public  
City of Pittsburgh, Allegheny County  
My Commission Expires Jan. 31, 2015  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**RECEIVED**  
JUN 19 2014  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**STATEMENT OF ADVERTISING COSTS**  
Stevens & Lee PC  
17 N 2ND ST FL 16  
ATTN: Karen Duncan  
HARRISBURG PA 17101-1638

To PG Publishing Company

Total ----- \$525.00

#### 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 Maria Juca

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.

COMMONWEALTH OF PENNSYLVANIA }  
 County of Cambria } SS

COMMONWEALTH OF PENNSYLVANIA  
 PUBLIC UTILITY COMMISSION  
 NOTICE

Application of Residents Energy, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.

Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services, as a supplier of electric power, a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity. Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.

By and through Counsel:  
 Michael A. Gruin, Esq.  
 Stevens & Lee, P.C.  
 17 N. 2nd St., 16th Fl.  
 Harrisburg, PA 17101  
 Tel: 717-255-7365  
 Fax: 610-988-0852  
 Attorney for Residents Energy, LLC

publishes that the of The J interest character

On this 10th day of February A.D. 2014, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Mary Anne Rizzo, who being duly sworn according to law, deposes and says as Retail 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 4, on February 7, 2014; and that the Affiant is not advertising and that all of the allegations as to time, place and

*Mary Anne Rizzo*  
 STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 10th day of February, 2014.

*[Signature]*

0.00 Lines @ \$2.50 per line	0.00
7.5 Inches @ \$25.00 per inch	187.50
Notary Fee	5.00
Clerical Fee	2.50
<b>Total Cost</b>	<b>195.00</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

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
 SECRETARY'S BUREAU

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

The Patriot-News  
Now you know

RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

STEVENS & LEE  
17 NORTH SECOND STREET  
16TH FLOOR

HARRISBURG PA 17101

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 of 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 Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE  
Application of Residents Energy, LLC  
For Approval To Offer, Render, Furnish  
Or Supply Electricity Or Electric  
Generation Services As A Supplier Or  
Electric Power, 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;  
Residents Energy, LLC will be filing  
an application with the Pennsylvania  
Public Utility Commission ("PUC") for  
a license to supply electricity or electric  
generation services as a supplier of  
electric power; a broker/marketer  
engaged in the business of supplying  
electricity; and an aggregator engaged  
in the business of supplying electricity.  
Residents Energy, LLC proposes to sell  
electricity and related services  
throughout Pennsylvania under the  
provisions of the 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 Residents Energy, 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-  
0265. You should send copies of any  
protest to Residents Energy, LLC's  
attorney at the address listed below.  
By and through Counsel:  
Michael A. Grun, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 16th Fl.  
Harrisburg, PA 17101  
Tel: 717-255-7365  
Fax 610-988-9852  
Attorney for Residents Energy, LLC

This ad # 0002290049 ran on the dates shown below:

February 11, 2014

Sworn to and subscribed before me this 14 day of February, 2014 A.D.

Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

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

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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:

February 9, 2014

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 Residents Energy, LLC For Approval To Offer, Render, Furnish, Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.

Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a supplier of electric power, a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity. Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.

By and through Counsel:

Michael A. Grub, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 16th Fl.  
Harrisburg, PA 17101  
Tel. 717.255.7255

RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

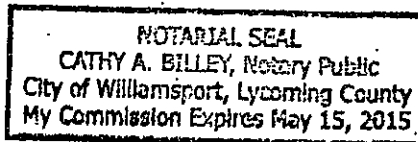
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 10<sup>th</sup> day of February 2014

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.....	\$ 278.44
Probated same.....	\$
Total.....	\$ 278.44

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

ANY hereby acknowledges receipt of the aforesaid advertising and publication costs have been fully paid.

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

THE SUN  
and certif:

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

STEVENS AND LEE  
17 N 2ND ST  
HARRISBURG PA 17101

REFERENCE: 136099 51851  
PUC Notice Residents Energy

STATE OF PENNSYLVANIA)  
COUNTY OF ERIE ) SS:

Thomas Mezler, 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: 02/07/14

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 02/07/14

RECEIVED

JUN 19 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE**  
Application of Residents Energy, LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, 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.  
Residents Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as a supplier of electric power; a broker/marketer engaged in the business of supplying electricity, and an aggregator engaged in the business of supplying electricity. Residents Energy, LLC proposes to sell electricity and related services throughout Pennsylvania, under the provisions of the 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 Residents Energy, 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 Residents Energy, LLC's attorney at the address listed below.  
By and through Counsel:  
Michael A. Gruin, Esq.  
Stevens & Lee, P.C.  
17 N. 2nd St., 16th Fl.  
Harrisburg, PA 17101  
Tel: 717-255-7365  
Fax: 610-988-0852  
Attorney for Residents Energy, LLC, J. J. [Name]  
3400a-51(65)

Sworn to and subscribed before me this 7th day of February 2014

Affiant: Thomas Mezler

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



**CERTIFICATE OF SERVICE**

On this the 19th day of June 2014, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all attachments have been served upon the following:

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

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

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

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

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

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

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

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

Legal Department  
First Energy  
2800 Pottsville Pike  
Reading PA, 19612

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

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

Director of Customer Energy Services  
Orange and Rockland Company  
390 West Route 59  
Spring Valley, NY 10977-5388

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

**RECEIVED**

**JUN 19 2014**

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

  
Michael A. Gruin, Esq.

PA PUC  
SECRETARY'S BUREAU

2014 JUN 19 PM 1:51

RECEIVED