



H.P. TECHNOLOGIES, INC.

33648 St. Francis Dr.
Avon, OH 44011
PH: 440-937-7937
FAX: 440-536-9553

Email: david@utility-savings.net
Docket Number: A-2014-2451662
Utility Code: 1217043

January 22, 2014

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

Dear Rosemary Chiavetta,

This letter is in response to a letter H. P. Technologies, Inc. received from the Pennsylvania PUC in regards to two items that are needed to finish processing our application for a natural gas supplier license. Included are our articles of incorporation and amended affidavits.

I, Dennis J. Giancola, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

Sincerely,

Dennis J. Giancola



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

January 16, 2015

Docket No. A-2014-2451662
Utility Code: 1217043

DENNIS J GIANCOLA PRESIDENT
H P TECHNOLOGIES INC
33648 SAINT FRANCIS DRIVE
AVON OHIO 44011

RE: Natural Gas Supplier License Application of H.P. Technologies, Inc.

Dear Mr. Giancola:

On November 6, 2014, H.P. Technologies, Inc.'s application for a Natural Gas Supplier license was accepted for filing and docketed with the Public Utility Commission. The application was incomplete. In order for us to complete our analysis of your application, the Energy Industry Group requires answers to the attached question(s).

Please forward the information to the Secretary of the Commission at the address listed below **within ten (10) working days** from the date of this letter. Please note that some responses may be e-filed to your case, <http://www.puc.pa.gov/efiling/default.aspx>. A list of document types allowed to be e-filed can be found at <http://www.puc.pa.gov/efiling/DocTypes.aspx>.

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

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

Your answers should be verified per 52 Pa Code § 1.36. Accordingly, you must provide the following statement with your responses:

I, _____, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

The blank should be filled in with the name of the appropriate company representative, and the signature of that representative should follow the statement.

Docket No. A-2014-2451662
H.P. Technologies, Inc.
Data Request

1. Reference application, Section 2.b, Business Entity and Department of State Filings – Applicant has not provided their Articles of Incorporation for their company. Articles of Incorporation are required to complete the application process. Please provide any original documents by using the submission method listed above.
2. Reference application, Section 11, Affidavits – The Affidavits that you submitted list Dennis J. Giancola as the applicant herein on all lines throughout them, but it should list H.P. Technologies, Inc. instead. Dennis J. Giancola should only be listed on the line that says, Affiant,... These will need corrected, notarized and resubmitted. Please provide any original documents by using the submission method listed above.

State of Ohio
Department of State

Sherrod Brown
Secretary of State

Date 2/23/84

Number 628783

Receipt No. 46428

F400-0018 0003

F0400-0018

Received of
or filed by HENDERSHOTT, HUFFMAN ET AL

The sum of \$ 75.00 for filing ARF _____ of

H. P. TECHNOLOGIES, INC.

Returned to:

46428

ARF \$ 75.00

HENDERSHOTT, HUFFMAN ET AL
ATT: P. T. PECKINPAUGH
2000 E. NINTH ST.
CLEVELAND, OH 44115

RECEIPT

Name:

Total Fee: \$ 75.00

H. P. TECHNOLOGIES, INC.



Department of State

The State of Ohio F0400-0019

Sherrod Brown
Secretary of State

628783

 **Certificate** 

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

H. P. TECHNOLOGIES, INC. of:

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll F400 at Frame 0020 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 10TH day of FEB,
A.D. 1984.



Sherrod Brown
Sherrod Brown
Secretary of State

F0400-0020

ARTICLE OF INCORPORATION

H. P. TECHNOLOGIES, INC.

APPROVED

By DA

Date 2/10/84

Amount \$75.00

KE-5 FEB 22

KV-2 FEB 22

The undersigned person desiring to form a corporation for profit under the Ohio General Corporation Law, does hereby certify that:

FIRST: The name of the corporation shall be H. P. Technologies, Inc.

SECOND: The place in Ohio where the principal office of the corporation is to be located is 368 Topaz Lane, Brunswick, Ohio 44212, *Medina County*

THIRD: The purpose or purposes for which the corporation is formed are as follows: providing consulting services to business or industry in the fields of thermal processing or energy management and/or to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

FOURTH: The authorized number of shares without par value of the corporation shall be Seven Hundred and Fifty (750).

FIFTH: The amount of stated capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

SIXTH: The Corporation by its directors may purchase and redeem shares of any class issued by it when authorized by the vote or consent of holders of a majority of the shares of the class, part or all of which are being so purchased and redeemed. Such purchase and redemption shall be at such price or prices and upon such terms and conditions as shall be determined by the directors and the selling shareholder or shareholders.

SEVENTH: Notwithstanding any provision in the Ohio General Corporation Law, now or hereafter in force, requiring for any purpose the vote, consent, waiver or release of the holders of a designated proportion (but less than

F0400-0021

all) of the shares of any particular class or of each class, the vote, consent, waiver, or release of the holders of a majority of the shares of such particular class or of each class shall be required for such purposes.

EIGHTH: A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation as a vendor, purchaser, employee, agent or otherwise; nor shall any transaction, contract or other act of the corporation be void or voidable or in any way affected or invalidated by reason of the fact that any director or officer, or any firm in which director or officer is a shareholder, director or officer, is in any way interested in such transaction, contract or other act, provided the fact that such director, officer, firm or corporation is so interested shall be disclosed or shall be known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such transaction, contract or other such act shall be taken; nor shall any such director, or officer be accountable or responsible to the corporation for or in respect of any such transaction, contract or other act of the corporation or for any gains or profits realized by him by reason of the fact that he or any firm of which he is a member or any corporation of which he is a shareholder, director or officer is interested in such transaction, contract or other act; and any such director may be counted in determining the existence of a quorum at any meeting of the board of Directors of the corporation which shall authorize or take action in respect of any transaction, contract or other act, and may vote thereat to authorize, ratify or approve any such transaction, contract or other act with like force and effect as if he or any firm of which he is a shareholder, director or officer were not interested in such transaction, contract or other act.

F0400-0022

NINTH: The company shall indemnify any Directors, Officers or Employees or any former Directors, Officers, or Employees of the company, or any person who is serving or has served at the request of the company as a Director or Officer of another corporation, against expenses, judgments, decrees, fines, penalties, or amounts paid in settlement actually and necessarily incurred by him or her in connection with the defense of any pending or threatened action, suit, or proceeding, civil or criminal, to which he or she may be made a party by reason of being or having been such Directors, Officer, or Employee, provided it is determined in the manner hereinafter set forth.

(a) That such Director, Officer, or Employee was not, and has not been adjudicated to have been, negligent or guilty of misconduct in the performance of his duty to the Company or other corporation to which he or she is or was a director, Officer, or Employee;

(b) That he or she acted in good faith in what he or she believed to be in the best interest of the company or such other corporation;

(c) That, in any matter the subject of a criminal action, suit, or proceeding, he or she had no reasonable cause to believe that his or her conduct was unlawful; and

(d) In case of settlement, that the amount paid in the settlement was reasonable.

Such determination will be made either (1) by the Directors of the Company acting at a meeting at which a quorum consisting of Directors who are not parties to or threatened with such action, suit or proceeding is present, or (2) by independent legal counsel selected by the Company (who may be the legal counsel of the Company) in a written opinion, or (3) if there be no disinterested Directors or if a majority of the disinterested Directors, whether or not a quorum, so direct, by a vote in person or by proxy of the

F0400-0023

holders of the majority of the shares entitled to vote in the election of such Directors.

Expenses with respect to any pending or threatened action, suit, or proceeding, may be advanced by the Company prior to final disposition thereof, upon receipt of an undertaking by or on behalf of the recipient to repay such amounts unless it shall ultimately be determined that he or she is entitled to indemnification hereunder.

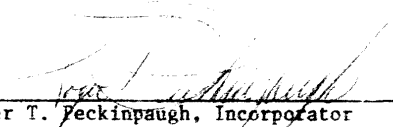
The indemnity hereinafter provided for shall not be determined to be exclusive of any of the rights to which any person may be entitled under the Articles, the Regulations, any Agreement, any insurance purchased by the Company, vote of shareholders, or otherwise.

The foregoing rights shall inure to the benefit of the heirs, executors, and administrators of any such person.

The Company may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, or Employee, or any person who is or was serving at the request of the Company as a Director, Officer, or Employee of another corporation against any liability asserted against him or incurred by him in any such capacity or arising out of his status as such whether or not the Company would have the power to indemnify him against such liability under the provisions of this Article.

If any part of this Article shall be found, in any action, suit, or proceeding, to be invalid, the validity and the effect of the remaining parts shall not be affected.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 18th day of January, 1984.



Roger T. Peckinpaugh, Incorporator

F0400-0024



Original Appointment of Statutory Agent

The undersigned, being at least a majority of the incorporators of H. P. Technologies, Inc.
(Name of Corporation)

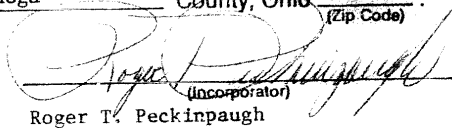
_____ , hereby appoint Dennis Giancola to be statutory agent
(Name of Agent)

upon whom any process, notice or demand required or permitted by statute to be served upon
the corporation may be served.

The complete address of the agent is: 368 Topaz Lane
(Street)

Brunswick , Cuyahoga County, Ohio 44212
(City or Village) (Zip Code)

Date: January 18, 1984


(Incorporator)
Roger T. Peckinpaugh

(Incorporator)

(Incorporator)

(Incorporator)

Instructions

- 1) Profit and non-profit articles of incorporation must be accompanied by an original appointment of agent. R.C. 1701.04(C), 1702.04(C).
- 2) The statutory agent for a corporation may be (a) a natural person who is a resident of Ohio, or (b) an Ohio corporation or a foreign corporation licensed in Ohio which has a business address in this state and is explicitly authorized by its articles of incorporation to act as a statutory agent. R.C. 1701.07(A), 1702.06(A).
- 3) The agent's complete street address must be given; a post office box number is not acceptable. R.C. 1701.07(C), 1702.06(C).
- 4) An original appointment of agent form must be signed by at least a majority of the incorporators of the corporation. R.C. 1701.07(B), 1702.06(B).

Form C-AGO April, 1980
Prescribed by Secretary of State Anthony J. Celebrezze, Jr.

F0400-0027A

Hendershott, Huffman & Peckinpaugh Co., L.P.A.

Attorneys at Law
900 Citizens Federal Tower
2000 East Ninth Street
Cleveland, Ohio 44115

Howard E. Hendershott
(800-1052)

Howard E. Hendershott, Jr.
Charles S. Huffman, Jr.
Ralph L. Peckinpaugh
Roger T. Peckinpaugh
Christopher E. Sankin
Norman R. Fisher, Jr.
William C. Huffman*

(216) 996-0400

February 9, 1984

14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 1984

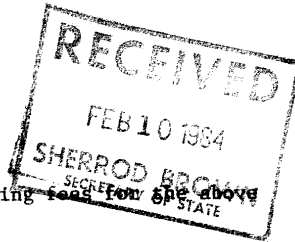
The Honorable Sherrod Brown
Secretary of State
30 E. Broad Street
Columbus, OH 43215

Re: H. P. Technologies, Inc.
Articles of Incorporation

Gentlemen:

Please find enclosed:

- (a) Articles of Incorporation,
- (b) Original Appointment of Agent, and
- (c) check in the amount of \$75 for filing corporation.



Please process the same and return the documents to the undersigned. I would also request that you confirm the filing of these Articles of Incorporation and the availability of the name H. P. Technologies, Inc. with the undersigned by telephone as soon as possible. Please call me collect.

Thank you for your cooperation.

Sincerely yours,

Roger T. Peckinpaugh
Roger T. Peckinpaugh

RTP:dt

Enclosures

SEARCHED SERIALIZED INDEXED FILED
FEB 10 1984
FBI - COLUMBUS

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of Ohio :

: ss.

County of Lorain :

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

[He/she is the President (Office of Affiant) of H. P. Technologies, Inc. (Name of Applicant);]

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

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

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

That the Applicant herein H. P. Technologies, Inc. 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 H. P. Technologies, Inc. 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.

Dennis Giancola
Signature of Affiant

Sworn and subscribed before me this 7 day of December, 2014.

[Signature]
Signature of official administering oath

My commission expires _____



Stephanie Nickoloff
Notary Public, State of Ohio
Lorain County
My Commission Expires
4/25/17

Appendix B

OPERATIONS AFFIDAVIT

[Commonwealth/State] of Ohio :

: SS.

County of Lorain :

Dennis J. Giancola, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of H. P. Technologies, Inc. (Name of Applicant);]

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

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

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

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

Appendix B (Continued)

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

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

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

Dennis Scanlon
Signature of Affiant

Sworn and subscribed before me this 20 day of December, 2014.

Stephanie Nickoloff
Signature of official administering oath

My commission expires _____



Stephanie Nickoloff
Notary Public, State of Ohio
Lorain County
My Commission Expires
4/25/17