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June 17, 2015

VIA HAND DELIVERY

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor North
P.O. Box 3265
Harrisburg, PA 17105-3265

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Re: Application of PPL EnergyPlus, LLC for Authority to Offer, Render, Furnish or Supply Electricity or Electric Generation Services, Docket No. A-110098

Notice Regarding Change in the Operating Name of PPL EnergyPlus, LLC

Dear Secretary Chiavetta:

Talen Energy Marketing, LLC" ("Talen Energy Marketing"), f/k/a PPL EnergyPlus, LLC ("PPL EnergyPlus"), hereby submits this letter, pursuant to 52 Pa. Code § 54.34(b), to inform the Pennsylvania Public Utility Commission ("Commission") of a change in the operating name for the electric generation supplier license of PPL EnergyPlus at Docket No. A-110098. Enclosed is a certified copy of the name change notification filed with the Pennsylvania Department of State. Also enclosed is a true and correct copy of a rider changing the name for the Principal on the current licensed electric supplier bond Continuation Certification, Bond No. 019-007-643. As explained below, there will be no change in the operations, areas served, or scope of services offered as a result of the change in the operating name.

PPL EnergyPlus currently is licensed by the Commission to provide retail electric supplies in the Commonwealth of Pennsylvania. Prior to June 1, 2015, PPL EnergyPlus was a wholly owned, indirect subsidiary of PPL Corporation ("PPL Corp."). On June 1, 2015, PPL Corp. and RJS Entities closed on a transaction that transferred PPL Corp.'s deregulated electric generation and retail electric and gas supply business lines to the shareowners of PPL Corp. and then immediately combined that business with the RJS Entities' competitive power generation

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business to form Talen Energy Corporation (“Talen Energy”).¹ PPL EnergyPlus is an unregulated entity that moved over to Talen Energy as part of the transaction. Consequently, as of June 1, 2015, PPL EnergyPlus is owned by Talen Energy.²

Shortly after closing, PPL EnergyPlus changed its corporate name from “PPL EnergyPlus, LLC” to “Talen Energy Marketing, LLC”. Talen Energy Marketing has submitted the required name change notification with the Pennsylvania Department of State, a certified copy of which is enclosed. Talen Energy Marketing will continue to operate under the existing tax identification for PPL EnergyPlus.

Pursuant to 66 Pa.C.S. § 2809(c), PPL EnergyPlus’ current licensed electric supplier bond Continuation Certification, Bond No. 019-007-643, has been filed with the Commission (Docket No. A-110098) and remains effective through May 15, 2016. Enclosed is a true and correct copy of a rider changing the name to the current licensed electric supplier bond Continuation Certification from “PPL EnergyPlus, LLC” to “Talen Energy Marketing, LLC”.

The physical address for Talen Energy Marketing will remain at 835 Hamilton St, Allentown, PA 18101. The mailing address for Talen Energy Marketing has changed from Two North Ninth Street, Allentown, PA 18101 to 835 Hamilton Street, Suite 150, Allentown, PA 18101.

Prior to the closing of the transaction, PPL EnergyPlus was an affiliate to two jurisdictional public utilities: PPL Electric Utilities Corporation, an electric distribution company;³ and PPL Interstate Energy Company, a natural gas distribution company.⁴ As a result of the transaction,

¹ PPL Corp. will have no continuing ownership interest in Talen Energy. Upon closing, PPL Corp’s shareowners will own 65% of Talen Energy and the RJS Entities will directly or indirectly own 35% of Talen Energy

² The transaction was previously approved by the Commission. The spinoff of the PPL Corp. deregulated generation and retail electric and gas supply businesses does not require Commission approval, but certain ancillary parts of the transaction did require Commission approval. On April 15, 2015, the Commission adopted, with one modification, the Recommended Decision of Administrative Law Judge Susan D. Colwell recommending approval of a Settlement resolving all issues related to the transfer of certain assets and authority related to PPL Corp.’s spinoff of its deregulated generation and retail electric and gas supply businesses to Talen Energy. *See Joint Application of PPL Interstate Energy Company and PPL Electric Utilities Corporation for All of the Necessary Authority, Approvals, and Certificates of Public Convenience (1) for the Transfer of PPL Corporation’s Ownership Interests in PPL Interstate Energy Company to Talen Energy Corporation, and Certain Post-Closing Transactions Associated therewith; (2) for the Transfer of Certain Property Interests Between PPL Electric Utilities Corporation and PPL Energy Supply, LLC and its Subsidiaries in Conjunction with the Transfer of All of the Interests of PPL Energy Supply, LLC and its Subsidiaries to Talen Energy Corporation; (3) for any Modification or Amendment of Associated Affiliated Interest Agreements; and (4) for any Other Approvals Necessary to Complete the Contemplated Transactions, Docket Nos. A-2011-2435752 and A-2014-2435833 (Motion of Chairman Powelson, adopted March 11, 2015. The Recommended Decision adopted by the Commission found, among other things, Talen Energy to be technically, legally, and financially fit.*

³ PPL Electric Utilities Corporation is a “public utility,” an “electric distribution company” and a “default service provider” as defined in Sections 102 and 2803 of the Public Utility Code, 66 Pa.C.S. §§ 102, 2803.

⁴ PPL IEC is a public utility under the Public Utility Code providing transportation of oil and natural gas to electric generating stations pursuant to certificates of public convenience granted by the Commission. *Application of Interstate Energy Company, Docket No. 97032, 1973 Pa. PUC LEXUS 74, 46 Pa. PUC 524 (Feb. 6, 1973); Re:*

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Talen Energy Marketing, f/k/a PPL EnergyPlus, and PPL Electric Utilities Corporation are no longer affiliates. However, PPL Interstate Energy Company also was acquired by Talen Energy as part of the transaction.⁵ Thus, Talen Energy Marketing, f/k/a PPL EnergyPlus, and PPL Interstate Energy Company will remain affiliates. Talen Energy Marketing will continue to comply with all applicable regulations and requirements regarding marketers with affiliated jurisdictional public utilities.

Talen Energy Marketing will continue to offer the same electric generation supply services previously provided under the name PPL EnergyPlus, LLC, subject to the requirements and conditions of the existing Commission-approved electric generation supplier license at Docket No. A-110098. There will be no changes in operations, services offered, customer types served, or areas as a result of the name change.

Based on the foregoing, Talen Energy Marketing, f/k/a PPL EnergyPlus, LLC, respectfully requests that the Commission approve and issue a name change to the existing electric generation supplier license at Docket No. A-110098.

Copies of this letter notification have been served as indicated in the attached Certificate of Service. Should you require anything further or have any additional questions, please do not hesitate to contact the undersigned directly.

Respectfully submitted,


David B. MacGregor

DBM/ctw
Enclosures

cc: Certificate of Service

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Interstate Energy Company, Docket No. 97032, 1979 Pa. PUC LEXUS 61, 53 Pa. PUC 314 (June 7, 1979); and *Application of Interstate Energy Company*, Docket No. A-00140200, affirmed by *UGI Utilities v. Pa. PUC*, 684 A.2d 225 (Oct. 28, 1996).

⁵ See Footnote 2, *supra*.

NAME CHANGE NOTIFICATION

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JUNE 9, 2015

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

Talen Energy Marketing, LLC

I, **Pedro A. Cortés**, Secretary of the Commonwealth of Pennsylvania
do hereby certify that the foregoing and annexed is a true and correct
copy of
LIMITED LIABILITY AMENDMENT filed on June 1, 2015
which appear of record in this department.

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IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's Office to
be affixed, the day and year above
written.

Pedro A. Cortés

Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Certificate of Amendment-Domestic
(15 Pa.C.S.)

Limited Partnership (§ 8512)
 Limited Liability Company (§ 8951)

Name	CT - COUNTER		
Address			
City	State	Zip Code	
Aller	9569569	SOPA 111	

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

Commonwealth of Pennsylvania
LIMITED LIABILITY AMENDMENT 3 Page(s)



T1515260101

Fee: \$70

In compliance with the requirements of the applicable provisions (relating to certificate of amendment), the undersigned, desiring to amend its Certificate of Limited Partnership/Organization, hereby certifies that:

1. The name of the limited partnership/limited liability company is:
PPL EnergyPlus, LLC

2. The date of filing of the original Certificate of Limited-Partnership/Organization: August 28, 1998

3. Check, and if appropriate complete, one of the following:

The amendment adopted by the limited-partnership/limited liability company, set forth in full, is as follows:
The name of the limited liability company is Talen Energy Marketing, LLC.

The amendment adopted by the limited partnership/limited liability company is set forth in full in Exhibit A attached hereto and made a part hereof.

4. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing this Certificate of Amendment in the Department of State.

The amendment shall be effective on, 6/2/15 at 12:01 a.m.
Date Hour

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5. Check if the amendment restates the Certificate of Limited Partnership/Organization:

The restated Certificate of Limited Partnership/Organization supersedes the original Certificate of Limited Partnership/Organization and all previous amendments thereto.

IN TESTIMONY WHEREOF, the undersigned limited partnership/limited liability company has caused this Certificate of Amendment to be executed this

1st day of June, 2015.

PPL EnergyPlus, LLC

Name of Limited Partnership/Limited Liability Company



Signature

Thomas G. Douglass, Jr., Secretary

Title

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CERTIFICATE OF SERVICE
Docket No. A-110098

I certify that a true and correct copy of the foregoing has been served upon the following persons, in the manner indicated, in accordance with the requirements of 52 Pa. Code §§ 1.54, 1.57, and 1.58:

VIA FIRST CLASS MAIL

Bureau of Investigation & Enforcement
Pennsylvania Public Utility Commission
PO Box 3265
Commonwealth Keystone Building
400 North Street, 2nd Floor West
Harrisburg, PA 17105-3265

Office of Consumer Advocate
555 Walnut Street
Forum Place, 5th Floor
Harrisburg, PA 17101-1923

Office of Small Business Advocate
Commerce Building
300 North Second Street, Suite 202
Harrisburg, PA 17101

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

Duquesne Light Company
Regulatory Affairs
411 Seventh Avenue, 16th Floor
Pittsburgh, PA 15219

First Energy
Legal Department
2800 Pottsville Pike
Reading PA, 19612

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

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

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

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

PECO Energy Company
Manager Energy Acquisition
2301 Market Street
Philadelphia, PA 19101-8669

Paul E. Russell, Esquire
PPL Services Corporation
Office of General Counsel
Two North Ninth Street
Allentown, PA 18101-1179

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

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

Date: June 17, 2015


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