

July 16th, 2015

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

RE: Natural Gas Broker Application, Titan Energy – New England, Inc.

Dear Pennsylvania PUC,

Please find enclosed natural gas broker application, along with a check made out to the PA PUC in the amount of \$350.00.

Please note that several pages within the package have been removed from the "official" document and marked as "Confidential". For the purposes of this application, these documents have been placed in a second envelope, wherein all materials contained are marked clearly as confidential. It is expected that any information marked as confidential will remain as such, and not be made available to the public.

As requested by the PUC, we have also included a CD-ROM containing the application's contents. Within the CD-ROM, we have also split out the information between the standard/public application and its confidential contents. As with the standard application, it is expected that any information marked as confidential will remain as such, and not be made available to the public.

If you have any questions on any aspect of the enclosed application, please do not hesitate to contact me either by phone at 860-436-2768 ext. 105, or via email at justinkearney@titanenergyne.com

Best regards,

Vistin Learner

Justin Kearney. Director of Market Development & Support Titan Energy New England, Inc. 860-436-2768 ext. 105 justinkearney@titanenergyne.com



JUL 1 6 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Boston, MA 02127 88 Black Falcon Ave, Suite 342 P.617.338.6300; F.617.542.4487

Rocky Hill, CT 06067 2275 Silas Deane Highway P.860.436.3433; F.860.436.3459

Kingston, NH 03848 8 Williams Path P.603.642.9591; F.603.642.6477



TITAN ENERGY – NEW ENGLAND, INC.

NATURAL GAS BROKER APPLICATION

COMMONWEALTH OF PENNSYLVANIA

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BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Titan Energy – New England, Inc., for approval to offer, render, furnish, or supply natural gas supply services as a broker/marketer engaged in the business of supplying natural gas services_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:

Titan Energy - New England, Inc. 2275 Silas Deane Hwy, Rocky Hill, CT, 06067 <u>www.titanenergyne.com</u> 860-436-2768

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.

National Registered Agents, Inc. 116 Pine St, 3rd FL, Suite 320 Harrisburg, PA, 17101 800-562-6429 (phone) 609-716-0820 (*Fax*)

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.

Justin Kearney, Director of Market Development & Support 2275 Silas Deane Hwy, Rocky Hill, CT, 06067 860-436-2768, ext. 105 (t) 860-436-3459 (f) justinkearney@titanenergyne.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.

Brown, Paindiris & Scott, LLP Attn: Nicholas Paindiris 2252 Main St Glastonbury, CT, 06033 860-659-0700 *ext*. 206 (t) 860-652-4382 (f) npaindiris@bpslawyers.com

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 Natural Gas 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 NGSs.

Primary Contact:

Brendan Kearney, Manager of Customer Support 2275 Silas Deane Hwy, Rocky Hill, CT, 06067 860-436-2768 ext. 104 bkearney@titanenergyne.com

Alternate Contact:

Justin Kearney, Director of Market Development & Support 2275 Silas Deane Hwy, Rocky Hill, CT, 06067 860-436-2768 ext. 105 justinkearney@titanenergyne.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.

Or

X 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

X The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- X 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.

Attached, as "Addendum I"

Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation.

Titan Energy New England, Inc is incorporated in the state of Connecticut, as shown in the attached
 "Addendum II"

Give name and address of officers.

- Company Officers & Addresses:
 - Jerry P Hawkins 8 Williams Path, Kingston, NH, 03848
 - Christopher Ramm 2275 Silas Deane Hwy, Rocky Hill, CT, 06067

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.

- Titan Energy New England, Inc. does not have any affiliates.
- 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.
 - Titan Energy New England, Inc. does not have any predecessors. •

4. **OPERATIONS**

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

Definitions

- Supplier an entity which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of an natural gas distribution company
- Broker/Marketer an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.
- The Applicant is presently doing business in Pennsylvania as a
 - natural gas interstate pipeline
 - municipality providing service outside its municipal limits
 - local gas distribution company
 - retail supplier of natural gas services in the Commonwealth
 - a natural gas producer
 - a broker/marketer engaged in the business of supplying natural gas services
 - Other. (Identify the nature of service being rendered)

or

X The Applicant is not presently doing business in Pennsylvania.

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



Supplier or Aggregator of natural gas services

Municipal supplier of natural gas services

Cooperative supplier of natural gas services X Broker/Marketer engaged in the business of supplying natural gas services

X. Check here to verify that your organization will not be taking title to the natural gas nor will

you be making payments for customers.

Other (Describe):

- c. PROPOSED SERVICES: Describe in detail the natural gas supply services which the Applicant proposes to offer.
 - Titan Energy New England's intended operations in Pennsylvania will mirror that of its operations in other . states eligible for electricity and natural gas deregulation. Titan works with commercial, industrial and municipal clients in developing energy purchasing strategies by leveraging competitive pricing and product offerings from a large and increasing supply base of electricity and natural gas suppliers. In this way, Titan Energy's applicable customers contract directly with a retail supplier, where Titan is the agent of record under the specific contract period.
- d. PROPOSED SERVICE AREA: Check the box of each Natural Gas Distribution Company for which the Applicant proposes to provide service.

Columbia		Philadelphia Gas Works
National Fuel Gas		UGI Central Penn
PECO		UGI Penn natural
Peoples Gas – Equitable Div.		UGI Utilities
Peoples Natural Gas		Valley Energy
Peoples TWP	<u>X</u> /	All of the above

- e. CUSTOMERS: Applicant proposes to provide services to:
 - **Residential Customers**
 - Small Commercial Customers (Less than 6,000 Mcf annually)
 - XX Residential and Small Commercial as Mixed Meter ONLY (CANNOT BE TAKEN WITH **RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)**
 - Large Commercial Customers (6,000 Mcf or more annually)
 - XXX Industrial Customers
 - **Governmental Customers**
 - All of above
 - Other (Describe):
- f. START DATE: Provide the approximate date the Applicant proposes to actively market within the Commonwealth.
 - o September 1st, 2015

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 Titan Energy New England Inc, nor any parties associated with it, has had any criminal or civil proceedings levied against it.
- **b. SUMMARY:** If applicable; provide a statement as to the resolution or present status of any such proceedings listed above.
 - o Not applicable
- 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.
 - o Titan Energy New England Inc has no actions or complaints to list.
- d. SUMMARY: If applicable; provide a statement as to the resolution or present status of any actions listed above.
 - o Not applicable

6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

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

b.) NGDCs: 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 Natural Gas 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 NGDC is as follows.

Columbia Gas of PA, Inc.	Peoples Gas – Equitable Division
Thomas C. Heckathorn	Lynda Petrichevich
200 Civic Center Drive	
	375 North Shore Drive, Suite 600
Columbus, OH 43215	Pittsburg, PA 15212
PH: 614.460.4996	PH: 412.208.6528
FAX: 614.460.6442	FAX: 412.208.6577
theckathorn@nisource.com	e-mail: Lynda.w.petrichevich@peoples-
	gas.com
National Fuel Gas Distribution Corp.	PECO
David D. Wolford	Carlos Thillet, Manager, Gas Supply and
6363 Main Street	Transportation
Williamsville, NY 14221	2301 Market Street, S9-2
PH: 716.857.7483	Philadelphia, PA 19103
FAX: 716.857.7479	PH: 215.841.6452
e-mail: <u>wolfordd@natfuel.com</u>	Email: <u>carlos.thillet@exeloncorp.com</u>
The Peoples Natural Gas Company	Philadelphia Gas Works
Lynda Petrichevich	Nicholas LaPergola
375 North Shore Drive, Suite 600	800 West Montgomery Avenue
Pittsburg, PA 15212	Philadelphia, PA 19122
PH: 412.208.6528	PH: 215.684.6278
FAX: 412.208.6577	email: nicholas.lapergola@pgworks.com
e-mail: Lynda.w.petrichevich@peoples-gas.com	
Peoples TWP LLC (Formerly T. W. Phillips)	UGI
Lynda Petrichevich	David Lahoff
375 North Shore Drive, Suite 600	2525 N. 12 th Street, Suite 360
Pittsburg, PA 15212	Reading, PA 19612-2677
PH: 412.208.6528	PH: 610.796.3520
FAX: 412.208.6577	Email: <u>dlahoff@ugi.com</u>
e-mail: Lynda.w.petrichevich@peoples-gas.com	
UGI Central Penn	UGI Penn Natural
David Lahoff	David Lahoff
2525 N. 12 th Street, Suite 360	2525 N. 12 th Street, Suite 360
Reading, PA 19612-2677	Reading, PA 19612-2677
PH: 610.796.3520	PH: 610.796.3520
Email: dlahoff@ugi.com	Email: dlahoff@ugi.com
Erran <u>diarron avagi, oorn</u>	Linan. dianonagagi.com
Valley Energy Inc.	
Robert Crocker	
523 South Keystone Avenue	
Sayre, PA 18840-0340	
PH: 570.888-9664	
FAX: 570.888.6199	
email: <u>bobc@ctenterprises.org</u>	L

7. FINANCIAL FITNESS

- a. BONDING: In accordance with 66 Pa. C.S. Section 2208(c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.
 - Please see "Addendum VII Bonding Letters", where Titan letters from each PA natural gas LDC stating that Titan Energy – New England, Inc is not responsible for furnishing a bond, due to Titan's provision of only brokering/consulting services within the Commonwealth of Pennsylvania.
 - (While National Fuel Distribution Corp has stated they do not require a bond from Titan, their policy is to send a letter stating as such upon submittal of the application.)
- 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
 - Not applicable. Titan Energy New England, Inc. is a standalone corporation with no affiliated or subsidiaries.
 - Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
 - Not applicable. Titan Energy New England Inc is not a public company and does not have any of its financial information published.
 - Applicant's accounting statements, including balance sheet and income statements for the past two years.
 - o Please refer to attachments in "Addendum III" and outlined below:
 - Titan Energy Current Profit & Loss, January through April 2015
 - Titan Energy Current Profit & Loss, January through December 2014
 - Titan Energy Current Profit & Loss, January through December 2013
 - Titan Energy Current Balance Sheet, As of December 31st, 2014
 - Titan Energy Current Balance Sheet, As of December 31st, 2013
 - 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.
 - Not applicable. Titan Energy New England Inc does not have a credit report with any of the aforementioned rating agencies.
 - 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.
 - Please see attachment, "Addendum IV"
 - Audited financial statements exhibiting accounts over a minimum two year period.
 - Not applicable. In the 15+ years of Titan Energy New England Inc's operation, we have not had our financial statements audited.

- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.
 - o Please see attachment, "Addendum V"
- c. SUPPLIER FUNDING METHOD: If Applicant is operating as anything other than <u>Broker/Marketer only</u>, explain how Applicant will fund its operations. Provide all credit agreements, lines of credit, etc., and elaborate on how much is available on each item.
 - o Not applicable. Titan Energy NE is applying as a Broker/Marketer
- d. BROKER PAYMENT STRUCTURE: If applicant is a broker/marketer, explain how your organization will be collecting your fees.
 - Titan Energy New England, Inc collects payment either through a fee paid by a retail natural gas provider, or on a flat fee basis in a consultative model.
- e. ACCOUNTING RECORDS CUSTODIAN: Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.

Michael Federico, Controller 2275 Silas Deane Hwy, Rocky Hill, CT, 06067 860-436-2768 ext. 100 860-436-3459 (fax) mfederico@titanenergyne.com

f. TAXATION: Complete the TAX CERTIFICATION STATEMENT attached as Appendix D 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 natural gas distribution companies 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:

Description of Titan Energy New England and current operations:

Titan Energy - New England, Inc. is a premier energy management and consulting company with over 15 years of experience working within the broker/aggregator field, and has served thousands of customers within the commercial, industrial, manufacturing, municipal and residential designations. Titan Energy also offers a variety of other energy-related services designed to assist our clients in managing their energy needs. Titan Energy New England, Inc works with commercial, industrial and municipal clients in

developing energy purchasing strategies by leveraging competitive pricing and product offerings from a large and increasing supply base of electricity and natural gas suppliers. The company offers its electricity and natural gas brokerage services to customers in markets open for deregulation, but offers a variety of other energy-related services in markets throughout North America.

Intended Operations & Business Plans in Pennsylvania:

• Titan Energy's intended operations in Pennsylvania will mirror that of its operations in other states eligible for electricity and natural gas deregulation. Titan works with thousands of commercial, industrial and municipal clients in developing energy purchasing strategies by leveraging competitive pricing and product offerings from a large and increasing supply base of electricity and natural gas suppliers. In this way, Titan Energy's applicable customers contract directly with a retail supplier, where Titan is the agent of record under the specific contract period.

Staffing Structure and Employee Training:

• Titan Energy New England's main operations are run from its headquarters in Rocky Hill, Connecticut, where it's pricing, analytical, and administration functions are performed. Titan's energy consultants typically work from home offices or satellite offices and report directly to Titan's headquarters. Any employee, independent contractor, or sales consultant who represents Titan undergoes a detailed training regimen focused on the consultative process. As such, all training is designed to assure our sales representatives are educational, informative in their communication with electricity and natural gas end users. All training falls strictly in accordance with Titan's marketing practices, as outlined below.

Proof of Licenses in Other States or Jurisdictions:

- Ohio Electricity broker license # 13-665E (2), Case # 13-0535-EL-AGG
 - <u>http://www.puco.ohio.gov/puco/index.cfin/docketing/regulated-company-list/?Indld=68#sthash.r11XMxeS.dpbs</u>
- New Hampshire <u>License # DM 10-312</u>
 <u>http://puc.nh.gov/Regulatory/Docketbk/2010/10-312.html</u>
- Illinois ICC Illinois Case # 10-0445

 <u>https://www.icc.illinois.gov/utility/profile.aspx?id=3393</u>
- Massachusetts <u>License # EB-036</u>

 <u>http://wcb1.env.state.ma.us/DPU/FileRoom/Licenses</u>
- Connecticut State of Connecticut PURA Docket # 07-02-24

 <u>http://www.dpuc.state.ct.us/electric.nsf/\$FormByElectricApplicantsView?OpenForm&Start=1&C</u> ount=1000&ExpandView
- New Jersey License # EE11050286L
 List of energy agents <u>http://www.state.nj.us/bpu/about/divisions/energy/thirdparty.html</u>
- Maine <u>http://www.maine.gov/mpuc/electricity/list_of_suppliers.shtml</u>

b. PROPOSED MARKETING METHOD (check all that apply)

X Internal – Applicant will use its own internal resources/employees for marketing

- External NGS Applicant will contract with a PUC LICENSED NGS
- Affiliate Applicant will use a NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant
- External Third-Party Applicant will contract with a NON-NGS third party nontraditional marketer and/or nonselling marketer
- Other (Describe):
- c. DOOR TO DOOR SALES: Will the Applicant be implementing door to door sales activities?

	Yes
х	No

If yes, will the Applicant be using verification procedures?

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Yes No

If yes, describe the Applicant's verification procedures

- d. OVERSIGHT OF MARKETING: Explain all methods Applicant will use to ensure all marketing is performed in an ethical manner, for both employees and subcontractors.
 - Titan Energy New England is a consultative company, and conducts all of its marketing practices with that in mind. As it stands, Titan Energy NE does not engage in door-to-door, direct mailer, or telemarketing to any of its potential or current clients, and categorically does not send out communication to any existing, past or future client with misleading information. Our marketing material is educational and informative, and if sent out at all, is only sent to notify potential clients of the services our company can provide. Marketing practices are standard across the company, for both employees and subcontractors.
- e. OFFICERS: Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations.
 - Resumes attached for the below in "Addendum VI":
 - Jerry P. Hawkins, President. Resume attached
 - Christopher H. Ramm, Vice President & General Manager Resume attached

9. DISCLOSURE STATEMENT:

DISCLOSURE STATEMENTS: If proposing to serve Residential and/or Small Commercial (less than 6,000 Mcf annually) Customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix E to this Application.

Natural gas 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.

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

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. 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 § 62.114.
 - X AGREED
- b. REPORTING REQUIREMENTS: Applicant agrees to provide the following information to the Commission:
 - Reports of Gross Receipts: Applicant shall file an annual report with the Commission on an annual basis no later than April 30th following the end of the calendar year per 52 Pa. Code § 62.110.
 - X AGREED
- c. 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. § 2208(d). Transferee will be required to file the appropriate licensing application.
 - X AGREED
- d. ASSESSMENT: The Commission does not <u>presently</u> assess Natural Gas Suppliers for the purposes of recovery of regulatory expenses.
 - X ACKNOWLEDGED
- e. 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 § 62.105.
 - X AGREED
- f. 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

- g. 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 thirty (30) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 62.105.
 - X AGREED
- h. 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
- i. FEE: The Applicant has enclosed or paid the required filing fee by CERTIFIED CHECK OR MONEY ORDER in the amount 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 Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

12. <u>NEWSPAPER PUBLICATIONS</u>

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 Natural Gas Suppliers looking to do business in Pennsylvania.

The newspapers in which proof of publication are required is dependent on the service territories the applicant is proposing to serve. The chart below dictates which newspapers are necessary for each NGDC. 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.

	Erie Times- News	Harrisburg Patriot- News	Philadelphia Daily News	Pittsburg Post- Gazette	Scranton Times- Tribune	Williamsport Sun-Gazette	Johnstown Tribune- Democrat
Columbia Gas	X	X		<u> </u>		X	X
Equitable Gas	X			X			
National Fuel Gas				X			
PECO			X				
Peoples Natural Gas	x			X			Х
Peoples TWP LLC				X			
Philadelphia Gas Works			×				
UGI		X	X		X		
UGI Central Penn	X	X	X	X	X_	X	X
UGI Penn Natural		X			X	x	
Valley Energy				·	<u>x</u>	X	
Entire					 		
Commonwealth	X	X	X	X	X _	X	X

(Example Publications are provided at Appendices F and G)

13. SIGNATURE

Applicant:: By: General 1 ler. Title: Ø

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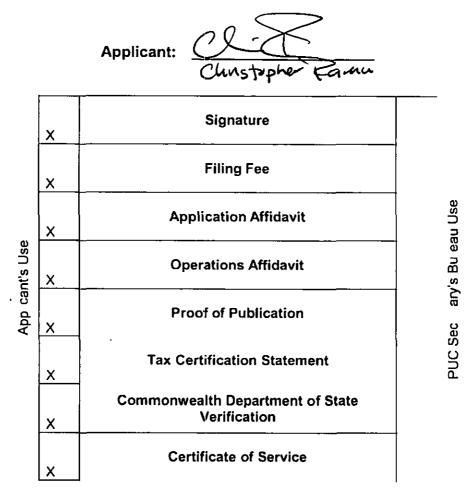
JUL 1 6 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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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 is complete.





JUL 1 6 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Appendix A

APPLICATION AFFIDAVIT

(Commonwealth/State) of <u>Connecticat</u>	_ :	
	:	SS.
County of Hartford	:	
histopher H Ramm_ Affiant, being duly (sworn/affir	med) acc	cording to law, deposes and says that:
[He/she is the Central HanagetOffice of Affiant) of	New	Energy (Name of Applicant);]

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

(

That the Applicant herein, Titan Energy - New England, Inc. has the burden of producing information and supporting

documentation demonstrating its technical and financial fitness to be licensed as an natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

That the Applicant herein Titan Energy – New England, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Titan Energy – New England, 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 Titan Energy – New England, 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.

Signature of Affiant Sworn and subscribed before me this 15^{2} day of 20 15 Signature of official administering oath PHILIP A TULOTTA **NOTARY PUBLIC** CONNECTICUT RECEIVED My commission expires -MY COMMISSION EXPIRES SEPTEMBER 500, 2019

JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Appendix B

OPERATIONS AFFIDAVIT

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

That Titan Energy – New England, 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 Titan Energy – New England, 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 Titan Energy – New England, 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.



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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Appendix B (Continued)

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That Titan Energy - New England, 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.

Signature of Affiant
Sworn and subscribed before me this 15^{th} day of 5^{th} , 20_{15} , 20_{15} .
Signature of official administering oath
PHILIP A. TULOTTA NOTARY PUBLIC My commission expires



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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Appendix C

JUL 16 2015

Example CERTIFICATE OF SERVICE

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

On this the 15^{2} day of 5^{2} and 5^{2} and 5^{2} certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

Office of Consumer Advocate	Office of the Attorney General
5th Floor, Forum Place	Bureau of Consumer Protection
555 Walnut Street	Strawberry Square, 14th Floor
Harrisburg, PA 17120	Harrisburg, PA 17120
Office of the Small Business Advocate	Commonwealth of Pennsylvania
Commerce Building, Suite 1102	Department of Revenue
300 North Second Street	Bureau of Compliance
Harrisburg, PA 17101	Harrisburg, PA 17128-0946
Columbia Gas of PA, Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 theckathorn@nisource.com	Equitable Gas Company Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples- gas.com
National Fuel Gas Distribution Corp.	PECO
David D. Wolford	Carlos Thillet, Manager, Gas Supply and
6363 Main Street	Transportation
Williamsville, NY 14221	2301 Market Street, S9-2
PH: 716.857.7483	Philadelphia, PA 19103
FAX: 716.857.7479	PH: 215.841.6452
e-mail: wolfordd@natfuel.com	Email: carlos.thillet@exeloncorp.com
The Peoples Natural Gas Company Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com	Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: <u>nicholas.lapergola@pgworks.com</u>
Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com	UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: <u>dlahoff@ugi.com</u>

UGI Central Penn	UGI Penn Natural
David Lahoff	David Lahoff
2525 N. 12 th Street, Suite 360	2525 N. 12 th Street, Suite 360
Reading, PA 19612-2677	Reading, PA 19612-2677
PH: 610.796.3520	PH: 610.796.3520
Email: <u>dlahoff@ugi.com</u>	Email: <u>dlahoff@ugi.com</u>
Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org	

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Chris Ramm, Vice President & General Manager Titan Energy - New England, Inc.

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	Appendix D
COMMONWEALTH OF	TAX CERTIFICATION
PENNSYLVANIA	STATEMENT
PUBLIC UTILITY COMMISSION	O TATE MENT
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information and/or any outstanding state income, corporation, a additional space is needed, please use white 81/2" x 11" paper.	all applications for new licenses, renewals or transfers. Failure to provide the requested and sales (including failure to file or register) will cause your application to be rejected. If Type or print all information requested.
Titan Energy - New England, Inc.	2. BUSINESS PHONE NO. (860) 436 - 21768 CONTACT PERSON(S) FOR TAX ACCOUNTS: Michael F
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NAME (PRINT)	
Michael Horton	RECEIVED
NAME (PRINT)	
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NAMĚ (PRINT)	- AMI55
Christopher Ramm	PA PUBLIC UTILITY COMMISS PA PUBLIC UTILITY COMMISS SECRETARY'S BUREAU
NAME (PRINT)	
	NTIFICATION'NUMBERS'(ALL ITEMS A, B, & CMUSTERE(COMPLETED)
Item A- Designated by the Pennsylvania Department of Revenue	
Item B - Designated by the Internal Revenue Service.	
Item C – Designated by the Penn5ylvania Department of Revent	nue. The Co:porate Box number may also be referred to as the Corporate Account number,
A. SALES TAX LICENSE (8 DIGITS) APPLICAT	TION C. CORPORATE BOX No. (7 DIGITS) APPLICATION
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8. Do you have PA employees: resident or non-resident?	
9. Do you own any assets or have an office in PA? NAME AND PHONE NUMBER OF PERSON(S) RESPONSI	
SAME AND FROME NUMBER OF FERSONIS/RESPONSI	
	Michael J. Federico

ederico CORPORATE TAXES PASALES AND USE TAX EMPLOYER TAXES PHONE PHONE PHONE PHONE BED - 436 - 2768 × 100 Telephone inquiries about this form may be directed to the Pennsylvania Department of Revenue at the following numbers: (717) 787-1064. TDD# (800) 447-3020 (Harrier Investor Cont.) numbers: (717) 787-1064, TDD# (800) 447-3020 (Hearing Impaired Only)

Appendix I – Notice of Publication

I. Erie Times-News

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- II. Harrisburg Patriot-News
- III. Philadelphia Daily News
- IV. Pittsburg Post-Gazette
- V. Scranton Times-Tribune
- VI. Williamsport Sun-Gazette
- VII. Johnstown Tribune-Democrat



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

EXAMPLE FORM OF NOTICE PUBLICATION FOR COMBINED EGS AND NGS

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Applications of <u>Titan Energy New England, Inc</u> For Approval To Offer, Render, or Furnish Services as a Supplier, Aggregator, and Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth Of Pennsylvania.

Titan Energy New England, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. Titan Energy New England, Inc. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity and an aggregator engaged in the business of supplying electricity. Titan Energy New England, Inc. proposes to sell electricity, natural gas, and related services under all deregulated utility companies in the Commonwealth of Pennsylvania, including Citizens Electric, Duquesne Power & Light, Met-Ed, Pennsylvania Electric Company (PECO), Penelec, Penn Power, Pike, PPL, UGI, Wellsboro, West Penn under the provisions of the new Natural Gas Choice and Competition Act and 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 **Titan Energy New England Inc** 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 **Titan Energy New England Inc**, attorney at the address listed below.

By and through Counsel: Nicholas Paindiris Brown, Paindiris & Scott, LLP 2252 Main St Glastonbury, CT, 06033 860-659-0700 ext. 206 860-652-4382 (fax) npaindiris@bpslawyers.com



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

PROOF OF PUBLICATION In THE ERIE TIMES-NEWS

COMBINATION EDITION

t

Titan Energy New England 2275 Silas Deane Highway Rocky Hill CT 06067

REFERENCE: 82662 97921 PUC Notice

STATE OF PENNSYLVANIA) COUNTY OF ERIE) SS:

Debra McGraw, 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: 10/06/14

TOTAL COST: \$409.00

FILED ON: 10/06/14

Sworn to and subscribed before me this on day of () tobe 2014

AD SPACE: 0 Lines

Affiant: NOTARY 25

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JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

PENNISYLVANIA PUBLIC UTILITY COMMISSION MOTICE Applications of Titan Energy New England, Inc., For Approval To Otter, Render, or Furnish Services as an Aggregator, and Ministerritholer England In The Business OF Supphysin Diturula (its Supply Services and Electionary Supply or Elective Supplysing Natural (its Supply Services and Electionary Supply or Elective Services To The Public In The Commonwealth Of Penasylvania Titan Linergy New Hengland, Inc. with the fung an application with the Penasylvania Public Utility Commission (*PUC) for a technic to providing influent of the supplysing electricity or Hew England, Inc. will also be filme an application with the PUC for a technic to supply electricity or electric generation services as a brokermusiveler engaged in The Business of supplying-lecticitity and an aggregator engaged in Line Business of a supplying-lecticitity and an aggregator engaged in Line Business of services to end-uses in all deregulated-electric and maturity assumer electricity terntories in the Commonwealth of Pennsylvania under the promisions of the new Hitlord Gampation Act. This includes the electric distribution Comparies of Courses' Electricit, Busings of Electric West Penn Power, and the instant Gas Schubuchon comparies of Countribute Busing San Usab Power, and the natural Gas Schubuchon companies of Countribute Busing San Valoration Comparies of Schubuchon companies of Countribute Busing San Valoration Comparies of Schubuchon companies of Countribute Busing San Valoration Comparies of Courses' Electric, Propoles TWP 11C, Printerphild Gas Waloration, National Fuel Gas Color Proper Schubuchon Act And San Gas San Valorations, Properse Maturia Gas and Wiley Energy. The Busing Countribute Busing San Valoration Comparies of Courses' Electricity San Power Properse Maturia Course and Schubuchon Companies of Columbia Gas, Equitable Gas Waloration Comparies, Maturia Gas San Utiley Energy. The Busing Countribute Busing San Valoration San Valorations and San Valoration San Va

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Brown, Paindins & Scott, 11 Brown, Paindins & Scott, 11 7257 Main Si Giastonbury, C1, 06033 860-659-0700 ext, 206 - 860-652-4387 (124) npaindiris@bpstawyers.com

COMMONWEALTH OF PENNSYLVANIA

Notarial So il Barbara J. Moore, Rutary Public City of Erre, Erre, County Hy Commission Expires March 23, 2016 HEMDER, PERPERTY ASSOCIATION OF NOTARIES ٠

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

Che Patriot-News Now you know

TITAN ENERGY NEW ENGLAND 2275 SILAS DEANE HIGHWAY

RECEIVED

ROCKY HILL

CT 06067

JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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:

Marianne Miller, bein PENNSYLVANIA PUBLICUTILITY COMMISSION NOTICE Applications of Titon Energy New England, Inc For Approval To Olfor, Render, or Furnish Services as of Appreador, and Marketer/Broker Engaged in The Business Of Supplying Matural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth Of Pennsylvania, Titan Energy New England, Inc. will be tiling an application with the Pennsylvania Public Ullithy Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. Titan Energy New England, Inc. will also be tiling an application with the PUC for a license to supply electricity ar electric generation services as a broker/marketer.engaged in the business of supplying electricity. Titan Energy New England, Inc. Proposes to services to end-users in all dereguilated reference and competition Act and the Electricity Generation as distribution company torritories in the Commonwealth of Pennsylvania under the provisions of the new Natural Gas Chalce and Competition Act and the Electricity Generation Subtion Company torritories in business of Chalce and Competition Act and the Electricity Generation Subtion Company torritories in bio Company torritories in bio Commonwealth of Pennsylvania under the provisions of the new Natural Gas Chalce and Competition Act and the Electricit description customer Chalce and Competition Act This includes the electric distribution compenies of Cilliens' Electricit, Duquesta Power, PEL

Light, Moi-Ed, PECO, Penciec, Penn Power, Pike Light & Power, PPL Electric, UGI, Wallsbora Electric, West Penn Power, and the natural gas distribuilon componies of Columbia Gas, Eaujtable Gas, National Fuel Gas, PECO, People's Natural Gas. Peoples TWP LLC, Philadelphia Gas Works, UGI Utilities, UGI Contral Penn Gas, UGI Penn Natural Gas and Valley Energy. The PUC may consider this application without a hearing, Protests directed to the technical or financial tines of Tilan Energy New England inc may be filed within 15 days of the date of this notice with the Secretary of the PUC, PO, Box 2265, Harrisburg, PA 17105-3265, You should send cooles of any protast to Titan Energy New England Inc, allorney of the address listed below, By and through Counsel: Light, Mel-Ed, PECO, Penelec, Penn 1

i below. By ond through Counsel ; Nicholes Poindiris Brown, Poindiris & Scott, LLP 2252 Main St Glastonbury, CT, 64033 840-659-0700 ext, 306 840-659-0700 ext, 306 840-652-4382 (fax) npaindirisObpstawyers.com

tant Controller of The Patriot News Co., a corporation organized and existing under the laws of the inia, with its principal office and place of business at 2020 Technology Pkwy, Suite 300, in the ity of Cumberland. State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday general circulation, printed and published at 1900 Patriot Drive, in the City, County and State ews and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949. en continuously published ever since;

e or publication which is securely attached hereto is exactly as printed and published in their regular nity Weekly editions which appeared on the date(s) indicated below. That neither she nor said subject matter of said printed notice or advertising, and that all of the allegations of this statement as ter of publication are true; and

al knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on to, aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the rectors of the said Company and subsequently duly recorded in the office for the Recording of Deeds uphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002315799 ran on the dates shown below: October 07, 2014 U. Sworn to and subscribed before me this 08 day of October, 2014 A.D. ILL Notary Public ()

COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL Sheryl Marie Leggore, Notary Public Hampden Twp., Comberland County My Commission Expires July 16, 2018 NEWBER, PERINSYLVANIA ASSOCIATION OF NOTAFIES

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:

October 6, 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.

House Derly

Sworn to and subscribed before me this 6^{th} day of October, 2014.

Mary and Notangul

My Commission Expires:

COMMONWEALTH OF PENNOVLVANIA NOTARIAL SEAL MARY ANNE LOGAN, Notary Public City of Philadelphia, Phila. County My Commission Expires March 30, 2017

Copy of Notice of Publication PEINNQYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications of Tilen' Energy New England, inc For Appreval To Olitor, Render, or Furinish Sorv-less as an Aggregator, and Markster/Broker Engaged in The Business Ol Supplying Natural Gas Supply Barvices and Electricity Supply or Electric Ganeration Services, Ta The Public Info Then Emmonwohlth Of Ponnylvenia. The Public Info Then Emmonwohlth Of Ponnylvenia. The Public Uni-ity Commission (PUO) ponsylvenia. Public Uni-ties as an Aggregator, and Markster/Broker Engaged in The Business of Broker/ mur-keter engaged in the business of a broker/ natural gas evolces. Thes Energy New Eng-engaged in the business of supplying electricity and an aggregator angaged in the business of supplying ulscircitity. Tilen Energy New Eng-land, the proposes to supplying electricity, natural gas, and relatud services to end user in all daragulated electric and natural gas distribution formpany territories in the Commonwealth of Market and relatud services to end user in all daragulated electric and natural gas distribution formpany territories in the Commonwealth of Electric, UGI, Weilsbore Electric das Peoco Power, Pan Power & U, Clittons' Electric Duquesna Power & U, Clittons' Electric Duquesna Power & U, Clittons' Peoco Power, Pan Power, Pike Light, Weil Ponn Newer, and the natural gas enviral das Natural and Specop. People's Natural Cas. Peoco TWP/LLC, Philadelphin Gas Equilable Ghen Natural das and Valiey Energy. The Special day the Special in and the Societary of the 'PUC, Po. Bors 3265, Harrisburg, PA 17105-3265. You stor 3265, Harrisburg, PA 17105-3265. You stor Market Special Constant's Bacilian without a baching. Ortice of any protest to Tilan Energy New England inc. atterney at the address by and the Special Science Lights Bacilian Sciences in and and the Societary of the 'PUC, PO. Bors 3265, Harrisburg, PA 17105-3265. You stor Ma RECEIVED JUL 16 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

No.

Term,

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 <u>K. Flaherty</u>, 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 Post-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 <u>regular</u> editions and issues of the said Pittsburgh Post-Gazette a tewspaper of general circulation on the following dates, viz:

06 of October, 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 trac.

NAAL

COPY OF NOTICE OR PUBLICATION

	1 .	A Ila alter
"-"UTILITY COMMISSION	and the natural gas distri-	
NOTICE	bution companies of Co- lumbia Gas, Equitable Gas,	C PG Publishing Company
Applications of Titan En-	National Fuel Gas, PECO,	Sworn to and subscribed before me this day of:
ergy New England, Inc For	i People's Natural Gas. Peo- L	
Approval To Offer, Render,	ples TWP LLC, Philadelphia	October 06, 2014
or Furnish Services as an	Gas Works, UGI Utilities,	
Aggregator, and	UGI Central Penn Gas, UGI	
Marketer/Broker Engaged	Penn Natural Gas and Val-	
plying Natural Gas Supply	the PUC may consider	\mathcal{A}
Services and Electricity	The PUC may consider	
Supply or Electric Genera-	this application without a	
tion Services, To The Pub-	hearing. Protests directed	COMMONWEALTH OF PENNSYLVANIA Notarial Scal Linda M. Gaertner, Notary Public City of Pittsburgh, Allegiteny County My Commission Expires Jan. 31, 2015
ille In The Commonwealth	ito the technical or finan- cial fitness of Titan Energy New England Inc may be filled within 15 days of the	Notarial Scal
Of Pennsylvania,	New England Inc may be	Linda M. Gaertner, Notary Public
Titan Energy New En- gland, Inc. will be filing an	filed within 15 days of the	City of Pittsburgh, Allegheny County SECCUR. C015
gland, inc. will be tiling an	I date of this house with the	City of Priceburgh, Anequility County
application with the Penn-	Secretary of the PUC, P.O. Box 3265, Harrisburg, PA	My Commission Expires Jan. 31, 2015
sylvania Public Utility Commission ("PUC") for a	Box 3265, Harrisburg, PA	MEMBER, PENNSYLVANIA ASSOCIATION OF SOTABLE
license to provide natural	17105-3265. You should	BUNNIA
gas supply services as a	send copies of any protest	-OREANSSI-
broker/marketer engaged	to Titan Energy New En- gland Inc. attorney at the	-40 -10A
in the business of provid-	- address listed below.	•
ing natural gas services	By and through Counsel:	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 NOTABLEF MEMBER, PENNSYLVANIA ASSOCIATION OF NOTABLEF
Titan Energy New England, Inc. will also be filing an	Nicholas Paindiris, Brown,	
toc. will also be filing an	Paindiris & Scott, LLP, 2252	
application with the PUC	Main St, Glastonbury, CT,	STATEMENT OF ADVERTISING COSTS
for a license to supply electricity or electric gen-	06033, 860-659-0700 ext.	Titan Energy New England
eration services as a bro-	'206, 860-652-4382 (fax)	
ker/marketer engaged in	npaindiris@boslawyers.com	2275 Silas Deane Highway
the business of supplying		Rocky Hill CT 06067
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wealth of Pennsylvania -		
under the provisions of the	Publisher's Rec	eipt for Advertising Costs
new Natural Gas Choice		
PG PUBLithe Electricity Constation	Y, publisher of the P	ittsburgh Post-Gazette, a newspaper of general circulation,
hereby acl competition Act. This in-	of the aforsaid advert	ising and publication costs and certifies that the same have
Is an family cludes the electric distribu-		-
Deen runy tion companies of Citi-		
IZENS' FIACTICE DURINGSDA F		PG Publishing Company, a Corporation, Publisher of
O Power & Light, Met-Ed, 34 Bouleva PECO, Penelec, Penn Pow- er, Pike Light & Power, PPL PTTTSBUR Electric, UGI, Wellsboro		
34 Bouleval pr Bito Gobt & Doutor PD	*	Pittsburgh Post-Gazette, a Newspaper of General Circulation
PITTSRUR Electric UGL Wollsborn		D DAD AD
Phone 4 Electric, West Penn Power,		By Carried Article Carried J. Articles
Phone 412-203-1556		By it that I Patrit Derviel J. Adulting
		a second se

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.

(Under act P.L. 877 No 160. July 9, 1976) The Scranton Times

Commonwealth of Pennsylvania, County of Lackawanna

TITAN ENERGY JUSTIN KEARNEY, CEP 2275 SILAS DEANE HIGHWAY ROCKY HILL CT 06067

Account # 601723 Order # 81615036 Ad Price: 338.15

LEGAL NOTICE PENNSYLVANIA

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:

10/03/2014

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 $\lambda \gamma n \Lambda$ KAUN MAKA

Sworn and subscribed to before me this 3rd day of October A.D., 2014

Venturi avon (Notary Public)

COMMONWEALTH OF FEMRSYLVANIA Hattenat Fust Sharon Venters, Actary Public City of Scranton, Latersance County By Commission Enteres Feb. 12, 2018 PERSON FERNALLESSE FULLESSED OF NOT- SIES



JUL 16 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

LEGAL NOTICE

PENNSYLVANIA, PUBLIC UTILITY PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications of Titan Energy New England, Inc. For Approval To Offer, Aender, or Furnish Services as an Ag gregator, and MarkelerBnokar En-gaged In The Business Of Supplying. Natural Gas Supply Services and Elec-ticity Supply or Electric Generation. Services, To The Public In The Com-monwealth Of Pennsylvania.

Titan Energy New England, Inc. will Titen Energy Now England, Inc. will be filing an application with the Penn-sylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a hoke//mar-kator engeged in the/business of pro-viding natural gas services. Titen En-orgy Now England, Inc. will also be orgy Now England, Inc. will also be filing an application with the PUC for a lileansa, to supply elactricity or identic generation services as a brokkrimar-kutor engaged in the business of sup-plying electricity and an aggregator engaged in the business of supplying electricity. Titan Energy New Eng-land, Inc. proposes to sell-electricity, natural gas, and related services to end-users in all deregulated electric and natural gas distribution company territories in the Commonwealth of Pennsylvania under the provisions of the new Natural Gas Choice and Com-patition Act and the Electricity Generathe new Natural Gas Choice and Com-patilion 'Act and the Electricity Genera-tion Customer Choice and Competition Act. This includes the electric distribu-tion companies of Citizens' Electric, Duquesno Power & Light, Met-Ed, PECO, Panelec, Ponn Power, Pike Light & Power, PPL Electric, UGI, Wallsbaro Electric, West Penn Power, and the natural gas distribution companies of Columbia Gas, Equitable Gas, National Fuel Gas, PECO, People's Natural Gas Works, UGI Unitilias, UGI Contral Penn Gas, UGI Pann Natural Gas and Valley Energy. Energy.

The PUC may consider this application without a hearing. Protests directed to the tochnical or financial timess of Ti-tan Energy New England line, may be filed within 15 duys of the fidate of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 7/105-3255. You should send copies of any protest to Titan Energy New England line, atorney at the address listed below. listed below.

By and through Counsel: Nicholas Paindiris Brown, Paindiris & Scott, LLP 2252 Main St. Glastonbury, CT 06033 860-659-0700 ext, 206 860-652-4382 (frs) npaindiris3bpslawyers.com

PROOF OF PUBLICATION OF NOTICE IN THE WILLIAMSPORT SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA COUNTY OF LYCOMING

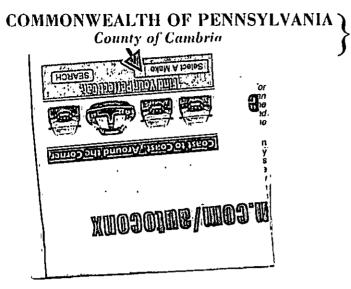
SS:

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:

her

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. **LEGAL NOTICES** ons in the foregoing statement as to time, place and character of publication are true.

Power, and the natural l PENNSYLVANIA gas distribution com-panies of Columbia Gas PUBLIC UTILITY COMMISSION Λ Equitable Gas, National Fuol Gas, PECO, Paoplo's Natural Gas, Peoplo's Natural Gas, Peoplo's TWP LLC, Phi-ladephia Gas Works, UGI NOTICE Applications of Titan SUN-GAZETTE COMPANY Energy Now England, Inc For Approval To Oller, Render, or Furnish Inc Utilitios, and subscribed before me Utilities, UGI Central Ponn Gas, UGI Ponn Naorn to Services as an Aggrega-tor, and Markoler/Broker tural Gas and Valloy Ener: dav Engaged In The Business QV. Of Supplying Natural Gas Supply Services and Elec-Of Supplying Natural Gas Supply Services and Eloc; tricity Supply or Electric Generation Services, To The Public in The Com-monwealth Of Pennsylva-The PUC may considor this application without a hearing. Protosts directed to the tectinical or financial fitness of Ti-Notary Public tan Energy New England Incmay be filed within 15 days of the date of this nia. Titan Energy, New England, Inc. will be fil-ing an application with the Pennsylvania Public Utilidays of the date of this notice with the Secretary of the PUC, P.O. Boxi 3285. Harrisburg, PA 17105-3265. You should send copies of any pro-test to Titan Energy Naw England Inc. attorney at the address listed losiow. NOTARIAL SEAL CATHY A. BILLEY, Notary Public RECEIVED City of Williamsport, Lycoming County ity Commission ("PUC") for a license to provide My Commission Expires May 15, 2015 natural gas supply sor-ATEMENT OF ADVERTISING COSTSJUL 16 2015 oter engaged in the busi-ness of providing natural gas services. Titan Ener-By and through Counsel: Nicholas Paladiria PA PUBLIC UTILITY COMMISSION gy New England; Inc. will also bo filing an appli-cation with the PUC for a Brown, Paindirls & Scott, LLP 2252 Main St SECRETARY'S BUREAU license to supply electri-city or electric generation Glastonbury, CT, 06033 860-659-0700 ext. 206 services as a broker/ marketer engaged in the business of supplying electricity and the Sun-Gazette Company, Dr.: 860-652-4382 (tax) publishing the notice attached npaindiris@ elocificity and an aggre-gator engaged in the busieto on the above state dates......\$ 404,90 bpslawyers.com ness of supplying electri-city. Titan Energy New Probated same......\$ England, Inc. proposos to sell electricity, natural gas, and rolated services Total..... to end-usors in all deregu-lated electric and natural HER'S RECEIPT FOR ADVERTISING COSTS gas distribution company territorias in the Com-monwealth of Pennsyl-vania under the provisions ereby acknowledges receipt of the aforesaid advertising and publication costs THE SUN-GA and certifies t of the new Natural Gas m fully paid. Choice and Competition Act and the Electricity Generation Customer Act and the clocingly Generation Customer Choice and Compatition Act. This includes the electric distribution com-parises of Citizens' Elec-SUN-GAZETTE COMPANY BY Bernard A. Oravec tric, Duquesne Powar & Light, Met:Ed, PECO, Panelec, Pann Powar, Piko Light & Power, PPL Elactric, UGI, Weilsboro Elactric, UGI, Weilsboro 31 Electric, Wost Penn



On this 6th day of October A.D. 2014, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified 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,

published continuously at Johnstown Pa. in the County of Cambria, and Commonwealth of Pennsylvania and that the annexed is a true copy of a notice in the above matter published in said publication in the regular issues of The Johnstown Tribune-Democrat, Johnstown, PA, on October 4, 2014; and that the Affiant is not interested in the subject matter of said notice or advertising and that all of the allegations as to time, place and character of said publication are true.

SS

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 6th day of October, 2014.

dular

0.00 Lines @ \$2.50 per line 0.00 9.5 Inches @ \$25.00 per inch 237.50 Notary Fee 5.00**Clerical Fee** 2.50**Total Cost** 245.00

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 __

COMMONWEALTH OF PEINNSYLVANIA Notarial Seal Vivian Ohs, Notary Public City of Johnstown, Cambria County

My Commission Expires Dec. 6, 2016

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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_____



32

Addendum I

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

Titan Energy-New England, Inc.

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

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT <u>WWW.CORPORATIONS.STATE.PA.US/CORP</u> OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 4307133

RECEIVED

JUL **16** 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Justin Kearney- Titan Energy NE 2275 Silas Deane Highway Rocky Hill, CT 06067

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DSCB:15-4124/6124-2

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7 Check one of the following:

х Business Corporation: The corporation is a corporation incorporated for a purpose or purposes involving pecuniary profit, incidental or otherwise.

Nonprofit Corporation: The corporation is a corporation incorporated for a purpose or purposes not Involving pecunlary profit, incidental or otherwise.

- Business corporations only. Check any applicable statements: 8
 - This corporation is organized on a nonstock basis.
 - This corporation is a statutory close corporation. This corporation is a statutory close corporation.

 - This corporation is a professional corporation.
 - This corporation is an insurance corporation.
 - This corporation is a benefit corporation.



JUL 1 6 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Application for Certificate of Authority to be signed by a duly authorized officer thereof this 30° day of September, 20.14° .

- N~ E nersy Name of Corporation Signature ,an

REV 08/2014

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Addendum II

<u> </u>			
Business Inquiry			HOME 🔞 HI
Business Details			
Business Name:	TITAN ENERGY - NEW ENGLAND INC	Cilizenship/State Inc:	Domestic/CT
Business ID:	0726831	Last Report Filed Year:	2014
Business Addross:	2275 SILAS DEANE HIGHWAY, ROCKY HILL, CT, 06067	Business Type:	Stock
Mailing Address:	2275 SILAS DEANE HIGHWAY, ROCKY HILL, CT, 06067	Business Status:	Active
Date Inc/Registration:	Sap 24, 2002		
Principals Details			
Name/Title	Businoss Address	Residence Address	
JERRY HAWKINS PRESIDENT	2275 SILAS DEANE HIGHWAY, ROCKY HILL, CT, 06067	8 WILLIAMS PATH, KINGSTON,	NH
JERRY HAWKINS TREASURER DIRECTOR	8 WILLIAMS PATH, KINGSTON, NH, 03848	8 WILLIAMS PATH, KINGSTON,	NH, 03848
MICHAEL HORTON EXEC VICE PRES DIRECTOR	2275 SILAS DEANE HWY, ROCKY HILL, CT	224 SEYMOUR RD, WOODBRIE	OGE, CT
Agont Summary			
Agent Name	CHRISTOPHER H. RAMM		

Agent Business Address 2275 SILAS DEANE HWY., ROCKY HILL, CT, 06067

Agent Residence Address 21 RT. 87, COLUMBIA, CT, 06237

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AGENT	REPORT (2013)	INTERIM NOTICE	REPORT (2012)	REPORT (2011)	ADDRESS	REPORT (2010)	REPORT (2009)	REPORT (2008)	AMEND NAME	REPORT (2007)	AMEND	REPORT (2006)	AGENT ADDRESS	ADDRESS	REPORT (2005)	REPORT (2004)	REPORT (2003)	ORG REPORT	INCORPORATION	Filing Type	ENGLAND INC			
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Addendum III

- Titan Energy Current Profit & Loss, January through April 2015 i.
- Titan Energy Current Profit & Loss, January through December 2014 ii.
- Titan Energy Current Profit & Loss, January through December 2013 iii.
- Titan Energy Current Balance Sheet, As of December 31st, 2014 Titan Energy Current Balance Sheet, As of December 31st, 2013 iv.
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Addendum IV – Types of Insurance

i. Spectrum Policy Declarations - various insurances itemized

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Location(s), Building(s), Business of Named Insured and Schedule of Coverages for Premises as designated by Number below.

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Location: 001 Building: 001

8 WILLIAMS PATH KINGSTON NH 03848

Description of Business: MANUFACTURER'S REPRESENTATIVE EXCLUDING PRODUCTS

Deductible: \$ 250 PER OCCURRENCE

BUILDING AND BUSINESS PERSONAL PROPERTY LIMITS OF INSURANCE

BUILDING

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NO COVERAGE

BUSINESS PERSONAL PROPERTY

REPLACEMENT COST	\$	7,400
PERSONAL PROPERTY OF OTHERS		
REPLACEMENT COST	NO	COVERAGE
MONEY AND SECURITIES		
INSIDE THE PREMISES OUTSIDE THE PREMISES	\$ \$	10,000 5,000

Location(s), Building(s), Business of Named Insured and Schedule of Coverages for Premises as designated by Number below.

Location: 001 Building: 001

PROPERTY OPTIONAL COVERAGES APPLICABLE LIMITS OF INSURANCE TO THIS LOCATION

STRETCH COVERAGES FORM: SS 04 08 THIS FORM INCLUDES MANY ADDITIONAL COVERAGES AND EXTENSIONS OF COVERAGES. A SUMMARY OF THE COVERAGE LIMITS IS ATTACHED.		
LIMITED FUNGI, BACTERIA OR VIRUS COVERAGE: FORM SS 40 93 THIS IS THE MAXIMUM AMOUNT OF INSURANCE FOR THIS COVERAGE, SUBJECT TO ALL PROPERTY LIMITS FOUND ELSEWHERE ON THIS	\$	50,000
DECLARATION. INCLUDING BUSINESS INCOME AND EXTRA EXPENSE COVERAGE FOR:	30	DAYS

Location(s), Building(s), Business of Named Insured and Schedule of Coverages for Premises as designated by Number below.

Location: 002 Building: 001

PROPERTY OPTIONAL COVERAGES APPLICABLE LIMITS OF INSURANCE TO THIS LOCATION

STRETCH COVERAGES FORM: SS 04 08 TRIS FORM INCLUDES MANY ADDITIONAL COVERAGES AND EXTENSIONS OF COVERAGES. A SUMMARY OF THE COVERAGE LIMITS IS ATTACHED.		
LIMITED FUNGI, BACTERIA OR VIRUS	\$	50,000
COVERAGE:		
FORM SS 40 93		
THIS IS THE MAXIMUM AMOUNT OF		
INSURANCE FOR THIS COVERAGE,		
SUBJECT TO ALL PROPERTY LIMITS		
FOUND ELSEWHERE ON THIS		
DECLARATION.		
INCLUDING BUSINESS INCOME AND EXTRA		
EXPENSE COVERAGE FOR:	30	DAYS

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PROPERTY OPTIONAL COVERAGES APPLICABLE TO ALL LOCATIONS	LIMITS OF INSURANCE					
BUSINESS INCOME AND EXTRA EXPENSE Coverage Coverage includes the following Coverage extensions:	12 MONTHS ACTUAL LOSS SUSTAINED					
ACTION OF CIVIL AUTHORITY: EXTENDED BUSINESS INCOME:	30 DAYS 30 CONSECUTIVE DAYS					
EQUIPMENT BREAKDOWN COVERAGE COVERAGE FOR DIRECT PHYSICAL LOSS DUE TO: MECHANICAL BREAKDOWN, ARTIFICIALLY GENERATED CURRENT AND STEAM EXPLOSION						
THIS ADDITIONAL COVERAGE INCLUDES THE FOLLOWING EXTENSIONS EAZARDOUS SUBSTANCES EXPEDITING EXPENSES	\$ 50,000 \$ 50,000					
MECHANICAL BREARDOWN COVERAGE ONLY APPLIES WHEN BUILDING OR BUSINESS PERSONAL PROPERTY IS SELECTED ON THE POLICY						
IDENTITY RECOVERY COVERAGE Form SS 41 12	\$ 15,000					

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POLICY NUMBER: 02 SBA AH5280

BUSINESS LIABILITY	LIMITS OF INSURANCE
LIABILITY AND MEDICAL EXPENSES	\$1,000,000
MEDICAL EXPENSES - ANY ONE PERSON	\$ 10,000
PERSONAL AND ADVERTISING INJURY	\$1,000,000
DAMAGES TO PREMISES RENTED TO YOU ANY ONE PREMISES	\$ 300,000
AGGREGATE LIMITS PRODUCTS-COMPLETED OPERATIONS FORM SS 05 16 GENERAL AGGREGATE	EXCLUDED \$2,000,000
EMPLOYMENT PRACTICES LIABILITY COVERAGE: FORM SS 09 01	
EACH CLAIM LIMIT	\$ 5,000
DEDUCTIBLE - EACH CLAIM LIMIT NOT APPLICABLE	
AGGREGATE LIMIT	\$5,000
RETROACTIVE DATE: 08152002	

This Employment Practices Liability Coverage contains claims made coverage. Except as may be otherwise provided herein, specified coverages of this insurance are limited generally to liability for injuries for which claims are first made against the insured while the insurance is in force. Please read and review the insurance carefully and discuss the coverage with your Hartford Agent or Broker.

1

The Limits of Insurance stated in this Declarations will be reduced, and may be completely exhausted, by the payment of "defense expense" and, in such event. The Company will not be obligated to pay any further "defense expense" or sums which the insured is or may become legally obligated to pay as "damages".

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EXCLUSION-DESIGNATED PROFESSIONAL FORM SS 05 61 DESCRIPTION OF PROFESSIONAL SERVICE EXCLUDING PRODUCTS COVERAGE

Addendum V

Titan Energy New England Inc. - Bank Statements & Tax Returns

- 1. U.S. Income Tax Return for an S Corporation 2014
- 2. U.S. Income Tax Return for an S Corporation 2013
- 3. Webster Bank Statements Titan Energy New England



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Addendum VI – Officer Resumes

I. Jerry P Hawkins - Resume

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II. Christopher H. Ramm - Resume



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

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Addendum VII – Bonding Letters

- 1. Columbia Gas of Pennsylvania
- 2. National Fuel Email chain
- 3. Peoples Natural Gas (covering Peoples Equitable Division, Peoples Natural Gas Company and Peoples TWP LLC)
- 4. PECO
- 5. Philadelphia Gas Works (PGW)
- 6. UGI (covering UGI, UGI Central Penn, UGI Penn Natural)
- 7. Valley Energy



JUL 1 6 2015

PA PUBLIC UTILÍTY COMMISSION SECRETARY'S BUREAU



A NiSource Company

May 1, 2015

Justin Kearney Titan Energy New England Inc 2275 Silas Deane Highway Rocky Hill, CT 06067

Dear Justin Kearney:

We are pleased that Titan Energy New England Inc has applied for a license to provide Natural Gas Broker/Marketer Services on the distribution system of Columbia Gas of Pennsylvania, Inc. ("Columbia Gas").

Under Paragraph 2.4.5 of the Rules Applicable to Distribution Service section of the Tariff of Columbia Gas, Titan Energy New England Inc could be required to provide to Columbia Gas a bond or other financial security instrument in an amount that Columbia Gas determines to be appropriate. Titan Energy New England Inc has indicated only brokering and consulting services will be provided. Therefore, we have determined at this time that Titan Energy New England Inc does not need a bond or other financial security requirement to provide broker natural gas services to Columbia Gas customers.

If the creditworthiness requirement or Columbia Gas' exposure to Titan Energy New England Inc changes in the future, Columbia Gas might deem it appropriate to require Titan Energy New England Inc to provide a bond or other financial security instrument.

Please feel free to contact me at 614-460-6841 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,

Michele Caddell Manager of Choice and Transportation Support Services



JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Justin Kearney

From:Beverly Hogan < HoganB@natfuel.com>Sent:Monday, May 04, 2015 12:37 PMTo:Justin KearneyCc:Dave WolfordSubject:RE: Titan Energy New England Inc - PA natural gas broker application

Justin,

Natural Fuel Gas Distribution Corporation's present policy is to receive a copy of the NGS application that is filed or going to be filed with the PA PUC before providing a bonding letter by email or by postal service.

Bev Hogan

-----Original Message-----From: Justin Kearney [<u>mailto:justinkearney@titanenergyne.com]</u> Sent: Monday, May 04, 2015 12:13 PM To: Beverly Hogan Cc: Dave Wolford Subject: RE: Titan Energy New England Inc - PA natural gas broker application

***** THIS IS AN EXTERNAL EMAIL, DO NOT OPEN LINKS OR ATTACHMENTS UNLESS YOU TRUST THE SENDER

Hey Bev,

Thanks for the follow up here. I am actually finding that a lot of the other natural gas LDC's in Pennsylvania are sending letters to Titan prior to our application submission. I think, in this case, its partly due to the fact that we do not require bonding as a broker. We can work with whatever internal policy National Fuel prefers, but for us we just like to submit as much as possible with our initial application, knowing full well how easy some PUC's find it to reject applications entirely for not being "complete".

Thanks again,

Justin Kearney, CEP Director, Market Development & Support Titan Energy New England 2275 Silas Deane Highway Rocky Hill, CT, 06067 Direct: 860-436-2768 ext. 105 Fax: 860-436-3459 Mobile: 860-324-8289 Email: <u>justinkearney@titanenergyne.com</u> <<u>mailto:justinkearney@titanenergyne.com</u>> titanenergy-emailsig

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From: Beverly Hogan [<u>mailto:HoganB@natfuel.com</u>] Sent: Thursday, April 30, 2015 2:02 PM To: <u>justinkearney@titanenergyne.com</u> Cc: Dave Wolford Subject: Titan Energy New England Inc - PA natural gas broker application

Justin,

This is in response to your email to Dave Wolford of National Fuel Gas Distribution Corporation regarding a bonding letter.

Within the Natural Gas Supplier(NGS) License Application Package (see below - Section 6 Proof of Service page 10), there is a certificate of service that has to be submitted stating that each of the Natural Gas Distribution Companies that Applicant proposes to provide service in has to be sent a copy of the application and attachments. Once we receive a copy of Titan Energy New England Inc.'s application that is filed or going to be filed with the Pennsylvania Public Utility Commission ("PUC"), a bonding letter will be provided to you via email and/or postal service to submit to the Commission. Upon discussion with the PUC, it is my understanding that the bonding letters (Section 7), as well as the proof of publications (Section 12), can be submitted at a later date than when the original application is submitted.

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Thank you,

Bev Hogan National Fuel Gas Distribution Corporation Transportation Services Help Desk (716) 857-7232 Fax (716) 857-7479 Email: <u>tsssupport@natfuel.com</u>

6. Proof of Service

b.) NGDCs: 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 Natural Gas 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 NGDC is as follows.

-----Original Message-----

From: Justin Kearney [mailto:justinkearney@titanenergyne.com <mailto:justinkearney@titanenergyne.com>] Sent: Thursday, April 30, 2015 12:30 PM To: Dave Wolford Subject: Titan Energy New England Inc - PA natural gas broker application Importance: High

***** THIS IS AN EXTERNAL EMAIL, DO NOT OPEN LINKS OR ATTACHMENTS UNLESS YOU TRUST THE SENDER *****

Good afternoon David,

Titan Energy New England Inc is applying to become a natural gas broker/consultant in Pennsylvania, and is looking for a letter to dictate what bonding requirements National Fuel Gas Distribution Corp requires to do so. Titan Energy New England, as a broker, is NOT taking title to natural gas in any way.

PEOPLES NATURAL GAS

375 N. Shore Drive, Suite 600 Pittsburgh, PA 15212

Lynda W. Petrichevich Director, Rates and Requirements Forecasting

Pooples Service Company LLC Phone: 412-208-6528; Fax: 412-208-6577 Email: lpotrichevich@peoples-gas.com May 1, 2015

Justin Kearney, CEP Director, Market Development & Support Titan Energy New England 2275 Silas Deane Highway Rocky Hill, CT 06067

RECEIVED

JUL 16 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Dear Mr. Kearney:

We are pleased that Titan Energy New England has applied for a license to provide natural gas broker/marketer services on the Peoples Group of Companies. Specifically you have requested to be licensed as a supplier on the distribution systems of Peoples Natural Gas Company LLC, Peoples TWP, and Peoples Natural Gas LLC – Equitable Division ("the Companies").

Since Titan Energy New England is not currently operating, and has no immediate plan to operate a Pool on the Peoples systems, we have determined at this time that Titan Energy New England does not need a bond or other financial security requirement to provide these services to the Company's customers.

If the creditworthiness requirement or the Company's exposure to Titan Energy New England provision of services on the Peoples' system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

If you have any questions feel free to contact me at 412-208-6528 or by email at Lynda.W.Petrichevich@peoples-gas.com.

Sincerely,

Lynda W. Petrichevich Director – Rates and Requirements Forecasting Peoples Natural Gas Company LLC

Cc: Steven Kolich Carol Miller ny v

www.exeloncorp.com



An Exelon Company

PECO Energy Company Gas 2301 Market Street, S9-3 Philadelphia, PA 19101

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May 5, 2015

Justin Kearney, CEP Director, Market Development & Support Titan Energy New England 2275 Silas Deane Highway Rocky Hill, CT, 06067

RECEIVED

JUL 16 2015

• PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Re: Bonding Requirements

Dear Justin Kearney:

PECO is aware that Titan Energy New England Inc. has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

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

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

Respectfully submitted,

Conton P. Thiller

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

Philadelphia Gas Works



800 W. Montgomery Ave., Philadelphia, PA 19122 Telephone: 215-236-0500

May 1, 2015

Mr. Christopher Ramm Vice President & General Mgr. Titan Energy New England, Inc. 2275 Silas Deane Highway Rocky Hill, CT 06067

RECEIVED

JUL **16** 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Re: Security Requirement Bond - Titan Energy New England, Inc.

Dear Mr. Ramm:

Philadelphia Gas Works ("PGW") is aware that Titan Energy New England, Inc. has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the services territory of Philadelphia Gas Works.

As you know, in making such an application, Titan Energy New England, Inc. must furnish acceptable security to each utility where Titan Energy New England, Inc. will do business. As such, under its tariff, Philadelphia Gas Works could require Titan Energy New England, Inc. to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

However, you have indicated, and it is Philadelphia Gas Works' understanding, that TitantEnergy New England, Inc. intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, Titan Energy New England, Inc., will never take title to any delivered natural gas.

Based upon your representations, Philadelphia Gas Works has determined that, at this time, Titan Energy New England, Inc. does not need to post a bond or other form of security to operate in its service territory. If the services provided by Titan Energy New England, Inc. should change, Philadelphia Gas Works reserves the right to require security from Titan Energy New England, Inc. as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at (215) 684-6278.

Sincerely Nicholas F. LaPergola

Director Gas Supply, Transportation & Control

NFL:b

Energy to do more-

UGI Utilities, Inc. 2525 North 12th Street Suite 360 Post Office Box 12677 Reading, PA 19612-2677

May 7, 2015

Justin Kearney, CEP Director, Market Development & Support Titan Energy New England, Inc. 2275 Silas Deane Highway Rocky Hill, CT, 06067

RE: Titan Energy New England, Inc. application to serve as a Natural Gas Broker

Dear Mr. Kearney,

Based on your assertion that Titan Energy New England, Inc ("TITAN ENERGY NEW ENGLAND") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities Inc. ("UGIU") has concluded that TITAN ENERGY NEW ENGLAND will not need to post security with UGI-Central Penn Gas ("CPG"), UGI-Penn Natural Gas ("PNG") or UGI Utilities Gas Division ("UGI"). This is based on the declaration that TITAN ENERGY NEW ENGLAND will not be taking title to gas or directly serving end use customers. This also assumes that TITAN ENERGY NEW ENGLAND will be acting in conjunction with a licensed Natural Gas Supplier who has been approved by the Pennsylvania Public Utility Commission to serve in the applicable UGIU service territories and who has posted the required financial security as specified in the respective UGIU tariffs. If TITAN ENERGY NEW ENGLAND wishes to directly serve Choice customers in the service territories of UGI, PNG and/or CPG in the future as a natural gas supplier, it will have to post security as specified in the respective UGI tariffs prior to the commencement of the service.

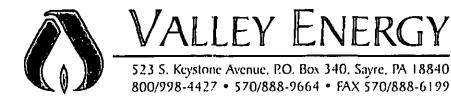
Please feel free to contact me with any additional questions that you may have.

Sincerely E. L.H.

David E. Lahoff Manager, Tariff & Supplier Administration UGI Utilities, Inc.

RECEIVED

JUL 16 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU



May 6, 2015

VIA EMAIL

Justin Kearney, CEP Director, Market Development & Support Titan Energy New England, Inc. 2275 Silas Deane Highway Rocky Hill, CT 06067 justinkearney@titanenergyne.com



JUL 16 2015 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Dear Mr. Kearney:

We understand that Titan Energy New England, Inc. has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

Because Titan Energy New England, Inc. intends to only provide natural gas aggregating, brokering and consulting services at this time, we have determined that Titan Energy New England, Inc. will not be required to post a bond or other form of financial security instrument to provide these services in our service area. However, if the services provided change in the future, we reserve the right to require security from Titan Energy New England, Inc. as deerned appropriate.

If you have any questions, please contact Mrs. Marjorie Johnston at 570-888-9664.

Sincerely,

Robert J. Crocker President & CEO

RJC/ss

cc: M. Johnston, Valley Energy

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