

**BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of MPower Energy N.T.L.C., d/b/a N/A, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) [as specified in item #4b below] to the public in the Commonwealth of Pennsylvania (Pennsylvania). *supplier of electricity*

A-2015-24 97850

To the Pennsylvania Public Utility Commission:

**1. IDENTIFICATION AND CONTACT INFORMATION**

*Please see Exhibit #1 for 1a-e*

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

**ORIGINAL**

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.

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.

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.

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 (2 REQUIRED)** responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Electric Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed EGSs.

**RECEIVED**

**AUG 11 2015**

*1-5-15*

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

## 2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

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

**or**

The Applicant will not be using a fictitious name.

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

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

The Applicant is a sole proprietor.

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

**or**

The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.
- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.
- \* If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

**or**

The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above. *Exhibit #2*
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. *Exhibit #3*
- Give name and address of officers. *Exhibit #1 Q6*

### 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. *No 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.

*No predecessors*

#### 4. OPERATIONS

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

Definitions

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

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

or

- The Applicant is not presently doing business in Pennsylvania.

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

- Generator of electricity
- Supplier of electricity
- Aggregator engaged in the business of supplying electricity
- Broker/Marketer engaged in the business of supplying electricity services
  - Check here to verify that your organization will not be taking title to the electricity nor will you be making payments for customers.
- Electric Cooperative and supplier of electric power
- Other (Describe):

c. **PROPOSED SERVICES:** Describe in detail the electric services or the electric generation services which the Applicant proposes to offer. *Exhibit #1 9C*

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

- Citizens' Electric
- Duquesne Light
- Met-Ed
- PECO
- Penelec
- Penn Power

- Pike
- PPL
- UGI Utilities
- Wellsboro
- West Penn
  
- Entire Commonwealth of PA

*Note in Exhibit #1 4d*

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

- Residential Customers
- Small Commercial Customers - (25 kW and Under)
- Residential and Small Commercial as Mixed Meter ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)
- Large Commercial Customers - (Over 25 kW)
- Industrial Customers
- Governmental Customers
- All of above (Except Mixed Meter)
- Other (Describe):

f. **START DATE:** Provide the approximate date the Applicant proposes to actively market within the Commonwealth. *Pending PUC approval*

## 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.

*Applicant has not been involved in any proceedings*

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

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

*Exhibit # 15c*

- d. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any actions listed above. *Exhibit # 15d*

## 6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

*See attached 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:

Bureau of Investigation & Enforcement  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2 West  
Harrisburg, PA 17120

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

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

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

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

- b. **EDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Electric Distribution Companies the Applicant proposed to provide service in. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14. Contact information for each EDC is as follows.

**Pike County Light & Power Company:**  
Director of Customer Energy Services  
Orange and Rockland Company  
390 West Route 59  
Spring Valley, NY 10977-5300

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

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

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

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

Met-Ed, Penelec, and Penn Power:  
Legal Department  
First Energy  
2800 Pottsville Pike  
Reading PA, 19612

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

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

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

## 7. FINANCIAL FITNESS

*See Exhibit #6*

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...

- Furnishing the ORIGINAL of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
- Furnishing the ORIGINAL of another initial security for Commission approval, to ensure financial responsibility.
- Filing for a modification to the \$250,000 requirement and furnishing the ORIGINAL of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.
  - *At the conclusion of Applicant's first year of operation it is the intention of the Commission to tie security bonds to a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. The amount of the security bond will be reviewed and adjusted on an annual basis.*
  - *Example version of a bond and letter of credit are attached at Appendix D & E, Applicant's security must follow language from these examples.*
  - *Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.*



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

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

c. **SUPPLIER FUNDING METHOD:** If Applicant is operating as anything other than Broker/Marketer only, 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.

d. **BROKER PAYMENT STRUCTURE:** If applicant is a broker/marketer, explain how your organization will be collecting your fees.

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.

*Exhibit 7e*

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

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

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

*Appendix F attached*

**8. TECHNICAL FITNESS:**

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

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

*Exhibit B2 # 1-8a*

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

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

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

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

- Yes
- No

If yes, will the Applicant be using verification procedures?

- Yes
- No

If yes, describe the Applicant's verification procedures.

*Live TPV*

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.

*Exhibit # 1-8d*

e. **OFFICERS:** Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations. All resumes should include date ranges and job descriptions containing actual work experience.

*Exhibit #6*

f. **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number \_\_\_\_\_.
- Not applicable

*Note in Exhibit #1*

**9. DISCLOSURE STATEMENT:**

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

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

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

*See Appendix G*

**10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS**

a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:

- proof of registration as a PJM Load Serving Entity (LSE), or *Exhibit # 5*
- proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

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

*(Select only one of the following)*

- AGREED - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).
- AGREED - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ACKNOWLEDGED - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information

- b. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43, as well as any future amendments.

AGREED

- c. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
- Net Metering Reports: Applicant shall be responsible to report any Net Metering per the Standards on [http://www.puc.pa.gov/consumer\\_info/electricity/alternative\\_energy.aspx](http://www.puc.pa.gov/consumer_info/electricity/alternative_energy.aspx). Scroll down to the Net Metering Standards Section.
- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis per 52 Pa. Code § 54.39(d).
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

AGREED

d. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application.

AGREED

e. **ASSESSMENT:** The Commission does not presently assess Electric Generation Suppliers for the purposes of recovery of regulatory expenses; see *PPL Energyplus, LLC v. Commonwealth*, 800 A.2d 360 (Pa. Cmwlth. 2002).

ACKNOWLEDGED

f. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 54.34.

AGREED

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

AGREED

h. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within twenty (20) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 54.34.

AGREED

i. **CEASING OF OPERATIONS:** Applicant is also required to officially notify the Commission if it plans to cease doing business in Pennsylvania, 90 days prior to ceasing operations.

AGREED

j. **Electronic Data Interchange:** The Applicant acknowledges the Electronic Data Interchange (EDI) requirements and the relevant contacts for each EDC, as listed at Appendix J.

AGREED

k. **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.

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. - *Attached*
- b. **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B. - *Attached*

## 12. NEWSPAPER PUBLICATIONS

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

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

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

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

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices H and I) - *Attached - Please see note in Exhibit # 1*

13. SIGNATURE

RECEIVED

Applicant: MPOWER Energy NJ LLC  
 By: Lavie Popack  
 Title: CEO

AUG 11 2015

PA PUBLIC UTILITY COMMISSION  
 SECRETARY'S BUREAU

14. CHECKLIST

For the applicant's convenience, please use the following checklist to ensure all relevant sections are complete. The Commission Secretary's Bureau will not accept an application unless each of the following sections are complete.

Applicant: MPOWER Energy NJ LLC

Applicant's Use	✓	Signature	
	✓	Filing Fee	
	✓	Application Affidavit	
	✓	Operations Affidavit	
	✓	Proof of Publication	
	✓	Bond or Letter of Credit	
	✓	Tax Certification Statement	
	✓	Commonwealth Department of State Verification	
	✓	Certificate of Service	
		PUC Secretary's Bureau Use	

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of NY :

ss.

County of Kings :

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

[He/she is the CEO (Office of Affiant) of MPOWER Energy NJ LLC (Name of Applicant);]

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

That the Applicant herein MPOWER Energy NJ LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

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

That the Applicant herein MPOWER Energy NJ LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That the Applicant herein MPOWER Energy NJ LLC acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

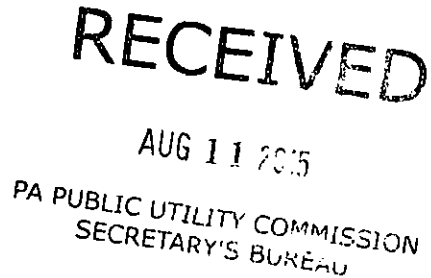
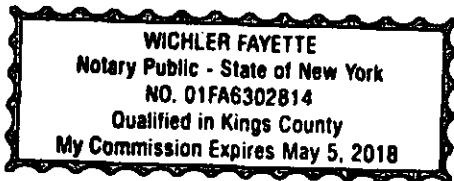
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.

[Signature]  
Signature of Affiant

Sworn and subscribed before me this 11 day of August, 2015.

[Signature]  
Signature of official administering oath

My commission expires 05/05/2018





Appendix B

OPERATIONS AFFIDAVIT

[Commonwealth/State] of NY :

ss.

County of Kings :

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

[He/she is the CEO (Office of Affiant) of MPower Energy NY LLC (Name of Applicant);]

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

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

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

That MPower Energy NY LLC, the Applicant herein, certifies to the Commission that it is subject to , will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2 ), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

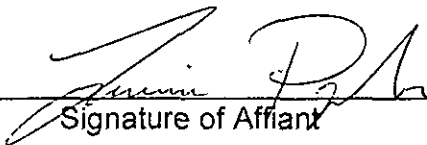
As provided by 66 Pa. C.S. §2810 (C)(6)(iv), Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

Appendix B (Continued)

That MPower Energy NJ LLC, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506, §2807 (C), §2807(D)(2), §2809(B) and the standards and billing practices of 52 PA. Code Chapter 56.

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

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

  
\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this 11 day of August, 2015.

  
\_\_\_\_\_  
Signature of official administering oath

My commission expires 05/05/2018.



RECEIVED

AUG 11 2015

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

## Appendix G

### Sample Disclosure Statement Format for Electric Generation Suppliers

This is an agreement for electric generation service, between (EGS name) and (customer's name and address).

#### Background

We at (EGS name) are licensed by the Pennsylvania Public Utility Commission to offer and supply electric generation services in Pennsylvania.

Our PUC license number is A-XXXX-XXXXXXX.

We set the generation prices and charges that you pay. The Public Utility Commission regulates distribution prices and services. The Federal Energy Regulatory Commission regulates transmission prices and services.

Include one of the two following options:

You will receive a single bill from (billing agent name) that will contain (Electric Distribution Company name) charges and (EGS name) charges.

You will receive a separate bill from (EGS name) for generation charges and a separate bill from (distribution utility name) for its charges.

Right of Rescission - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure. You can contact us by phone, in writing or electronically (if available) to cancel this agreement. See Section 9 for how to contact us.

#### Definitions

Generation Charge - Charge for production of electricity.

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

Nonbasic Charges - Define each nonbasic service being offered.

#### Terms of Service

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

**MPOWER ENERGY** » **RESIDENTIAL ENROLLMENT FORM**  
Tom O'Leary Sr.

**YES!** PLEASE ACCEPT THIS LETTER AS MY AUTHORIZATION TO HAVE MPOWER ENERGY NJ, LLC SUPPLY MY ACCOUNT WITH NATURAL GAS AND/OR ELECTRICITY

NJ Mailing Address:  
 37 Main Street  
 Sparta, NJ 07871  
 P 877-286-7693  
 www.MPowerEnergy.com

ACCOUNT HOLDER

I COMPLETED THE THIRD PARTY VERIFICATION PROCESS  YES  NO

ACCOUNT HOLDER'S NAME: \_\_\_\_\_

ACCOUNT HOLDER'S PHONE: \_\_\_\_\_

IF YOU ARE NOT THE ACCOUNT HOLDER

RELATIONSHIP TO NAME ON ACCOUNT: \_\_\_\_\_

SIGNEE NAME: \_\_\_\_\_

PHONE: \_\_\_\_\_

EMAIL ADDRESS: \_\_\_\_\_

SIGNATURE: \_\_\_\_\_ EFFECTIVE DATE: \_\_\_\_\_

Customers may elect a variable rate structure determined monthly based on market pricing, or an all-inclusive fixed rate option for the twelve month period commencing from the date of 1st service by MPower Energy NJ. Fixed rates are limited time offers and subject to eligibility requirements. Savings advertised and presented to customers are estimates based upon historical usage of average customers. Actual savings are based on customer's actual usage and may vary from any estimate provided.

**12 MONTH FIXED RATES**

Electricity	99 ¢
Natural Gas	59 ¢

MPower Energy NJ, LLC is licensed by the Board of Public Utilities to sell electricity and natural gas in the state of New Jersey under license #3 ESL-0143 and GSL-0129

**CUSTOMER DISCLOSURE STATEMENT:**  
 Your signature on this form constitutes consent for MPower Energy NJ to obtain account information from the utility and to enroll the abovelisted account(s) for the MPower Energy NJ services selected above.

**CONTRACT LENGTH AND PRICING:**  
 Variable pricing - Month to month charged at per unit market rate. Fixed agreement - 12 months charged at per unit price selected above.

**CANCELLATION POLICY:**  
 Variable - May be cancelled without penalty at anytime. Fixed - No penalty if cancelled within 14 business days of date on enrollment form. After that, an early termination fee of \$12 per month remaining in contract, per meter, applies if cancelled before the end of contract, which is one year from service start date. To cancel, email us at save@mpowerenergy.com or call 1-877-286-7693.

**CONTRACT RENEWAL:**  
 After initial contract term, unless otherwise agreed to, service renews month to month unless terminated by either party, or unless a new contract is requested.

**ACCOUNTS TO BE ENROLLED**

ELECTRIC ACCOUNT (20 DIGIT CUSTOMER NUMBER):

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

FIXED  VARIABLE

NATURAL GAS ACCOUNT (20 DIGIT CUSTOMER NUMBER):

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

FIXED  VARIABLE

SERVICE ADDRESS: \_\_\_\_\_

CITY: \_\_\_\_\_ STATE: \_\_\_\_\_ ZIP: \_\_\_\_\_

AGENT SIGNATURE: \_\_\_\_\_

VERIFICATION CONFIRMATION: \_\_\_\_\_

Appendix I

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

*Applications of MPower Energy NJ LLC 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.*

MPower Energy NJ LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy NJ LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. MPower Energy NJ LLC proposes to sell electricity, natural gas, and related services in PECO and PPL territories 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 MPower Energy NJ LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to MPower Energy NJ LLC 's attorney at the address listed below.

By and through Counsel:

Carmelo Grimaldi, Esq.

Meltzer, Lippe, Goldstein &

Breitstone, LLP

190 Willis Avenue

Mineola, NY 11501

Direct Dial (516) 470-0121

Facsimile (516) 237-2893

UPDATED 1/22/15 TO INCLUDE ENTIRE COMMONWEALTH

**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE**

Applications of **MPower Energy NJ LLC** 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.

**MPower Energy NJ LLC** will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. **MPower Energy NJ LLC** will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. **MPower Energy NJ LLC** proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 **MPower Energy NJ LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to **MPower Energy NJ LLC**'s attorney at the address listed below.

By and through Counsel:

Carmelo Grimaldi, Esq.

Meltzer, Lippe, Goldstein & Breitstone, LLP

190 Willis Avenue

Mineola, NY 11501

Direct Dial (516) 470-0121

Facsimile (516) 237-2893

Docketing Statement DSCB:15-134A (Rev 2012)  
Departments of State and Revenue

One (1) required

**BUREAU USE ONLY:**  
 Dept. of State Entity # \_\_\_\_\_  
 Dept. of Rev. Box # \_\_\_\_\_  
 Filing Period \_\_\_\_\_ Date 3 4 5 \_\_\_\_\_  
 SIC/NAICS \_\_\_\_\_ Report Code \_\_\_\_\_

Check proper box:

*Pennsylvania Entities*

business stock  
 business non-stock  
 professional  
 nonprofit stock  
 nonprofit non-stock  
 statutory close  
 management  
 cooperative  
 insurance  
 benefit  
 limited liability company  
 restricted professional  
 limited liability company  
 business trust

*Foreign Entities*

State/Country NJ/ US Date 12/2012

business  
 benefit  
 nonprofit  
 limited liability company  
 restricted professional  
 limited liability company  
 business trust

*Other*

domestication  
 division  
 consolidation

1. Entity Name:  
MPower Energy NJ LLC

2. Individual name and mailing address responsible for initial tax reports:

<u>Lavie Popack</u>	<u>24 Hillel Place</u>	<u>Brooklyn</u>	<u>NY</u>	<u>11210</u>
Name	Number and street	City	State	Zip

3. Description of business activity:  
Energy Supply

4. Specified effective date, if any:  
upon filing  
month/day/year hour, if any

5. EIN (Employer Identification Number), if any:  
80-0880289

6. Fiscal Year End:  
Dec 31

7. Fictitious Name (only if foreign corporation is transacting business in PA under a fictitious name):  
\_\_\_\_\_

7 Check one of the following:

**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 pecuniary profit, incidental or otherwise.

8 Business corporations only. Check any applicable statements:

This corporation is organized on a nonstock basis.

This corporation is a statutory close corporation.

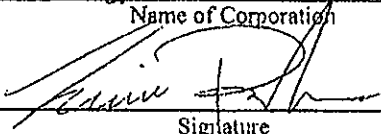
This corporation is a management corporation.

This corporation is a professional corporation.

This corporation is an insurance corporation.

This corporation is a benefit corporation.

IN TESTIMONY WHEREOF, the undersigned corporation has caused this Application for Certificate of Authority to be signed by a duly authorized officer thereof this 8<sup>th</sup> day of December, 2014.

MPower Energy NJ LLC  
Name of Corporation  
  
Signature  
CEO  
Title



## List of Exhibits

#1 Written Responses to Application Questions

#2 Docketing Statement and Certificate of Authority

#3 Certificate of Formation For NJ

#4 NJ BPU Licenses for Gas and Electric

#5 PJM Proof of Good Standing

#6 Financial Packet (Bond included)

#7 PA Telemarketing License

## Exhibit #1

### 1. IDENTIFICATION AND CONTACT INFORMATION

#### a. IDENTITY OF THE APPLICANT

MPower Energy NJ LLC  
24 Hillel Place  
Brooklyn NY 11210  
Local Phone: (718) 233-1167  
Toll Free Phone: (877) 286-7693  
Fax: (718) 307-6472

#### b. PENNSYLVANIA REGISTERED AGENT

Vcorp Services LLC  
722 Clay Avenue  
Scranton, PA 18510 Lackawanna  
Phone: (845) 425-0077  
Fax: (845) 818 -3588

#### c. REGULATORY CONTACT

Yael Dubrovsky  
Compliance Manager  
24 Hillel Place  
Brooklyn NY 11210  
[yaeld@mpowerenergy.com](mailto:yaeld@mpowerenergy.com)  
Phone: (718) 233-1167 Ext. 206  
Fax: (718) 307-6472 Attention: Yael

#### d. ATTORNEY

Not using one at the moment

#### e. CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS

Our clients' first point of contact for general complaint resolution is our customer service line. The first person to take calls of that nature is Sorania Catillas-Oberon. Her contact information is:

24 Hillel Place  
Brooklyn New York 11210  
Phone: (877) 286-7693 Ext. 208  
Fax: (718) 307-6472 (Attention: Sorania)  
[soraniaco@mpowerenergy.com](mailto:soraniaco@mpowerenergy.com)

Any complaints which require escalation are addressed by the regulatory contact person listed in 1C (Yael Dubrovsky – Compliance Manager). All questions concerning this application or our customer service policies or compliance regulations should be addressed to her. If an alternate point of contact is needed for questions from any regulatory agency, these may be addressed to Peretz Lezell at extension (718) 233-1167 Ext. 214.

## 2. BUSINESS ENTITY FILINGS AND REGISTRATION

### b. BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS

- 1) Lavie Popack – *CEO*
- 2) Joseph Popack – *President*
- 3) Oren Hashai – *CFO*

All officers may be reached at:

24 Hillel Place  
Brooklyn NY 11210

## 4. OPERATIONS

### c. PROPOSED SERVICES

MPower Energy NJ LLC proposes to offer retail electricity supply to residents and businesses in the PA area (Peco and PPL) with options for fixed, index and variable rate structure contracts and 6, 12 and 24 month terms.

### d. PROPOSED SERVICE AREA

*NOTE:* We published in all 7 publications for the entire Commonwealth in case we should decide to move into other territories in the immediate future. We were advised when we called in to the PUC for instructions on this matter that we might have to publish again in the future should our operational plans change, but that it could not hurt to publish for the entire Commonwealth at this time. Our immediate plans are only for PECO and PPL territories.

## 5. COMPLIANCE

### c. CUSTOMER/ REGULATORY/ PROSECUTORY ACTIONS:

In New Jersey three complaints have been filed against MPower Energy NJ. In two cases, the customers claimed to have been slammed and we were able to provide sales and TPV recordings to disprove the allegations. In one case, the customer provided his information but changed his mind after completing the TPV. The marketer was aware of this change but failed to inform the enrollment department. He instead submitted the account for enrollment with the complete TPV and the account was therefore approved. All dealings with this marketer were terminated prior to receipt of this complaint due to their failure to abide by our strict code of conduct and sales ethics. Upon receipt of the complaint, MPower Energy NJ promptly dropped the account and credited the customer for any rate differential plus an additional discount of 15%. In New York complaints have been filed with the Public Service Commission of New York, the BBB and the Attorney General. The nature of the complaints varied greatly and included complaints concerning difficulty reaching us due to long wait times on the phone, slamming allegations, requests to be added to our DNC, requests for clarification of charges or confirmation of customer service interactions and complaints about rates. In many cases complaints were filed unnecessarily by customers wishing to avoid phone wait times rather than by customers who first attempted to contact MPower Energy directly to resolve their issues.

### d. SUMMARY

MPower Energy LLC is an accredited BBB business with an A+ rating. In all cases, including those filed with the NJ BPU, the BBB and the NY PSC, MPower Energy was able to resolve the customers' concerns and settle the matter. In all cases related to slamming or billing issues regardless of the results of any

consequent investigations, MPower Energy immediately dropped the accounts in question and credited the customers according to the utility's rates for all periods in service with MPower (if there was a difference in the customers favor).

## 7. FINANCIAL FITNESS

### e. ACCOUNTING RECORDS CUSTODIAN

Oren Hashai  
CFO

24 Hillel Place

Brooklyn NY 11210

(718) 233-1167 Ext 218

(718) 307-6472 Attention: Oren (For sensitive financial information please call or email Oren directly prior to faxing)

orenhashai@mpowerenergy.com

## 8. TECHNICAL FITNESS

### a. Previous experience in the industry, types and number of customers.

MPower Energy NJ LLC currently operates only in New Jersey. We are also license by the PSC in Maryland but have not yet completed testing with the utilities. We expect to begin operating in Maryland by the end of 2015 or beginning of 2016. MPower Energy LLC operates in New York State exclusively. Both New Jersey and New York require licenses. The New Jersey electric license number is ESL-0143 and the gas license number is GSL-0129.

In New York State MPower Energy LLC currently provides gas services to 23,465 residential customers and 282 commercial customers. Mpower Energy NJ LLC provides gas service to 800 residential customers and electric service to 1200 residential customers. MPower Energy LLC provides electric service to 35,864 commercial customers and 2,610 residential customers.

#### Business plans for operation within the Commonwealth

Pending the approval of our application MPower EnergyNJ intends to begin marketing in PPL and PECO territories. The service offered will be competitively priced retail electricity and natural gas supply. We will be offering 12 month fixed rate structure contracts and variable month-to-month rate plans. At some point in the future we may introduce Index (Fixed Adder) and Guaranteed Savings contracts. If we choose to do so we will update the Commission prior to doing so. Also, at MPower Energy's discretion and on a case by case basis, shorter or longer term contracts (no longer than 36 months) may be negotiated with commercial clients. We will be marketing to both commercial and residential customers in the area.

In other states MPower Energy NJ representatives market both by door-to-door and telemarketing. Additionally, our customers are able to explore their options and enroll through our website (our website is currently under construction and will be submitted for review by the Commission upon completion) though we do not currently actively advertise online. In Pennsylvania, our agents will begin with door-to-door sales. We will inform the Commission of plans to begin telemarketing but we have attached our PA telemarketing license in Exhibit #7.

### d. Oversight of Marketing

MPower Energy is constantly striving to improve its operations. The process is ongoing based upon customer feedback, regulatory agency feedback, regulation changes and technology updates. MPower Energy has dedicated careful attention to company branding in recent years in an effort to curb customer misunderstanding and agent misrepresentation. MPower agents go into the field wearing company uniforms

bearing the company name and logo prominently. The uniforms include hats, shirts, and jackets. They must be wearing their picture ID's at all times while marketing in the field. They carry company branded pens and binders and all of our documents are clearly branded as well. This leaves no room for customers to confuse MPower Energy with the utilities. Additionally, our agents give customers a bill of rights which clearly states that they are not affiliated with the utility and under no obligation to purchase services. We have in recent years brought a significant amount of our operations in-house in order to have greater control and oversight over our agents' activity and implemented a quality assurance department responsible solely for monitoring all calls. We have improved our record retention systems, terminated agreements with numerous contractors who were not complying with our regulations. Recently we have begun rebuilding our website under the guidance of our legal team.

MPower Energy has allocated significant resources toward the meticulous retention of all recordings of all customer interactions. Additionally Mpower Energy employs Quality Assurance specialists whose sole job it is to spot check as many sales calls as possible. No sale is accepted without a TPV recording and our TPV process is administered by live agents carefully trained to identify any misunderstanding on the customer's part, misinformation by the sales agent or misrepresentation by a minor or person other than the account holder. If at any point the TPV agent identifies any questionable patterns or activity, the agent is instructed to terminate the call and alert MPower Energy as a pre-emptive measure against an illegitimate enrollment. MPower Energy also conducts double verification on any accounts flagged by the TPV agents, in the case that the enrollment was requested by anyone other than the account holder or spouse or in cases where any discrepancy in the information provided might suggest a problem with the enrollment. MPower Agents are rigorously trained according to a strict Code of Conduct and their transactions are closely overseen by supervisors in the call centers or in the field. For our customer's protection our agents are not permitted to collect any personal or financial information other than the account holders name, contact information and LDC account number. MPower Energy NJ LLC records all of its sales calls and spot checks the calls.

Simple complaints are handled at the customer service level. Complaints having to do with slamming, agent misconduct of any kind, DNC violations or unauthorized guarantees made by the agents (or any complaint for which the customer has requested escalated assistance) are escalated to the compliance department. At that point we first reach out to the customer to discuss the issue and ensure that we have a clear understanding of what took place and what is required to resolve the situation. Unless the customer requests otherwise, any account under investigation for compliance violations of any kind is automatically returned to the utility so as not to allow the customer to incur any further charges from MPower Energy. Additionally, customers contesting charges or enrollment are offered a retroactive adjustment of charges. If Mpower charged more than the utility at any point during the customer's time in service by Mpower Energy, Mpower will refund the difference. Termination fees are refunded or waived. Once the charges have been stopped or adjusted, Mpower will pull all available records of interactions with the customer including sales calls, attempted sales calls, paper contracts, customer database notes made by CSRs who assisted them in the past, TPV recordings and knock/call logs. Since steps have already been taken to reduce or eliminate impact of on the customer, at this point the findings of our investigation are mainly used for internal quality control purposes. If the findings reveal any gap in our compliance policies all departments are called upon to take appropriate measures to prevent the issue from recurring. If it is confirmed that an agent willingly and knowingly violated the code of conduct in any way, the agent is terminated. If no proof can be found that the allegations are true the agent's record is noted for future reference. Three complaints of the same or similar nature will be considered proof of misconduct and the agent will be terminated at the time that the third complaint is lodged against him/ her. If the agent represents a contractor with whom we do business their supervisors are made aware of the violation and asked to take steps on their part to curb any possibility of recurrence. Vendors/contractors who employ repeat offenders and who cannot provide satisfactory proof that measures were taken to address the compliance gap are also terminated. Additionally, MPower Energy has a claw-back policy for all commissions paid to contractors which ensures that there are financial repercussions for violations as well.

Once an investigation has been completed and all appropriate disciplinary measures and operational changes implemented, MPower Energy provides a written report of the findings and the course of action taken in response to the regulatory agency that originally submitted the complaint. Where appropriate, the customer is also given an update.

**f. FERC FILING**

*Note:* This is technically not applicable since we are not wholesalers and are not required to have a Power Marketer License. We are however in the process of obtaining our license. We will update the PUC once it has been approved by FERC.

## **12. NEWSPAPER PUBLICATIONS**

*Note:* The PUC is already in possession of both the originals and a set of copies (since we are filing for both electric and gas licenses). We published a notice based on Appendix I for both EGS and NGS in all 7 publications.

Exhibit #2

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Application for Registration - Foreign  
(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)
- Registered Limited Liability Limited Partnership (§ 8211)
- Limited Partnership (§ 8582)
- Limited Liability Company (§ 8981)

Name		
<i>Lawe Pappas - HPower Energy NJ LLC</i>		
Address		
<i>24 Hiller Place</i>		
City	State	Zip Code
<i>Brooklyn</i>	<i>NY</i>	<i>11210</i>

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



RECEIVED

AUG 11 2015

Fee: \$250

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name of the limited liability company/limited liability partnership/limited partnership in the jurisdiction in which it is formed:

*HPower Energy NJ LLC*

2. The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

*HPower Energy NJ LLC*

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:

Jurisdiction: *New Jersey* Date of Formation: *December 2012*

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				County
<i>Veep Services LLC</i>				<i>Lackawanna</i>

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

77 Main Street                      Secaucus                      NJ                      07871  
 Number and street                      City                      State                      Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

\_\_\_\_\_  
 Number and street                      City                      State                      Zip

6. ~~For Restricted Professional Limited Liability Company Only. Strike out if inapplicable:~~ The company is a restricted professional company organized to render the following professional service(s):

\_\_\_\_\_

**Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8**

7. The name and business address of each general partner.

Name	Business Address
<u>Louis Popack CEO</u>	<u>24 Hill Plaza Brooklyn NY 11210</u>
<u>Joseph Popack President</u>	<u>same as above</u>

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

24 Hill Plaza                      Brooklyn                      NY                      11210                      Kings  
 Number and street                      City                      State                      Zip                      County

The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

14 day of January, 2015.

HRP LLC Energy NY LLC Louis Popack  
 Name of Partnership/Company

[Signature]  
 Signature

CEO  
 Title



Exhibit #3

12/11/2012 12:47 VCORP

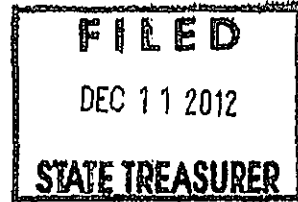
Dec 12 2012 13:30

P. 03

(FAX)845 818 3588

P.002/002

**CERTIFICATE OF FORMATION  
OF  
MPOWER ENERGY NJ LLC**



*LLC*

Pursuant to the statutes of the State of New Jersey

*0600393778*

**ARTICLE I  
NAME**

The name of the limited liability company is MPOWER ENERGY NJ LLC (the "Company").

**ARTICLE II  
DURATION**

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the New Jersey Limited Liability Company Law or the Company Operating Agreement.

**ARTICLE III  
PURPOSES**

This Company is formed to engage in any lawful act or activity for which a limited liability company may be organized under the laws of New Jersey.

**ARTICLE IV  
REGISTERED OFFICE; REGISTERED AGENT**

The registered office of the company is located at One University Plaza, Suite 507, Hackensack, New Jersey 07601; its agent is Vcorp Services, LLC for service of process.

**ARTICLE V  
ORGANIZER**

**RECEIVED**

The name and mailing address of the Organizer is:

**AUG 11 2015**

Taylor Lolya  
25 Robert Pitt Drive, Suite 204  
Monsey, New York 10952

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

IN WITNESS WHEREOF, these Articles have been subscribed as of December 11, 2012, by the undersigned, as its Organizer, who affirms that the statements made herein are true under penalties of perjury.

Taylor Lolya, Organizer

*2576-219  
4560314*

8a -1

Exhibit #1

# State of New Jersey



## Board of Public Utilities

44 S. Clinton Ave., Suite 350, Trenton, New Jersey 08625

30

### HEREBY LICENSES

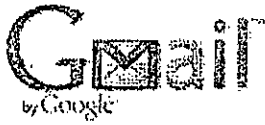
**Mpower Energy NJ LLC**  
One University Plaza, Suite 507  
Hackensack, New Jersey 07601

To conduct business in the State of New Jersey as an

### **Electric Power Supplier**

\_\_\_\_\_  
Kristi Izzo  
Secretary of the Board

License No. ESL- 0143  
Effective Date: August 21, 2013  
Expiration Date: August 20, 2014



Yael Dubrovsky &lt;yaeldubrovsky@gmail.com&gt;

---

**FW: MPower Energy NJ, LLC Renewal**

1 message

---

**Yael Dubrovsky** <yaeld@mpowerenergy.com>  
To: Yael <yaeldubrovsky@gmail.com>

Tue, Aug 11, 2015 at 12:11 PM

---

**From:** Hunt, Valencia  
**Sent:** Tuesday, August 11, 2015 12:16:16 PM (UTC-05:00) Eastern Time (US & Canada)  
**To:** Yael Dubrovsky  
**Cc:** Procopio, Anna  
**Subject:** MPower Energy NJ, LLC Renewal

Good afternoon Yael:

Per our telephone conversation, we received your renewal application and we apologize for the delay in review. The normal processing time is 60-90 days; however, we're experiencing a huge backlog and it is taking longer than anticipated. Please, rest assure that MPower Energy NJ, LLC's electric power and natural gas licenses are still in effect until the Board acts on them only if the renewal application was received by our office 30 days prior to the expiration date.

Should you have any further questions and/or concerns please feel free to contact me.

Thank you,

Valencia Hunt  
New Jersey Board of Public Utilities  
Division of Audits/Licensing  
44 South Clinton Avenue, 9th Floor  
P.O. Box 350  
Trenton, New Jersey 08625-0350  
(609) 292-0637 (phone)  
(609) 292-2620 (fax)  
Valencia.Hunt@bpu.state.nj.us <mailto:Valencia.Hunt@bpu.state.nj.us>  
www.nj.gov/bpu <http://www.nj.gov/bpu>

---

 **winmail.dat**  
11K

Exhibit #5



PJM Interconnection  
2750 Monroe Blvd.  
Audubon, PA 19403

Faith K. Daley  
Paralegal/Contract Administrator  
Ph 610.666.8875 | Fax 610.666.8211  
[faith.daley@pjm.com](mailto:faith.daley@pjm.com)

July 15, 2014

Via Email

Lavie Popack  
MPower Energy NJ LLC  
1478 President Street  
Brooklyn, NY 11213

Dear Mr. Popack:

MPower Energy NJ LLC was approved for PJM membership on February 21, 2013. MPower Energy NJ LLC is a load serving entity and signed the PJM Reliability Assurance Agreement on February 4, 2013. MPower Energy NJ LLC is currently a member in good standing.

Please feel free to contact me if further information is required.

Very truly yours,

A handwritten signature in black ink that reads "Faith K. Daley".

Faith K. Daley  
Paralegal/Contract Administrator

/fkd



COMMONWEALTH OF PENNSYLVANIA  
OFFICE OF ATTORNEY GENERAL

BUREAU OF CONSUMER PROTECTION  
Harrisburg Office  
15th Floor, Strawberry Square  
Harrisburg, Pennsylvania 17120  
(717) 783-1992  
February 18, 2015

MPower Energy NJ, LLC  
24 Hillel Place  
Brooklyn, NY 11210

Ref: Telemarketing Registration - BCP-15-50-000012

Dear Sir/Madam:

Enclosed please find a Pennsylvania Telemarketing Registration Certificate for MPower Energy NJ, LLC. All telemarketing activity conducted in Pennsylvania under this registration must comply with the requirements of Pennsylvania's Telemarketer Registration Act, including the Do Not Call provisions of the law.

If you have any questions regarding this matter, or if our office can be of assistance in the future on a consumer-related matter, please feel free to contact me.

Very truly yours,

A handwritten signature in cursive script that reads "Ryan Nelson".

Ryan Nelson  
Deputy Attorney General

kf  
.81B

RECEIVED

AUG 11 2015

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



COMMONWEALTH OF PENNSYLVANIA  
OFFICE OF ATTORNEY GENERAL

TELEMARKETER REGISTRATION CERTIFICATE

Registration Number: BCP-15-50-000012      Registration Expires: Feb. 18, 2017

Name of Registrant:      MPower Energy NJ, LLC

Location:                      24 Hillel Place  
   Brooklyn, NY 11210

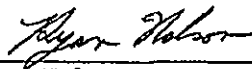
Mailing Address:              24 Hillel Place  
   Brooklyn, NY 11210

The above individual, partnership, corporation, association or other group is registered under the Pennsylvania Telemarketer Registration Act, Act 147 of 1996. This registration is valid for two (2) years from the date of issuance.

Fraudulently altering, exhibiting or lending of this registration may subject registrant to prosecution and cancellation of this registration.

\_\_\_\_\_  
SIGNATURE OF REGISTRANT

ISSUER:      Office of Attorney General  
                 Bureau of Consumer Protection  
                 15<sup>th</sup> Fl., Strawberry Square  
                 Harrisburg, PA 17120  
                 (717)783-1992

  
\_\_\_\_\_  
Ryan Nelson  
Deputy Attorney General

RECEIVED

AUG 11 2015

DATE OF ISSUANCE:      February 18, 2015

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

## SUPPLIER COMPANY CONTACTS

**Company Name:** MPower Energy NJ LLC

**Date Submitted:** August 10, 2015

**Company d/b/a:** N/A

**Company License Number:** Pending Approval

	<u>M.</u>	<u>First Name</u>	<u>Last Name</u>	<u>Prof. Title</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Phone</u>	<u>FAX</u>	<u>E-Mail</u>
<b>EXAMPLE:</b>	Mr.	Robert	Bennett	Manager	P.O. Box 3265	Harrisburg	PA	17105-3265	(717) 787-5553	(717) 772-1933	bennetr@puc.state.pa.us
<b>1 Statutory Agent:</b>	Ms.	Taylor	Lolya	Account Rep	722 Clay Ave	Scranton	PA	18510	(845) 425-0077	(845) 818-3588	taylor@vcorpservices.com
<b>2 CEO/President:</b>	Mr.	Lavie	Popack	CEO	24 Hillel Place	Brooklyn	NY	11210	203	(718) 307-6472	lavie@mpowerenergy.com
<b>3 Regulatory Contact:</b>	Ms.	Yael	Dubrovsky	Compliance Manager	24 Hillel Place	Brooklyn	NY	11210	(718) 233-1167 Ext 206	(718) 307-6472	yaeld@mpowerenergy.com
<b>4 Tariff Contact:</b>	Mr.	Oren	Hashai	CFO	24 Hillel Place	Brooklyn	NY	11210	218	(718) 307-6472	orenh@mpowerenergy.com
<b>5 Annual Reports:</b>	Ms.	Yael	Dubrovsky	Compliance Manager	24 Hillel Place	Brooklyn	NY	11210	(718) 233-1167 Ext 206	(718) 307-6472	yaeld@mpowerenergy.com
<b>6 Assessments:</b>	N/A										
<b>7 PEMA Contact:</b>	N/A										
<b>8 Customer Service:</b>	Ms.	Yael	Dubrovsky	Compliance Manager	24 Hillel Place	Brooklyn	NY	11210	(718) 233-1167 Ext 206	(718) 307-6472	yaeld@mpowerenergy.com
<b>9 Legal Counsel:</b>	N/A										
<b>10 Complaints Contact:</b>	Ms.	Yael	Dubrovsky	Compliance Manager	24 Hillel Place	Brooklyn	NY	11210	(718) 233-1167 Ext 206	(718) 307-6472	yaeld@mpowerenergy.com
<b>11 EDI Transactions:</b>	Ms.	Barbara	Goubeaud	Technical Support Analysr	50 Charles Lindbergh Blvd Suite 411	Uniondale	NY	11553	(516) 874-8000 Ext 8021	(516) 739-4724	goubeaud@ecinfosystems.com
<b>12 Electric Phase-In Committee:</b>	N/A										

### Proof of Publication of Notice in Pittsburgh Post-Gazette

Under Act No 587, Approved May 16, 1929, PL 1784, as last amended by Act No 409 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss H. Java, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Gazette and Sun-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has been regularly issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was printed and published in the \_\_\_\_\_ regular \_\_\_\_\_ editions and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

17 of April, 2015

Affiant further deposes that he/she is an agent for the PG Publishing Company, a corporation and publisher of the Pittsburgh Post-Gazette, that, as such agent, affiant is duly authorized to verify the foregoing statement under oath, that affiant is not interested in the subject matter of the afore said notice or publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

#### COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA PUBLIC UTILITY COMMISSION  
NOTICE  
Applications of Mpower Energy NJ LLC 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.

Mpower Energy NJ LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. Mpower Energy NJ LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. Mpower Energy NJ LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 Mpower Energy NJ LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mpower Energy NJ LLC's attorney at the address listed below.

By eMail through Counsel: Carmelo Grimaldi, Esq., Metzger, Lynde, Goldstein & Breitstone, LLP, 190 Willis Avenue, Mineola, NY 11501, Direct Dial (516) 470-0121, Facsimile (516) 237-2893.

*H. Java*

PG Publishing Company

Sworn to and subscribed before me this day of:  
April 17, 2015

*Linda M. Gaertner*

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL

Linda M. Gaertner, Notary Public  
City of Pittsburgh, Allegheny County  
My Commission Expires Jan. 31, 2019

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

RECEIVED

AUG 11 2015

PA PUBLIC UTILITY COMMISSION

#### STATEMENT OF ADVERTISING COSTS SECRETARY'S BUREAU

Mpower Energy NJ LLC  
24 HILLEL PL  
ATTN: YAEL DUBROVSKY  
Brooklyn NY 11213-2923

To PG Publishing Company

Total ..... \$562.50

#### Publisher's Receipt for Advertising Costs

PG PUBLISHING COMPANY, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation, hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

Office  
34 Boulevard of the Allies  
PITTSBURGH, PA 15222  
Phone 412-263-1338

PG Publishing Company, a Corporation, Publisher of  
Pittsburgh Post-Gazette, a Newspaper of General Circulation

By *Daniel J. Arbustina*  
Daniel J. Arbustina

I hereby certify that the foregoing is the original Proof of Publication and receipt for the Advertising costs in the subject matter of said notice.



COMMONWEALTH OF PENNSYLVANIA }  
 County of Cambria } SS

**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE**  
 Applications of MPower Energy NJ LLC 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.  
 MPower Energy NJ LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy NJ LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. MPower Energy NJ LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 MPower Energy NJ LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3285, Harrisburg, PA 17105-3285. You should send copies of any protest to MPower Energy NJ LLC's attorney at the address listed below.  
 By and through Counsel:  
 Carmelo Grimaldi, Esq.  
 Meltzer, Llope, Goldstein & Brettano, LLP  
 190 Willis Avenue, Mineola, NY 11501  
 Direct Dial (516) 470-0121 Facsimile (516) 237-2893

published that the of The Joh interested character

On this 26th day of January A.D. 2015, 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, of Cambria, and Commonwealth of Pennsylvania and matter published in said publication in the regular issues on January 24, 2015; and that the Affiant is not ising and that all of the allegations as to time, place and

*Christine Marhefka*

**STATEMENT OF ADVERTISING COSTS**

Sworn and Subscribed before me this 26th day of January, 2015.

*Juan Ohs*

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

COMMONWEALTH OF PENNSYLVANIA  
 Notarial Seal  
 Vivian Ohs, Notary Public  
 City of Johnstown, Cambria County  
 My Commission Expires Dec. 6, 2016  
 MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

To The Tribune-Democrat, Johnstown, PA  
 For publishing the notice or publication  
 attached hereto on the above stated dates.

**PUBLISHER'S RECEIPT FOR ADVERTISING COSTS**

\_\_\_\_\_ for publisher of \_\_\_\_\_  
 a newspaper of general circulation, hereby acknowledges receipt of the aforesaid  
 and publication costs and certifies that the same has been duly paid.

\_\_\_\_\_  
 (Name of Newspaper)

By \_\_\_\_\_

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

MPOWER ENERGY NJ LLC  
24 HILLEL PLACE  
BROOKLYN NY 11210

Account # 604370-  
Order # 81683627  
Ad Price: 269.90

LEGAL NOTICE PENNSYLVANIA

Gina Krushinski

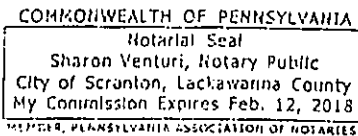
Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication hereto attached is exactly as printed in the regular editions of the said newspaper on the following dates:

01/26/2015

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 Sharon Venturi

Sworn and subscribed to before me  
this 26th day of January A.D., 2015

Sharon Venturi  
(Notary Public)



**LEGAL NOTICE**  
**PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE**  
Applications of MPower Energy NJ LLC 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.  
MPower Energy NJ LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas; and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy NJ LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power; (2) a broker/marketer engaged in the business of supplying electricity; and (3) an aggregator engaged in the business of supplying electricity. MPower Energy NJ LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 MPower Energy NJ LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA, 17105-3265. You should send copies of any protest to MPower Energy NJ LLC's attorney at the address listed below.  
By and through Counsel:  
Carmelo Grimaldi, Esq.  
Meltzer, Lippe, Goldstein & Breitstone, LLP

Proof of Publication in The Philadelphia Daily News  
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA  
COUNTY OF PHILADELPHIA

Florence Devlin being duly sworn, deposes and says that The Philadelphia Daily News is a newspaper published daily, except Sunday, at Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

January 26, 2015

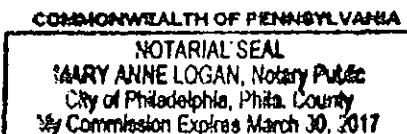
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.



Sworn to and subscribed before me this 26<sup>th</sup> day of  
January, 2015.

  
Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA PUBLIC UTILITY COMMISSION  
NOTICE  
Applications of MPower Energy NJ, LLC 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. MPower Energy NJ, LLC will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier of natural gas; and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy NJ, LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power; (2) a broker/marketer engaged in the business of supplying electricity; and (3) an aggregator engaged in the business of supplying electricity. MPower Energy NJ, LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 MPower Energy NJ, LLC may be filed within 16 days of the date of this notice with the Secretary of the PUC, P.O. Box 3286, Harrisburg, PA 17105-3286. You should send copies of any protest to MPower Energy NJ, LLC's attorney at the address listed below.  
By and through Counsel:  
Carmelo Grimsdell, Esq.  
Malzer, Lippe, Goldstein & Breitstone, LLP  
100 Willis Avenue  
Minnetonka, MN 55301  
Direct Dial: (616) 470-0121  
Fax: (616) 287-2893

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

Lavie Popack  
24 Hilleo Place  
Brooklyn NY 11210

REFERENCE: 83735 118046  
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: 01/27/15

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 01/27/15

**PENNSYLVANIA PUBLIC UTILITY COMMISSION**  
**NOTICE**

Applications of MPower Energy NJ LLC 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.

MPower Energy NJ LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier of natural gas; and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy NJ LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power; (2) a broker/marketer engaged in the business of supplying electricity; and (3) an aggregator engaged in the business of supplying electricity. MPower Energy NJ LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 MPower Energy NJ LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265; you should send copies of any protest to MPower Energy NJ LLC's attorney at the address listed below.

By and Through Counsel:  
Carmelo Grimaldi, Esq.  
Meltzer, Lippe, Goldstein & Breitstone, LLP  
190 Willis Avenue  
Mineola, NY 11501  
Direct Dial (516) 470-0121  
Facsimile (516) 237-2893

Sworn to and subscribed before me this 27<sup>th</sup> day of January 2015

Affiant: Debra McGraw

NOTARY: Barbara J. Moore

COMMONWEALTH OF PENNSYLVANIA  
Notarial Seal  
Barbara J. Moore, Notary Public  
City of Erie, Erie County  
My Commission Expires March 23, 2016  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

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 Williamsport Sun-Gazette on the following dates, viz:

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE  
Applications of MPower Energy, NJ, LLC, 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  
MPower Energy, NJ, LLC will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. MPower Energy, NJ, LLC will also be filing an application with the PUC for a license to supply electricity for electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. MPower Energy, NJ, LLC proposes to sell electricity, natural gas, and related services throughout the entire Commonwealth of Pennsylvania 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 MPower Energy, NJ, LLC, may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to MPower Energy, NJ, LLC's attorney at the address listed below. By and through Counsel: Carmelo Grimaldi, Esq. Melzer, Uppe, Goldstein & Broisone, LLP, 190 Willis Avenue Mineola, NY 11501 Direct Dial (516) 470-0121 Facsimile (516) 237-2893

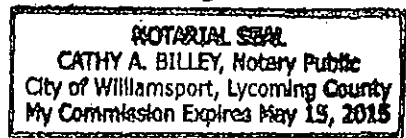
February 5, 2015

Affiant further to verify the fact of publication, and officer daily authorized by the Sun-Gazette Company, publisher of the Williamsport Sun-Gazette, swears under oath and also declares that affiant is not interested in the subject matter of the aforesaid notice and that the facts in the foregoing statement as to time, place and character of publication are true.

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me  
the 16<sup>th</sup> day of April 2015  
Cathy A. Billey  
Notary Public



STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:  
For publishing the notice attached  
hereto on the above state dates.....\$ 296.92  
Probated same.....\$  
Total.....\$ 296.92

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

THE SUN-GAZETTE COMPANY hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

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

The Patriot-News  
Now you know

MPOWER ENERGY LLC  
24 HILLEL PLACE

BROOKLYN NY 11210

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

Amy Kotula, being duly sworn according to law, deposes and says:

That she is a Staff Accountant of The Patriot News Co., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 2020 Technology Pkwy, Suite 300, in the Township of Hampden, County of Cumberland, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 1900 Patriot Drive, in the City, County and State aforesaid; that The Patriot-News and The Sunday Patriot-News were established March 4th, 1854, and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular daily and/or Sunday/ Community Weekly editions which appeared on the date(s) indicated below. That neither she nor said Amy Kotula is connected in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the character of publication are true; and

she has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002333885 ran on the dates shown below:

April 28, 2015

*Amy Kotula*

Sworn to and subscribed before me this 28 day of April, 2015 A.D.

*Sheryl Marie Leggore*  
Notary Public

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL  
Sheryl Marie Leggore, Notary Public  
Hampden Twp., Cumberland County  
My Commission Expires July 16, 2018  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

PENNSYLVANIA PUBLIC UTILITY  
COMMISSION NOTICE  
Applications of MPower Energy NJ  
LLC For Approval To Offer, Render,  
or Furnish Services as a Supplier,  
Appreciator, 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.  
MPower Energy NJ LLC will be  
filing an application with the  
Pennsylvania Public Utility  
Commission ("PUC") for a license to  
provide natural gas supply services as  
(1) a supplier of natural gas, and (2) a  
broker/marketer engaged in the  
business of providing natural gas  
services. MPower Energy NJ LLC  
will also be filing an application with  
the PUC for a license to supply  
electricity or electric generation  
services as (1) a generator and supplier  
of electric power, (2) a  
broker/marketer engaged in the  
business of supplying electricity, and  
(3) an appreciator engaged in the  
business of supplying electricity.  
MPower Energy NJ LLC proposes to  
sell electricity, natural gas, and related  
services throughout the entire  
Commonwealth of Pennsylvania 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  
soundness of MPower Energy NJ LLC  
may be filed within 15 days of the date  
of this notice with the Secretary of the  
PUC, P.O. Box 3265, Harrisburg, PA  
17105-3265. You should send copies of  
any protest to MPower Energy NJ  
LLC's attorney at the address listed  
below.  
By and through Counsel:  
Carmelo Grimaldi, Esq.  
Helffer, Lippe, Goldstein &  
Brazifone, L.P.  
190 William Avenue  
Mineola, NY 11501  
Direct Dial (516) 470-0121  
Facsimile (516) 237-2893

**Appendix C**

**CERTIFICATE OF SERVICE**

On this the 11th day of August, 2015, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

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

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

**Office of the Small Business Advocate  
Commerce Building, Suite 1102  
300 North Second Street  
Harrisburg, PA 17101**

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

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

**Bureau of Investigation & Enforcement  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2 West  
Harrisburg, PA 17120**

**Legal Department  
Attention: Paul Russel  
PPL  
Two North Ninth Street  
Allentown, PA 18108-1179**

**RECEIVED**

**AUG 11 2015**

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

  
Lavinia Popack CEO MPower Energy NJ LLC

Mpower Energy LLC  
24 Killel Place  
Brooklyn NY 11210

RECEIVED

AUG 11 2015

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Pennsylvania Public Utility Commission Secretary  
400 North Street  
Keystone Building 2nd floor N201  
Harrisburg PA 17120



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EK9346405505



8/12/2014

External Carrier: EXPRESS  
Agency: PUC  
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1007

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11210  
AUG 11, 15  
AMOUNT  
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PHONE: ( )  
APPOINTMENT CENTER  
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17146  
17146 NY

**PAYMENT BY ACCOUNT (if applicable)**  
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EK 9346405505

UNITED STATES POSTAL SERVICE®  
**PRIORITY MAIL EXPRESS™**

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PO ZIP Code: 11210  
Scheduled Delivery Date (MM/DD/YY): 08/12/15  
Sched. Del. Time: 10:30 AM, 12 NOON, 3:00 PM, 10:30 AM Delivery Fee

Date Accepted: 08/11/15  
Time Accepted: 4:14 PM  
Weight: 1.390 lbs. ozs.  
Flat Rate:  Priority Mail:

**DELIVERY (POSTAL SERVICE USE ONLY)**

Delivery Address (MM/DD/YY): 17120  
Time: 11:20 AM  
Employee Signature: [Signature]

**DELIVERY (POSTAL SERVICE USE ONLY)**

Delivery Address (MM/DD/YY): 17120  
Time: 11:20 AM  
Employee Signature: [Signature]

Postage: \$19.99  
Insurance Fee: \$  
COD Fee: \$  
Return Receipt: \$  
Live Airmail Transportation Fee: \$  
Total Postage & Fees: \$19.99

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