

UTILITIES MARKETING GROUP

RECEIVED

1 December 2015

DEC - 2 2015

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, Pennsylvania 17120

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: Utilities Marketing Group, LLC notice of material change – Natural Gas Supplier License
No. A-2014-2400841

Dear Ms. Chiavetta:

In connection with Utilities Marketing Group, LLC's (the "Company") Natural Gas Supplier License No. A-2014-2400841, please find the following update to the information found on the Application with respect to ownership of the Company.

At the time of the Application, the ownership structure of the Company was comprised of three entities: FMR Management, Inc. QLIV Consulting, Inc. and HNH, Inc. (the "Former Owners"). The individual owners of the Former Owners remain the same. The Former Owners formed a new entity, AGPB Holdings, LLC, a Delaware limited liability company ("AGPB"), and on November 4, 2015 contributed all of their collective ownership in the Company to AGPB pursuant to the applicable operating agreement. AGPB is a holding company with no business operations outside the ownership of the Company.

AGPB then formed a new entity in the name of Quantum Energy Holdings, LLC ("Quantum"), a Delaware limited liability company, as part of a joint venture with GPB Energy Holdings, LLC ("GPB"), a Delaware limited liability company. Pursuant to the applicable operating agreement, AGPB contributed 100% of its ownership of the Company to Quantum for a 50% ownership position of Quantum. GPB made a cash contribution to Quantum for a 50% ownership position of Quantum.

Therefore, the new and current owner of the Company is Quantum, which is jointly owned in equal parts by AGPB and GPB. While GPB is represented on the Board of Directors of Quantum, it is not otherwise involved with any of the day-to-day operations of the Company. The Former Owners will continue to oversee the Company's operations.

In addition to the above, the following changes need to be made to our application – the corrected information will be entered below each question:

1. **IDENTITY OF THE APPLICANT:** The name, address, telephone number, and FAX number of the Applicant are:

Utilities Marketing Group, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716
Phone: 727-572-0600
Fax: 727-572-0606

2.

- a. **CONTACT PERSON:** The name, title, address, telephone number, and fax number of the person to whom questions about this Application should be addressed are:

Laura Zepeda, Director of Corporate Affairs
Utilities Marketing Group, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716
lzcpeada@utilitysalesmgt.com
Phone: 727-572-0600
Fax: 727-572-0606

- b. **CONTACT PERSON-PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY:**
The name, title, address, telephone number and FAX number of the person with whom contact should be made by PEMA:

Jason Zitner, General Manager
Utilities Marketing Group, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716
jzitner@agrgroupinc.com
Phone: 727-572-0600
Fax: 727-572-0606

- 3 a. **ATTORNEY:** If applicable, the name, address, telephone number, and FAX number of the Applicant's attorney are:

Colleen Flynn, Attorney at Law
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, FL 33756
727-461-1818
collecnf@jpfirm.com

5. BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:

Give name and address of officers:

Matt Judkin, Chief Executive Officer
9701 International Court North, Suite #A
St. Petersburg, FL 33716

Adolfo Quintero, Chief Operations Officer
9701 International Court North, Suite #A
St. Petersburg, FL 33716

Herb Zerden, Chief Financial Officer
9701 International Court North, Suite #A
St. Petersburg, FL 33716

Jason Zitner, General Manager
9701 International Court North, Suite #A
St. Petersburg, FL 33716

6. AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA

Affiliate(s) of the Applicant doing business in Pennsylvania are:

AGR Group Nevada, LLC
6275 S. Pearl Street
Las Vegas, NV 89120

Energy Professionals, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716

Does the applicant have any affiliation with or ownership interest in:
(c) any Pennsylvania natural gas producer and/or marketer

AGR Group Nevada, LLC is a marketer licensed by the Pennsylvania Public Utility Commission as both a natural gas supplier and electric generation supplier. AGR Group Nevada is an affiliate of Utilities Marketing Group, LLC. Both entities are wholly owned by Quantum Energy Holdings, LLC.

16. STANDARDS, BILLING PRACTICES, TERMS AND CONDITIONS OF PROVIDING SERVICE AND CONSUMER EDUCATION.

- a. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, fax number, and e-mail of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial

point(s) of contact for resolving complaints filed with the Applicant, the Distribution Company, the Pennsylvania Public Utility Commission, or other agencies.

Jason Zitner, General Manager
Utilities Marketing Group, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716
jzitner@agrgroupinc.com

Laura Zepeda, Director of Corporate Affairs
Utilities Marketing Group, LLC
9701 International Court North, Suite #A
St. Petersburg, FL 33716
lzepeda@utilitysalcsmgmt.com

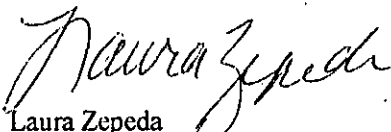
17. FINANCIAL FITNESS:

A. Custodian of accounting records:

Herb Zerden, Chief Financial Officer
9701 International Court North, Suite #A
St. Petersburg, FL 33716
Phone: (727) 572-0600
Fax: (727) 572-0602

Should you have any questions, please feel free to contact me at (727) 572-0600 or via email at lzepeda@utilitysalcsmgmt.com.

Sincerely,


Laura Zepeda
Director of Corporate Affairs
Utilities Marketing Group, LLC

Utilities Marketing Group
9701 International Court North, Suite A
St. Petersburg, FL 33716

Ms. Rosemary Chiaretta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

