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SECRETARY'S BUREAU

January 25, 2016

Secretary
Pennsylvania Public Utility Commission
PO Box 3265
Harrisburg, PA 17105-3265

Subject: Natural Gas Supplier (NGS) License Application Package

Dear Secretary,

Enclosed please find a hard copy and searchable PDF version on a CD-ROM of the completed Natural Gas Supplier (NGS) License Application Package for Mirabito Holdings, Inc. DBA Mirabito Energy Products. Also enclosed is a certified check for the filing fee.

Respectfully,

Jared Fisher
Operations Manager, Natural Gas Division
Mirabito Energy Products
The Metrocenter - 49 Court St
PO Box 5306
Binghamton, New York 13902-5306
Office: 607-352-2849

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Mirabito Holdings, Inc., d/b/a Mirabito Energy Products, for approval to offer, render, furnish, or supply natural gas supply services as a(n) Broker/Marketer to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

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

Mirabito Holdings, Inc. DBA Mirabito Energy Products
49 Court St
PO Box 5306
Binghamton, NY 13902
www.Mirabito.com
866-614-9373

- 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.

Corporation Service Company
c/o Corporation Service Company
2595 Interstate Dr Ste 103
Harrisburg, PA 17110
Phone: 800-622-2300
Fax: 717-526-4401

- 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.

Dave Lundeen
Division Vice President
49 Court St
PO Box 5306
Binghamton, New York 13902
Phone: 607-352-2848
Fax: 607-352-2819
Email: david.lundeen@mirabito.com

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- 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.

Ann B. Cianflone
General Counsel
Mirabito Holdings, Inc.
49 Court St
Po Box 5306

Binghamton, NY 13902
Phone: 607-352-2921
Fax: 607-584-5134
Email: ann.cianflone@mirabito.com

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, fax number, and e-mail **OF THE PERSON AND AN ALTERNATE PERSON (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 Natural Gas Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed NGSs.

Primary:

Jared Fisher
Division Operations Manager
49 Court St
PO Box 5306
Binghamton, New York 13902
Phone: 607-352-2849
Fax: 607-352-2819
Email: jared.fisher@mirabito.com

Alternate:

Ryan Metz
Energy Analyst
49 Court St
PO Box 5306
Binghamton, New York 13902
Phone: 607-352-2852
Fax: 607-352-2819
Email: ryan.metz@mirabito.com

2. **BUSINESS ENTITY FILINGS AND REGISTRATION**

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

X 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.

See Attachment A

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

- X 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.

See Attachment B

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

New York
See Attachment C

- Give name and address of officers.

Richard R. Mirabito 19 Cole Dr Norwich, New York 13815
John J. Mirabito 27 Thistlewood Dr, Binghamton, New York 13903
William C. Mirabito 34 E Country Gate Pl, Vestal, NY 13850
Joseph P. Mirabito 57 Timber Bluff Ct, Binghamton New York 19303
Ross J. Mirabito 139 Indian Brook Rd, Greene, New York 13778

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.

Mirabito Natural Gas, LLC
49 Court St
PO Box 5306
Binghamton, NY 13902
www.MirabitoNaturalGas.com
866-614-9373

Mirabito Natural Gas, LLC is not a jurisdictional public utility.

Mirabito Holdings, Inc. does not have any affiliates that are currently applying to do business in PA.

- 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 which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of an natural gas distribution company
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.

☐ The Applicant is presently doing business in Pennsylvania as a

- ☐ natural gas interstate pipeline
- ☐ municipality providing service outside its municipal limits
- ☐ local gas distribution company
- ☐ retail supplier of natural gas services in the Commonwealth
- ☐ a natural gas producer
- ☐ a broker/marketer engaged in the business of supplying natural gas services
- X Other. (Identify the nature of service being rendered)

Mirabito Energy Products offers a variety of products including heating oil, propane, natural gas, coal, gasoline, diesel fuels, kerosene, and lubricants. We also offer a complete line of home heating equipment, installation and service.

or

☐ The Applicant is not presently doing business in Pennsylvania.

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

- ☐ Supplier or Aggregator of natural gas services
- ☐ Municipal supplier of natural gas services
- ☐ Cooperative supplier of natural gas services
- X Broker/Marketer engaged in the business of supplying natural gas services
 - X Check here to verify that your organization will not be taking title to the natural gas nor will you be making payments for customers.
- ☐ Other (Describe):

c. PROPOSED SERVICES: Describe in detail the natural gas supply services which the Applicant proposes to offer.

Applicant proposes to advise Natural Gas consumers on NGS products that meet the consumer's needs and contract the consumers with the desired NGS

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

- | | |
|---|---|
| <input type="checkbox"/> Columbia | <input type="checkbox"/> Philadelphia Gas Works |
| <input type="checkbox"/> National Fuel Gas | <input type="checkbox"/> UGI Central Penn |
| <input type="checkbox"/> PECO | <input type="checkbox"/> UGI Penn natural |
| <input type="checkbox"/> Peoples Gas – Equitable Div. | <input type="checkbox"/> UGI Utilities |
| <input type="checkbox"/> Peoples Natural Gas | <input type="checkbox"/> Valley Energy |
| <input type="checkbox"/> Peoples TWP | X All of the above |

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

- ☐ Residential Customers
- ☐ Small Commercial Customers - (Less than 6,000 Mcf annually)
- ☐ Residential and Small Commercial as Mixed Meter ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)
- ☐ Large Commercial Customers - (6,000 Mcf or more annually)
- ☐ Industrial Customers
- ☐ Governmental Customers
- X All of above (Except Mixed Meter)
- ☐ Other (Describe):

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

We do not plan to actively seek out new customers in PA, but as soon as possible, we'd like to be able to provide natural gas pricing options for our existing Upstate NY customer base with sites in PA.

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.

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

Columbia Gas of PA, Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 theckathorn@nisource.com	
Peoples Natural Gas – Equitable Division Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrachevich@peoples-gas.com	National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com
The Peoples Natural Gas Company Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrachevich@peoples-gas.com	PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com
Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrachevich@peoples-gas.com	Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com
UGI Central Penn David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com	UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com
Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org	UGI Penn Natural David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com

See Attachment D

7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2208(c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.

See Attachment E

- 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.

See Attachment F (CONFIDENTIAL)

- 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.

We are applying as a broker/marketer only.

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

Typically, on a monthly basis, the NGS that we've brokered a customer supply agreement with will pay us a per energy unit (therm, dekatherm, MMBtu, ccf, Mcf) fee for consumption that they've invoiced and has been paid. On rare occasion, we may be paid a flat one-time fee per brokered NGDC account instead of an ongoing consumption based commission.

- 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.

Todd Leppert
Controller
49 Court St
PO Box 5306
Binghamton, New York 13902
Phone: 607-352-2887
Fax: 607-584-5130
Email: todd.leppert@mirabito.com

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

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

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

See Attachment G

8. TECHNICAL FITNESS:

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

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

- Applicant's previous experience in the natural gas industry.

Mirabito Energy Products has brokered gas in NY since 2008. We have employees with years of previous PA EGS experience, as well as utility and supply experience in NY.

- Summary and proof of licenses as a supplier of natural gas services in other states or jurisdictions.

Our primary place of business is NY which doesn't require brokers to be licensed. Mirabito Energy Products is a licensed gas broker in MA. Please see Attachment H for a copy of our certificate.

- Type of customers and number of customers Applicant currently serves in other jurisdictions.

The primary type of customer served is small commercial, but we do serve all customer classes and currently have active brokered agreements for over 2100 electric meters and over 1600 gas meters.

- Staffing structure and numbers as well as employee training commitments.

We have a Vice President, Operations Manager, Energy Analyst, Sales Director, and 7 Account Managers that are involved in brokering natural gas. Natural gas is only a primary

product for 2 of the Account Managers. Formal natural gas training and review is done at least bi-annually. Informal training and market intelligence distributions are ongoing.

- Business plans for operations within the Commonwealth.

Our plan is to have gas supply options available as a value added service for our existing customer relationships which span into PA. Examples of these types of customers are banks, asphalt/concrete/aggregate producers, hospitals, restaurant chains, and liquid fuel wholesalers.

- 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 NGS – Applicant will contract with a **PUC LICENSED NGS**
- ☐ Affiliate – Applicant will use a **NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant**
- ☐ External Third-Party – Applicant will contract with a **NON-NGS third party nontraditional marketer and/or non-selling marketer**
- ☐ 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.

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.

We will train our account managers to follow the standards and practices for marketing and sales activities for NGSs. When these standards and practices do not address a specific situation or problem, we will exercise good judgment and use reasonable care in interacting with customers, and members of the public. If the sales director finds that unethical behavior is occurring by our employees, then immediate corrective action will be taken. We do not intend to use any subcontractors.

- 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.

See Attachment I

9. DISCLOSURE STATEMENT:

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

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

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

Not applicable as we are applying for a license exclusively as a broker/marketer.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 62.114.

X AGREED

- b. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission:

- Reports of Gross Receipts: Applicant shall file an annual report with the Commission on an annual basis no later than April 30th following the end of the calendar year per 52 Pa. Code § 62.110.

X AGREED

- c. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. § 2208(d). Transferee will be required to file the appropriate licensing application.

X AGREED

- d. **ANNUAL FEES:** The Public Utility Code authorizes the PUC to collect an annual fee of \$350 from suppliers, brokers, marketers, and aggregators selling natural gas in the Commonwealth of PA, and a supplemental fee based on annual gross intrastate revenues, applicable to suppliers only.

X ACKNOWLEDGED

- e. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 62.105.

X AGREED

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

X AGREED

- g. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within thirty (30) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 62.105.

X AGREED

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

X AGREED

- i. **FILING FEE:** The Applicant has enclosed or paid the required, non-refundable filing fee by **CERTIFIED CHECK OR MONEY ORDER** in the amount of \$350.00 payable to the Commonwealth of Pennsylvania. The Commission does not accept corporate or personal checks for filing fees.

X PAYMENT ENCLOSED

11. AFFIDAVITS
(All affidavits must be notarized before filing.)

- 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.

See Attachment J

- b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

See Attachment K

12. NEWSPAPER PUBLICATIONS

Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.

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

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

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

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

See Attachment L

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Columbia Gas	X	X		X		X	X
Equitable Gas	X			X			
National Fuel Gas				X			
PECO			X				
Peoples Natural Gas	X			X			X
Peoples TWP LLC				X			
Philadelphia Gas Works			X				
UGI		X	X		X		
UGI Central Penn	X	X	X	X	X	X	X
UGI Penn Natural		X			X	X	
Valley Energy					X	X	
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices F and G)

13. SIGNATURE


Applicant: Mirabito Holdings, Inc.
 By: Joseph P. Mirabito
 Title: CEO

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14. CHECKLIST

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

Applicant: Mirabito Holdings, Inc DBA Mirabito Energy Products

Applicant's Use	<input checked="" type="checkbox"/>	 Signature	
	<input checked="" type="checkbox"/>	Filing Fee (ONLY CERTIFIED CHECK OR MONEY ORDER)	
	<input checked="" type="checkbox"/>	Application Affidavit	
	<input checked="" type="checkbox"/>	Operations Affidavit	
	<input checked="" type="checkbox"/>	Proof of Publication	
	<input checked="" type="checkbox"/>	Tax Certification Statement	
	<input checked="" type="checkbox"/>	Commonwealth Department of State Verification	
	<input checked="" type="checkbox"/>	Certificate of Service	
		PUC Secretary's Bureau Use	

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DEPARTMENT OF STATE
12/17/2015
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TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

Mirabito Energy Products

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of

Fictitious Creation filed on Apr 17, 2008 - Pages (2)



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

Pedro A. Cortés
Secretary of the Commonwealth

Certification Number: TSC151217120836-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify.aspx>

**PENNSYLVANIA DEPARTMENT OF STATE
 CORPORATION BUREAU**
**Application for Registration of Fictitious Name
 54 Pa.C.S. § 311**

Corporation Service Company W	_____ _____ _____
----------------------------------	-------------------------

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

 Commonwealth of Pennsylvania
 FICTITIOUS NAME 2 Page(s)


T0810960008

Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

 1. The fictitious name is:
 Mirabito Energy Products

 2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
 distribution of fuel and other energy products

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

49 Court Street	P.O. Box 5306	Binghamton	New York	13902	Broome
Number and street		City	State	Zip	County

4. The name and address, including number and street, if any, of each individual interested in the business is:

 Name
 None

Number and Street

City

State

DSCB:54-311-2

5. Each entity, other than an individual, interested in such business is (are):

Granite Capital Holdings, Inc. 49 Court Street corporation New York

Name Form of Organization Organizing Jurisdiction

Granite Capital Holdings, Inc. 49 Court Street Binghamton, NY 13902

Principal Office Address

None

PA Registered Office, if any

Name Form of Organization Organizing Jurisdiction

Principal Office Address

PA Registered Office, if any

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional): The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

16th day of April, 2008

Individual Signature

Individual Signature

Individual Signature

Individual Signature

Granite Capital Holdings, Inc.

Entity Name



Signature

Entity Name

Signature

Joseph Mirabito, Vice President

Title

Title

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2016 JAN 27 AM 10:55

State of New York
Department of State } ss:

PA P.U.C.
SECRETARY'S BUREAU

I hereby certify, that the Certificate of Incorporation of MIRABITO HOLDINGS, INC. was filed on 03/28/1952, under the name of JAMES MIRABITO & SONS, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

A Certificate of Amendment was filed on 12/31/1976.

A Certificate of Amendment was filed on 08/09/1990.

A Certificate of Merger was filed on 12/29/1995.

A Certificate of Merger was filed on 12/29/1995.

A Certificate of Merger was filed on 09/27/1996.

A Certificate of Amendment was filed on 02/03/1997.

A Biennial Statement was filed 04/08/1998.

A Certificate of Amendment was filed on 04/15/1998.

A certificate changing name to GRANITE CAPITAL HOLDINGS, INC. was filed on 10/06/1998.

A Certificate of Merger was filed on 10/30/1998.

A Certificate of Merger was filed on 05/10/1999.

A Biennial Statement was filed 04/07/2000.

A Biennial Statement was filed 05/15/2002.

A Biennial Statement was filed 10/20/2004.

A Biennial Statement was filed 03/29/2006.

A Biennial Statement was filed 03/06/2008.

A certificate changing name to MIRABITO HOLDINGS, INC. was filed on 11/13/2008.

A Certificate of Amendment was filed on 12/03/2008.

A Biennial Statement was filed 07/08/2010.

A Biennial Statement was filed 05/30/2012.

A Certificate of Amendment was filed on 12/04/2013.

A Certificate of Merger was filed on 02/06/2015.

A Certificate of Merger was filed on 02/06/2015.

A Biennial Statement was filed 05/27/2015.

I further certify that no other documents have been filed by such corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 30th day of June
two thousand and fifteen.*

Anthony Scardino

Anthony Giardina
Executive Deputy Secretary of State

RECEIVED

2016 JAN 27 AM 10:55

PA P.U.C.
SECRETARY'S BUREAU

CERTIFICATE OF INCORPORATION

- of -

JAMES MIFANTO & SONS, INC.

(Pursuant to Article Two of the Stock Corporation Law)

We, the undersigned, for the purpose of forming a corporation pursuant to Article two of the Stock Corporation Law of the State of New York, CERTIFY:

FIRST: The name of the corporation shall be JAMES MIFANTO & SONS, INC.

SECOND: The purposes for which it is to be formed are:

- (a) To purchase or otherwise acquire, sell and deal in, as principal or agent, on commission or otherwise, and at wholesale or retail, coal, coal briquettes, coke, oil, gasoline, wood or other kinds of fuel. To purchase, construct, rent or otherwise acquire, control, maintain and operate, elevators, trestles, bins, coal pockets, oil tanks, and all kinds of storage and transportation facilities, apparatus, conveniences and equipment suitable for the conduct of its business.
- (b) To purchase, acquire or otherwise produce, sell, and deal in, as principal or agent, on commission or otherwise, and at wholesale or retail, feed for stock, poultry and other animals and to carry on all activities incidental thereto.
- (c) To purchase, acquire or otherwise produce, sell and deal in, as principal or agent, on commission or otherwise, and at wholesale or retail, seed for agricultural purposes and other purposes and to carry on all activities incidental thereto.
- (d) To purchase, lease or otherwise acquire real property that may be necessary or conducive to the accomplishment of any of the purposes of the corporation. To erect, construct, purchase, lease or otherwise acquire buildings, structures, equipment or other devices suitable for the purpose of distributing and selling fuel, feed and seed, and to make and carry necessary and conducive to the accomplishment of any of the purposes of the corporation.
- (e) To buy, lease or otherwise acquire the whole or any part of the business, good will and assets of any person, firm or corporation, domestic or foreign, engaged in the business

- 2 -

THIRD: The amount of capital stock is \$50,000.00.

FOURTH: The number of shares for which the aforesaid capital stock is five hundred (500) of the par value of One Hundred Dollars (\$100) each.

FIFTH: The principal office of said corporation is to be located in the City of Norwich, Chenango County and State of New York; and the address to which the Secretary of State shall mail a copy of process in any action or proceeding against the Corporation, which may be served upon him, is 2-4 Maydole Street, Norwich, New York.

SIXTH: The duration of the corporation is to be perpetual.

SEVENTH: The number of its directors is to be not less than (3) three nor more than six (6).

EIGHTH: The names and post office addresses of the directors until the first meeting of the stockholders are as follows:

Name	Post Office Address:
James Mirabito	4 Maydole Street, Norwich, New York
Rose Mirabito	4 Maydole Street, Norwich, New York
Angelo J. Mirabito	12 Burr Avenue, Norwich, New York
Anthony T. Mirabito	18 Grove Avenue, Norwich, New York
Thomas J. Mirabito	22 Clinton Street, Sidney, New York
Rosario A. Mirabito	41 Union Street, Sidney, New York

NINTH: The names and post office addresses of the subscribers of this certificate, and the number of shares which each agrees to take in the corporation are as follows:

Name	Address	No. of Shares
James Mirabito	4 Maydole Street, Norwich, N.Y.	1
Rose Mirabito	4 Maydole Street, Norwich, N.Y.	1
Angelo J. Mirabito	12 Burr Avenue, Norwich, N. Y.	1
Anthony T. Mirabito	18 Grove Avenue, Norwich, New York	1
Thomas J. Mirabito	22 Clinton Street, Sidney, N.Y.	1
Rosario A. Mirabito	41 Union Street, Sidney, New York	1

TENTH: All of the subscribers of this certificate are of full age, at least two-thirds of them are citizens of the United States, at least one of them is a resident of the State of New York, and at least one of the persons named as a director is a citizen of the United States and -

- 3 -

ELEVENTH: The Secretary of State is hereby designated as the agent of the corporation upon whom process in any action or proceeding against it may be served.

TWELFTH: The directors shall be stockholders of the corporation.

IN WITNESS WHEREOF, we have made and subscribed this certificate this 25th day of March, 1952.

(Signed)

James Mirabito

Rose Mirabito

Angelo J. Mirabito

Anthony T. Mirabito

Thomas J. Mirabito

Rosario A. Mirabito

STATE OF NEW YORK
COUNTY OF CHEMANGO : SS.
CITY OF NORWICH

On this 25th day of March, 1952, before me, the subscribers personally appeared JAMES MIRABITO, ROSE MIRABITO, ANGELO J. MIRABITO, ANTHONY T. MIRABITO, THOMAS J. MIRABITO and ROSARIO A. MIRABITO, to me known and known to me to be the same persons who appeared in and who executed the foregoing instrument, and they duly, severally acknowledged to me that they executed the same.

EDWARD J. LEE

Notary Public,
Chemango County, New York.

A366993

CERTIFICATE OF AMENDMENT

OF

JAMES MIRABITO & SONS, INC.

3/11/52

For 1st Change

8:00 AM

11:50 AM

M

STATE OF NEW YORK
DEPARTMENT OF STATE
TAX 1-35
FILING FILE 1-32

FILED DEC 31 1978

Handwritten

Secretary of State

Lawrence E. Emerson
35 West Main Street
Norwich, New York 13855

09 Changes

CERTIFICATE OF AMENDMENT OF INCORPORATION
OF

JAMES MIRABITO & SONS, INC.

Incorporated Pursuant to Section 805 of
the Business Corporation Law.

We, the undersigned, Thomas J. Mirabito and Angelo J. Mirabito being respectively the President and Secretary of James Mirabito & Sons, Inc., hereby certify:

1. The name of the corporation is James Mirabito & Sons, Incorporated.

2. The Certificate of Incorporation of said Corporation was filed in the office of the Secretary of State of New York on March 20, 1952.

3. The Certificate of Incorporation of said Corporation is hereby amended to effect one or more of the changes authorized in Section 805 of the Business Corporation Law, to wit, to increase the amount of capital stock of the corporation from Fifty Thousand Dollars, (\$50,000.00), to Two Hundred Thousand Dollars, (\$200,000.00), and to increase the number of authorized shares from Five Hundred (500) shares of a par value of One Hundred Dollars, (\$100.00) each, to Two Thousand shares of a par value of One Hundred Dollars, (\$100.00) each. That One Thousand (1,000) shares of a par value of One Hundred Dollars (\$100.00) each shall be designated "Class A" stock, and shall have voting privileges; that One Thousand (1,000) shares of a par value of One Hundred Dollars (\$100.00) each shall be designated "Class B" stock and shall not have voting privileges and the terms upon which such change is to be made is at the rate of one share of Class A stock for each share outstanding and two shares of Class B stock for each share outstanding.

4. Articles Third and Fourth of the Certificate of Incorporation of the Corporation which now reads as follows:

Third: The amount of capital stock is
Fifty Thousand Dollars (\$50,000.00).

Fourth: The number of shares for which the aforesaid

A366953

- 2 -

capital stock is Five Hundred (500)
of the par value of One Hundred Dollars
(\$100.00) each.

is amended to read as follows:

"3. The amount of Capital Stock of the
Corporation is Two Hundred Thousand Dollars,
(\$200,000.00), to consist of One Thousand
(1,000) shares of "Class A" Stock, with voting
privileges, of the par value of One Hundred
Dollars (\$100.00); and One Thousand (\$1,000)
shares of "Class B", with no voting privileges,
of the par value of One Hundred Dollars (\$100.00)
each."

5. The above and foregoing amendments to the Certificate
of Incorporation were authorized by vote of the holders of a
majority of all outstanding shares entitled to vote at a meeting
of shareholders held on the 7th day of September, 1976.
Dated: September 7, 1976

Thomas J. Mirabito
Thomas J. Mirabito, President

Angelo J. Mirabito
Angelo J. Mirabito, Secretary

STATE OF NEW YORK)
) SS:
COUNTY OF CHENANGO)

THOMAS J. MIRABITO, being duly sworn, deposes and says:
That he is the President of James Mirabito & Sons, Inc.; that
he has read the foregoing certificate of amendment and knows
the contents thereof; that the same is true to the knowledge
of deponent, except as to the matters therein stated to be
alleged on information and belief, and as to those matters he
believes it to be true.

Thomas J. Mirabito
Thomas J. Mirabito, President

Subscribed and sworn to before me
this 7th day of September, 1976.

Thomas J. Mirabito
Notary Public, Chenango County, N.Y.
My commission expires: 3-30-78

STATE OF NEW YORK)
) SS:
COUNTY OF CHENANGO)

ANGELO J. MIRABITO, being duly sworn, deposes and says:
That he is the Secretary of James Mirabito & Sons, Inc.; that
he has read the foregoing certificate of amendment and knows
the contents thereof; that the same is true to the knowledge
of deponent, except as to the matters therein stated to be
alleged on information and belief, and as to those matters he
believes it to be true.

Angelo J. Mirabito
Angelo J. Mirabito, Secretary

Subscribed and sworn to before me
this 7th day of September, 1976.

Thomas J. Mirabito
Notary Public, Chenango County, N.Y.
My commission expires: 3-30-78

RECEIVED

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED AUG 08 1990

AMT. OF CHECK \$ 70
FILING FEE \$ 10.00
TAX \$
COUNTY FEE \$
COPY \$
CERT \$
REFUND \$
SPEC HANDLE \$

BY *Adelgo*

FILED
AUG 9 5 06 PM '90

CERTIFICATE OF AMENDMENT	
OF	
CERTIFICATE OF INCORPORATION	
OF	
JAMES MIRABITO & SONS, INC.	
Under Section 805 of the Business Corporation Law	
DATED: March 2, 1990	
HINMAN, HOWARD & KATTELL 700 SECURITY MUTUAL BUILDING 80 EXCHANGE STREET BINGHAMTON, NEW YORK 13901-3490	

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CERTIFICATE OF AMENDMENT
 OF
 CERTIFICATE OF INCORPORATION
 OF

JAMES MIRABITO & SONS, INC.

Under Section 805 of the Business Corporation Law

The undersigned, being respectively the President and Secretary of James Mirabito & Sons, Inc., do hereby certify and set forth the following:

1. The name of the corporation is James Mirabito & Sons, Inc.
2. The Certificate of Incorporation of James Mirabito & Sons, Inc. was filed by the Department of State on March 28, 1952.
3. The Certificate of Incorporation of James Mirabito & Sons, Inc. is hereby amended as authorized by Section 801 of the Business Corporation Law to change the shares which the corporation is authorized to issue from one thousand shares of "Class A" stock having a par value of \$100.00 each and one thousand shares of "Class B" stock having a par value of \$100.00 each to two thousand shares of one class of common stock, having a par value of \$100.00 each.
4. Paragraph "FOURTH" of the Certificate of Incorporation of James Mirabito & Sons, Inc., which sets forth the shares which the corporation is authorized to issue, is hereby amended to read as follows:

"FOURTH: The aggregate number of shares which the corporation shall have authority to issue is two thousand (2,000), having a par value of One Hundred Dollars (\$100.00) each."

5. This amendment changes 1,000 issued shares of Class A stock par value \$100.00 each, into 1,000 issued shares of one class of common stock, par value \$100.00 each, and changes 1,000 unissued shares of Class B stock, par value \$100.00 each, into 1,000 unissued shares of one class of common stock, par value \$100.00 each.

6. This amendment to the Certificate of Incorporation of James Mirabito & Sons, Inc. was duly authorized by unanimous written consent of the directors of the corporation, followed by unanimous written consent of the shareholders of the corporation.

0002 1953

IN WITNESS WHEREOF, the undersigned have subscribed this
Certificate on the 2nd day of March, 1990, and affirm the statements
contained herein as true under the penalties of perjury.

Joseph P. Mirabito
Joseph P. Mirabito - President

Ross J. Mirabito
Ross J. Mirabito - Secretary

0002 1434

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FILED

JUN 3 11 48 AM '97

July 900

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CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF JAMES MIRALTO & SONS, INC. Under Section 805 of the Business Corporation Law		Dated: November 7, 1996
HINMAN, HOWARD & KATTELL 700 Lexington Avenue, Suite 2000 60 Broadway Street Manhattan New York 10017-2490		

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED FEB 03 1997

TAXES \$ 400

BY: J.W.

CHENANGO
DELAWARE

CSC 45

FILED

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CERTIFICATE OF AMENDMENT

OF

F 970203000258

CERTIFICATE OF INCORPORATION

OF

JAMES MIRABITO & SONS, INC.

Under Section 805 of the Business Corporation Law

The undersigned, being the President and Secretary, respectively, of James Mirabito & Sons, Inc., hereby certify and set forth the following:

1. The name of the corporation is James Mirabito & Sons, Inc., the name under which it was formed.

2. The Certificate of Incorporation of the corporation was filed with the Department of State on March 28, 1952. Said Certificate of Incorporation was amended by Certificate of Amendment filed with the Department of State on December 31, 1976 and also by Certificate of Amendment filed with the Department of State on August 9, 1990.

3. Paragraph Third of the Certificate of Incorporation which sets forth the amount of capital stock of the corporation is hereby amended as authorized by Section 801 of the Business Corporation Law to read as follows:

Third: The amount of capital stock is Two Million Dollars (\$2,000,000.00).

4. Paragraph Fourth of the Certificate of Incorporation of the corporation which sets forth the aggregate number of shares authorized to be issued, and their par value, is hereby amended as authorized by Section 801 of the Business Corporation Law to read as follows:

Fourth: The aggregate number of shares which the corporation shall have authority to issue is Twenty Thousand (20,000) having a par value of One Hundred Dollars (\$100.00) each.

5. Prior to the amendment effected hereby, the corporation was authorized to issue 2000 shares of common stock with \$100.00 par value of which 1385.12 shares were issued and outstanding. After the amendment effected hereby, the corporation will be authorized to issue a total of 20,000 shares of common stock with \$100.00 par value of which the outstanding shares will remain unchanged at 1385.12 leaving a total of 18,614.88 shares of common stock with \$100.00 par value authorized but unissued.

6. Paragraph Fifth of the Certificate of Incorporation which sets forth the address of the principal office of the corporation and the address to which the Secretary of State shall mail a copy of process in any action or proceeding against the corporation is amended as authorized by Section 801 of the Business Corporation Law to read as follows:

Fifth: The principal office of the corporation is to be located in the Village of Sidney, Delaware County and State of New York and the address to which the Secretary of State shall mail a copy of process in any action or proceeding against the corporation, which may be served upon him, is 44 Grand Street, Sidney, N.Y.

7. These amendments to the Certificate of Incorporation of the corporation were duly authorized by unanimous written consent of the directors and shareholder of the corporation.

IN WITNESS WHEREOF, the undersigned have subscribed this Certificate as of the 7th day of November, 1998, and affirm the statements contained herein as true under the penalties of perjury.

Joseph P. Mirabito
Joseph P. Mirabito, President

Ross J. Mirabito
Ross J. Mirabito, Secretary

2

RECEIVED
AUG 9 1990

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 08 1990

AMT. OF CHECK \$ 170
FILING FEE \$ 100
TAX \$
COUNTY FEE \$
COPY \$
CERT \$
REFUND \$
SPEC HANDLE \$ 10
BY *clerk*

AUG 9 5 06 PM '90

FILED

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF JAMES MIRABITO & SONS, INC. Under Section 805 of the Business Corporation Law		DATED: March 2, 1990	HINMAN, HOWARD & KATTELL 700 SECURITY MUTUAL BUILDING 80 EXCHANGE STREET BINGHAMTON, NEW YORK 13901-3480
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11-11-90

Handwritten signature/initials

Handwritten signature/initials

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FILING RECEIPT

DEPARTMENT OF STATE
CORPORATIONS AND STATE RECORDS

ALBANY

FILING RECEIPT

TY NAME : JAMES MIRABITO & SONS, INC.

DOCUMENT TYPE : AMENDMENT (DOMESTIC BUSINESS)
STOCK COUNTY PROCESS

COUNTY

SERVICE COMPANY : CSC NETWORKS/PRENTICE HALL

SERVICE OFFICE

FILED: 02/03/1997 DURATION: ***** CASH #: 970203000269 FILM #: 970

ALRESS FOR PROCESS

THE CORPORATION
44 GRAND STREET
SIDNEY, NY 00000

REGISTERED AGENT



STOCK: 20000 PV

FILER	FEES	985.00	PAYMENTS
HINMAN, HOWARD & KATTELL	FILING :	60.00	CASH :
700 SECURITY MUTUAL BUILDING	TAX :	900.00	CHECK :
80 EXCHANGE STREET	CERT :	0.00	BILLED :
BINGHAMTON, NY 13901-3490	COPIES :	0.00	
	HANDLING :	25.00	

RECEIVED

DOS-1025 (11/89)

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
JAMES MIRABITO & SONS, INC.

Under Section 805 of the Business Corporation Law

The undersigned, being the President and Secretary, respectively, of James Mirabito & Sons, Inc., hereby certify and set forth the following:

1. The name of the corporation is James Mirabito & Sons, Inc., the name under which it was formed.
2. The Certificate of Incorporation of the corporation was filed with the Department of State on March 28, 1952. Said Certificate of Incorporation was amended by Certificate of Amendment filed with the Department of State on December 31, 1976, by Certificate of Amendment filed with the Department of State on August 9, 1990, and also by Certificate of Amendment filed with the Department of State on February 3, 1997.
3. Paragraph Second of the Certificate of Incorporation which sets forth the purposes of the corporation is hereby amended as authorized by Section 801 of the Business Corporation Law to read as follows:

Second: The purpose for which the corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Law; however, it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.
4. Paragraph Seventh of the Certificate of Incorporation of the corporation which sets forth the number of directors of the corporation is hereby deleted.
5. Paragraph Twelfth of the Certificate of Incorporation of the corporation which sets forth the requirement that the directors be stockholders of the corporation is hereby deleted.
6. These amendments to the Certificate of Incorporation of the corporation were duly authorized by unanimous written consent of the directors and shareholders of the corporation.


Ross J. Mirabito, Secretary

S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME : JAMES MIRABITO & SONS, INC.

DOCUMENT TYPE : AMENDMENT (DOMESTIC BUSINESS)
PURPOSES PROVISIONS

COUNTY: DELA

SERVICE COMPANY : CSC NETWORKS/PRENTICE HALL

SERVICE CODE: 45

FILED: 04/15/1998 DURATION: ***** CASH #: 980415000310 FILM #: 98041500029

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
HINMAN HOWARD & KATTELL, LLP	FILING :	60.00	CASH :	0.00
700 SECURITY MUTUAL BUILDING	TAX :	0.00	CHECK :	0.00
70 EXCHANGE STREET	CERT :	0.00	BILLED:	85.00
BINGHAMTON, NY 13901	COPIES :	0.00		
	HANDLING:	25.00	REFUND:	0.00

S-1025 (11/89)

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S. DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME : JAMES MIRABITO & SONS, INC.

DOCUMENT TYPE : AMENDMENT (DOMESTIC BUSINESS)
 PURPOSES PROVISIONS

COUNTY: DELA

SERVICE COMPANY : CSC NETWORKS/PRENTICE HALL

SERVICE CODE: 45

FILED: 04/15/1998 DURATION: ***** CASH #: 980415000310 FILM #: 98041500029

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
HINMAN HOWARD & KATTELL, LLP	FILING :	60.00	CASH :	0.00
700 SECURITY MUTUAL BUILDING	TAX :	0.00	CHECK :	0.00
70 EXCHANGE STREET	CERT :	0.00	BILLED:	85.00
BINGHAMTON, NY 13901	COPIES :	0.00		
	HANDLING:	25.00	REFUND:	0.00

S-1025 (11/89)

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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
JAMES MIRABITO & SONS, INC.

Under Section 305 of the Business Corporation Law

The undersigned, being the president and the secretary, respectively, of James Mirabito & Sons, Inc., do hereby certify and set forth the following:

1. The name of the corporation is James Mirabito & Sons, Inc., the name under which it was formed.
2. The certificate of incorporation of James Mirabito & Sons, Inc. was filed with the Department of State on the 28th day of March, 1952. Said certificate of incorporation was amended by certificate of amendment filed with the Department of State on December 31, 1976, by certificate of amendment filed with the Department of State on August 9, 1990, by certificate of amendment filed with the Department of State on February 1, 1997, and by certificate of amendment filed with the Department of State on April 15, 1998.

3. Paragraph FIRST of the certificate of incorporation of James Mirabito & Sons, Inc., which sets forth the name of the corporation, is hereby amended to read as follows:

"FIRST: The name of the corporation shall be GRANITE CAPITAL HOLDINGS, INC."

4. Paragraph THIRD of the certificate of incorporation of James Mirabito & Sons, Inc., which sets forth the amount of capital stock of the corporation, is hereby deleted.

5. Paragraph FOURTH of the certificate of incorporation of James Mirabito & Sons, Inc., which sets forth the aggregate number of shares which the corporation shall have authority to issue and their par value, is hereby amended to read as follows:

"FOURTH. The aggregate number of shares which the corporation shall have authority to issue is One Hundred Thousand (100,000) having a par value of One Dollar (\$1.00) each."

2

This amendment to the certificate of incorporation of James Mirabito & Sons, Inc. provides for a change of shares as follows:

Issued Shares: The amendment provides for a change with respect to 14,311.43 issued shares of common stock with a par value of \$100.00 per share. Resulting from the change are 14,311.43 issued shares of common stock with a par value of \$1.00 per share at a rate of one old share for every one hundred new shares.

Unissued Shares: The amendment provides for a change with respect to 5,688.57 unissued shares of common stock with a par value of \$100.00 per share. Resulting from the change are 85,688.57 unissued shares of common stock with a par value of \$1.00 per share at a rate of one old share for every 15.063 new share.

Prior to the amendment effected hereby, the corporation was authorized to issue 20,000 shares of common stock with \$100.00 par value, of which 14,311.43 shares were issued and outstanding. After the amendment effected hereby, the corporation will be authorized to issue an additional 80,000 shares of common stock with \$1.00 par value for a total of 100,000 such shares, of which 14,311.43 shares will remain issued and outstanding with the reduced par value of \$1.00, leaving 85,688.57 shares of common stock with \$1.00 par value which are authorized but unissued.

This amendment to the certificate of incorporation of James Mirabito & Sons, Inc. reduces the stated capital of the corporation by reducing the per value of 14,311.43 issued shares of common stock of the corporation from One Hundred Dollars (\$100.00) per share to One Dollar (\$1.00) per share. The stated capital is thereby reduced from One Million Four Hundred Thirty-One Thousand Four Hundred Forty-Three Dollars (\$1,431,443.00) to Fourteen Thousand Three Hundred Eighty Dollars (\$14,311.43), a reduction of One Million Four Hundred Twenty-Seven Thousand Six Hundred Sixty-Two Dollars (\$1,417,131.57), which amount represents the aggregate reduction in per value of the 14,311.43 issued shares of common stock affected by this amendment, and which amount is transferred from stated capital to capital surplus.

6. These amendments to the certificate of incorporation of James Mirabito & Sons, Inc. were duly authorized by unanimous written consent of the directors and shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned have subscribed this certificate as of the 22nd day of September, 1998, and affirm the statements contained herein as true under the penalties of perjury.

Joseph P. Mirabito
Joseph P. Mirabito, President
Ross J. Mirabito
Ross J. Mirabito, Secretary

Joseph P. McKeown, President

Ross J. Mirabito - Secretary

- 2 -

capital stock is Five Hundred (500)
of the par value of One Hundred Dollars
(\$100.00) each.

is amended to read as follows:

"3. The amount of Capital Stock of the
Corporation is Two Hundred Thousand Dollars,
(\$200,000.00), to consist of One Thousand
(1,000) shares of "Class A" Stock, with voting
privileges, of the par value of One Hundred
Dollars (\$100.00); and One Thousand (1,000)
shares of "Class B", with no voting privileges,
of the par value of One Hundred Dollars (\$100.00)
each."

5. The above and foregoing amendments to the Certificate
of Incorporation were authorized by vote of the holders of a
majority of all outstanding shares entitled to vote at a meeting
of shareholders held on the 7th day of September, 1976.

Dated: September 7, 1976

Thomas J. Mirabito
Thomas J. Mirabito, President

Angelo J. Mirabito
Angelo J. Mirabito, Secretary

2

STATE OF NEW YORK)
) SS:
COUNTY OF CHENANGO)

THOMAS J. MIRABITO, being duly sworn, deposes and says:
That he is the President of James Mirabito & Sons, Inc.; that
he has read the foregoing certificate of amendment and knows
the contents thereof; that the same is true to the knowledge
of deponent, except as to the matters therein stated to be
alleged on information and belief, and as to those matters he
believes it to be true.

Thomas J. Mirabito
Thomas J. Mirabito, President

Subscribed and sworn to before me
this 7th day of September, 1976.

James J. Mirabito
Notary Public, Chenango County, N.Y.
My commission expires: 3-30-78

STATE OF NEW YORK)
) SS:
COUNTY OF CHENANGO)

ANGELO J. MIRABITO, being duly sworn, deposes and says:
That he is the Secretary of James Mirabito & Sons, Inc.; that
he has read the foregoing certificate of amendment and knows
the contents thereof; that the same is true to the knowledge
of deponent, except as to the matters therein stated to be
alleged on information and belief, and as to those matters he
believes it to be true.

Angelo J. Mirabito
Angelo J. Mirabito, Secretary

Subscribed and sworn to before me
this 7th day of September, 1976.

James J. Mirabito
Notary Public, Chenango County, N.Y.
My commission expires: 3-30-78

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
GRANITE CAPITAL HOLDINGS, INC.

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is Granite Capital Holdings, Inc.

SECOND: *The certificate of incorporation of the corporation was filed with the Department of State on March 28, 1952 under the name of James Mirabito & Sons, Inc. Said Certificate of Incorporation was amended by Certificate of Amendment filed with the Department of State on December 31, 1976, by Certificate of Amendment filed with the Department of State on August 9, 1990, by Certificate of Amendment filed with the Department of State on February 3, 1997, by Certificate of Amendment filed with the Department of State on April 15, 1998, and also by Certificate of Amendment filed with the Department of State on October 6, 1998.*

THIRD: Paragraph First of the Certificate of Incorporation which sets forth the name of the Corporation is hereby amended to read as follows:


FIRST. The name of the corporation shall be Mirabito Holdings, Inc.

FOURTH: This amendment to the Certificate of Incorporation of the corporation was duly authorized by the unanimous written consent of all the members of the Board of Directors of the corporation, followed by the unanimous written consent of the holders of outstanding shares of the corporation entitled to vote on the said amendment of the certificate of incorporation.

IN WITNESS WHEREOF, the undersigned have subscribed this Certificate as of October 20, 2008, and affirm the statements contained herein as true under the penalties of perjury.



Joseph P. Mirabito, President



Richard R. Mirabito, Assistant Secretary

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
GRANITE CAPITAL HOLDINGS, INC.

Under Section 805 of the Business Corporation Law

Filed by: Ryan M. Mead
Hinman, Howard & Kattell, LLP
700 Security Mutual Building
80 Exchange Street
Binghamton, New York, 13901

—
[Attach here]

CERTIFICATE OF INCORPORATION

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

RECEIPT

=====

ENTITY NAME: MIRABITO HOLDINGS, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC BUSINESS)

COUNTY: DELA

=====

FILED: 11/07/2008 DURATION: ***** CASH#: 081107000752 FILM #:

FILER:

RYAN M. MEAD - HINMAN, HOWARD &
KATTELL LLP 700 SECURITY MUTUAL BLD
80 EXCHANGE STREET
BINGHAMTON, NY 13901

ADDRESS FOR PROCESS:

REGISTERED AGENT:

=====

SERVICE COMPANY: ** NO SERVICE COMPANY **

SERVICE CODE: 00

FEEs	25.00

FILING	0.00
TAX	0.00
CERT	0.00
COPIES	0.00
HANDLING	25.00

PAYMENTS	25.00

CASH	0.00
CHECK	25.00
CHARGE	0.00
DRAWDOWN	0.00
OPAL	0.00
REFUND	0.00

=====

DOS-1025 (04/2007)

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

=====

ENTITY NAME: MIRABITO HOLDINGS, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC BUSINESS)
NAME

COUNTY: DELA

=====

FILED:11/13/2008 DURATION:***** CASH#:081113000681 FILM #:081113000635.

FILER:

RYAN M. MEAD - HINMAN, HOWARD &
KATTELL LLP 700 SECURITY MUTUAL BLD
80 EXCHANGE STREET
BINGHAMTON, NY 13901

ADDRESS FOR PROCESS:

REGISTERED AGENT:

=====

SERVICE COMPANY: ** NO SERVICE COMPANY **

SERVICE CODE: 00

FEEs	85.00

FILING	60.00
TAX	0.00
CERT	0.00
COPIES	0.00
HANDLING	25.00

PAYMENTS	85.00

CASH	0.00
CHECK	85.00
CHARGE	0.00
DRAWDOWN	0.00
OPAL	0.00
REFUND	0.00

=====

DOS-1025 (04/2007)

BY-LAWS
OF
GRANITE CAPITAL HOLDINGS, INC.
(herein called the "Company")

ARTICLE I

Offices

Section 1.01. The principal office of the Company shall be in Sidney, County of Delaware, State of New York. The Company shall also have offices at such other places as the Board of Directors shall from time to time determine or as the business of the Company shall require.

ARTICLE II

Shareholders

Section 2.01. Annual Meeting. The Annual Meeting of shareholders for the election of directors and the transaction of such other business as may come before it shall be held in each year on the third Tuesday in January commencing in 1999 at a time and place to be designated by the Board of Directors and stated in the Notice or Waiver of Notice of the meeting.

Section 2.02. Special Meetings. Special meetings of the shareholders, for any purpose or purposes, may be called any time by the Chairman of the Board, Chief Executive Officer, President, any Vice President or by resolution of the Board of Directors, and shall be called by the President or Secretary at the request in writing of shareholders owning a majority of the capital stock of the Company issued and outstanding. Such request shall state the purpose or purposes of the proposed meeting.

Special meetings of shareholders shall be held at such time and place as shall be stated in the notice or waiver of notice of the meeting.

Section 2.03. Notice of Meetings of Shareholders. Whenever shareholders are required or permitted to take any action at a meeting, written notice shall state the place, date and hour of the meeting and, unless it is the annual meeting, indicate that it is being issued by or at the direction of the person or persons calling the meeting. Notice of a special meeting shall also state the purpose or purposes for which the meeting is called. If, at any meeting, action is proposed to be taken which would, if taken, entitle shareholders fulfilling the requirements of Section 623 of the Business Corporation Law to receive payment for their shares, the notice of such meeting shall include a statement of that purpose and to that effect. A copy of the notice of any meeting shall be given, personally or by mail, not less than ten or more than fifty days before the date of the meeting, to each shareholder entitled to vote at such meeting. If mailed, such notice is given when deposited in the United States mail, with postage thereon prepaid, directed to the shareholder at his address as it appears on the record of shareholders, or, if he shall have filed with the Secretary of the Company a written request that notice to him be mailed to some other address, then direct to him at such other address.

When a meeting is adjourned to another time or place, it shall not be necessary to give any notice of adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken. At the adjourned meeting any business may be transacted that might have been transacted

on the original date of the meeting; however, if, after the adjournment, the Board of Directors fixes a new record date for the adjourned meeting, it shall cause a notice of the adjourned meeting to be given to each shareholder of record on the new record date entitled to notice under the next preceding paragraph.

Section 2.04. Waivers of Notice. Notice of meeting need not be given to any shareholder who submits a signed waiver of notice, in person or by proxy, whether before or after the meeting. The attendance of any shareholder at a meeting, in person or by proxy, without protesting prior to the conclusion of the meeting the lack of notice of such meeting, shall constitute a waiver of notice by him.

Section 2.05. Quorum. The holders of a majority of the shares entitled to vote thereat shall constitute a quorum at a meeting of shareholders for the transaction of any business.

When a quorum is once present to organize a meeting, it is not broken by the subsequent withdrawal of any shareholders.

The shareholders present may adjourn the meeting despite the absence of a quorum.

Section 2.06. Fixing Record Date. For the purpose of determining the shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or to express consent to or dissent from any proposal without a meeting, or for the purpose of determining shareholders entitled to receive payment of any dividend or the allotment of any rights, or for the purpose of any other action, the Board of Directors may fix, in advance, a date as the record date for any such determination of shareholders. Such date shall not be more than fifty nor less than ten days before the date of such meeting, nor more than fifty days prior to any other action.

When determination of shareholders of record entitled to notice of or to vote at any meeting of shareholders has been made as provided in this section, such determination shall apply to any adjournment thereof, unless the Board of Directors fixes a new record date under this section for the adjourned meeting.

If no record date is fixed, (1) the record date for the determination of shareholders entitled to notice of or to vote at a meeting of shareholders shall be at the close of business on the day next preceding the day on which notice is given or, if no notice is given, the day on which the meeting is held, and (2) the record date for determining shareholders for any purpose other than the determination of shareholders entitled to notice of or to vote at a meeting of shareholders shall be at the close of business on the day on which the resolution of the Board relating thereto is adopted.

Section 2.07. Vote of Shareholders. At any meeting of the Shareholders, every shareholder having the right to vote, shall be entitled to vote in person or by proxy. Except as otherwise provided by law or the Certificate of Incorporation, each shareholder of record shall be entitled to one vote for every share of stock standing in his name on the books of the Company. All elections shall be determined by a plurality vote, and, except as otherwise provided by law, in these Bylaws or the Certificate of Incorporation, all other matters shall be determined by a vote of a majority of the shares present or represented at such meeting and voting on such questions. Voting at a shareholders' meeting shall be by voice unless any shareholder demands a stock vote, in which case voting shall be by ballot which shall state the name of the shareholder voting, the number of shares owned by him, and the name of the proxy, if any.

Section 2.08. Super Majority Vote. Notwithstanding any provision to the contrary, the following actions shall require a 2/3 vote of all shareholders for:

- (i) Removal of a Board member;
- (ii) Mergers
- (iii) Sale of substantially all the assets of the Company;
- (iv) Annual valuation of shares of Common Stock of the Company; and
- (v) Amendments to the By-laws of the Company.

Section 2.09. Proxies. Every proxy must be executed in writing by the shareholder or by his attorney in fact. No proxy shall be valid after the expiration of eleven months from the date thereof, unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the shareholder executing it, except in those cases where an irrevocable proxy is permitted by law.

Section 2.10. Action by Shareholders Without a Meeting. Whenever the shareholders at a meeting are required or permitted to take any action by vote at a meeting, such action may be taken without a meeting on written consent filed in the minute book setting forth the action so taken, signed by the holders of all outstanding shares entitled to vote thereon.

ARTICLE III

Directors

Section 3.01. Management of Business: Qualification of Directors. The business of the Company shall be managed by its Board of Directors, each of whom shall be at least eighteen years of age. Directors need not be shareholders.

Section 3.02. Number. The number of directors which shall constitute the entire Board shall be fixed by a resolution adopted by the shareholders or by the vote of a majority of the entire Board of Directors, except that the number shall never be less than the lesser of three or the number of shareholders of the Company at the time such determination is made nor more than twelve. The number of directors may be increased or decreased by action of the shareholders or by the majority vote of the entire Board of Directors. No decrease in number shall shorten the term of any incumbent director.

Section 3.03. Election and Term. At each annual meeting of shareholders, directors shall be elected to hold office until the next annual meeting. Subject to the provisions of Sections 3.04 and 3.05 hereof, each director shall hold office until the expiration of the term for which he is elected, and until his successor has been elected and qualified.

Section 3.04. Resignations. Any director of the Company may resign at any time by giving written notice to the Secretary of the Company. Such resignation shall take effect at the time specified therein, if any, or if no time is specified therein, then upon receipt of such notice by the Secretary, and, unless otherwise provided therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 3.05. Removal of Directors. Any or all of the directors may be removed at any time by vote of two-thirds (2/3) of all shareholders or by vote of two-thirds of the entire Board of Directors, either vote being taken at a meeting attended by a quorum.

Newly created directorships resulting from an increase in the number of directors and vacancies occurring in the Board of Directors for any reason shall be filled by vote of a majority of directors then in office although less than a quorum.

A director elected to fill a vacancy shall be elected to hold office for the unexpired term of his predecessor.

Section 3.06. Quorum of Directors. At all meeting of the Board Of Directors, a majority of the entire Board shall be necessary and sufficient to constitute a quorum for

the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as expressly provided otherwise by the statutes of the State of New York and by these bylaws.

A majority of the directors present, whether or not a quorum is present, may adjourn any meeting of the directors to another time and place. Notice of any adjournment need not be given if such time and place are announced at the meeting.

Section 3.07. Annual Meeting. The newly elected Board of Directors shall meet immediately following the adjournment of the annual meeting of shareholders in each year at the same place. No notice of such meeting shall be necessary to the newly elected directors in order legally to constitute a meeting.

Section 3.08. Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall from time to time be fixed by the Board. No notice thereof shall be necessary.

Section 3.09. Special Meetings. Special meetings may be called at any time by the Chairman of the Board, Chief Executive Officer, President or any Vice President or by resolution of the Board of Directors. Special meetings shall be held at such place as shall be fixed by the person or persons calling the meeting and stated in the notice or waiver of notice of the meeting.

Special meetings of the Board of Directors shall be held upon notice to the directors or waiver thereof.

Unless waived, notice of each special meeting of the directors, stating the time and place of the meeting, shall be given to each director by delivered letter, by telegram or by personal communication either by telephone or otherwise, in each such case not later than the second day prior to the meeting, or by mailed letter deposited in the United States mail with postage thereon prepaid, not later than the third day prior to the meeting. Notices of special meetings of the Board of Directors and waivers thereof need not state the purpose or purposes of the meeting.

Notice of a special meeting need not be given to any director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, at or prior to its commencement, the lack of notice to him.

Section 3.10. Action by Directors or Committees in Writing Without a Meeting. Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or the Committee

consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or Committee shall be filed with the minutes of the proceedings of the Board or Committee.

Section 3.11. Directors' Meeting by Conference, Telephone or Similar Communications Equipment. Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or Committee by means of a conference, telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time.

Participation by such means shall constitute presence in person at the meeting.

Section 3.12. Executive Committee. The Chairman of the Board, Chief Executive Officer and President shall automatically, by virtue of their office, be members of the Executive Committee. Members of the Executive Committee shall serve as long as they hold such office, unless he resigns or is removed by a 2/3 vote of the entire Board which is approved by a 2/3 vote of all shareholders, not counting the person who is to be removed. A member of the Executive Committee elected to fill a vacancy shall be elected for the unexpired term of his predecessor.

The Executive Committee shall have the authority to recommend additional members to the Executive Committee subject to approval of a 2/3 vote of the entire Board. The Executive Committee shall have all the authority of the Board of Directors, except that it shall have no authority as to the following matters:

- (i) The submission to shareholders of any action that needs shareholders' approval under the New York Business Corporation Law.
- (ii) The filling of vacancies in the board of directors or in any committee.
- (iii) The fixing of compensation of the directors for serving on the board or on any committee.
- (iv) The amendment or repeal of the by-laws, or the adoption of new by-laws.
- (v) The amendment or repeal of any resolution of the board which by its terms shall not be so amendable or repealable.

Regular meetings of the Executive Committee shall be held weekly at such time and place as shall from time to time be fixed by such Committee. No notice thereof shall be necessary. Special meetings may be called at any time by any member of such committee. Notice of each special meeting of the Executive Committee shall be

given or waived in the same manner as notice of a special meeting of the Board of Directors. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business and the act of a majority of the members present at the time of the vote, if a quorum is present at such time, shall be the act of the committee.

Section 3.13. Super Majority Vote. Notwithstanding any provision to the contrary, the following actions shall require a 2/3 vote of the entire Board:

- (i) Election and removal of members of the Executive Committee;
- (ii) Removal of a Board member;
- (iii) Mergers;
- (iv) Sale of substantially all the assets of the Company;
- (v) Annual valuation of shares of Common Stock of the Company; and
- (vi) Amendments to the By-laws of the Company.

ARTICLE IV

Officers

Section 4.01. Election or Appointment; Number. The officers of the Company shall be elected or appointed by the Board of Directors. The officers shall be a Chairman of the Board, Chief Executive Officer, President, a Secretary, a Treasurer, and such number of Vice Presidents, Assistant Secretaries, and such other officers as the Board may from time to time determine. Any person may hold two or more offices at the same time, except the offices of President and Secretary. Any officer may, but no officer need, be chosen from among the Board of Directors.

Section 4.02. Term. Subject to the provisions of Section 3.03 hereof, all officers shall be elected or appointed to hold office until the meeting of the Board of Directors following the next annual meeting of shareholders, and each officer shall hold office for the term for which he is elected or appointed and until his successor has been elected or appointed and qualified. In the event of the death, resignation or removal of an officer, the board in its discretion may elect or appoint a successor to fill the unexpired term.

Section 4.03. Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board with or without cause, by a vote of not less than 2/3 of all the Board other than the person being removed.

The removal of an officer without cause shall be without prejudice to his contract rights, if any. The election or appointment of an officer shall not of itself create contract rights.

Section 4.04. Authority. The officers shall have the authority, perform the duties and exercise the powers in the management of the Company usually incident to the offices held by them, respectively, and/or such other authority, duties and powers as may be assigned to them from time to time by the Board of Directors or the Chairman of the Board, the Chief Executive Officer or the President.

Section 4.05. Voting Securities Owned by the Company. Powers of attorney, proxies, waivers of notice of meeting, consents and other instruments relating to securities owned by the Company may be executed in the name of and on behalf of the Company by the Chairman of the Board, the Chief Executive Officer or the President or any Vice President and any such officer may, in the name of and on behalf of the Company, take all such action as any such officer may deem advisable to vote in person or by proxy at any meeting of security holders of any corporation in which this Company may own securities and at any such meeting shall possess and may exercise

Section 4.07. Chief Executive Officer. During the absence or disability of the Chairman of the Board, the Chief Executive Officer shall have all the powers and functions of the Chairman of the Board. The Chief Executive Officer reports to the Chairman of the Board, the Executive Committee and the Board of Directors. He directs operations of subsidiaries and divisions, and develops recommendations for consideration by the Executive Committee and Board of Directors and implements policy decisions. He develops plans to achieve organizational goals and provides regular reports to Directors. He directly oversees finance operations, Management Information Systems Department, and Human Resources Department.

Section 4.09. Vice President. Any Vice President may act in the place of the President in his absence and shall perform such other duties as the Board shall prescribe.

(a) attend all meetings of the board, Executive Committee and of the shareholders;

(c) give or cause to be given notice of all meetings of shareholders, Executive Committee and of special meetings of the board;

(d) keep in safe custody the seal of the Company and affix it to any instrument when authorized by the board;

(e) when required, prepare or cause to be prepared and available at each meeting of shareholders a certified list in alphabetical order of the names of shareholders entitled to vote thereat, indicating the number of shares of each respective class held by each;

(f) keep all the documents and records of the Company as required by law or otherwise in a proper and safe manner;

(g) perform such other duties as may be prescribed by the board.

Section 4.11. Assistant-Secretary. During the absence or disability of the Secretary, the Assistant-Secretary, if there is one elected, shall have all the powers and functions of the Secretary.

Section 4.12. Treasurer. The Treasurer shall:

(a) have the custody of the corporate funds and securities;

(b) keep full and accurate accounts of receipts and disbursements in the corporate books;

(c) deposit all money and other valuables in the name and to the credit of the Company in such depositories as may be designated by the board;

(d) disburse the funds of the Company may be ordered or authorized by the board and preserve proper vouchers for such disbursements;

(e) be furnished by all corporate officers and agents, at his or her request, with such reports and statements as he or she may require as to all financial transactions of the Company;

(f) perform such other duties as are given to him or her by these by-laws or as from time to time are assigned to him or her by the Board or the President.

Section 4.13. Assistant-Treasurer. During the absence or disability of the Treasurer, the Assistant-Treasurer, if there is one elected, shall have all the powers and functions of the Treasurer.

ARTICLE V

Capital Stock

Section 5.01. Stock Certificates. The shares of the Company shall be represented by certificates signed by the Chairman of the Board, Chief Executive Officer, the President or a Vice President and the Secretary of the Company, and may be sealed with the seal of the Company or a facsimile thereof. If any officer who has signed a certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the Company with the same effect as if he were such officer at the date of issue.

Each certificate representing shares shall also set forth such additional material as is required by subdivisions (b) and (c) of Section 508 of the Business Corporation Law.

Section 5.02. Transfers. Stock of the Company shall be transferable in the manner prescribed by the laws of the State of New York and these Bylaws. Transfers of stock shall be made on the books of the Company only by the person named in the certificate or by attorney lawfully constituted in writing and only after surrender of the certificate therefor, which shall be cancelled before the new certificate shall be issued.

Section 5.03. Registered Holders. The Company shall be entitled to treat and shall be protected in treating the persons in whose names shares or any warrants, rights or options stand on the record of shareholders, warrant holders, rights holders or option holders, as the case may be, as the owners thereof for all purposes and shall not be bound to recognize any equitable or other claim to, or interest in, any such share, warrant, right or option on the part of any other person, whether or not the Company shall have notice thereof, except as expressly provided otherwise by the statutes of the State of New York.

Section 5.04. New Certificates. The Company may issue a new certificate of stock in the place of any certificate theretofore issued by it, alleged to have been lost or destroyed, and the directors, in their discretion may require the owner of the lost or destroyed certificate or his legal representatives to give the Company a bond sufficient in the judgment of an appropriate officer of the Company to indemnify the Company against any claim that may be made against it on account of the alleged loss or destruction of any such certificate or the issuance of such new certificate.

Section 5.05. Closing Transfer Books. The Board shall have the power to close the share transfer book of the Company for a period of not more than ten days during the thirty day period immediately preceding (a) any shareholder's meeting, or (b) any

date upon which shareholders shall be called upon to or have a right to take action without a meeting, or (c) any date fixed for the payment of a dividend or any other form of distribution, and only those shall be recognized as such for the purpose of (1) receiving notice of or voting at such meeting, or (2) allowing them to take appropriate action, or (3) entitling them to receive any dividend or other form of distribution.

ARTICLE VI

Miscellaneous

Section 6.01. Seal. The corporate seal shall be in the form set forth below.

Section 6.02. Fiscal Year. The fiscal year of the Company shall be the year from October 1 to the following September 30.

Section 6.03. Duty of Directors and Officers. Directors and officers shall discharge the duties of their respective positions in good faith and with that degree of diligence, care and skill which ordinarily prudent men would exercise under similar circumstances in like positions. In discharging their duties, directors and officers, when acting in good faith, may rely upon financial statements of the Company represented to them to be correct by the Chairman of the Board, the Chief Executive Officer, the President or the officer of the Company having charge of its books of accounts, or stated in a written report by an independent public accountant or firm of such accountants fairly to reflect the financial condition of the Company.

Section 6.04. Indemnification of Directors and Officers. The Company shall indemnify any person made a party to an action by or in the right of the Company to procure a judgment in its favor, by reason of the fact that he, his testator or intestate, is or was a director or officer of the Company, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense of such action, or in connection with an appeal therein, to the maximum extent permitted by and consistent with Article 7 of the Business Corporation Law.

The Company shall indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by or in the right of the Company to procure a judgment in its favor, whether civil or criminal, including an action by or in the right of any other corporation or entity of any type or kind, domestic or foreign, including but not limited to an employee benefit plan, which any director or officer of the Company served in any capacity at the request of the Company, by reason of the fact that he, his testator or intestate, was a director or officer of the Company, or served such other corporation in any capacity, against judgments, fines, amounts paid in

settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such director or officers acted, in good faith, for a purpose which he reasonably believed to be in the best interests of the Company and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his conduct was unlawful, to the maximum extent permitted by and consistent with Article 7 of the Business Corporation Law. The termination of any such civil or criminal action or proceeding by judgment, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith for a purpose which he reasonably believed to be in the best interests of the Company or that he had reasonable cause to believe that his conduct was unlawful.

The rights to indemnification and advancement of expenses granted by or pursuant to this section shall not limit or exclude, but shall be in addition to, any other rights which may be granted by or pursuant to any statute, corporate charter, by-law, resolution of shareholders or directors or agreement. It is the intent of this section to require the Company to indemnify the persons referred to herein for the aforementioned reasons, in each and every circumstance in which such indemnification could lawfully be permitted by express provisions of by-laws, and the indemnification required by this section shall not be limited by the absence of an express recital of such circumstances.

Section 6.05. Entire Board. As used in these Bylaws, the term "entire Board" means the total number of directors which the Company would have if there were no vacancies.

Section 6.06. Amendment of Bylaws. These Bylaws may be amended or repealed and new Bylaws adopted by a 2/3 vote of the Board of Directors or by a 2/3 vote of the shareholders at the time entitled to vote in the election of any directors.

If any Bylaw regulating an impending election of directors is adopted, amended or repealed by the Board, there shall be set forth in the notice of the next meeting or shareholders for the election of directors the Bylaw so adopted, amended or repealed, together with the concise statement of the changes made.

**RESOLUTION
OF
GRANITE CAPITAL HOLDINGS, INC.**

WHEREAS, the Company has determined that it is in the best interests of the Company and the Shareholders to provide for flexibility in the determination of the record date for the payment of dividends and other shareholder distributions; and

WHEREAS, the By-laws of the Company limit the determination of the record date to not less than ten nor more than fifty days in advance of any such action; and

WHEREAS, the By-laws provide for amendment thereto upon the affirmative vote of at least two-thirds of the members of the Board of Directors; and

WHEREAS, the undersigned comprise the unanimous decision of the Board of Directors to amend the By-laws to provide for greater flexibility in the determination of a record date.

NOW THEREFORE, it is:

RESOLVED, that the By-laws of the Company are hereby amended as follows:

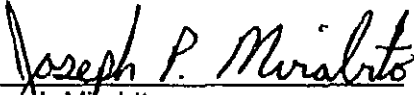
1. The first paragraph of Section 2.06 is deleted in its entirety and replaced as follows:

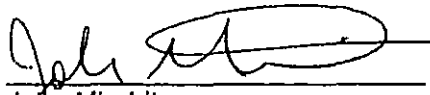
"For purposes of determining the shareholders entitled to notice of or to vote at any meeting or shareholders or any adjournment thereof, or to express consent to or dissent from any proposal without a meeting, the Board of Directors may fix a date as the record date for any such determination of shareholders. Such date shall not be more than fifty nor less than ten days before the date of such meeting. For purposes of determining the shareholders entitled to receive payment of any dividend or other distribution or the allotment of any rights, the Board of Directors may fix a date as the record date for any such determination of shareholders."

RESOLVED, that the officers of the Company shall take such action or shall cause such action to be taken to carry out the foregoing Resolution as of the date hereof.

RESOLVED, that the Resolution be made a part of the Company's records.

IN WITNESS WHEREOF, the Board of Directors have executed this Resolution as of the 25 day of September 2008.

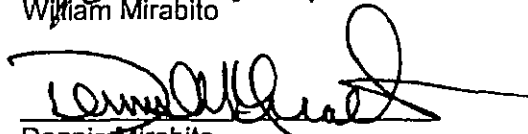

Joseph Mirabito


John Mirabito

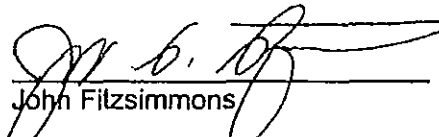

Richard Mirabito


William Mirabito


Thomas Mirabito


Dennis Mirabito


Ross Mirabito


John Fitzsimmons

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
GRANITE CAPITAL HOLDINGS, INC.

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is Granite Capital Holdings, Inc.

SECOND: The certificate of incorporation of the corporation was filed with the Department of State on March 28, 1952 under the name of James Mirabito & Sons, Inc. Said Certificate of Incorporation was amended by Certificate of Amendment filed with the Department of State on December 31, 1976, by Certificate of Amendment filed with the Department of State on August 9, 1990, by Certificate of Amendment filed with the Department of State on February 3, 1997, by Certificate of Amendment filed with the Department of State on April 15, 1998, and also by Certificate of Amendment filed with the Department of State on October 6, 1998:

THIRD: Paragraph First of the Certificate of Incorporation which sets forth the name of the Corporation is hereby amended to read as follows:

FIRST. The name of the corporation shall be Mirabito Holdings, Inc.

FOURTH: This amendment to the Certificate of Incorporation of the corporation was duly authorized by the unanimous written consent of all the members of the Board of Directors of the corporation, followed by the unanimous written consent of the holders of outstanding shares of the corporation entitled to vote on the said amendment of the certificate of incorporation.

IN WITNESS WHEREOF, the undersigned have subscribed this Certificate as of October 20, 2008, and affirm the statements contained herein as true under the penalties of perjury.



Joseph P. Mirabito, President



Richard R. Mirabito, Assistant Secretary

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
GRANITE CAPITAL HOLDINGS, INC.

Under Section 805 of the Business Corporation Law

Filed by: Ryan M. Mead
Hinman, Howard & Kattell, LLP
700 Security Mutual Building
80 Exchange Street
Binghamton, New York, 13901

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2016 JAN 27 AM 10: 56

PA P.U.C.
SECRETARY'S BUREAU

Columbia Gas
of Pennsylvania
A NiSource Company

November 30, 2015

Jared Fisher
Mirabito Holdings, Inc.
dba Mirabito Energy Products
The Metro Center - 49 Court St
PO Box 5306
Binghamton, NY 13902-5306

Dear Jared Fisher:

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

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

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

Please feel free to contact me at 614-460-4996 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,



Tom Heckathorn
Director, Transportation and Supplier Management



National Fuel

December 22, 2015

Dave Lundeen, Division Vice President
Mirabito Holdings, Inc. d/b/a Mirabito Energy Products
49 Court Street
P. O. Box 5306
Binghamton, NY 13902

Re: Security Requirement for Mirabito Holdings, Inc. d/b/a Mirabito Energy Products

Dear Dave,

National Fuel Gas Distribution Corporation ("NFGDC") is aware Mirabito Holdings, Inc. d/b/a Mirabito Energy Products (MEP) has filed an application with the Pennsylvania Public Utility Commission to supply natural gas service to the public in Pennsylvania and specifically within the service territory of NFGDC.

As you know, in making such an application, MEP must furnish acceptable security to each utility where MEP will do business. As such, under its tariff, NFGDC could require MEP to provide a bond or other financial security instrument in an amount that NFGDC determines to be appropriate.

However, you have indicated, and it is NFGDC's understanding that MEP intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, MEP will never take title to any delivered natural gas.

Based upon your representations, NFGDC has determined that, at this time, MEP does not need to post a bond or other form of security to operate in its service territory. However, if the services provided by MEP change in the future, NFGDC reserves the right to require security from MEP as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at 716-857-7599.

Yours truly,

Nathan E. Barnes
Transportation Services Department



An Exelon Company

ExelonSM

Energy Delivery

December 22, 2015
PECO - Exelon Corporation
Energy Acquisition
2301 Market Street
Philadelphia, PA. 19101

David Lundeen
Vice President, Natural Gas and Electric Division
Mirabito Holdings, Inc.
PO Box 5306 Binghamton, New York 13902
Office: 607-352-2848
Email: david.lundeen@mirabito.com

PECO is aware that Mirabito Holdings, Inc. has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

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

If you should have any questions regarding this matter, please contact the Electric & Gas Choice Hotline at 215-841-3700.

Sincerely,

A handwritten signature in black ink, appearing to read "Carol Reilly", written in a cursive style.

Carol Reilly

Manager

Energy Acquisition



PEOPLES NATURAL GAS



Attachment E (Page 4 of 7)

PEOPLES TWP

225 North Shore Drive
Pittsburgh, PA 15212

Lynda W. Petrichevich
Director, Rates and Requirements Forecasting

Peoples Service Company LLC
Phone: 412-208-6528; Fax: 412-208-6577
Email: lpetrichovich@peoples-gas.com

December 1, 2015

Jared Fisher
Operations Manager, Natural Gas Division
Mirabito Holdings, Inc.
The Metrocenter - 49 Court St
PO Box 5306
Binghamton, New York 13902-5306

Dear Mr. Fisher:

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

Since Mirabito Holdings, Inc. is not currently operating a Pool on the Peoples systems, we have determined at this time that Mirabito Holdings, Inc. does not need a bond or other financial security requirement to provide these services to the Company's customers.

If a Pool is established which alters the creditworthiness requirement or the Company's exposure to Mirabito Holdings, Inc. provision of services on the Peoples' system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

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

Sincerely,

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

Cc: Steven Kolich
Carol Miller



PHILADELPHIA GAS WORKS
800 West Montgomery Avenue • Philadelphia, PA 19122

November 24, 2015

Mr. Jared Fisher
Operations Manager
Natural Gas Division
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY 13902-5306

Re: Security Requirement Bond - Broker

Dear Mr. Fisher:

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

As you know, in making such an application, Mirabito Holdings, Inc., must furnish acceptable security to each utility where Mirabito Holdings, Inc., to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

However, you have indicated, and it is Philadelphia Gas Works' understand that Mirabito Holdings, Inc., only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, Mirabito Holdings, Inc., will never take title to any delivered natural gas.

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

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

Sincerely,

Nicholas LaPergola
Director
Gas Supply, Transportation & Control

NL:b



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

December 11, 2015

Jared Fisher
Operations Manager, Natural Gas Division
Mirabito Energy Products
The Metrocenter - 49 Court St
PO Box 5306
Binghamton, New York 13902-5306

RE: Mirabito Holdings, Inc. DBA Mirabito Energy Products application to serve as a Natural Gas Broker

Dear Mr. Fisher,

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

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

Sincerely,

A handwritten signature in black ink, appearing to read "David E. Lahoff".

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



VALLEY ENERGY

523 S. Keystone Avenue, P.O. Box 340, Sayre, PA 18840
800/998-4427 • 570/888-9664 • FAX 570/888-6199

November 24, 2015

Mr. Jared Fisher
Operations Manager, Natural Gas Division
Mirabito Energy Products
The Metrocenter - 49 Court St.
PO Box 5306
Binghamton, NY 13902-5306

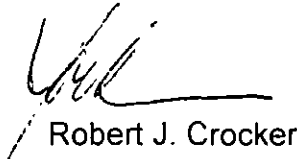
Dear Mr. Fisher:

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

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

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

Sincerely,



Robert J. Crocker
President & CEO

RJC/ss

cc: M. Johnston, Valley Energy



THE COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF PUBLIC UTILITIES

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SECRETARY'S BUREAU

CHARLES D. BAKER
GOVERNOR

KARYN E. POLITO
LIEUTENANT GOVERNOR

MATTHEW A. BEATON
SECRETARY OF ENERGY
AND ENVIRONMENTAL AFFAIRS

ONE SOUTH STATION
BOSTON, MA 02110
(617) 305-3500

ANGELA M. O'CONNOR
CHAIRMAN

JOLETTE A. WESTBROOK
COMMISSIONER

ROBERT E. HAYDEN
COMMISSIONER

October 30, 2015

David Lundeen
Mirabito Holdings, Inc.
d/b/a Mirabito Energy Products
49 Court Street, PO Box 5306
Binghamton, NY 13902

Mr. Lundeen,

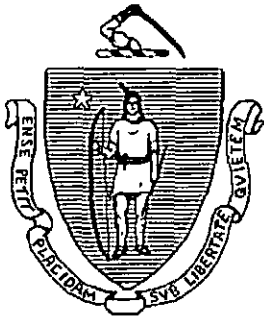
The Department of Public Utilities has reviewed Mirabito Holdings, Inc. d/b/a Mirabito Energy Products' ("Mirabito Energy") application for a Gas Retail Agent license to serve residential, commercial and industrial customers in the Commonwealth of Massachusetts. I am pleased to inform you that the application has been approved. Mirabito Energy's license number is RA-146.

As a condition of maintaining its license, Mirabito Energy must file updated information within 30 days of any material change in the information required by 220 C.M.R. § 14.04(2), and must comply with all relevant requirements of G.L. c. 164 and the regulations thereunder, including 220 C.M.R. §§ 12.00, 14.00 et seq. If you decide to request renewal of Mirabito Energy's license next year, please submit a renewal application that includes audited financial statements, at least 30 days prior to the expiration of this license.



Sincerely,

A handwritten signature in black ink, appearing to read "Mark D. Marini".
Mark D. Marini, Secretary



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC UTILITIES

ONE SOUTH STATION, 5TH FLOOR

BOSTON, MA 02110

617-305-3500

Gas Retail Agent License Application for New Applicants Pursuant to 220 C.M.R. § 14.00 et seq.

REQUIRES ANNUAL FEE and ANNUAL RENEWAL

Please submit an original, two copies, and an electronic copy on CD-ROM formatted for Microsoft Word to the address above along with a \$100.00 annual fee.

I. GENERAL BUSINESS INFORMATION

1. Legal Name of Applicant: Mirabito Holdings, Inc.

Doing business as (D/B/A): Mirabito Energy Products

2. Business Address: 49 Court Street, PO Box 5306, Binghamton, NY 13902

3. If a corporation, association, or partnership:

- (a) Organized under the laws of which state:

New York

- (b) Date of organization:

March 28, 1952

APPROVED	
DATE:	10/30/2015
	<i>Angela P. O'Brien</i>
	<i>Robert H. Taylor</i>
	<i>Robert H. Taylor</i>
COMMISSIONERS, D.P.U.	

- (c) Attach a copy of the articles of incorporation, association, partnership agreement or other document regarding legal organization.

(See Attachment 1)

- (d) Please, attach a copy of the by-laws.

(See Attachment 1)

4. Name, Title, and Business Address of all Officers and Directors, Partners, or other similar Officials:

Joseph Mirabito, CEO and President, 49 Court Street, PO Box 5306, Binghamton, NY 13902

John Mirabito, Chairman of the Board, 49 Court Street, PO Box 5306, Binghamton, NY 13902

William Mirabito, Sr. VP & Treasurer, 49 Court Street, PO Box 5306, Binghamton, NY 13902

Richard Mirabito, COO (C-Store Division), 49 Court Street, PO Box 5306, Binghamton, NY 13902

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Mirabito Holdings, Inc. Chief Officers:

John J. Mirabito

Joseph P. Mirabito

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SECRETARY'S BUREAU

John Mirabito

Education:

Graduated from the University of Notre Dame in 1976 with a Bachelors Degree in Business Administration as a Finance Major

Received a Masters Degree in Business Administration (MBA) from Syracuse University in 1986

Earned the designation of Chartered Property Casualty Underwriter (CPCU) from the American Institute for Property and Liability Underwriters, Inc. in 1989

Business:

Business Manager for the Sidney Central School District from June, 1976 through December, 1980 with responsibility for all non-instructional and financial activities for the district

Obtained my insurance license and started working at Mang Associates, Inc., an independent insurance agency, in January 1981.

Along with two other partners, purchased the insurance agency in 1986 and changed the name to Mang Group, Inc. After numerous purchases and mergers over the years the agency grew to 19 locations, with one in Raleigh, North Carolina.

Chairman of the Board, January, 2005 to present, of Mirabito Holdings, Inc. (FKA as Granite Capital Holdings, Inc.) which was formed in 1998 through the combination of a number of businesses, including Mang Group, Inc. Mirabito Holdings, Inc. is a diversified company and includes the business brands Mirabito Energy Products (energy distribution), Quickway/Mirabito Stores and Convenience Express (convenience stores), and Mirabito Truck Repair, Inc.(truck service and repairs). Mang Group, Inc. was sold to NBT Bancorp in 2008. The company employs 900 people at over 85 locations in 3 states.

Civic, Business, Professional, and Community Service:

Member, Board of Directors, Catholic Schools of Broome County (Chairman July 2015 to present)

Member of CSBC Steering Committee 2014-2015

Member, Equestrian Order of the Holy Sepulchre of Jerusalem 2012

Member, Board of Directors, Leatherstocking Gas Company, 2012 to present

Member, Roman Catholic Diocese of Syracuse Finance Committee (Chairman of the Risk Management Committee), October 2011 to present

Member, Board of Directors, Binghamton Bearcats Athletic Association, June 2010 to present

Member, Board of Trustees, Tri-Town Regional Hospital, 2009 to 2015

Member, Board of Directors, Catholic Education Foundation of the Southern Tier, 2008 to 2015 (President November 2013 to 2015)

Member, Board of Directors, Community Foundation of South Central New York, 2008 to present (Chairman of Finance/Audit Committee, 2012 to present, and Treasurer 2013 to present)

Member, Board of Directors, Friends of Bassett, 2005 to 2012

Member, Executive Board of the Otschodela Council, Inc. Boy Scouts of America, 2004 to 2009.

Chairman of the Village of Sidney Zoning Board of Appeals, 1986 to 2004.

Chairman of the Tri-Town Chapter of the American Red Cross, 1985 to 1987, and 1995 to 1999.

Member, Board of Directors, Southern Tier Chapter of the American Red Cross, 2000 to 2006. Tri-Town Outstanding Volunteer Service award, 2003.

Member, Board of Directors, TCA Vision 21, Inc., 1998 to 2007.

President, United Way of Sidney, Inc. 1985

President, Rotary Club of Sidney, 1989-1990. Rotary Paul Harris Fellow, 1990.

Member, Board of Directors, Delaware County Chamber of Commerce, 1984-1989

Member, Board of Directors, United Methodist Homes for the Aging, 1990-1996

Member, Parish Council of Sacred Heart Church, 1989-1994

Past Member, University of Notre Dame Sorin Society

Councilman, Town of Sidney Republican Committee, 1989 to 2008

Trustee, Mirabito Foundation, 1995 to present

Chief, Tri-Town Y-Indian Guides, 1990-1992

Treasurer, RYLA, 1994-1998

Member Binghamton City Club, 2007 to present

Member of Saints John and Andrew Parish, Binghamton, NY

Family:

Married 34 years to Cheryl with 5 children ages 23 to 32. Hobbies and interests include travelling, golf, College athletics, reading, and working around the house.

Joseph P. Mirabito

Joseph P. Mirabito, CEO of Mirabito Holdings, Inc., graduated from LeMoyne College with a Bachelor of Science Degree in Business. While attending college, Joe worked part-time at the family owned and operated business of James Mirabito and Sons, Inc, or more commonly known today as Mirabito Energy Products.

The Primary business concern of Mirabito Energy Products is the distribution of energy products throughout Central New York State, Pennsylvania, Connecticut, Vermont and Massachusetts. Supplying heating oil and propane to both residential and commercial customers has long been the mainstay of Mirabito Energy Products. Mirabito Energy Products now has a total of 14 branch offices in three states including New York, Pennsylvania and Massachusetts. In 1984, Mirabito entered into the convenience store marketplace and currently owns and operates over 56 convenience stores known as Mirabito Convenience Stores.

In 2011, Mirabito Holdings, Inc. partnered with Corning Natural Gas to form Leatherstocking Gas Company, LLC. Leatherstocking is a regulated local distribution company with franchises in New York and Pennsylvania whose mission is to provide low cost, domestically abundant, clean burning natural gas to the citizens of the region. In 2012, Mirabito formed Mirabito Natural Gas to market natural gas to commercial and residential customers.

Joe is a past President of the Empire State Petroleum Association (ESPA), a member of the Petroleum Marketers Association of America (PMAA) and the National Association of Convenience Stores (NACS). His community involvement includes, past President of the Sidney Chamber of Commerce, past Director of the Sidney Chamber of Commerce, and past Director of the Otsego County Chamber of Commerce. He is currently an Advisory Board Member for the Central NY Region of Community Bank, a Director of the Binghamton Chamber of Commerce and a Director for Corning Natural Gas.

Joe was a recipient of the 2010 Carl Tripi Award from NYACS for his “low-profile, high impact” approach to making a difference in the convenience

store industry. He also received the 2008 LeMoyne College Frank Fernandez Business Leader of the Year Award.

Joe enjoys golfing, basketball, motor sports, and spending time with his family. Joe and his wife Rosemary reside in Binghamton, NY and have three daughters, Lindsay, Angela and Maria, and one Grandson, Tucker.

Directorships

- Bainbridge Lions Club- Charter Member
- Friends of Bassett Hospital-Director 1996-2000
- Greater Sidney Development Corporation-President 1989-Present
- Otsego County Chamber of Commerce-Director 1984-1999
- Sidney Chamber of Commerce-President 1987-1989
- Sidney Chamber of Commerce-Director 1984-1999
- Town of Sidney Republican-Committeeman 1990-2002
- Wilber National Bank-Director 1995-2010
- Wilber Bank Corporation – Director 2005-2010
- Empire State Petroleum Association-2002-Present
- Mirabito Fuel Group- Director-1986-1998
- LeMoyne College Board of Regents 2004-2007
- Granite Capital Holdings, Inc-Director 1998-2008
- Tri-Town Regional Hospital – Trustee 2007 – 2009
- Corning Natural Gas -- Director 12/2010 – Present
- Greater Binghamton Chamber of Commerce Director 2/12 – Present
- Mirabito Holdings, Inc. – Director 11/2008 - Present

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APPLICATION AFFIDAVIT

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[Commonwealth/State] of New York :PA P.U.C.
SECRETARY'S BUREAU

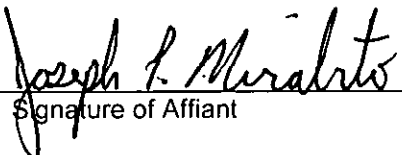
: ss.

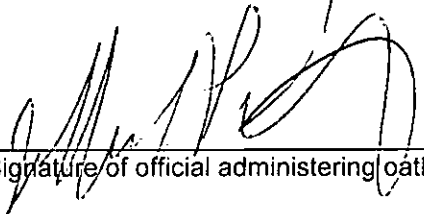
County of Tioga :Joseph P. Mirabito, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:[He/she is the CEO (Office of Affiant) of Mirabito Holdings, Inc. (Name of Applicant);]

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

That the Applicant herein Mirabito Holdings, Inc. ^(MHI) has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).That the Applicant herein MHI has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.That the Applicant herein MHI 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 MHI acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

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



 Signature of Affiant
Sworn and subscribed before me this 22nd day of January, 2016.


 Signature of official administering oath

My commission expires _____.

JEFFREY S. PILARCHIK
 NOTARY PUBLIC-STATE OF NEW YORK
 No. 01P16117940
 Qualified in Tioga County
 My Commission Expires November 01, 2016

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2016 JAN 27 AM 10:57

OPERATIONS AFFIDAVIT

[Commonwealth/State] of New York :

PA P.U.C.
ss. SECRETARY'S BUREAU

County of Tioga :

Joseph P. Micabito, Affiant, being duly [sworn/affirmed] according to law,
deposes and says that:

[He/she is the CEO (Office of Affiant) of Micabito Holdings, Inc. (MHI)
(Name of Applicant);]

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

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

That MHI, the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28 shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

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

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

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

Joseph P. Mirabito
Signature of Affiant

Sworn and subscribed before me this 22nd day of January, 2016.

[Signature]
Signature of official administering oath

My commission expires _____.

JEFFREY S. PILARCHIK
NOTARY PUBLIC-STATE OF NEW YORK
No. 01P16117940
Qualified in Tioga County
My Commission Expires November 01, 2016

In
THE ERIE TIMES-NEWS

COMBINATION EDITION

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2016 JAN 27 AM 10:57

Mirabito Holdings, Inc.
P. O. Box 5306
Binghamton NY 13902

REFERENCE: 88343 173542
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: 12/02/15

TOTAL COST: \$409.00

AD SPACE: 0 Lines

FILED ON: 12/02/15

PA P.U.C.
SECRETARY'S BUREAU

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a Broker/Marketer 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.

Mirabito Holdings, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. Mirabito Holdings, Inc. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Mirabito Holdings, Inc. proposes to sell electricity, natural gas, and related services in Citizens' Electric Company, Columbia Gas of PA, Inc., Duquesne Light Company, Equitable Gas, Met Ed, National Fuel Gas Distribution Corp., PECO Energy Company, Penelec, Penn Power, Peoples Natural Gas, Peoples TWP LLC, Philadelphia Gas Works, Pike County Light & Power Company, PPL, UGI, UGI Central Penn, UGI Penn Natural, Valley Energy Inc., Wellsboro Electric Company, and West Penn Power 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 Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.

By and through Counsel: Ann Cianflone

Mirabito Holdings, Inc.
PO Box 5306 • Binghamton, NY 13902-5306
Phone 607-352-2800 • Fax 607-584-5130

adms12342

Sworn to and subscribed before me this 3rd day of December 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

TIMES PUBLISHING COMPANY

Attachment L (Page 2 of 15)

TIMES SQUARE
205 W. 12th STREET
ERIE, PENNSYLVANIA 16534-0001
TEL: (814) 870-1600 FAX: (814) 870-1814
FED ID #: 25-0839114
INVOICE

BILLING PERIOD	ADVERTISER/CLIENT NAME	
12/1/2015 - 12/2/2015	Mirabito Holdings, Inc.	
TOTAL AMOUNT DUE	UNAPPLIED AMOUNT	TERMS OF PAYMENT
\$0.00		DUE UPON RECEIPT

PAGE #	BILLING DATE	INV #	BILLED ACCOUNT NAME AND ADDRESS	REMITTANCE ADDRESS
1	12/02/2015	9201	Mirabito Holdings, Inc. P. O. Box 5306 Binghamton, NY 13902	TIMES PUBLISHING COMPANY P.O. BOX 6137 ERIE, PA 16512-6137
BILLED ACCT #				
88343				

Erie Times News
GOERIE.com
CyberLink



PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

DATE	PO Number	AD#	DESCRIPTION	SIZE	RATE	AMOUNT	NET
11/30/2015		173542	Legal check payment				-409.00
12/2/2015		173542	LEGAL / PUC Notice	2 x 3.00	67.00	409.00	409.00
Ordered By: Jared Fisher							

PLEASE PAY THIS
AMOUNT ==>

\$0.00

INVOICE NUMBER	ADVERTISER INFORMATION		
	BILLING PERIOD	BILLED ACCOUNT NUMBER	ADVERTISER/CLIENT NAME
9201	12/1/2015 - 12/2/2015	88343	Mirabito Holdings, Inc.

Classifieds Work!

www.goerie.com/classifieds

Call: (814) 456-7021

Classified Email: classify@timesnews.com

Legals Email: legals@timesnews.com

TO ENSURE PROPER CREDIT TO YOUR ACCOUNT:

1. Allow 3 days for mail payments.
2. Make check or money order payable to TIMES PUBLISHING COMPANY
DO NOT MAIL CASH
3. Make sure your name and account number appear on your check or money order.
4. Mail your payment and the stub above in the pre-addressed envelope provided.

Questions about your bill?

(814) 870-1617

To place a classified ad

(814) 456-7021

For home newspaper delivery

(814) 453-4691

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

The Patriot-News
Now you know

MIRABITO ENERGY PRODUCTS
THE METROCENTER 49 COURT ST
PO BOX 5306

BINGHAMTON NY 13902

**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 Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That 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 stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002349693 ran on the dates shown below:

December 01, 2015

Amy Kotula

Sworn to and subscribed before me this 01 day of December, 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

2 ANTIQUE OAK SHOWCASES, 10' x 12' 1920 Mirror back, Excellent cond. \$495 each OBO. Also 3 ANTIQUE FABRIC UPRIGHT BOLT HOLDERS, \$95 each OBO. See at Antique Market Place of Lemoyne, between 10am - 5pm, 415 Boston Ave., Lemoyne 17043 or call 717-329-2691.

Light Company, Equitable Gas, Met Ed, National Fuel Gas Distribution Corp., PECO Energy Company, Penelec, Penn Power, Peoples Natural Gas, Peoples TWP LLC, Philadelphia Gas Works, Pike County Light & Power Company, PPL, UGI, UGI Central Penn, UGI Penn Natural, Valley Energy Inc., Wellsboro Electric Company, and West Penn Power 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 Mirabito Holdings, Inc. may be filed within 15 days of the date of this

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

The Patriot-News
Now you know

MIRABITO ENERGY PRODUCTS
THE METROCENTER 49 COURT ST
PO BOX 5306

BINGHAMTON

NY

13902

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;

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a 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.

Mirabito Holdings, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. Mirabito Holdings, Inc. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Mirabito Holdings, Inc. proposes to sell electricity, natural gas, and related services in Citizens' Electric Company, Columbia Gas of PA, Inc., Duquesne Light Company, Equitable Gas, Met Ed, National Fuel Gas Distribution Corp., PECO Energy Company, Penelec, Penn Power, Peoples Natural Gas, Peoples TWP LLC, Philadelphia Gas Works, Pike County Light & Power Company, PPL, UGI, UGI Central Penn, UGI Penn Natural, Valley Energy Inc., Wellsboro Electric Company, and West Penn Power 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 Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.

By and through Counsel:

Ann Clantone
Mirabito Holdings, Inc.

notice or publication which is securely attached hereto is exactly as printed and published in their regular Community Weekly editions which appeared on the date(s) indicated below. That neither she nor said the subject matter of said printed notice or advertising, and that all of the allegations of this statement as character of publication are true; and personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on 's Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the if directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds Dauphin in Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002349693 ran on the dates shown below:

December 01, 2015

Amy Kotula

Sworn to and subscribed before me this 01 day of December, 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

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

Attachment L (Page 5 of 15)

The Patriot-News
Now you know

MIRABITO ENERGY PRODUCTS
THE METROCENTER 49 COURT ST
PO BOX 5306

BINGHAMTON NY 13902

STATEMENT

ALL CHARGES ARE NET

<u>ACCT #</u>	<u>NAME</u>	<u>AD ORDER #</u>	<u>DATE</u>	<u>EDITION</u>	<u>ADDTL INFO</u>	<u>TYPE OF CHARGE</u>	<u>AMOUNT</u>
251964	MIRABITO ENERGY PRODUCTS	0002349693	12/01/15	REGULAR		BASIC AD CHARGE	\$276.70
						AFFIDAVIT CHARGE	\$5.00
						TOTAL:	\$281.70

**This is not an invoice. Please do not remit payment from this Statement.
An invoice will be generated at the end of the month. --Thank you.**

NOTE: This Statement replaces the Order Confirmation which we previously sent with Proofs of Publication

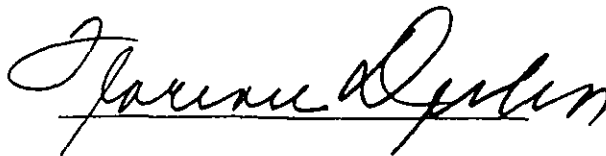
**Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929**

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:

December 2, 2015

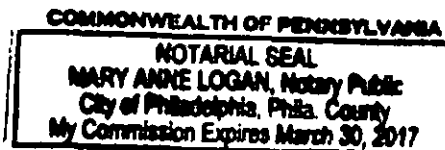
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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



Sworn to and subscribed before me this 2nd day of
December, 2015.


Notary Public

My Commission Expires:



Copy of Notice of Publication

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a Market-er / Broker Engaged In The Business Of Supply-ing Natural Gas Supply Services and Electricity Supply or Electric Generation Services. To The Public In The Commonwealth Of Pennsylvania. Mirabito Holdings, Inc. will be filing an applica-tion with the Pennsylvania Public Utility Com-mission ("PUC") for a license to provide natural gas supply services as a broker/marketer en-gaged in the business of providing natural gas services. Mirabito Holdings, Inc. will also be fil-ing an application with the PUC for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Mirabito Holdings, Inc. proposes to sell electricity, natural gas, and re-lated services in Citizens' Electric Company, Co-lumbia Gas of PA, Inc., Duquesne Light Compa-ny, Equitable Gas, Met Ed, National Fuel Gas Distribution Corp., PECO Energy Company, Penelec, Penn Power, Peoples Natural Gas, Peoples TWP LLC, Philadelphia Gas Works, Pike County Light & Power Company, PPL, UGI, UGI Central Penn, UGI Penn Natural, Valley En-ergy Inc., Vailboro Electric Company, and West Penn Power 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 Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.
By and through Counsel: Ann Cianflone
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY 13902-5306
Phone 607-352-2800
Fax 607-504-8120

PUBLIC UTILITY
COMMISSION NOTICE
Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a 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.

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PG PUBL
hereby acknowledge
been fully

34 Boulevard
PITTSBURGH

Phone 412-681-1111

I hereby certify
said notice.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.

By and through Counsel:
Ann Cianflone
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY
13902-5306
Phone 607-352-2800
Fax 607-584-5130

Attachment L (Page 8 of 15)

PG Publishing Company
Sworn to and subscribed before me this day of:
December 03, 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

STATEMENT OF ADVERTISING COSTS

Mirabito Energy Products
The Metrocenter
49 Court St PO Box 5306
Attn: Jared Fisher
BINGHAMTON NY 13902-5306

To PG Publishing Company

Total ----- \$622.50

Publisher's Receipt for Advertising Costs

PG Publishing Company, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation, of the aforesaid advertising and publication costs and certifies that the same have

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

By

Samuel J. Aronine
Samuel J. Aronine

he original Proof of Publication and receipt for the Advertising costs in the subject matter of

Attorney For

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

MIRABITO ENERGY PRODUCTS
JARED FISHER
PO BOX 5306 THE METROCENTER- 49 COURT ST
BINGHAMTON NY 13902-5306

Account # 613101
Order # 81854846
Ad Price: 288.10

LEGAL NOTICE PENNSYLVANIA

Gina Krushinski

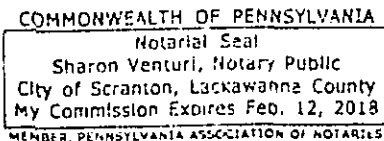
Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication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

12/01/2015

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 Gina Krushinski

Sworn and subscribed to before me
this 1st day of December A.D., 2015

Sharon Venturi
(Notary Public)



LEGAL NOTICE

**PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE**

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a 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.

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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice.

Legal Notices

Notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.

By and through Counsel:
Ann Cianflone
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY 13902-5306
Phone 607-352-2800
Fax 607-584-5130

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

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

Bernard A. Oravec Publisher of the Sun-Gazette Company, publishers of the Williamsport, Sun-Gazette, successor to the Williamsport Sun and the Gazette & Bulletin, both daily newspapers of general circulation, published at 252 West Fourth Street, Williamsport, Pennsylvania, being duly sworn, deposes and says that the Williamsport Sun was established in 1870 and the Gazette & Bulletin was established in 1801, since which dates said successor, the Williamsport Sun-Gazette, has been regularly issued and published in the County of Lycoming aforesaid, and that a copy of the printed notice is attached hereto exactly as the same was printed and published in the regular editions of said Williamsport Sun-Gazette on the following dates, viz:

November 30, 2015

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

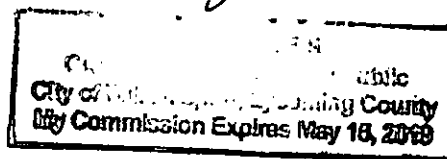
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 1st day of December 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.....\$ 334.88

Probated same.....\$

Total.....\$ 334.88

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

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a 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.

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By and through Counsel:
Ann Cianflone
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY
13902-5306
Phone 607-352-2800
Fax 607-584-5130

P.O. Box 728

Williamsport, PA 17703-0728

Micabito Holdings Inc.
PO Box 5306
Binghamton NY 13902

AD Description

PWC

UNITS SPACE		RATE		INVOICE AMOUNT	
				ADVERTISING	
				DISCOUNT	
				NET ADVERTISING	
				ART WORK	
				PAY TOTAL ▷	334.88

CASH

CHECK # 300985

CREDIT CARD #

EXP. DATE

SEC. CODE

DATE		11/30					
DAY	SUN	MON	TUE	WED	THU	FRI	SAT
SPACE							
DATE							
DAY	SUN	MON	TUE	WED	THU	FRI	SAT
SPACE							

SUN	MON	TUE	WED	THU	FRI	SAT
SUN	MON	TUE	WED	THU	FRI	SAT

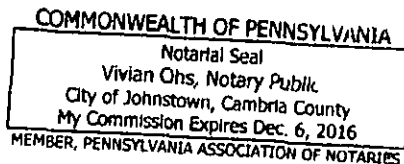
LEGAL ADVERTISING N/30 DAYS
PRODUCTION SERVICES N/30 DAYS
ALL OTHER ADVERTISING N/30 DAYS
PAST DUE THEREAFTER

On this 1st day of December 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,

Christine Marhefka
STATEMENT OF ADVERTISING COSTS

Frederick O. S.

0.00 Lines @	\$2.50 per line	0.00
8.5 Inches @	\$25.00 per inch	212.50
Notary Fee		5.00
Clerical Fee		<u>2.50</u>
Total Cost		220.00



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

_____ 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.

By _____

COMMONWEALTH OF PENNSYLVANIA } SS

County of Cambria

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products") For Approval To Offer, Render, or Furnish Services as a 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.

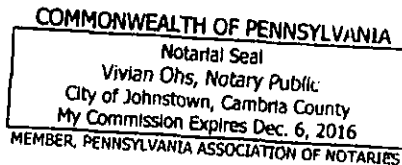
Mirabito Holdings, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. Mirabito Holdings, Inc. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker/marketer engaged in the business of supplying electricity. Mirabito Holdings, Inc. proposes to sell electricity, natural gas, and related services in Citizens' Electric Company, Columbia Gas of PA, Inc., Duquesne Light Company, Equitable Gas, Met Ed, National Fuel Gas Distribution Corp., PECO Energy Company, Penelec, Penn Power, Peoples Natural Gas, Peoples TWP LLC, Philadelphia Gas Works, Pike County Light & Power Company, PPL, UGI, UGI Central Penn, UGI Penn Natural, Valley Energy Inc., Wellsboro Electric Company, and West Penn Power 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 Mirabito Holdings, Inc. may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to Mirabito Holdings, Inc. attorney at the address listed below.

By and through Counsel: Ann Cianflone
Mirabito Holdings, Inc.
PO Box 5306
Binghamton, NY 13902-5306
Phone 607-352-2800
Fax 607-584-5130

Sworn
1st d

[Signature]



On this 1st day of December 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,

County of Cambria, and Commonwealth of Pennsylvania and above matter published in said publication in the regular issues, PA, on December 1, 2015; and that the Affiant is not advertising and that all of the allegations as to time, place and

[Signature: Christine Marhefka]

STATEMENT OF ADVERTISING COSTS

0.00 Lines @	\$2.50 per line	0.00
8.5 Inches @	\$25.00 per inch	212.50
Notary Fee		5.00
Clerical Fee		2.50
Total Cost		220.00

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

_____ for publisher of _____
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 _____

Advertising Receipt

The Tribune-Democrat

PO Box 340

Johnstown, PA 15907-0340

Phone: 814-532-5038

Fax: 814-532-5104

MIRABITO HOLDINGS, INC.

JARED FISHER

PO BOX 5306

BINGHAMTON, NY 13902-5306

Acct #: 11128154

Ad #: 00223658

Phone: (607)352-2800

Date: 11/02/2015

Ad taker: SB Salesperson:

Sort Line: PENNSYLVANIA PUBLIC UTILITY CO

Ad Notes: may need to change date. Mailing in check.
11/2/2015 SB

Classification 105

Description	Start	Stop	Ins.	Cost/Day	Total
01 Tribune-Democrat	12/01/2015	12/01/2015	1	212.50	212.50
CF Clerical Fee					2.50
Oath Oath form for Legals					5.00

Ad Text:

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Payment Reference:

CHECK NO. 300986 - -220

Applications of Mirabito Holdings, Inc. (d/b/a "Mirabito Energy Products")
For Approval To Offer, Render, or Furnish Services as a 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.

Mirabito Holdings, Inc. will be filing an application with the Pennsylvania
Public Utility Commission ("PUC") for a license to provide natural gas

Total: 220.00

Tax: 0.00

Net: 220.00

Prepaid: -220.00

Total Due 0.00

Attachment D (Page 1 of 1)

CERTIFICATE OF SERVICE

On this the 22nd day of January 2016 I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all **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
Columbia Gas of PA, Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 e-mail: theckathorn@nisource.com	Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120
Peoples Natural Gas – Equitable Division Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 e-mail: Lynda.w.petrichevich@peoples-gas.com	National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 e-mail: wolfordd@natfuel.com
The Peoples Natural Gas Company Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 e-mail: Lynda.w.petrichevich@peoples-gas.com	PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 e-mail: carlos.thillet@exeloncorp.com
Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 e-mail: Lynda.w.petrichevich@peoples-gas.com	Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 e-mail: nicholas.lapergola@pgworks.com
UGI Central Penn David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 e-mail: dlahoff@ugi.com	UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 e-mail: dlahoff@ugi.com
Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 e-mail: bobc@ctenterprises.org	UGI Penn Natural David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 e-mail: dlahoff@ugi.com

Signature: _____

Printed Name: _____

Title: _____

Date: _____

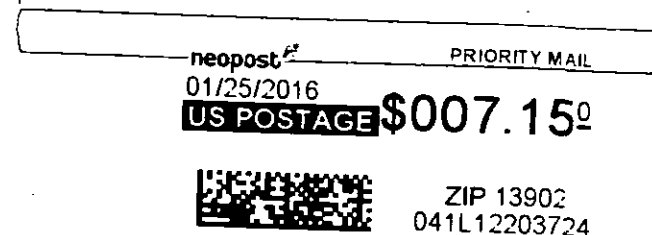
Joseph P. Mirabito
Joseph P. Mirabito
CEO
1/22/16

RECEIVED
2016 JAN 27 AM 10:56
PA P.U.C.
SECRETARY'S BUREAU



PO Box 5306
Binghamton, NY 13902-5306

ADDRESS SERVICE REQUESTED



First Class Mail
First Class Mail

Secretary
Pennsylvania Public Utility Commission
PO Box 3265
Harrisburg, PA 17105-3265