



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
400 NORTH STREET, HARRISBURG, PA 17120

Version Revised 12/16/15

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of SourceOne, Inc. (DE), d/b/a SourceOne Energy, Inc., 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:

SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.
53 State Street, 14th Floor
Boston, MA 02109
<http://www.sourceone-energy.com/>
Phone 800.510.4485

- b. PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

C T Corporation System
116 Pine Street, Suite 320
Harrisburg, Pennsylvania 17101
Phone: (717) 234-6004
Facsimile: (717) 234-6024

- 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.

Jessie Hagger
Commodities Account Manager & Markets Analyst
SourceOne, Inc. (DE)
53 State Street, 14th Floor
Boston, MA 02109
Phone: (617) 691-1404
Facsimile: (617) 399-6186

- 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.

Robert Arendell
Associate General Counsel
Veolia Energy North America Holdings, Inc.
53 State Street, 14th Floor
Boston, MA 02109
Phone: (617) 849-6634
Facsimile: (617) 849-6635

- 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.

Jessie Hagger
Commodities Account Manager & Markets Analyst
SourceOne, Inc. (DE)
53 State Street, 14th Floor
Boston, MA 02109
Phone: (617) 691-1404
Facsimile: (617) 399-6186

Brant Davis
Vice President, Commodity Management
SourceOne, Inc. (DE)
99 Summer Street, Suite 900
Boston, MA 02110
Phone: (617) 399-6162
Facsimile: (617) 502-4451

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 Exhibit #1

Or

☐ The Applicant will not be using a fictitious name.

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

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

☐ The Applicant is a sole proprietor.

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

Or

☐ The Applicant is a:

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

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

or

☒ The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

See Exhibit #2

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

The Applicant is incorporated in the State of Delaware – See Exhibit #3

- Give name and address of officers.

Name	Title	Address	Telephone No.
Mah, Terrance	Director	200 E Randolph Street, Suite 7900 Chicago, IL 60601	(312) 552-2800
Robben, Eric	Director	200 E Randolph Street, Suite 7900 Chicago, IL 60601	(312) 552-2800
Salgo, Jason	Director	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Almeida, Steven	Assistant Treasurer	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Arendell, Robert L.	Senior Vice President	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Barros, Christopher	Vice President	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Byrnes, Michael	Senior Vice President	7 Penn Plaza, Suite 704 New York, NY 10001	(212) 612-7600
Callan, William	Vice President	7 Penn Plaza, Suite 704 New York, NY 10001	(212) 612-7600
DiCroce, William	Executive Vice President & Chief Operating Officer	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Fawcett, Whitney	Assistant Secretary	120 Water Street, Suite 212 North Andover, MA 01845	(978) 725-0030
Ferrara, Francis X.	Vice President & Secretary	120 Water Street, Suite 212 North Andover, MA 01845	(978) 725-0030
Griffin, Jack	Vice President	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Lynch, Kathleen	Assistant Secretary	120 Water Street, Suite 212 North Andover, MA 01845	(978) 725-0030
Mah, Terrance	President & CEO	200 E Randolph Street, Suite 7900 Chicago, IL 60601	(312) 552-2800
Mahoney, Daniel	Vice President & Assistant Secretary	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Robben, Eric	Executive Vice President (General Counsel)	200 E Randolph Street, Suite 7900 Chicago, IL 60601	(312) 552-2800
Salgo, Jason	Executive Vice President, CFO & Treasurer	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600
Schoen, Louis	Vice President	7 Penn Plaza, Suite 704 New York, NY 10001	(212) 612-7600
Sullivan, Brian	Assistant Treasurer	200 E Randolph Street, Suite 7900 Chicago, IL 60601	(312) 552-2800
Vosburg, Martin	Assistant Treasurer	125 S. 84th Street, Suite 175 Milwaukee, WI 53214	(414) 479-7800
Weafer, Steven	Vice President-Controller	53 State Street, 14th Floor Boston, MA 02109	(617) 849-6600

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.

Entity Name	Address	Jurisdictional Public Utility
Philadelphia Thermal Development Corporation	2600 Christian Street Philadelphia, PA 19146	N/A

Philadelphia United Power Corporation	2600 Christian Street Philadelphia, PA 19146	N/A
Grays Ferry Cogeneration Partnership	2600 Christian Street Philadelphia, PA 19146	FERC QF / Power Marketer
Veolia Energy Efficiency (PA), LLC	2600 Christian Street Philadelphia, PA 19146	N/A
Thermal North America, Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy North America, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Thermal Western Holdings Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Energy Pacific Glendale	53 State St, 14 th Floor Boston, MA 02109	N/A
Energy Pacific Las Vegas	53 State St, 14 th Floor Boston, MA 02109	N/A
United Thermal Development Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Baltimore Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Catalyst Steam Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Baltimore Heating LLP	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Baltimore Cooling LLP	53 State St, 14 th Floor Boston, MA 02109	N/A
Grays Ferry Holdings Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Trenton Energy Company, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Maryland Steam Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Building Services Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Trigen - Inner Harbor East, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Atlantic Station, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Atlanta Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A

Veolia Energy Atlanta Holding Corporation	53 State St, 14 th Floor Boston, MA 02109	N/A
Trigen-St. Louis Energy Corporation	53 State St, 14 th Floor Boston, MA 02109	FERC QF / Power Marketer, Quasi-Steam Heating Utility
Veolia Energy Grand Rapids, LLC	53 State St, 14 th Floor Boston, MA 02109	
Veolia Energy Renewables, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy North America Holdings, Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Cambridge Holding, Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Operating Services, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Facilities Services, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Energy Cambridge, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
Veolia Facilities Management North America, LLC	53 State St, 14 th Floor Boston, MA 02109	N/A
SourceOne APT, Inc.	7 Penn Plaza New York, NY 10001	N/A
SourceOne Harborside, Inc.	53 State St, 14 th Floor Boston, MA 02109	N/A
Kendall Green Energy Holdings LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Kendall Green Energy LLC	53 State St, 14th Floor Boston, MA 02109	N/A
MATEP GP LLC	53 State St, 14th Floor Boston, MA 02109	N/A
MATEP LLC	53 State St, 14th Floor Boston, MA 02109	N/A
MATEP LP	53 State St, 14th Floor Boston, MA 02109	N/A
Mayflower Energy Holdings LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Mayflower Energy Partners LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Boston, Inc	53 State St, 14th Floor Boston, MA 02109	N/A

Veolia Energy Glendale, LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Kansas City, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Las Vegas, LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Missouri, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Los Angeles, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Oklahoma City, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Oklahoma, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Philadelphia, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Portland, LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Schuylkill Cogeneration, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Solutions, LLC	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Trenton, L.P.	53 State St, 14th Floor Boston, MA 02109	N/A
Veolia Energy Tulsa, Inc.	53 State St, 14th Floor Boston, MA 02109	N/A

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.

The Applicant does not have any predecessors that have done business in Pennsylvania.

4. OPERATIONS

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

Definitions

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

☐ The Applicant is presently doing business in Pennsylvania as a

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

or

X The Applicant is not presently doing business in Pennsylvania.

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

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

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

SourceOne will serve as a broker/consultant for large commercial and industrial customers in order to facilitate the bidding and purchase of natural gas from suppliers in the locations where natural gas choice is available. SourceOne will not serve as a generator, nor take title or ownership of natural gas at any time.

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
☐ All of above (Except Mixed Meter)
☐ Other (Describe):

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

Upon approval

5. COMPLIANCE

a. **CRIMINAL/CIVIL PROCEEDINGS:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

Applicant is an affiliate of Veolia Environnement, S.A., the world's largest environmental services company. As such, Applicant has over 3,000 other affiliates throughout the world (including the United States, where none of such affiliates are engaged in the same business as Applicant). Applicant has very little knowledge of its affiliates' legal proceedings outside of the United States. Even within the United States, Applicant's knowledge of its affiliates' legal proceedings is relatively limited. Further, whether or not Applicant's affiliates are or have been named as defendants in legal proceedings, such information should have no bearing on Applicant's qualifications to engage in the business for which licensure is now being sought, by Applicant.

For these reasons, and upon advice of counsel after consultation with agency officials, Applicant is limiting its response to matters involving Applicant and Applicant's United States energy-industry affiliates, nearly all of which were acquired. Information provided in response to this Item 5 is therefore for the last five years or, if less, from the date of acquisition. Such information also excludes in all cases civil actions arising in the ordinary course of business and alleging personal injury or property damage for which liability insurance coverage is believed to exist.

Full Matter	Subject	Case	Forum	Description
CRIMINAL/CIVIL PROCEEDINGS				
Verizon Maryland Inc. v. Trigen-Baltimore Energy Corporation n/k/a Veolia Energy Baltimore Corporation, ThermalSource, LLC	Alleged damage to underground telephone lines		Baltimore	Resolution: Two claims were settled by Veolia's insurance carrier.
LVI Environmental Services Inc. vs. Trigen-Boston Energy Corporation n/k/a Veolia Energy	Breach of contract		Middlesex	Resolution: The parties agreed to a full settlement.

Andrews Industrial Controls, Inc. v. Veolia Energy North America, LLC and Trigen-Baltimore Energy Corporation n/k/a Veolia Energy	Breach of contract		Allegheny	Resolution: Matter was settled.
Century Park, L.P. v. Trigen-LA Energy Corporation n/k/a Veolia Energy Los Angeles, Inc.	Breach of contract	BC452216	Los Angeles County Superior	Resolution: Case dismissed with prejudice.
Missouri Gas Energy v. Trigen-Kansas City Energy Corporation n/k/a Veolia Energy Kansas	Customer dispute related to understated			Resolution: Matter was settled.
Stephen Meadowcroft v. Trigen-Baltimore Energy Corporation n/k/a Veolia Energy Baltimore	Personal injury	24-C-11-003307 OT	Circuit Court for Baltimore City	Resolution: Veolia was dismissed from the matter.
Baltimore Ten Land, LLC v. City of Baltimore and Veolia	Alleged property damage		Circuit Court for Baltimore City	Resolution: The suit for injunctive relief was dismissed without prejudice.
Modern Continental v. Veolia Energy Boston, Inc.	Dispute related to		Suffolk	Resolution: The parties agreed to settle the matter in exchange for full releases.
Gregg Santo v. Cortes-Tremont, LLC; Heath Management Co., Inc.; Patrick J. Sharkey; Veolia Energy Boston, Inc.; Ryan	Alleged overheating of condominium		Suffolk	Resolution: Matter was settled at mediation.
Michael Calnan et al. v. Veolia Energy North America, LLC	Class action alleging violation of the Fair Labor	12-CV-11412	US District Court for the District of	Resolution: Matter was settled and dismissed with prejudice.
Adrian Fayne v. Trigen-St. Louis Energy Corporation	Personal injury		22nd Judicial Circuit, Circuit Court of the City of Saint Louis, Missouri	Resolution: Matter was dismissed without prejudice.
Verizon v. Veolia Energy Boston, Inc.	Alleged property damage	Various		Resolution: Numerous cases were handled by insurance carrier, all of which settled.
Genergy Worldwide, Inc. v. SourceOne, Inc. (DE) and Giuseppe Giammo	Competitor alleged claims under the Consumer Fraud and Abuse Act,		Federal Court, New York	Resolution: Settled at mediation.

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

See 5(a) above for summary details.

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

CUSTOMER/REGULATORY/PROSECUTORY ACTIONS				
International Brotherhood of Electrical Workers, AFL- CIO v. Veolia Energy North America, LLC and Trigen- Philadelphia Energy	Unfair labor practice charge alleging violation of the National		National Labor Relations Board	Resolution: Ruled in favor of Veolia and the Union's appeal was denied.
Ellington Condominium Association v. Trigen-Philadelphia Energy Corporation	Customer dispute related to over billings	C-2009-2092612	Pennsylvania Public Utilities	Resolution: A decision was issued in favor of Veolia and the case was dismissed.
Commerce Tower Group, LLC v. Veolia Energy Kansas City, Inc.	Customer dispute related to over billings, refusal to cooperate and	HC-2016-0056	Public Service Commission of the State of Missouri	Present Status: Veolia denies all allegations as they are baseless and is preparing a counterclaim for unpaid invoices.

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

See 5(c) above for summary details.

6. PROOF OF SERVICE

Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.
(Example Certificate of Service is attached at Appendix C)

- a.) **STATUTORY AGENCIES:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, provide proof of service of a signed and verified Application with attachments on the following:

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

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

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

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

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

See Exhibit #4

- 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.petrichevich@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	PECO Carlos Thillet, Manager, Gas Supply and

225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrachevich@peoples-gas.com	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 Exhibit #4

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 Exhibit #5

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

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.

- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements exhibiting accounts over a minimum two year period.
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

The Applicant's financial statements, organizational structure and D&B Credit Report have been included as Exhibit #6. These documents are, as indicated, CONFIDENTIAL, and are not to be released into the public domain.

See Exhibit #6

- 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.

N/A

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

The Applicant will collect fees primarily through consulting fees paid directly to the applicant by a client and separate from any natural gas purchase agreements. Occasionally a margin may be included in the price of a natural gas contract if the client prefers, which would then be paid to the applicant by the chosen supplier.

- 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.

**Steven Weafer
Vice President - Controller
Veolia Energy North America
53 State St, Floor 14
Boston, MA 02109
Telephone: 617.849.6640
Facsimile: 617.849.6641**

- 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 Exhibit #7.

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:

SourceOne, Inc. provides strategic infrastructure development, commodity procurement and utility power management services to companies that view power as mission critical to their operations. SourceOne has a long history of serving as a broker/consultant and has the staff in place to continue to provide excellent service to our clients.

Firm Overview

SourceOne was founded and organized to serve the emerging needs of private and public entities associated with commodity procurement, infrastructure development, sustainability programming, sourcing capacity/reliability and providing utility bill review. Some twelve years post our commencement we now serve many of the largest loads in the Northeast and many of the region's most recognizable institutional, biotechnology, healthcare, pharmaceutical, real estate development, commercial and public entities. We have achieved this standing by offering customer centric tools, products, and services with an unwavering desire to deliver significant value.

In total, SourceOne has approximately 900 MW of electric commodity and 2 BCF of natural gas procurement in the marketplace. We manage nearly \$500 million of monthly utility billings for our customers and we manage \$750 million of energy infrastructure capital improvements. SourceOne operates multiple offices located in Boston, New York, Hartford, Chicago and Los Angeles with a staff comprised of approximately sixty-five (65) energy professionals.

Some of SourceOne's customers include: City of Boston, State of Connecticut, CCEDA, City of Hartford, City of New Haven, City of Syracuse, Town of Randolph, Town of Dedham, Biogen Idec, Genzyme, Boston Scientific, EMD Serono, Novartis, Merck & Co., Millennium Pharmaceuticals, Acceleron Pharma, Analog Devices, EMC, University of Massachusetts Medical School, New York University, Yale University, Children's Hospital Boston, Boston Medical Center, Brigham & Women's Hospital, Harvard Institute of Medicine, Beth Israel Deaconess Medical Center, Goldman Sachs, Morgan Stanley, Oracle, Sun Microsystems, ZOLL Medical, Boston Properties, Equity Residential, New England Development, St. Paul Travelers, Phoenix Insurance, Vornado Realty Trust, SL Green, Taconic Investments, The Durst Organization, Northland Investment Corporation, etc.

Industry leaders have recognized the strengths of SourceOne and the intrinsic value of our services. We currently provide many Fortune 500 companies with energy expertise and owner's representative services. Veolia Energy, our parent company and the world's largest operator of cogeneration systems, employing some 50,000 employees in 39 countries, acquired SourceOne, Inc. (DE) in the second quarter of 2007. Veolia Energy recognizes the expertise and talents of SourceOne and we will be an integral part of their growth plans for the U.S. market.

SourceOne Services

As a leading provider of comprehensive energy management and power solution services, SourceOne maintains the view that power is a strategic asset that must be actively managed. Recent and continuing changes to the utility industry have resulted in complexities in the energy markets and power infrastructures that can undermine reliability, capacity and business operations, ultimately compromising enterprise success.

SourceOne is comprised of industry experts who understand the world of utilities. Our breadth of services and expertise create the synergy to ensure reliable, cost-effective power infrastructures and commodity supply that fuel growth and keep operations running. Throughout the public and private sectors, SourceOne has served as a trusted partner in managing hundreds of mission-critical energy projects. Time and again, enterprises are relying on SourceOne as their "Private Utility" to address all their power challenges.

SourceOne services include the following:

- Owner's Agent / Representative services
- Commodity procurement and management
- Monthly utility billing management, bill reconciliation, reporting, etc.
- Power master planning
- Utility coordination
- Power/grid due diligence
- Primary and back-up infrastructure reliability review
- Metering and monitoring integration
- Internal billing and tenant metering
- Sustainability planning and carbon management
- Demand response programming
- Conservation planning
- Commissioning services

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.

The applicant has a strict corporate ethics manual and provides quarterly ethics trainings.

- 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.

Jack Griffin, Vice President and General Manager, Boston

With over 25 years of experience in the energy industry, Mr. Griffin is a highly experienced engineer and an expert in all aspects of energy systems development and application. As the Vice President and General Manager of SourceOne's Boston office, Mr. Griffin oversees all projects and operations. As a proven leader, he has played a pivotal role in growing the SourceOne business. His consulting experience includes energy efficiency, sustainability, distributed generation, district energy system development, and utility-grade design. Mr. Griffin has over 15 years of broad-based experience in both electric and gas utilities, particularly in the areas of natural gas system operations, utility operations optimization and improvement, electric and gas revenue metering, metering data management, utility rate design and analysis, energy master planning, and energy engineering. Prior to his current role, Jack was SourceOne's Director of Energy Systems. His focus on energy strategic plans, energy efficiency programs, and energy systems development strengthens his ability to make strategic business decisions, while keeping operational impact and benefits in mind. Prior to joining SourceOne, Jack held a variety of engineering, consulting and operational roles with NSTAR Electric & Gas, Boston Gas, and leading engineering consulting firms, working on all aspects of electric and gas utility operations. Mr. Griffin has spoken at several national conferences regarding utility metering systems and Automated Meter Reading (AMR) systems and the application of Combined Heat and Power systems in the marketplace. Mr. Griffin has also served as an expert witness in legal disputes specifically related to utility rate issues.

Brant Davis, Vice President and Director of Commodity Management

With nearly 20 years of experience in the energy industry, Mr. Davis manages SourceOne's Commodity Management team and has responsibility for SourceOne's energy advisory business for natural gas, electricity, and heavy fuels. His extensive knowledge of different ISO requirements, LDC rules, and local supplier constraints impacting end-user costs has maximized client savings and benefits. Mr. Davis also served as a Senior Manager - Strategy & Operations for Deloitte Consulting for 12+ years, providing strategic and operational management consulting services to the electric utility and heavy asset manufacturing industries in North America. Mr. Davis was most recently responsible for the fuel and power procurement strategies for all Veolia Energy locations across the U.S. accounting for approximately 20 Bcf of natural gas, 125,000 MWh of power, and 15,000,000+ gallons of liquid fuels in annual load.

Alexey Cherniack, Senior Commodities Manager

Mr. Cherniack is responsible for key account management, structuring and executing commodity procurements, market analysis, and SourceOne's regulatory compliance for the Commodity Management team. Prior to joining SourceOne, Mr. Cherniack was a Senior Economist with the Massachusetts Department of Public Utilities where he provided policy recommendations to the Commission regarding cost-effective and equitable regulation of the electric power and natural gas distribution companies in Massachusetts.

Jessie Hagger, Commodities Account Manager and Markets Analyst

Ms. Hagger serves as a Commodities Account Manager and Markets Analyst for SourceOne's Commodity Management team, providing energy consultant services and project management execution for various client accounts. Prior to her work at SourceOne, Ms. Hagger's position was as Project Manager and Vice President of Energy for Better Cost Control, LLC managing all aspects of the energy division of the company.

Robert Madeja, Account Manager

Mr. Madeja is an Account Manager for SourceOne, serving as the point of contact providing energy consultant services and project management execution for various client accounts. Mr. Madeja is a strong facilitator, and has taken the well-respected Appreciate Inquiry training course at Case Western Reserve University to hone his ability to achieve positive results from all project stakeholders. He is also a chartered financial analyst (CFA) candidate. Prior to joining SourceOne, Mr. Madeja was a Business Analyst with the Innovation Center for U.S. Dairy where he served as a Project Manager for the Farm Energy Efficiency Project.

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.

SourceOne is not proposing to serve residential and or small commercial customers.

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

Applicant paid filing fee through efilng system.

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 Exhibit #8

- 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 Exhibit #9

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.

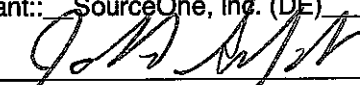
	Erie Times- News	Harrisburg Patriot- News	Philadelphia Daily News	Pittsburgh Post- Gazette	Scranton Times- Tribune	Williamsport Sun-Gazette	Johnstown Tribune- Democrat
Columbia Gas	X	X		X		X	X
Equitable Gas	X			X			
National Fuel Gas				X			
PECO			X				
Peoples Natural Gas	X			X			X
Peoples TWP LLC				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)

See Exhibit #10

13. SIGNATURE

Applicant: SourceOne, Inc. (DE)
 By: 
 Title: VP & GM - BOSTON

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: SourceOne, Inc. (DE)

Applicant's Use		Signature		PUC Secretary's Bureau Use
		Filing Fee (ONLY CERTIFIED CHECK OR MONEY ORDER)		
		Application Affidavit		
		Operations Affidavit		
		Proof of Publication		
		Tax Certification Statement		
		Commonwealth Department of State Verification		
		Certificate of Service		

List of Exhibits:

- 1. Filing of Fictitious Name & Proof of Publication**
- 2. Pennsylvania Department of State – Application for Certificate of Authority**
- 3. Articles of Incorporation**
- 4. Certificate of Service**
- 5. Bonding**
- 6. Financial Statements**
- 7. Tax Certification Statement**
- 8. Application Affidavit**
- 9. Operations Affidavit**
- 10. Proof of Newspaper Publication**

Exhibit #1

Filing of Fictitious Name & Proof of Publication

.....

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration of Fictitious Name
54 Pa.C.S. § 311

Name			
GT CORP-COUNTEE			
Address			
City	State	Zip Code	
7899431	PA	2	

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)



T1024511014

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:
SourceOne Energy, Inc.

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:
Energy planning, procurement, monitoring and management.

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

132 Canal Street	Boston	MA	02114	Suffolk
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	Number and Street	City	State
------	-------------------	------	-------

None.

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

SourceOne, Inc. (DE)

Corporation

State of Delaware

Name

Form of Organization

Organizing Jurisdiction

132 Canal Street, Boston, MA 02114

Principal Office Address

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):

None.

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

27th day of August, 2010

Individual Signature

Individual Signature

Individual Signature

Individual Signature

SourceOne, Inc. (DE)

Entity Name

Entity Name

Signature

Signature

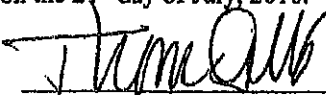
Vice President and Secretary

Title

Title

RESOLUTION OF FOREIGN CORPORATION
ADOPTING FICTITIOUS NAME IN PENNSYLVANIA

I, Thomas A. Witt, certify that I am the secretary of SourceOne, Inc (DE) a corporation organized under laws of the State of Delaware (the "Company"), and that the following is a true and correct copy of a resolution duly adopted by a unanimous written consent in lieu of a meeting of the Board of Directors of the Company on the 21st day of July, 2010.



Thomas A. Witt
Secretary

RESOLVED, that the Company adopts the name SourceOne Energy, Inc., under which it shall operate in Pennsylvania because its corporate name is not available for use in Pennsylvania, that the secretary is authorized to certify a copy of this resolution and is directed to deliver the copy of this resolution to the Secretary of the Commonwealth of Pennsylvania for filing, pursuant to Section 4123(b)(1), Title 15, Pa. C.S.A.

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

Holly Blain, 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 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of The Patriot-News and The Sunday Patriot-News newspapers of general circulation, printed and published at 812 to 818 Market Street, 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/ Metro 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.

PUBLICATION COPY

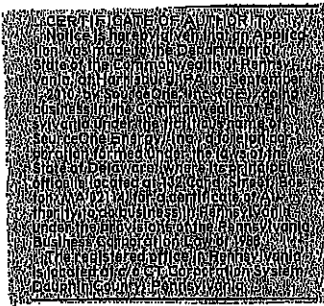
This ad # 0002092708 ran on the dates shown below:

September 08, 2010

Holly Blain

Sworn to and subscribed before me this 10 day of September, 2010 A.D.

Notary Public



COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Sherrie L. Klesner, Notary Public

Lower Paxton Twp., Dauphin County

My Commission Expires Nov. 26, 2011

Member, Pennsylvania Association of Notaries

Proof of Notice of Publication in Dauphin County Reporter

213 North Front Street, Harrisburg, PA 17101

Under Acts approved May 16, 1929, P.L. 1784 and April 24, 1931, P.L. 67, 45 P.S. 1 et seq.


State of Pennsylvania
County of Dauphin

ss:

Donald Morgan, agent of the Publisher of the Dauphin County Reporter, of the County and State aforesaid, being duly sworn, deposes and says that the Dauphin County Reporter, a legal periodical published in the City of Harrisburg, County and State aforesaid, was established January 1, 1898, and designated the Legal Periodical for Dauphin County, on February 5, 1919, since which date the Dauphin County Reporter has been regularly issued in said County, and that the printed notice of publication attached hereto is exactly the same as was printed and published in the regular editions and issues of the Dauphin County Reporter on the following dates, viz:

SEPTEMBER 10, 2010

Affiant further deposes that he is the Agent of the Publisher of the Dauphin County Reporter, a legal Periodical of general circulation, to verify the foregoing statement under oath, and that neither the affiant nor the Dauphin County Reporter is interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statements as to time, place and character of publication are true.


Sworn to and subscribed before me this 10th
day of SEPTEMBER 2010


Notary Public

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Joyce A. Tambolas, Notary Public
City Of Harrisburg, Dauphin County
My Commission Expires Oct. 5, 2012

Member, Pennsylvania Association of Notaries

Statement of Advertising Costs:

SourceOne, Inc. (DE)

Copy of Notice of Publication

NOTICE IS HEREBY GIVEN that an Application was made to the Department of State of the Commonwealth of Pennsylvania, at Harrisburg PA, on September 1, 2010, by SourceOne, Inc. (DE), doing business in the Commonwealth of Pennsylvania under the fictitious name of SourceOne Energy, Inc., a foreign corporation formed under the laws of the State of Delaware, where its principal office is located at 132 Canal Street, Boston, MA 02114, for a Certificate of Authority to do business in Pennsylvania under the provisions of the Pennsylvania Business Corporation Law of 1988.

The registered office in Pennsylvania is located at c/o CT Corporation System, Dauphin County, Pennsylvania. s10

Exhibit #2

Pennsylvania Department of State – Application for Certificate of Authority

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Certificate of Authority
(15 Pa.C.S.)

- ☒ Foreign Business Corporation (§ 4124)
☐ Foreign Nonprofit Corporation (§ 6124)

Name		
Address		
CITY CORP-COUNTY		
City	State	Zip Code
7899431	SO PA	1

Commonwealth of Pennsylvania
CERTIFICATE OF AUTHORITY 4 Page(s)



Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned, hereby states that:

1. The name of the corporation is:
SourceOne, Inc. (DE)

2. Complete only when the corporation must adopt a corporate designator for use in Pennsylvania.
The name which the corporation adopts for use in this Commonwealth is:

3. If the name set forth in paragraph 1 or 2 is not available for use in this Commonwealth, complete the following:
The fictitious name which the corporation adopts for use in transacting business in this Commonwealth is:
SourceOne Energy, Inc.

The corporation shall do business in Pennsylvania only under such fictitious name pursuant to the attached resolution of the board of directors under the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations) and the attached form DSCB-54-311 (Application for Registration of Fictitious Name).

4. The name of the jurisdiction under the laws of which the corporation is incorporated is: Delaware

5. The address of its principal office under the laws of the jurisdiction in which it is incorporated is:

132 Canal Street	Boston	MA	02114
Number and street	City	State	Zip

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DEPT. OF STATE

6. The (a) address of this corporation's proposed registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street City State Zip County

(b) Name of Commercial Registered Office Provider County
c/o: C T Corporation System Dauphin County

7. Check one of the following:

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

☐ **Nonprofit Corporation:** The corporation is a corporation incorporated for a purpose or purposes not involving pecuniary profit, incidental or otherwise.

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

21st day of July

2010

SourceOne, Inc. (DE)

Name of Corporation

Signature

Vincent Martin, President

Title

Exhibit #3

Articles of Incorporation

EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

SOURCEONE, INC. (DE)

1. The name of the corporation is SourceOne, Inc. (DE).
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle 19801. The name of its registered agent at such address is The Corporation Trust Company.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
4. The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of Common Stock. The par value of each share is \$0.01.
5. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the corporation is expressly authorized to adopt, amend or repeal the by-laws of the corporation.
6. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.
7. The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and to add or insert other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Section.

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SPARK ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "SOURCEONE, INC. (DE)" UNDER THE NAME OF
"SOURCEONE, INC. (DE)", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2007, AT 1:22
O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF
APRIL, A.D. 2007, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

3179179 8100M

070494284



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5634955

DATE: 04-30-07

CERTIFICATE OF MERGER

of

SPARK ACQUISITION CORP.
(a Delaware corporation)

with and into

SOURCEONE, INC. (DE)
(a Delaware corporation)

Pursuant to the provisions of Section 251(c) of the General Corporation Law of the State of Delaware (the "DGCL"), SourceOne, Inc. (DE), a Delaware corporation ("SourceOne"), hereby certifies the following information relating to the merger of Spark Acquisition Corp., a Delaware corporation ("Spark"), with and into SourceOne (the "Merger"):

FIRST: The names and states of incorporation of the constituent corporations (the "Constituent Corporations") in the Merger are:

<u>Name</u>	<u>State of Incorporation</u>
SourceOne, Inc. (DE)	Delaware
Spark Acquisition Corp.	Delaware

SECOND: The Agreement and Plan of Merger, by and among SourceOne, Spark, and Dalkia North America Holdings, Inc., the sole shareholder of Spark, dated as of April 5, 2007 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") is SourceOne, Inc. (DE).

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation attached hereto as Exhibit A.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation whose address is 125 Canal Street, Boston, Massachusetts 02114.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 11:59 p.m. EST on April 30, 2007.

IN WITNESS WHEREOF, SourceOne has caused this Certificate of Merger to be executed by its duly authorized officer on April 30, 2007.

SOURCEONE, INC. (DE)

By: 

Name:

Brian Carey

Title:

President

Exhibit #4
Certificate of Service

Appendix C

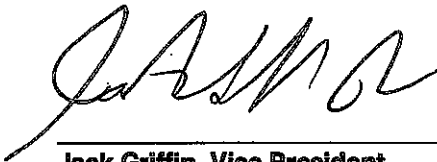
Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.

Example CERTIFICATE OF SERVICE

On this the 2nd day of FEBRUARY 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 202 300 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 FAX: 614.460.6442 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 Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@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 Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@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 Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@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



Jack Griffin, Vice President

Exhibit #5

Bonding



PECO Energy Company
Gas
2301 Market Street S9-1
Philadelphia, PA 19101

www.exeloncorp.com

January 14, 2016

Jessie Hagger
SourceOne, Inc. (DE)
53 State St., 14th Floor
Boston, MA 02109

Re: Bonding Requirements

Dear Jessie Hagger:

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

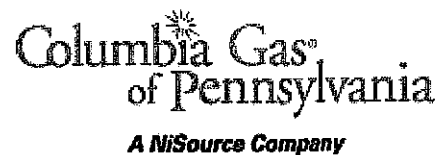
In making such an application, SourceOne, Inc. (DE) could be required to provide to PECO a bond or other acceptable financial security in an amount that PECO determines to be appropriate. SourceOne, Inc. (DE) has indicated that it intends to provide only brokering and consulting services to commercial 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 SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) or the creditworthiness requirement for PECO's exposure to SourceOne, Inc. (DE) changes in the future, PECO reserves the right to require SourceOne, Inc. (DE) to provide a bond or other financial security instrument.

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

Respectfully submitted,

A handwritten signature in cursive script that reads "Carlos P. Thillet".

Carlos P. Thillet
Manager, Gas Supply and Transportation
2301 Market St S18-1
Philadelphia, Pa 19103



January 6, 2016

Jessie Hagger
SourceOne
53 State St.
14th Fl
Boston, MA 02109

Dear Jessie Hagger:

We are pleased that SourceOne 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, SourceOne 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. SourceOne has indicated only brokering and consulting services will be provided. Therefore, we have determined at this time that SourceOne 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 SourceOne changes in the future, Columbia Gas might deem it appropriate to require SourceOne to provide a bond or other financial security instrument.

Please feel free to contact me at 614-460-4980 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,

A handwritten signature in black ink, appearing to read "Kyla J Davis".

Kyla J Davis
Team Leader, Transportation Support Services



PEOPLES NATURAL GAS



PEOPLES TWP

225 North Shore Drive
Pittsburgh, PA 15212

Lynda W. Petricevich
Director, Rates and Requirements Forecasting

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

January 8, 2016

Jessie Hagger
Commodities Account Manager & Markets Analyst
SourceOne, Inc. (DE)
53 State St., 14th Floor
Boston, MA 02109

Dear Mr. Hagger:

We are pleased that SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) is not currently operating a Pool on the Peoples systems, we have determined at this time that SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) 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.Petricevich@peoples-gas.com.

Sincerely,

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

Cc: Steven Kolich
Carol Miller



National Fuel

January 8, 2016

Jessie Hagger
Commodities Account Manager & Markets Analyst
SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.
53 State Street, 14th Floor
Boston, MA 02109

Re: Security Requirement for SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.

Dear Jessie,

National Fuel Gas Distribution Corporation ("NFGDC") is aware SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. (SOE) 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, (SOE) must furnish acceptable security to each utility where (SOE) will do business. As such, under its tariff, NFGDC could require (SOE) 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 (SOE) intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, (SOE) will never take title to any delivered natural gas.

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



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

January 7, 2016

Ms. Jessie Hagger
Commodities Account Manager
& Markets Analyst
SourceOne, Inc.
53 State Street, 14th Floor
Boston, MA 02109

Re: Natural Gas License Bonding Requirements - Broker

Dear Ms. Hagger:

Philadelphia Gas Works ("PGW") is aware that SourceOne, 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, SourceOne, Inc., must furnish acceptable security to each utility where SourceOne, Inc., is to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

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

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

January 8, 2016

Jessie Hagger
Commodities Account Manager & Markets Analyst
SourceOne Energy Inc.
53 State Street, 14th Floor
Boston, MA 02109

RESourceOne Energy, Inc. application to serve as a Natural Gas Broker

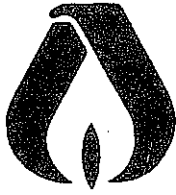
Dear Ms. Hagger,

Based on your assertion that SourceOne Energy Inc. ("SOURCEONE") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities Inc. ("UGIU") has concluded that SOURCEONE 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 SOURCEONE will not be taking title to gas or directly serving end use customers. This also assumes that SOURCEONE 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 SOURCEONE 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,

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

January 7, 2016

VIA EMAIL

Mr. Jessie Hagger
SourceOne
53 State St., 14th Floor
Boston, MA 02109
jhagger@slinc.com

Dear Mr. Hagger:

We understand that SourceOne 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 SourceOne intends to only provide natural gas aggregating, brokering and consulting services at this time, we have determined that SourceOne 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 SourceOne 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

Exhibit #6

SourceOne, Inc Financial Statements

(removed for confidentiality when distributed to Statutory Agencies and EDCs, and in electronic submission
– can be found in hard copy submission)

Exhibit #7

Tax Certification Statement

(removed for confidentiality when distributed to Statutory Agencies and EDCs, and in electronic submission
– can be found in hard copy submission)

Exhibit #8
Application Affidavit

Appendix A

APPLICATION AFFIDAVIT

Commonwealth of Massachusetts:

: ss.

County of Suffolk :

Jack Griffin, Affiant, being duly sworn according to law, deposes and says that:

He is the Vice President of SourceOne, Inc. (DE);

That he is authorized to and does make this affidavit for said Applicant;

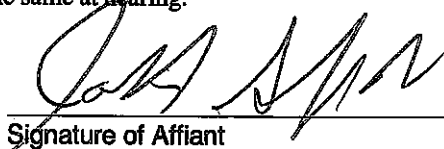
That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That the Applicant herein SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

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


Signature of Affiant

Sworn and subscribed before me this 2nd day of FEBRUARY, 2016.


Signature of official administering oath

My commission expires December 12, 2019.

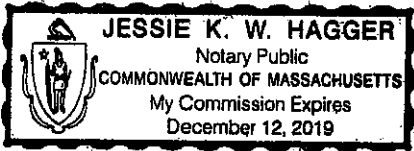


Exhibit #9

Operations Affidavit

Appendix B

OPERATIONS AFFIDAVIT

Commonwealth of Massachusetts:

: ss.

County of Suffolk :

Jack Griffin, Affiant, being duly sworn
according to law, deposes and says that:

He is the Vice President of SourceOne, Inc. (DE);

That he is authorized to and does make this affidavit for said Applicant;

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

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

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

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

Appendix B (Continued)

That SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc., the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506 and the standards and billing practices of 52 PA. Code Chapter 56.

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

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



Signature of Affiant

Sworn and subscribed before me this 2nd day of FEBRUARY, 2016.



Signature of official administering oath

My commission expires December 12, 2019

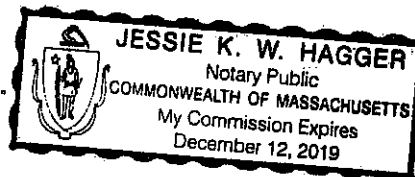


Exhibit #10

Proof of Newspaper Publication

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

SourceOne, Inc. (DE)
53 State Street 14th Floor
Boston MA 02109

REFERENCE: 88692 179414
PUC Notice

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

Tom Mezler, being duly sworn, deposes and says that: (1) he/she is a designated agent of the Times Publishing Company (TPC) to execute Proofs of Publication on behalf of the TPC; (2) the TPC, whose principal place of business is at 205 W. 12th Street, Erie, Pennsylvania, owns and publishes the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, and published at Erie, Erie County Pennsylvania; (3) the subject notice or advertisement, a true and correct copy of which is attached, was published in the regular edition(s) of said newspaper on the date(s) referred to below. Affiant further deposes that he/she is duly authorized by the TPC, owner and publisher of the Erie Times-News, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statement as to time, place and character of publication are true.

PUBLISHED ON: 01/08/16

TOTAL COST: \$409.00

AD SPACE: 0 Lines

FILED ON: 01/08/16

PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE
Application of SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. For Approval To Offer, Render, or Furnish Natural Gas Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services To The Public in The Commonwealth Of Pennsylvania.
SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. SourceOne, Inc. (DE) proposes to sell natural gas and related services in Columbia National Fuel Gas, PECO, Peoples Gas, Equitable Div., Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI Central Penn, UGI Penn natural UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act.
The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) attorney at the address listed below.
By and through Counsel: Robert Arendall, Associate General Counsel
SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.
53 State St. 14th Floor
Boston, MA 02109
Phone: (800) 510-4485
FAX: (617) 399-6186

Sworn to and subscribed before me this 29th day of January 2016

Affiant: Tom Mezler

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

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

The Patriot-News
Now you know

SOURCEONE ENERGY INC.
53 STATE STREET 14TH FLR

BOSTON

MA 02109

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 Miscellaneous Book "M", Volume 14, Page 317.

This ad # 0002354312 ran on the dates shown below:

January 07, 2016

Sworn to and subscribed before me this 08 day of January, 2016 A.D.

Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

Sheryl Marie Leggere, Notary Public
Hampden Twp., Cumberland County
My Commission Expires July 16, 2018

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE
Application of SourceOne, Inc. (DE)
d/b/a SourceOne Energy, Inc. (DE) for
approval to Offer, Render or Furnish
Natural Gas Services as a
 marketer/Broker Engaged in the
business of supplying Natural Gas
supply Services to the Public in the
Commonwealth of Pennsylvania.
SourceOne, Inc. (DE) will be filing an
application with the Pennsylvania
Public Utility Commission ("PUC") for
license to provide natural gas supply
services as (1) a supplier or aggregator
of natural gas, and (2) a
 marketer/marketer engaged in the
business of providing natural gas
services. SourceOne, Inc. (DE)
proposes to sell natural gas and related
services in Columbia, National Fuel
Gas, PECO, Peoples Gas, Equitable
Energy, Peoples Natural Gas, Peoples
Energy, Philadelphia Gas Works, UGI
Central Penn. UGI, Penn natural, UGI
Midstate, and Valley Energy under the
provisions of the new Natural Gas
Choice and Competition Act.
The PUC may consider this
application without a hearing. Protests
directed to the technical or financial
soundness of SourceOne, Inc. (DE) 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-
2665. You should send copies of any
protest to SourceOne, Inc. (DE)
attorney at the address listed below.
By and through Counsel: Robert
J. Rendell, Associate General Counsel
SourceOne, Inc. (DE)
d/b/a SourceOne Energy, Inc.
53 State St, 14th Floor
Boston, MA 02109
Phone: (800) 510-4485

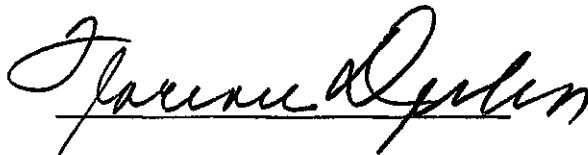
**Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929**

**STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA**

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

January 8, 2016

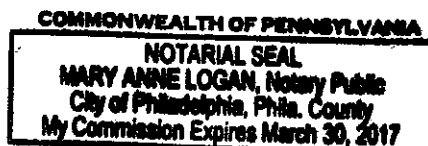
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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



Sworn to and subscribed before me this 8th day of
January, 2016.


Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE
Application of SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. For Approval To Offer, Render, or Furnish Natural Gas Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services To The Public in The Commonwealth Of Pennsylvania. SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. SourceOne, Inc. (DE) proposes to sell natural gas and related services in Columbia, National Fuel Gas, PECO, Peoples Gas, Equitable Gas, Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI, Central Penn, UGI Penn natural, UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act. The PUC may consider this application without a hearing. Proteas directed to the technical or financial fitness of SourceOne, Inc. (DE) may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3266, Harrisburg, PA 17105-3266. You should send copies of any protest to SourceOne, Inc. (DE) attorney at the address listed below. By and through Counsel: Robert Arendell, Associate General Counsel, SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc. 65 State St, 14th Floor, Boston, MA 02109. Phone: (800) 510-4455 FAX: (617) 399-6156

Proof of Publication of Notice in Pittsburgh Post-Gazette

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

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

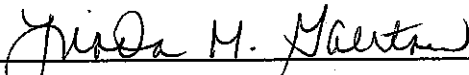
08 of January, 2016

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



PG Publishing Company

Sworn to and subscribed before me this day of:
January 08, 2016



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

SourceOne Inc
53 STATE STREET
14TH FLOOR
ATTN: Jessie Hagger
BOSTON MA 02109

To PG Publishing Company

Total ----- \$480.00

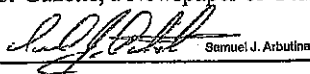
Publisher's Receipt for Advertising Costs

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

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

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

By



Samuel J. Arbutina

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

Attorney For

**COPY OF NOTICE
OR PUBLICATION**

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION NOTICE
Application of
SourceOne, Inc. (DE) (d/b/a
"SourceOne Energy, Inc.")
For Approval To Offer,
Render, or Furnish Natural
Gas Services as a Market-
er/Broker Engaged in The
Business Of Supplying Nat-
ural Gas Supply Services,
To The Public in The Com-
monwealth Of Pennsylva-
nia.

SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. SourceOne, Inc. (DE) proposes to sell natural gas and related services in Columbia, National Fuel Gas, PECO, Peoples Gas - Equitable Div., Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI Central Penn, UGI Penn natural, UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) attorney at the address listed below.

By and through Counsel:
Robert Arendell, Associate
General Counsel,
SourceOne, Inc. (DE) d/b/a
SourceOne Energy, Inc., 53
State St, 14th Floor, Bos-
ton, MA 02109, Phone:
(800) 510-4485, FAX: (617)
399-6186

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

ATTN: JESSIE HAGGER SOURCEONE
53 STATE STREET
BOSTON MA 02109

Account # 614462
Order # 81881289
Ad Price: 0.00

LEGAL NOTICE PENNSYLVANIA

Gina Krushinski

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

01/27/2016

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 27th day of January A.D., 2016

Sharon Venturi
(Notary Public)

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Sharon Venturi, Notary Public
City of Scranton, Lackawanna County
My Commission Expires Feb. 12, 2018

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

LEGAL NOTICE
PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of **SourceOne, Inc. (DE)** (d/b/a **SourceOne Energy, Inc.**) For Approval to Offer, Render, or Furnish Natural Gas Services as a **Marketer/Broker** Engaged in the Business of Supplying Natural Gas Supply Services to The Public in The Commonwealth of Pennsylvania.

SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas; and (2) a broker/marketer engaged in the business of providing natural gas services. **SourceOne, Inc. (DE)** proposes to sell natural gas and related services in Columbia, National Fuel Gas, PECO, Peoples Gas, Equitable Div., Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI Central Penn, UGI Penn, natural, UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **SourceOne, Inc. (DE)** 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 **SourceOne, Inc. (DE)** attorney at the address listed below.

By and through Counsel: Robert Arendell, Associate General Counsel
SourceOne, Inc. (DE)
d/b/a **SourceOne Energy, Inc.**
53 State St. 14th Floor
Boston, MA 02109
Phone: (800) 510-4485
FAX: (617) 399-6186

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 of said Williamsport Sun-Gazette on the following dates, viz:

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE

Application of SourceOne, Inc. (DE) (d/b/a SourceOne Energy, Inc.) For Approval To Offer, Render, or Furnish Natural Gas Services as a Marketer/Broker Engaged in the Business of Supplying Natural Gas Supply Services To The Public in The Commonwealth of Pennsylvania.

Affiant further
to verify
of publica

SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas; and (2) a broker/marketer engaged in the business of providing natural gas services. SourceOne, Inc. (DE) proposes to sell natural gas and related services in Columbia National Fuel Gas, PECO, Peoples Gas

Equitable Div., Peoples Natural Gas, Peoples TWP., Philadelphia Gas Works, UGI Central Penn., UGI Penn. natural, UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of SourceOne, Inc. (DE) 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 SourceOne, Inc. (DE) attorney at the address listed below.

By and through Counsel:
Robert Arendell,
Associate General
Counsel

SourceOne, Inc. (DE)
d/b/a SourceOne
Energy, Inc.

53 State St, 14th Floor
Boston, MA 02109
Phone: (800) 510-4485
FAX: (617) 399-6186

THE SUN-GAZETTE
and certifies

January 9, 2016

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

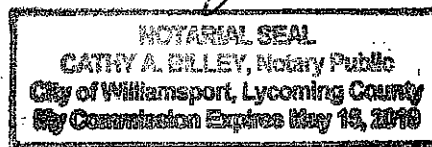
Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 12th day of January 2016

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.....\$ 289.72

Probated same.....\$

Total.....\$ 289.72

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

COMMONWEALTH OF PENNSYLVANIA }
County of Cambria } SS

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of SourceOne, Inc. (DE) (d/b/a "SourceOne Energy, Inc.") for Approval To Offer, Render, or Furnish Natural Gas Services as a Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services To The Public In The Commonwealth Of Pennsylvania.

SourceOne, Inc. (DE) will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. SourceOne, Inc. (DE) proposes to sell natural gas and related services in Columbia National Fuel Gas, PECO, Peoples Gas - Equitable Div., Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI Central Penn, UGI Penn natural, UGI Utilities, and Valley Energy under the provisions of the new Natural Gas Choice and Competition Act.

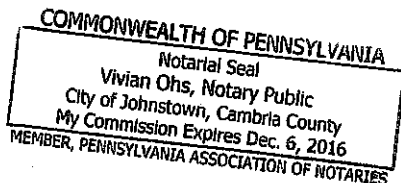
The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of SourceOne, Inc. (DE) may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest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

By and through Counsel: Robert Arendell, Associate General Counsel

SourceOne, Inc. (DE) d/b/a SourceOne Energy, Inc.
53 State St, 14th Floor
Boston, MA 02109
Phone: (800) 510-4485
FAX: (617) 399-6186

Sworn and
15th day of January, 2016.

[Signature]



On this 15th day of January A.D. 2016, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

of Cambria, and Commonwealth of Pennsylvania and matter published in said publication in the regular issues on January 9, 2016; and that the Affiant is not interested at all of the allegations as to time, place and character

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

0.00 Lines @ \$2.50 per line	0.00
8 Inches @ \$25.00 per inch	200.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	207.50

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 _____