



Tel: 888-MAJOR-60 Fax: 718-228-2552

RESPOND POWER

Tel: 877-9-RESPND Fax: 718-228-2552

May 4, 2016

Via FedEx

Pennsylvania Public Utility Commission
Secretary
Keystone Building, 2nd Floor Room N201
Harrisburg, PA 17120

RECEIVED

MAY - 4 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: Major Energy Services LLC & Respond Power LLC – License Update

To Whom It May Concern:

In accordance with the 20 PA. Code § 54.34, promulgated by the Public Service Commission of Pennsylvania, Respond Power LLC and Major Energy Services LLC, (the "Company"), a New York limited liability company and duly licensed electric generation supplier (A-2010-2163898) and natural gas supplier (A-2009-2118836) in the State of Pennsylvania, the Company hereby respectfully submits its license update:

On April 15, 2016, National Gas & Electric, LLC ("NGE"), an affiliate of Spark HoldCo, LLC, parent company of Spark Energy, LLC and Spark Energy Gas, LLC, as well as an affiliate of Spark Energy, Inc. (NYSE: SPKE), acquired 100% of the membership interests of the Company, thereby implementing a change of control of the ownership of the Company. Pursuant to a Membership Interest Purchase Agreement entered into May 3, 2016, NGE has agreed to sell all of its membership interests in the Company to Spark HoldCo, LLC. The Spark Closing should occur on or about July 1, 2016. In the event this contemplated transaction is consummated, the Company will furnish you with a similar change of control notice.

The name, FEIN, and DUNS number of the Company shall all remain the same. The Company shall continue to serve its existing customers and to maintain its New York principal business address, New York in-state Resident Agent, in-state Customer Service Agent, and key operating personnel. Please find the Company's Officer's List, Representations of Corporate Officers and Certificate of Service attached hereto as Attachment A and made a part hereof.

Should you have any questions or need any further information, please feel free to contact me. Thank you very much for your assistance in this matter.

Respectfully submitted,

Adam Small
Adam Small
General Counsel

ATTACHMENT A

| <u>Title</u> | <u>Name of Appointee</u> |
|---|------------------------------|
| Managing Member | National Gas & Electric, LLC |
| Chief Executive Officer (unchanged) | Daniel Alper |
| President (unchanged) | Moshe (Mark) Wiederman |
| Chief Financial Officer (unchanged) | David Sobel |
| Chief Operating Officer | Levi Moeller |
| Chairman | W. Keith Maxwell III |
| Executive Vice President & Treasurer | Todd Gibson |
| Executive Vice President, Chief Legal Officer & Secretary | Terry Jones |
| Vice President & Asst. Secretary | Gary Lancaster |

RECEIVED

MAY - 4 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Representations of Corporate Officers for Major Energy Electric Services LLC

- None of the Officers are now under investigation or ever been under investigation Ohio or any other state or federal jurisdiction, in connection with the sale or delivery of electricity or natural gas.
- None of the Officers have ever been indicted arrested or convicted of any offense, crime, misdemeanor or disorderly person charge in Ohio or any other state, or by the Federal Government (excluding motor vehicle violations).
- None of the Officers have ever had a license, or right to engage in business or profession, revoked, denied, suspended or restrained by any agency in Ohio or any other state, or by the Federal Government in connection with the sale or delivery of electricity or natural gas.
- None of the Officers have ever been subject to any disciplinary proceeding in connection with a license or right to engage in any business or profession in Ohio, any other state, or by the Federal Government in connection with the sale or delivery of electricity or natural gas.
- None of the Officers have ever filed a petition for bankruptcy or reorganization or been affiliated with an entity that has filed a petition for bankruptcy or reorganization whether such filing has been voluntary, involuntary, or been placed voluntarily or involuntarily under receivership, in connection with the sale or delivery of electricity or natural gas.



Tel: 888-MAJOR-60 Fax: 718-228-2552

RESPOND POWER

Tel: 877-9-RESPND Fax: 718-228-2552

CERTIFICATE OF SERVICE

On this the 4th day of May 2016, I certify that a true and correct copy of the foregoing Change of Ownership Notification for Respond Power, LLC, a licensed provider of electric power (A-2010-2163898) and Major Energy Services, LLC a licensed gas supplier (A-2009-2118836) in The Commonwealth of Pennsylvania, and all NON-CONFIDENTIAL attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

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

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

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

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

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

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

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

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

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

Manager, Gas Supply and Transportation
PECO Energy Company
2301 Market Street, S9-2
Philadelphia, PA 19103

Columbia Gas of PA, Inc.
Thomas C. Heckathorn
200 Civic Center Drive
Columbus, OH 43215

RECEIVED

MAY - 4 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Adam Small (handwritten signature)

Adam Small, General Counsel

ORIGIN ID:PSBA (845) 480-7430
ADAM SMALL
MAJOR ENERGY SERVICES
100 DUTCH HILL ROAD
SUITE 310
ORANGEBURG, NY 10962
UNITED STATES US

SHIP DATE: 04MAY16
ACTWGT: 1.00 LB
CAD: 104148596/MNET3730

BILL SENDER

TO SECRETARY

PA PUBLIC UTILITY COMMISSION

400 NORTH ST

KEYSTONE BUILDING 2ND FLR -ROOMN201

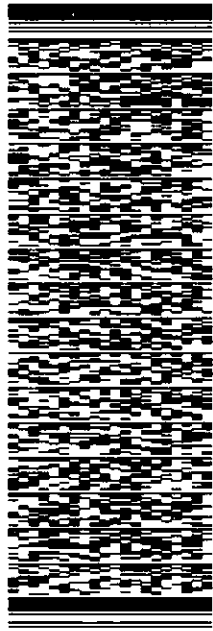
HARRISBURG PA 17120

(717) 772-7777

REF AS-PA-PUC

PO

DEPT



J181010020501uv

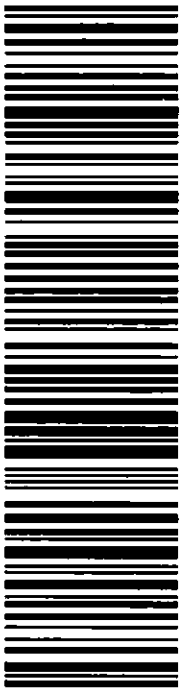
540J1163237727F

TRK# 7762 6428 8725
0201

THU - 05 MAY 3:00P
STANDARD OVERNIGHT

ENMDTA

17120
PA-US MDT



After printing this label:

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.
2. Fold the printed page along the horizontal line.
3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

Warning: Use only the printed original label for shipping. Using a photocopy of this label for shipping purposes is fraudulent and could result in additional billing charges, along with the cancellation of your FedEx account number.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$1,000, e.g. jewelry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits, see current FedEx Service Guide.