
APPLICATION FOR NATURAL GAS BROKER LICENSE

Submitted by: PRX ENERGY LLC

**Submitted to: THE PENNSYLVANIA PUBLIC UTILITY
COMMISSION**

Submitted on:

RECEIVED

MAY 14 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of *PRX Energy LLC*, d/b/a *PRX Energy LLC*, for approval to offer, render, furnish, or supply natural gas supply services as a(n) *Broker* 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:

PRX Energy LLC
900 State Street
Erie, PA 16501
www.prxenergy.com
Reception: (866) 412-7161
Office: (703) 584-4184

- 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.

PRX Energy is a PA registered company.

- 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.

Gregory Shively
President, *PRX Energy*
900 State Street
Erie, PA 16501
Office Phone: (703) 584-4184
gshively@prxenergy.com

- 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.

No Attorney.

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SECRETARY'S BUREAU

- 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.

Main Contact:

Gregory Shively
President, PRX Energy
900 State Street
Erie, PA 16501
Office Phone: (703) 584-4184
Fax #: (814) 217-1573
gshively@prxenergy.com

Secondary Contact:

Bret Grady
CEO, PRX Energy
900 State Street
Erie, PA 16501
Office Phone: (814) 806-2866
Fax #: (814) 217-1573
bgrady@prxenergy.com

2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

Provide a copy of the Applicant's filing with Pennsylvania's Department of State Pursuant to 54 Pa. C.S. §311.

Or

The Applicant will not be using a fictitious name.

b. BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:

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

The Applicant is a sole proprietor.

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

OR

The Applicant is a:

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

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

OR

X The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- foreign corporation (15 Pa. C.S. §4124)
- X** 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.

Provided as Attachment A.

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

*PRX is organized/formed in the Commonwealth of Pennsylvania.
Charter Documentation is provided as Attachment A.*

- Give name and address of officers.

*Gregory Shively
5310 16th Road N
Arlington, VA 22205*

*Bret Grady
116 Doreen Drive
Fairfield, CT 06824*

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.

PRX Energy does not have any affiliates.

- b. PREDECESSORS:** Identify the predecessor(s) of the Applicant and provide the name(s) under which the Applicant has operated within the preceding five (5) years, including address, web address, and telephone number, if applicable. If the Applicant does not have any predecessors that have done business, explicitly state so.

PRX Energy LLC does not have any predecessors.

4. OPERATIONS

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

Definitions

- Supplier – an entity which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of an natural gas distribution company

- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.

The Applicant is presently doing business in Pennsylvania as a

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

PRX Energy is currently providing consulting services related to long-term energy strategies and analysis.

OR

The Applicant is not presently doing business in Pennsylvania.

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

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

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

PRX Energy proposes to support customers in the identification of qualified competitive suppliers and the administration of RFPs and reverse auctions. PRX Energy may, in some cases upon request by its customers, receive payment for these services through the winning suppliers price.

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)**
- X Large Commercial Customers - (6,000 Mcf or more annually)
- X Industrial Customers
- X 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.

PRX Energy is not proposing to actively market within the Commonwealth. Our business is word of mouth. PRX Energy is proposing to offer the Proposed Services in c. above upon receipt of an approved License.

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.

PRX Energy, having no affiliates or predecessors, has no criminal or civil proceedings to report.

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

Not Applicable.

- 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.

PRX Energy (having no affiliates or predecessors) nor any of the persons identified in this application has a Customer/Regulatory/Prosecutory action to report.

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

Not Applicable.

6. PROOF OF SERVICE

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

PRX Energy has provided a Proof of Service as Attachment E using the example format provided.

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.

PRX Energy is not required to provide bonds to any NGDCs as shown in Attachment X.

- 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.

PRX Energy is a stand-alone company and does not have a parent, affiliate or subsidiary.

- 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.

Given the nature of PRX Energy LLC's business, and the early stage development of our business model, our revenues will lag up to 18 months from the time we sign a customer. Therefore, it is most relevant to provide both two years of accounting statements as well as a forward two-year view of secured and planned revenue. This will provide the State with a fair assessment of our strong financial condition.

*This information is provided in **Attachment B**.*

- 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.

PRX Energy carries \$2 million in Professional Liability insurance with US Liability Insurance Co. and \$2 million in General Liability Insurance with The Hartford.

- Audited financial statements exhibiting accounts over a minimum two-year period.
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

- c. **SUPPLIER FUNDING METHOD:** If Applicant is operating as anything other than **Broker/Marketer only**, explain how Applicant will fund its operations. Provide all credit agreements, lines of credit, etc., and elaborate on how much is available on each item.

PRX Energy will operate as a Broker/Marketer only.

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

PRX Energy will collect fees either directly from its customer or through the supplier which will be clearly stated in writing between PRX Energy and its customer in the form of a contract or other signed proposal. All PRX Energy fees will be fully transparent to the customer and not changed without agreement from the customer.

- 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.

*Bret Grady
CEO, PRX Energy
116 Doreen Drive
Fairfield, CT, 06824
Office Phone: (814) 806-2866
Fax #: (814) 217-1573
bgrady@prxenergy.com*

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

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

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

8. TECHNICAL FITNESS:

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

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

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

Gregory Shively has 25 years of experience in the natural gas industry in management and executive positions ranging from the manager of natural gas scheduling and balancing at Direct Energy (formerly Eastern Energy) to the Vice President of Sustainability & Energy Management at Siemens (formerly Pace Global). Mr. Shively has worked for many Pennsylvania businesses in prior roles across all regional in-state local distribution companies. Past and current clients include: Alcoa, P&G, Penn State, Bayer and Kellogg.

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

*PRX Energy has an active license in the State of Massachusetts. License No. EB-315. License approval is provided as **Attachment C**.*

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

PRX Energy has 15 customers to date receiving the Proposed Services located in the states of IN, NY and MA. Additionally, we provide consulting services to customers NJ and PA. Customer types include Higher Education campuses and small manufacturing.

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

PRX Energy has 3 employees all of which are senior level positions. PRX Energy is committed to hiring additional employees in PA as our business grows and will provide ample training opportunities to ensure all employees are able to deliver value to our customers.

- Business plans for operations within the Commonwealth.

PRX Energy is working hard to grow its business and intends to expand its workforce in the Erie, PA area as we are able. We are currently working on joint product development with the Penn State University related to our consulting business and we intend to add brokerage services to provide additional value to customers.

- Any other information appropriate to ensure the technical capabilities of the Applicant.

Any and all of PRX Energy's current clients can act as a reference to their satisfaction with PRX Energy and our capabilities to provide the Proposed Services. Additionally, Mr. Shively can submit personal references as required to assure the State of PRX Energy's technical capabilities.

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):

PRX Energy is listed as an energy consultant and broker on the E&I contract which provides services to Higher Education Members throughout the country. This acts as a channel partner for our services. E&I has been providing its Members with procurement services and support for decades.

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.

PRX Energy requires that all proposals and contracts be approved and signed by an Officer of the company. No sales resource is able to commit the company or the customer to services or fees without approval from an Officer of the company.

- 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.

*The primary officer of the company is its President, Gregory Shively. Mr. Shively manages all operations and sales commitments for the company. A resume is attached as **Attachment D**.*

9. DISCLOSURE STATEMENT:

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

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

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

Not Applicable.

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

RECEIVED

11. SIGNATURE

MAY 14 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Applicant: *G. Shively*
By: GREGORY L. SHIVELY
Title: PRESIDENT

12. 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: PRX Energy LLC

	✓	Signature	
	✓	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	

Applicant's Use

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of VIRGINIA :

ss.

County of ARLINGTON :

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

[He/she is the PRESIDENT (Office of Affiant) of PRX ENERGY LLC (Name of Applicant);]

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

That the Applicant herein PRX ENERGY LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

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

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

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

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



NOTARY PUBLIC 7601416
COMMONWEALTH OF VIRGINIA

MY COMMISSION EXPIRES APRIL 30, 2018

[Signature]
Signature of Affiant

Sworn and subscribed before me this 28 day of April, 2016.

[Signature]
Signature of official administering oath

My commission expires April 30, 2018

MAY 14 2016

Appendix B

OPERATIONS AFFIDAVIT

MAY 14 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S OFFICE

[Commonwealth/State] of VIRGINIA :

ss.

County of ARLINGTON :

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

[He/she is the PRESIDENT (Office of Affiant) of PRX ENERGY LLC (Name of Applicant);]

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

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

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

That PRX ENERGY LLC, the Applicant herein, certifies to the Commission that it is subject to , will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the

license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

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

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

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



JUSTIN GRAHAM GORMLEY
NOTARY PUBLIC 7601416
COMMONWEALTH OF VIRGINIA

MY COMMISSION EXPIRES APRIL 30, 2018

[Handwritten Signature]

Signature of Affiant

Sworn and subscribed before me this 28 day of April, 2016.

[Handwritten Signature]

Signature of official administering oath

My commission expires April 30, 2018.

PRX ENERGY APPLICATION ATTACHMENTS

[Handwritten signature]

MAY 14 2015

PA. PUBLIC UTILITIES COMMISSION
SECRETARY'S OFFICE

PRX ENERGY PROOF OF PUBLICATIONS

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
 Applications of PRX Energy LLC For Approval To Offer and Render Services as a Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services To The Public in The Commonwealth Of Pennsylvania.
 PRX Energy will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas broker services. PRX Energy will also be filing an application with the PUC for a license to supply electricity or electric generation services as a (1) broker engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. PRX Energy proposes to sell electricity and natural gas services in all natural gas and utility service territories under the provisions of the new Natural Gas Choice and Competition Act and the Electricity Generation Customer Choice and Competition Act.
 The PUC may consider this application without a hearing. Protests directed to the territorial or franchise offices of PRX Energy may be filed within 10 days of the date of this notice with the Secretary of the PUC, P.O. Box 286, Harrisburg, PA 17105-0286. You should send copies of any protest to PRX Energy at the following address: PRX Energy, 800 Stone Street, Erie, PA 16501. Phone: (866) 412-2161.

published c
 that the an
 of The Joh
 in the subje
 of said pubucation are true.

On this 21st day of April 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 April 18, 2016; and that the Affiant is not interested hat all of the allegations as to time, place and character

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 21st day of April, 2016.

[Signature]

0.00 Lines @ \$2.50 per line	0.00
5.75 Inches @ \$25.00 per inch	143.75
Notary Fee	5.00
Clerical Fee	250
Total Cost	151.25

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

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

 (Name of Newspaper)

By _____

MAY 1 2016

PA PUBLISHERS ASSOCIATION
 SECTION

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

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

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

April 22, 2016

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Applications of PRX Energy LLC For Approval To Offer and Render Services as a Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth Of Pennsylvania.

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

PRX Energy will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas broker services. PRX Energy will also be filing an application with the PUC for a license to supply electricity or electric generation services as a (1) broker engaged in the business of supplying electricity, and (2) an aggregator engaged in the business of supplying electricity. PRX Energy proposes to sell electricity and natural gas services in all natural gas and utility service territories under the provisions of the new Natural Gas Choice and Competition Act and the Electricity Generation Customer Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of PRX Energy 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 PRX Energy at the following address: PRX Energy, 900 State Street, Erie, PA 16501 Phone: (866) 412-7181.

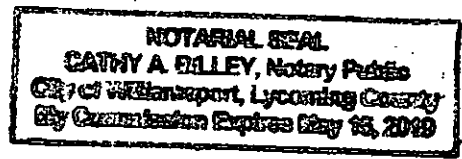
MAY 14 2016
RECEIVED
MAY 15 2016

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me
the *25th* day of *April* 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.....	\$ 245.36
Probated same.....	\$
Total.....	\$ 245.36

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

THE 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

Date	Position	Description	P.O. Number	Ad Size	Total Cost
04/14/2016	Misc Legal Notice PA	PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications of		1 x 40 L	194.30

**PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE**

Applications of PRX Energy LLC For Approval To Offer and Render Services as a Broker Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth Of Pennsylvania.

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MAY 15 2016

PA AD L...
REC'D...

The Patriot News

LEGAL AFFIDAVIT

INV#: 0007634198



Remit Payment to:
PA Media Group
Dept 77571
P.O. Box 77000
Detroit, MI 48277-0571

PRX ENERGY
900 STATE STREET, ERIE, PA
ERIE, PA 16501

Name: PRX ENERGY

Sales Rep: Jennifer Rogers

Account Number: 1000757464
INV#: 0007634198

Page 1 of 2

Date	Position	Description	P.O. Number	Ad Size	Total Cost
04/14/2016	Misc Legal Notice PA	PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications of		1 x 40 L	194.30

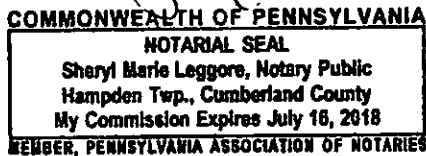
Commonwealth of Pennsylvania,) ss
County of Cumberland)

See Ad Content on following page

Marianne Miller being duly sworn, deposes that he/she is principal clerk of the PA Media Group; that The Patriot News is a newspaper published in the city of Mechanicsburg, County of Cumberland, and this notice is an accurate and true copy of ad(s) as printed in said newspaper on the following date(s):

The Patriot News 04/14/2016

Sworn to and subscribed before me this 14th day of April 2016



FOR QUESTIONS CONCERNING THIS AFFIDAVIT,
PLEASE CALL 717-255-8213

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:

April 14, 2016

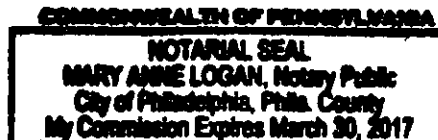
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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

Florence Devlin

Sworn to and subscribed before me this 14th day of
April, 2016.

Mary Anne Logan
Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Applications of PRX Energy LLC For Approval To Offer and Render Services as a Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public in The Commonwealth Of Pennsylvania.
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The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of PRX Energy may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3286, Harrisburg, PA 17106-3286. You should send copies of any protest to PRX Energy at the following address: PRX Energy, 600 State Street, Erie, PA 16501 Phone: (856) 412-7181

MAY 14 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S OFFICE

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

PRX ENERGY
GREGG C SHIVELY
900 STATE STREET ERIE PA 16501

Account # 616114
Order # 81921143
Ad Price: 219.30

LEGAL NOTICE PENNSYLVANI

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:

04/13/2016

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 13th day of April 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, 2016
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

MAY 1 2016

LEGAL NOTICE
PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE
Applications of PRX Energy LLC For
Approval To Offer and Render Ser-
vices as a Broker Engaged In The
Business Of Supplying Natural Gas
Supply Services and Electricity Supply
or Electric Generation Services, To The
Public In The Commonwealth Of Pen-
sylvania.
PRX Energy will be filing an applica-
tion with the Pennsylvania Public Utility
Commission ("PUC") for a license to
provide natural gas broker services.
PRX Energy will also be filing an applica-
tion with the PUC for a license to
supply electricity or electric generation
services as a (1) broker engaged in the
business of supplying electricity, and
(2) an aggregator engaged in the busi-
ness of supplying electricity. PRX En-
ergy proposes to sell electricity, natu-
ral gas services in all natural gas and
utility service territories under the pro-
visions of the new Natural Gas Choice
and Competition Act and the Electricity
Generation Customer Choice and Com-
petition Act.
The PUC may consider this application
without a hearing. Protests directed to
the technical or financial fitness of
PRX Energy 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 PRX En-
ergy at the following address:

PRX Energy
900 State Street, Erie, PA 16501
Phone: (800) 412-7161

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:

13 of April, 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.

P. Reed
PG Publishing Company
Sworn to and subscribed before me this day of:
April 13, 2016

Linda M. Gaertner
COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Linda M. Gaertner, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires Jan. 31, 2019
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

STATEMENT OF ADVERTISING COSTS
PRX ENERGY
5310 16th Road N
ATTN: Gregg C. Shively
ARLINGTON VA 22205

To PG Publishing Company

Total ----- \$427.50

Publisher's Receipt for Advertising Costs

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

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

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

By Samuel J. Arbuthnot
Samuel J. Arbuthnot

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.

COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications of PRX Energy LLC For Approval To Offer and Render Services as a Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public in The Commonwealth Of Pennsylvania.

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MAY 14 2016

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

PRX Energy
5310 16th Rd. N.
Arlington VA 22205

REFERENCE: 89455 195284
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: 04/14/16

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 04/14/16

MAY 14 2016
PUBLISHED BY THE ERIE TIMES-NEWS

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

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Sworn to and subscribed before me this 14th day of April 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, 2020
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

Entity #: 4282776
Date Filed: 04/17/2014
Carol Alchele
Secretary of the Commonwealth

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

**Certificate of Organization
Domestic Limited Liability Company
(15 Pa.C.S. § 8913)**

PENNCORP SERVICEGROUP, INC.
c/o Legalzoom.com Inc.
P.O. Box 1210
Harrisburg, PA 17108-1210 4038

Commonwealth of Pennsylvania
CERTIFICATE OF ORGANIZATION 3 Page(s)



Fee: \$125

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation):
PRX Energy LLC

2. The (a) address of the limited liability company's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider c/o: United States Corporation Agents, Inc.				County of Delaware

3. The name and address, including street and number, if any, of each organizer is (all organizers must sign on page 2):

Name	Address
Cheyenne Moseley, Legalzoom.com, Inc.	9900 Spectrum Drive, Austin, TX 78717

2014 APR 17 PM 4:06

PA DEPT OF STATE

MAR 16 2014

4. *Strike out if inapplicable term*
A member's interest in the company is to be evidenced by a certificate of membership interest.


5. *Strike out if inapplicable:*
Management of the company is vested in a manager or managers.

6. The specified effective date, if any is: _____
month date year hour, if any

7. *Strike out if inapplicable:* The company is a restricted professional company organized to render the following restricted professional services: _____

8. For additional provisions of the certificate, if any, attach an 8 1/2 x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have)
signed this Certificate of Organization this
16th day of April, 2014.



Cheyenne Macseley, Organizer, Legalzoom.com, Inc.

Signature

Signature

Attachment C: Proof of Broker Licenses



THE COMMONWEALTH OF MASSACHUSETTS DEPARTMENT OF PUBLIC UTILITIES

CHARLES D. BAKER
GOVERNOR

KARYN E. POLITO
LIEUTENANT GOVERNOR

MATTHEW A. BEATON
SECRETARY OF ENERGY
AND ENVIRONMENTAL AFFAIRS

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

ANGELA M. O'CONNOR
CHAIRMAN

JOLETTE A. WESTBROOK
COMMISSIONER

ROBERT E. HAYDEN
COMMISSIONER

April 10, 2015

Gregg Shively
President
PRX Energy, LLC
5310 16th Road N
Arlington, VA 22205

RE: Electricity Broker License Application

Dear Mr. Shively,

The Department of Public Utilities ("Department") has reviewed the application of PRX Energy, LLC ("PRX Energy" or "Company") for an Electricity Broker license in the Commonwealth of Massachusetts, and is pleased to inform you that the Department has approved the application. The Company's license number is EB-315.

Consistent with the information included with PRX Energy's application, the activities the Company is licensed to provide are limited to electricity broker services to commercial and industrial customers. If, at a later date, the Company seeks to provide electricity broker services to residential customers, it must first seek and obtain Department approval at the time of renewal of its license.

As a condition of maintaining this license, PRX Energy must comply with all relevant requirements of G.L. c. 164 and the regulations promulgated thereunder, including 220 C.M.R. §11.00, 12.00 *et seq.* In addition, within 30 days of any material change in the information required by 220 C.M.R. §11.05(2), the Company must file updated information

[Handwritten signature]

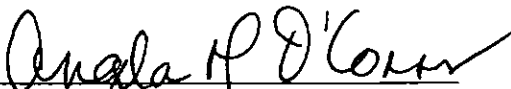
MAY 14 2015

MA PUBLIC UTILITIES COMMISSION
SECRETARY'S OFFICE

FAX: (617) 345-9101
www.mass.gov/dpu

with the Department. If PRX Energy decides to request renewal of its license next year, please submit the renewal application no later than **May 1, 2016**.


By Order of the Department,



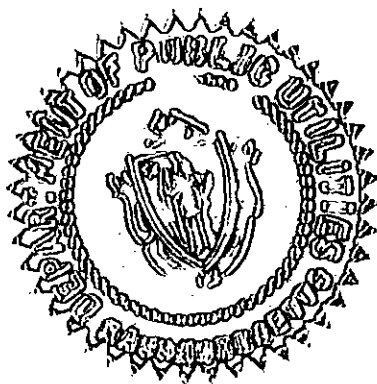
Angela M. O'Connor, Chairman



Jollette A. Westbrook, Commissioner



Robert E. Hayden, Commissioner





Chris Christie
Governor

Kim Guadagno
Lt. Governor

STATE OF NEW JERSEY
Board of Public Utilities
44 South Clinton Avenue, 3rd Floor, Suite 314
Post Office Box 350
Trenton, New Jersey 08625-0350
www.nj.gov/bpu/

Irene Kim Asbury
Secretary of the Board
(609) 292-1599

April 27, 2016

Gregg C. Shively
President
PRX Energy, LLC
5310 16th Road N.
Arlington, VA 22205

Re: **Energy Agent Initial Registration**
Dkt. No. EE15121355L

Dear Mr. Shively:

In accordance with the Electric Discount and Energy Competition Act of 1999, N.J.S.A. 48:3-49 et seq., at its April 27, 2016 Agenda meeting, the New Jersey Board of Public Utilities voted to issue a **REGISTRATION** as an Energy Agent to PRX Energy, LLC. Your registration number is EA-0375.

The enclosed registration is effective April 27, 2016 and expires on April 26, 2017. This registration and the rights thereunder are **Non-Transferable**.

This letter is not an endorsement of, nor is it intended for use in, the marketing promotions of the registrant. Registrants shall comply with all applicable law, including the Electric Discount and Energy Competition Act, which prohibits the unauthorized change of a customer's energy provider and other fraudulent and illegal marketing activities.

If you have any questions, please contact Valencia Hunt at (609) 292-0637.

Sincerely,

Irene Kim Asbury
Secretary of the Board

IKA/vch
Encl.(s)

MAY 14 2016

PA PUBLIC UTILITIES BOARD
SECRETARY'S OFFICE

Attachment D: Shively Resume & Experience

PRX Energy LLC is managed by Gregg Shively, a 23-year energy veteran that has held prior positions with Stat Oil Energy Marketing, Pace Global Energy Services and Siemens Building Technologies.

Mr. Shively's Professional Bio provided also on LinkedIn is shown below:

PRX Energy is focused on helping clients minimize energy cost and market risk while maximizing performance against sustainability goals including participation in renewable energy, demand response and energy efficiency.

Mr. Shively's professional goals are to improve the market's ability to develop and manage increasingly complex energy portfolios and leverage technology to simplify data intensive analytics, decision making and management metrics.

Mr. Shively's background consists of deep experience in the areas of energy market design, regulations and market price fundamentals. A wealth of experience in a consulting capacity evaluating and understanding energy risks and opportunities provides a strong base of experience to develop creative energy strategies that meeting defined goals and provide for continuous improvement.

PRX Energy was created to develop and implement energy strategies that help companies and campuses minimize their energy spend by maximizing their leverage in competitive markets. By building energy portfolios that properly balance market risk, regulations and energy projects (renewable, controls and efficiency), energy costs can be contained and consistently managed in support of long-term business goals.

Specialties

Supply Side Management - risk management, purchasing, sourcing, demand response and renewables
Market Advisory - natural gas and power markets including renewable power, demand response and generation.

Executive-Level Relations - C-Suite competencies with industrial, commercial, public sector, municipals and institutional clients.

Work Experience

President & Managing Partner

PRX Energy

June 2014 – Present - Arlington, VA

PRX Energy provides energy consulting and brokering services for energy consumers in North America. Our services enable clients to build, analyze and manage creative and competitive energy portfolios that

PAID
MAY 16 2016
PAID
PAID

meet objectives for cost, risk and sustainability. With over 20 years in the energy industry as both a consultant and retail marketer, Mr. Shively has the experience to develop energy supply strategies and implementation plans that meet our client's aggressive goals and budget expectations.

Vice President and Executive Director

Pace Global a Siemens Business and Siemens Building Technologies

May 1997 – June 2014 (17 years 2 months) Washington D.C. Metro Area

Vice President and Executive Director for the services, sales and accounts for the Sustainability and Energy Management segment within Siemens Infrastructure & Cities Sector, Building Technologies Division. Provide strategic direction to the business and its clients. Mr. Shively managed a team of over 100 professionals engaged in natural gas, electricity, Fuel Oil and other energy commodity transactions.

Manager, Transportation & Exchange

Statoil

1992 – 1997 (5 years)

As Manager for T&E, the responsibilities included ensuring a balanced physical retail book, monitoring cash positions across the customer base, upstream transportation and storage accounts and regional supply pools. Experience also includes developing supply strategies to minimize delivered cost, optimizing owned assets in daily cash markets and managing a staff of professionals in a trade floor environment.

Education

Penn State University

BS, Economics

1988 – 1992

Concentration in energy economics, business, competitive market design

University of Notre Dame

Executive Leadership Program

2006 – 2006

PRX ENERGY SURETY BOND NGDC LETTERS

RECEIVED

MAY 14 2016

PUBLIC UTILITIES COMMISSION
SECRETARY'S OFFICE



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

April 29, 2016

Mr. Gregg C. Shively
President, PRX Energy
5310 16th Road N
Arlington, VA 22205

RE: Security Requirement Bond – Broker

Dear Mr. Shively:

Philadelphia Gas Works ("PGW") is aware that PRX Energy 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, PRX Energy must furnish acceptable security to each utility where PRX Energy, must furnish acceptable security to each utility where PRX Energy, 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 PRX Energy only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, PRX Energy will never take title to any delivered natural gas.

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

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

Sincerely,

A handwritten signature in black ink that reads "Nicholas LaPergola".

Nicholas LaPergola
Director
Gas Supply, Transportation & Control

NL:b

MAY 14 2016

PA PUBLIC UTILITY COMMISSION



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

www.exeloncorp.com

May 9, 2016



Gregg C. Shively
President – PRX Energy
900 State Street
Erie, PA 16501

Re: Bonding Requirements

PECO is aware that PRX Energy, LLC 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, PRX Energy, LLC could be required to provide to PECO a bond or other acceptable financial security in an amount that PECO determines to be appropriate. PRX Energy, LLC have 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 PRX Energy, LLC do 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 PRX Energy, LLC or the creditworthiness requirement for PECO's exposure to PRX Energy, LLC changes in the future, PECO reserves the right to require PRX Energy, LLC 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,

Carlos P. Thillet
Manager, Gas Supply and Transportation
2301 Market St S9-1
Philadelphia, Pa 19103

[Faint handwritten notes]
MAY 13 2016
PHILADELPHIA REGION



VALLEY ENERGY

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

May 3, 2016

VIA EMAIL

Gregg C. Shively, President
PRX Energy, LLC
900 State St.
Erie, PA 16501
gshively@prxenergy.com

Dear Mr. Shively:

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

MAY 14 2016
PA PUBLIC UTILITY COMMISSION
SECRETARY'S OFFICE



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

May 3, 2016

PRX Energy
Gregg C. Shively - President
900 State St
Erie, PA 16501

RE: PRX Energy Broker application

Dear Mr. Shively,

Based on your assertion that PRX Energy, ("PRX") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities Inc. ("UGIU") has concluded that PRX 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 PRX will not be taking title to gas or directly serving end use customers. This also assumes that PRX 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 PRX wishes to directly serve Choice customers in the service territories of UGI, PNG and/or CPG in the future as a natural gas supplier, it will have to post security as specified in the respective UGI tariffs prior to the commencement of the service. Please feel free to contact me with any additional questions that you may have.

Sincerely,

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

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



PEOPLES NATURAL GAS



PEOPLES TWP

225 North Shore Drive
Pittsburgh, PA 15212

Lynda W. Petrichevich
Director, Rates and Regulatory Affairs

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

May 3, 2016

Gregg Shively
President
PRX Energy LLC
900 State Street
Erie, PA 16501

Dear Mr. Shively:

We are pleased that PRX Energy LLC 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 PRX Energy LLC is not currently operating a Pool on the Peoples systems, we have determined at this time that PRX Energy LLC 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 PRX Energy LLC provision of services on the Peoples’ system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

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

Sincerely,

Lynda W. Petrichevich
Director – Rates and Regulatory Affairs
Peoples Natural Gas Company LLC

Cc: Steven Kolich
Stephen Kelly

SAFETY

CUSTOMER
COMMITMENT

TRUST

COMMUNITY

April 29, 2016

Gregg C. Shively
PRX Energy LLC
5310 16th Road N
Arlington, VA 22205

Dear Gregg C. Shively:


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

Please feel free to contact me at 614-460-6841 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,



Michele Caddell
Manager of Choice and Transportation Support Services



National Fuel

April 29, 2016

Gregory Shively, President
PRX Energy LLC
900 State Street
Erie, PA 16501

Re: Security Requirement for PRX Energy LLC

Dear Gregory,

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

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

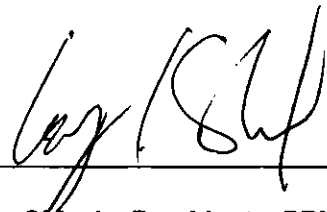
Attachment E: CERTIFICATE OF SERVICE

On this the 29th day of April 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 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.4996 heckathorn@nisource.com	Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120
Peoples Natural Gas – Equitable Division Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 e-mail: Lynda.w.petrichevich@peoples-gas.com	National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 e-mail: wolfordd@natfuel.com
The Peoples Natural Gas Company Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 e-mail: Lynda.w.petrichevich@peoples-gas.com	PECO Carlos Thillet 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 e-mail: Lynda.w.petrichevich@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	UGI David Lahoff 2525 N. 12 th Street, Suite 360

MAY 14 2016

Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com	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 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



Gregory Shively, President – PRX Energy

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