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Via FedEx

October ~~27~~ 2016

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: Electric Generation Supplier License Application of Freepoint Energy Solutions LLC

Dear Secretary Chiavetta:

Freepoint Energy Solutions LLC ("Freepoint Solutions") hereby submits its Electric Generation Supplier License Application, including:

- One application with original signatures and attachments, and one copy;
- Proof of Service of Process;
- Notarized Proof of Newspaper Publications;
- Original bond; and,
- \$350 filing fee

In addition, enclosed under separate cover are confidential documents in support of its Electric Generation Supplier License Application ("Application") in accordance with Pa. Code Section 54.32. Freepoint Energy requests that its responses and corresponding attachments to the following be treated as confidential:

- Section 5c (Regulatory Actions);
- Section 7b (Applicant Financial Records); and,
- Section 7b (Parent Audited Financials)

This information is treated as confidential by Freepoint Energy, and public disclosure of such information could be potentially harmful to applicant's position as competitive Electric Generation Supplier. Freepoint Energy further requests that its responses to any subsequent requests for additional information or clarification which staff might make with regard to these same requests also be permitted to be filed under seal.

Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,



Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.

cc: Bureau of Investigation & Enforcement
cc: office of Consumer Advocate
cc: Small Business Advocate
cc: OAG, Bureau of Consumer Protection
cc: Commonwealth of Pennsylvania, Dept. of Revenue

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Freepoint Energy Solutions LLC for approval to offer, render, furnish, or supply electricity or electric generation services as a Supplier of Electricity 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:

Freepoint Energy Solutions LLC
3050 Post Oak Blvd., Suite 1330
Houston, TX, 77056
www.freepointsolutions.com
Tel: (713) 239-8000

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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

Corporation Service Company
2595 Interstate Drive, Suite 103
Harrisburg, PA 17110

- 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.

Martin Ramirez, Managing Director, Compliance
Freepoint Commodities LLC
58 Commerce Road / Stamford, CT 06902
Tel: (203) 542-6767 / Fax: (203) 547-6177
mramirez@freepoint.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.

Richard Beitler, Managing Director, Deputy General Counsel
Freepoint Commodities LLC
58 Commerce Road / Stamford, CT 06902
Tel: (203) 542-6760 / Fax: (203) 724-0906
rbeitler@freepoint.com

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS: (Required of ALL Applicants)** 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 Electric 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 EGSs.

#1. Mary Nendza, VP of Operations, Freepoint
Energy Solutions LLC
3050 Post Oak Blvd, Houston, TX 77056
Tel: (713) 239-8044/ Fax: (203) 583-9087
mnendza@freepointsolutions.com

#2. Wendy Lewis, Director, Contracts Administration Manager
Freepoint Commodities LLC
58 Commerce Road / Stamford, CT 06902
Tel: (203) 542-6753 / Fax: (203) 547-6177
wlewis@freepoint.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, Form PA-953.

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above. **See Attachment 2b_DOS Filing**
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. **See Attachment 2b_Charter Documentation**
- Give name and address of officers.

Bradley Quester
President, Freepoint Energy Solutions LLC
3050 Post Oak Boulevard, Suite 1330
Houston, TX 77056
Phone: (713) 239-8000
Email: bquester@freepointsolutions.com

Richard Beitler
Secretary, Freepoint Energy Solutions LLC
58 Commerce Road
Stamford, CT 06902
Phone: (203)542-6001
Email: rbeitler@freepoint.com

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.

See **Attachment 3a_List of Affiliates** for the names and addresses of Applicant's affiliates. None of Applicant's affiliates are jurisdictional public utilities. No other Applicant affiliates are currently applying to do business in Pennsylvania. See also **Attachment 7b_Organizational Structure**.

- 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.

N/A

4. OPERATIONS

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

Definitions

- Supplier – an entity that sells electricity to end-use customers utilizing the jurisdictional transmission and distribution facilities of an EDC.
- Aggregator - an entity that purchases electric energy and takes title to electric energy as an intermediary for sale to retail customers.
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

- The Applicant is presently doing business in Pennsylvania as a
- municipal electric corporation
 - electric cooperative
 - local gas distribution company
 - provider of electric generation, transmission or distribution services
 - broker/marketer engaged in the business of supplying electricity services
 - Other; Identify the nature of service being rendered.

or

- The Applicant is not presently doing business in Pennsylvania.

b. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a *(may check multiple)*:

- Generator of electricity
- Supplier of electricity
- Aggregator engaged in the business of supplying electricity
- Broker/Marketer engaged in the business of supplying electricity services
 - Check here to verify that your organization will not be taking title to the electricity nor will you be making payments for customers.
- Electric Cooperative and supplier of electric power
- Other (Describe):

- c. **PROPOSED SERVICES:** Describe in detail the electric services or the electric generation services which the Applicant proposes to offer.

Freepoint Energy Solutions LLC was formed in 2015 with the goal of becoming a competitive energy supplier within PJM, NYISO, ISO-NE and ERCOT territories. FES intends to offer market competitive fixed and variable products to commercial and industrial customers with a focus on offering best-in-class technology solutions and a wholesale platform to provide customers with competitive pricing and a strong customer experience.

With respect to experience in the wholesale electric markets, Applicant's indirect parent, Freepoint Commodities LLC ("Freepoint"), is both a merchant of physical commodities and a financier of upper-and mid-stream commodity-producing assets. Freepoint currently trades in U.S. power markets within the ISO territories. Freepoint's experienced staff has provided physical asset management services and energy management services that include all bidding and scheduling of power plants, associated fuel management, and ISO settlements for physical assets throughout North America.

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

- | | |
|--|--|
| <input type="checkbox"/> Citizens' Electric | <input type="checkbox"/> Pike |
| <input checked="" type="checkbox"/> Duquesne Light | <input checked="" type="checkbox"/> PPL |
| <input checked="" type="checkbox"/> Met-Ed | <input type="checkbox"/> UGI Utilities |
| <input checked="" type="checkbox"/> PECO | <input type="checkbox"/> Wellsboro |
| <input checked="" type="checkbox"/> Penelec | <input checked="" type="checkbox"/> West Penn |
| <input checked="" type="checkbox"/> Penn Power | |
| | <input type="checkbox"/> Entire Commonwealth of PA |

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

- Residential Customers
- Small Commercial Customers - (25 kW and Under)
- Residential and Small Commercial as Mixed Meter **ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)**
- Large Commercial Customers - (Over 25 kW)
- 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. **December 1, 2016**

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.

N/A

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

N/A

- 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.

Please see Attachment 5c, which will be filed under seal.

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

N/A

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)

See Attachment 6_Proof of Service

- 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:

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

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

- b. **EDCs:** 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 Electric 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 EDC is as follows.

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

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

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

Met-Ed, Penelec, and Penn Power:
Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

7. FINANCIAL FITNESS

a. **BONDING:** In accordance with 66 Pa. C.S. Section 2809(c)(1)(i), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...

- Furnishing the **ORIGINAL** of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000. **Please see Attachment 7a_Surety Bond.**
- Furnishing the **ORIGINAL** of another initial security for Commission approval, to ensure financial responsibility, such as a parental guarantee, in the amount of \$250,000.
- For Marketers and Brokers** - Filing for a modification to the \$250,000 requirement and furnishing the **ORIGINAL** of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.

CRITICAL BONDING NOTES:

Applicant is required to maintain a bond or other financial instrument the entire time it maintains an EGS license with the Commonwealth of Pennsylvania. If Applicant's security instrument is not continuous, Applicant **MUST** submit a Rider, Amendment, or Continuation Certificate annually based on the expiration date of its security instrument.

Sixty days (60) prior to the security instrument's expiration date, Applicant should contact Stephen Jakab at sjakab@pa.gov to determine the appropriate bonding amount based on a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. Once the amount has been determined, Applicant should overnight the updated security instrument(s) at least thirty (30) days prior to the expiration date to ensure adequate time for staff review and approval of the security instrument(s).

Example version of a bond, letter of credit, and parental guarantee are attached at Appendix D, E, & F, respectively. Applicant's security must follow language from these examples. Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.

- 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. **Please see Attachment 7b_Organizational Structure.**

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. **Please see Attachment 7b_Applicant Financials, which will be filed under seal.**

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. **Please see Attachment 7b_Duns Report.**

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. **Please see Attachment 7b_Parent Audited Financials, which will be filed under seal.**

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.

Applicant will rely on indirect parent, Freepoint Commodities LLC ("Freepoint"). Freepoint's financials are included in this application under Attachment 7b_Parent Audited Financials.

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

In our capacity as broker, we anticipate collecting our fees as a commission based upon customer usage.

- 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.

Thomas Muller
Managing Director, Controller, Freepoint Commodities LLC
58 Commerce Road / Stamford, CT 06902
Tel: (203) 542-6701 / Fax: (203) 547-6177
tmuller@freepoint.com

- f. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix G 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.

Please see Attachment 7f_Tax Certification.

8. TECHNICAL FITNESS:

To ensure that the present quality and availability of service provided by electric utilities 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 electricity industry. **Please see Attachment 8a_Experience & Plans.**

Summary and proof of licenses as a supplier of electric services in other states or jurisdictions. **Please see Attachment 8a_Jurisdiction & Licenses.**

Type of customers and number of customers Applicant currently serves in other jurisdictions. **Please see Attachment 8a_Jurisdiction & Licenses.**

Staffing structure and numbers as well as employee training commitments. **Please see Attachment 8a_Staffing Structure.**

Business plans for operations within the Commonwealth. Please see **Attachment 8a_Experience & Plans.**

Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS within the Commonwealth.

Any other information appropriate to ensure the technical capabilities of the Applicant. **Please see Attachment 8a_Resumes.**

- b. **PROPOSED MARKETING METHOD** (*check all that apply*)

- Internal – Applicant will use its own internal resources/employees for marketing
 External EGS – Applicant will contract with a PUC **LICENSED EGS** broker/marketer
 Affiliate – Applicant will use a **NON-EGS** affiliate marketing company and or individuals.
 External Third-Party – Applicant will contract with a **NON-EGS** third party marketing company and or individuals
 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.

Freepoint Energy Solutions LLC ("Freepoint Solutions") does not intend to engage in telemarketing, direct mail, or door-to-door sales.

To ensure all Freepoint employees and/or third-party marketers are adequately trained and comply with all relevant regulations and procedures, Freepoint has developed an Internal Marketing & Customer Quality Assurance Handbook.

- 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.

Please see Attachment 8a_Resumes.

- f. **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number ER16-2370-000
- Not applicable

9. DISCLOSURE STATEMENTS:

Disclosure Statements: If proposing to serve Residential and/or Small Commercial (under 25 kW) Customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix H to this Application.

- Electricity 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 for an applicant applying for a license exclusively as a broker/marketer.

Freepoint Energy Solutions LLC does not intend to serve residential or small commercial customers.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:
- proof of registration as a PJM Load Serving Entity (LSE), or
 - proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.

(Select only one of the following)

- AGREED** - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10). **Please see Attachment 10_PJM Membership**
- AGREED** - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ACKNOWLEDGED** - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information

b. 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 § 54.43, as well as any future amendments.

AGREED

c. REPORTING REQUIREMENTS: Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- **Retail Electricity Choice Activity Reports:** The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- **The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.**
- **Net Metering Reports:** Applicant shall be responsible to report any Net Metering per the Standards on http://www.puc.pa.gov/consumer_info/electricity/alternative_energy.aspx. Scroll down to the Net Metering Standards Section.
- **Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis per 52 Pa. Code § 54.39(d).**
- **Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.**

AGREED

d. **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. Section 2809(D). Transferee will be required to file the appropriate licensing application.

AGREED

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

ACKNOWLEDGED

f. **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 § 54.34.

AGREED

g. **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.

AGREED

h. **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 twenty (20) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 54.34.

AGREED

i. **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.

AGREED

j. **Electronic Data Interchange:** The Applicant acknowledges the Electronic Data Interchange (EDI) requirements and the relevant contacts for each EDC, as listed at Appendix K.

AGREED

k. **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.

PAYMENT ENCLOSED

11. 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.

- b. **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

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. 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 EDC. For example, an applicant that wants to operate in Penn Power would need to run ads in both The Erie Times-News and the Pittsburgh Post-Gazette. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this 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
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices I and J)

13. SIGNATURE

Applicant: Freepoint Energy Solutions LLC

By: *Wendy Lewis*

Title: Authorized Signatory

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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 are complete.

Applicant: Freepoint Energy Solutions LLC

	Signature	
	Filing Fee (CERTIFIED CHECK OR MONEY ORDER ONLY)	
	Application Affidavit	
	Operations Affidavit	
	Proof of Publication	
	Bond or Letter of Credit	
	Tax Certification Statement	
	Commonwealth Department of State Verification	
	Certificate of Service	

Applicant's Use

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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State of Connecticut :

ss. Stamford

County of Fairfield :

Wendy Lewis, Affiant, being duly sworn according to law, deposes and says that:

She is an Authorized Signatory of **Freepoint Energy Solutions LLC**

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

That the Applicant herein **Freepoint Energy Solutions LLC** has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

That the Applicant herein **Freepoint Energy Solutions LLC** has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein **Freepoint Energy Solutions 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 **Freepoint Energy Solutions 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.

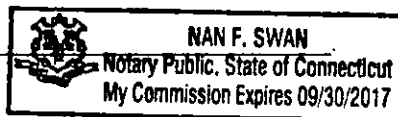
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.

Wendy Lewis
Signature of Affiant

Sworn and subscribed before me this 7 day of October, 2016.

Nan Swan
Signature of official administering oath

My commission expires _____



Appendix B

**OPERATIONS AFFIDAVIT
RECEIVED**

State of Connecticut :

OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ss. *Stamford.*

County of Fairfield

Wendy Lewis, Affiant, being duly sworn according to law, deposes and says that:
She is an Authorized Signatory of Freepoint Energy Solutions LLC
That she is authorized to and does make this affidavit for said Applicant;

That **Freepoint Energy Solutions 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 **Freepoint Energy Solutions 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 **Freepoint Energy Solutions 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.

Appendix B (Continued)

That **Freepoint Energy Solutions 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.

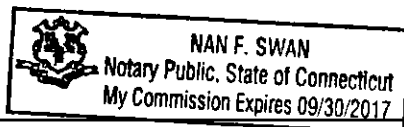
That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.

Wendy Lew
Signature of Affiant

Sworn and subscribed before me this 7 day of October, 2016.

Nan Swan
Signature of official administering oath

My commission expires _____



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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT 2b

DOS Filing

DSCB:15-413 - 2

5. Check, and if appropriate complete, one of the following:

The association desires that its registration be amended to change or correct the following information:

The name of the entity has changed from American Edison LLC to Freepoint Energy Solutions LLC

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania and a resolution from the association's governors adopting the name must be attached.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this 8th day of July 2016.

Freepoint Energy Solutions LLC

Name of Association

N. A. Swan

Signature

Assistant Secretary

Title

5. The (a) address of the association's proposed registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

(a) _____
Number and street City OR State Zip County

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

6. Check one of the following:

- The association may not have series.
- The association may have one or more series.

7. Effective date of registration of foreign association (check, and if appropriate complete, one of the following):

- The Foreign Registration Statement shall be effective upon filing in the Department of State.
- The Foreign Registration Statement shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

8. To be completed by Limited Liability Companies only. Check, and if appropriate complete, one of the following:

The association is a limited liability company which is not organized to render any of the below professional service(s).

The association is a restricted professional limited liability company organized to render one or more of the following professional services(s): (If this box is checked, one or more of the fields below must be checked.)

- | | | | |
|---------------------------------------|---|---|---|
| <input type="checkbox"/> Chiropractic | <input type="checkbox"/> Dentistry | <input type="checkbox"/> Law | <input type="checkbox"/> Medicine and surgery |
| <input type="checkbox"/> Optometry | <input type="checkbox"/> Osteopathic medicine and surgery | <input type="checkbox"/> Podiatric medicine | <input type="checkbox"/> Public accounting |
| <input type="checkbox"/> Psychology | <input type="checkbox"/> Veterinary medicine | | |

IN TESTIMONY WHEREOF, the undersigned association has caused this Foreign Registration Statement to be signed by a duly authorized representative thereof this 21st day of December, 20 15.

American Edison LLC
Name of Association

[Signature]
Signature

Vice President & Assistant Secretary
Title

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

CT Corporation System
Counter Pickup
Harrisburg PA 17101

American Edison LLC

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEBSITE LOCATED WWW.CORPORATIONS.STATE.PA.US/Search/CorpSearch OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND /OR UCC FILINGS , PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEBSITE.

ENTITY NUMBER : 6337009

ATTACHMENT 2b
Charter Documentation

Delaware

Page 1

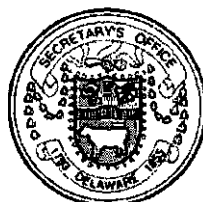
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AMERICAN EDISON LLC", CHANGING ITS NAME FROM "AMERICAN EDISON LLC" TO "FREEPOINT ENERGY SOLUTIONS LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 2016, AT 3:44 O`CLOCK P.M.

RECEIVED

OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU




Jeffrey W. Bullock, Secretary of State

5910280 8100
SR# 20164732629

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202592414
Date: 06-30-16

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: American Edison LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

1. The name of the Limited liability company is
Freepoint Energy Solutions LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 30th day of June, A.D. 2016.

By: Nan Swan
Authorized Person(s)

Name: Nan Swan

Print or Type

**AMENDED AND RESTATED
LIMITED LIABILITY COMPANY AGREEMENT
OF
FREEPOINT ENERGY SOLUTIONS LLC**

This Amended and Restated Limited Liability Company Agreement (this "Agreement") of **Freepoint Energy Solutions LLC**, a Delaware limited liability company (the "Company") is made as of September 7, 2016 by Freepoint Energy Solutions Holdings LLC, a Delaware limited liability company, as the sole Member (the "Member"), pursuant to the provisions of the Delaware Limited Liability Company Act, 6 Del. C. §§18-101 et seq. (the "Act").

WHEREAS, American Edison LLC was formed as a Delaware limited liability company on December 17, 2015; and

WHEREAS, on June 30, 2016, American Edison LLC changed its name to "Freepoint Energy Solutions LLC"; and

WHEREAS, the Member desires to amend and restate in its entirety the terms of the Limited Liability Company Agreement dated December 18, 2015 (the "Original Agreement").

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Member hereby agrees as follows:

1. **Name.** The name of the limited liability company is **Freepoint Energy Solutions LLC**. The term "Members" shall include the initial Member and persons admitted as members in accordance with Section 13 of this Agreement.

2. **Term.** The term of the Company shall be unlimited, unless dissolved in accordance with the Act.

3. **Purpose.** The Company is being formed for the purpose of engaging in any lawful act or activity for which a limited liability company may be formed under the Act and engaging in any and all activities necessary or incidental to the foregoing.

4. **Member and Units.** (a) The name and business mailing address of the Member is listed on Schedule 1 hereto along with the number of Units (as defined below) held by the Member as of the date hereof. As used in this Agreement the term "Unit" or "Units" means a fractional part of the Membership Interest (as defined below) of each of the Members representing the relative interest, rights and obligations a Member has with respect to certain economic rights and other items pertaining to the Company set forth in this Agreement. Each Unit shall confer the respective privileges, preferences, benefits, rights, powers, duties, obligations and limitations set forth in this Agreement with respect thereto. Unless otherwise provided herein, references in this Agreement to "Units" of a Member shall include all or a portion of such Member's Membership Interest that is represented by or attributable to, or otherwise relates to, such Units. As used in this Agreement the term "Membership Interest" means a Member's aggregate rights with respect to the Company and such Member's Units, including, without limitation, such Member's right to shares of various categories of the Company's profits and losses, the right to receive distributions from the Company and the right, if any, to vote or grant consents or participate in the management of the Company.

(b) Unless otherwise determined by the Member(s), the Units of the Company shall be evidenced by a certificate that has been validly executed by the Company (each, a "Membership Certificate"). The form of the Company's Membership Certificate is attached as Exhibit A hereto.

(c) The Sole Member's Membership Interest in the Company shall be "Securities" within the meaning of Sections 8-102(a)(15) and 8-103(c) of the Uniform Commercial Code (the "UCC"), shall be "Certificated Securities" within the meaning of Section 8-102(a)(4) of the UCC, and shall be governed by Article 8 of the Delaware UCC and Article 8 (or comparable provision) of the UCC as in effect in any applicable jurisdiction.

5. **Management.** (a) The business and affairs of the Company shall be managed by the Member(s). The Member(s) shall have the power to vote in proportion to their Membership Interests in the Company and do any and all acts necessary or convenient to or for the furtherance of the purposes described herein, including all powers, statutory or otherwise, possessed by a Member under the Act. The Members may authorize any Member or other individuals or entities, whether or not a Member, to take action on behalf of the Company as the Member(s) deem appropriate.

(b) The Member(s) may appoint officers of the Company who, to the extent provided by the Member(s), may have and may exercise all the powers and authority of the Member(s) in the conduct of the business and affairs of the Company.

6. **Books and Records.** The Company shall maintain its own books and records separate and distinct from that of any Member.

7. **Capital Contributions.** The Member has contributed to the Company certain amounts, in the form of cash, property or services rendered, or a promissory note or other obligation to contribute cash or property or to render services, as described on Schedule 2 hereto.

8. **Additional Contributions.** No Member is required to make any additional capital contribution to the Company.

9. **Allocation of Profits and Losses.** The Company's profits and losses shall be allocated in proportion to the capital contributions of the Member(s).

10. **Distributions.** Distributions shall be made to the Member(s) at the times and in the aggregate amounts determined by the Member(s). Such distributions shall be allocated among the Member(s) in the same proportion as their then capital account balances.

11. **Assignments.** A Member may not assign in whole or in part such Member's Membership Interest without the consent of all Members.

12. **Withdrawal of a Member.** A Member may withdraw from the Company in accordance with the Act.

13. **Admission of Additional Members.** One or more additional Members may be admitted to the Company with the consent of all of the Members upon agreement by such additional Members to be bound by this Agreement.

14. **Liability of Members.** (a) All debts, obligations, and liabilities of the Company, whether arising in contract, tort, or otherwise, shall be solely the debts, obligations, and liabilities of the Company and no Member shall be obligated personally for any such debt, obligation, or liability of the Company solely by reason of being a Member.

(b) No Member shall be liable to the Company or to the other Members for damages or otherwise with respect to any actions taken or not taken in good faith and reasonably believed by such Member to be in or not opposed to the best interests of the Company, except to the extent any related loss results from fraud, gross negligence or willful or wanton misconduct on the part of such Member or the material breach of any obligation under this Agreement or of the fiduciary duties owed to the Company or the other Members by such Member.

(c) The Company shall indemnify, hold harmless and defend each Member, in its capacity as Member, and each officer of the Company, from and against any loss, expense, damage or injury suffered or sustained by them by reason of any acts or omissions arising out of their activities on behalf of the Company or in furtherance of the interests of the Company, including but not limited to any judgment, award, settlement, reasonable attorneys' fees and other costs or expenses incurred in connection with the defense of any actual or threatened action, proceeding or claim, if the acts or omissions were not performed or omitted fraudulently or as a result of gross negligence or willful misconduct by the indemnified party. Reasonable expenses incurred by the indemnified party in connection with any such proceeding relating to the foregoing matters may, at the Members' discretion, be paid or reimbursed by the Company in advance of the final disposition of such proceeding upon receipt by the Company of (i) written affirmation by the person requesting indemnification of its good-faith belief that it has met the standard of conduct necessary for indemnification by the Company and (ii) a written undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined by a court of competent jurisdiction that such person has not met such standard of conduct, which undertaking shall be an unlimited general obligation of the indemnified party but need not be secured.

15. **Arm's Length Arrangement.** The parties hereto agree that this Agreement represents an arm's length arrangement.

16. **Governing Law.** This Agreement shall be governed by, and construed in accordance with, the laws of the State of Delaware, all rights and remedies being governed by said laws.

17. **Amendment.** This Agreement amends and restates the Original Agreement in its entirety effective from and after the date hereof. This Agreement may be amended in accordance with the Act.

[Remainder of page intentionally left blank; signature page follows.]

IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has duly executed this Amended and Restated Limited Liability Company Agreement of Freepoint Energy Solutions LLC as of the 7th day of September, 2016.

FREEPOINT ENERGY SOLUTIONS HOLDINGS LLC

By: 
Name: Daniel M. Hecht DS
Capacity: General Counsel & Secretary

SCHEDULE 1

Members of Freepoint Energy Solutions LLC

<u>Name</u>	<u>Business Mailing Address</u>	<u>Number of Units</u>
Freepoint Energy Solutions Holdings LLC	58 Commerce Road Stamford, Connecticut 06902	100

SCHEDULE 2

Capital Contributions of Members

<u>Name</u>	<u>Capital Contribution</u>
Freepoint Energy Solutions LLC	\$100.00

EXHIBIT A

Form of Membership Certificate

See attached

CERTIFICATE
NUMBER

SAMPLE

ORGANIZED UNDER THE LAWS OF THE STATE OF DELAWARE

NUMBER
OF UNITS

SAMPLE

Freepoint Energy Solutions LLC

MEMBERSHIP CERTIFICATE

THIS CERTIFICATE EVIDENCES A MEMBERSHIP INTEREST IN THE COMPANY AND SHALL BE A SECURITY CERTIFICATE FOR THE PURPOSES OF AND BE GOVERNED BY ARTICLE 8 OF THE UNIFORM COMMERCIAL CODE AS IN EFFECT IN THE STATE OF DELAWARE OR ANY OTHER APPLICABLE JURISDICTION.

This Certifies that _____ **SAMPLE** _____ is the owner of

_____ *****SAMPLE***** _____ fully paid and non-assessable units of **Freepoint Energy Solutions LLC**, a Delaware limited liability company (the "Company"), transferable only on the books of the Company by the holder hereof in person or by duly authorized agent upon surrender of this Membership Certificate properly endorsed. The units of the Company represented hereby are held subject to the terms and conditions of the Company's Certificate of Formation and operating agreement. A copy of the operating agreement is on file at the office of the Company.

In Witness Whereof, the Company has caused this Membership Certificate to be signed by its duly authorized signatory.

Date: _____

Authorized Signatory

ATTACHMENT 3a

List of Affiliates

Attachment 3a List of Affiliates

Freepoint Energy Solutions LLC is a wholly owned subsidiary of Freepoint Commodities LLC, located at 58 Commerce Road, Stamford, CT 06902.

Freepoint Energy Solutions LLC has no other affiliates.

RECEIVED

OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT 6

Proof 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 27 day of October 2016, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation 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:

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

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

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

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

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

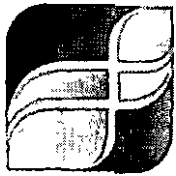
Regulatory Affairs
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU


Lena Golze Desmond, Esq.
Counsel for Freepoint Energy Solutions LLC



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

Via FedEx

October 27, 2016

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

Freepoint Energy Solutions LLC submits the enclosed public version of its Retail Electric Supplier Application ("Application") in accordance with the service provisions of 52 Pa. Code § 5.14. A hard copy filing was made to the Pennsylvania Public Utility Commission of this public version of the Application on October 27, 2016.

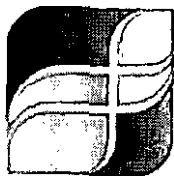
Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

October 27, 2016

Via FedEx

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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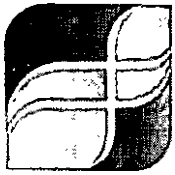
Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

October 27, 2016

Via FedEx

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

October 27, 2016

Via FedEx

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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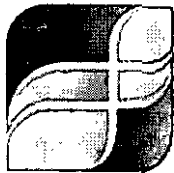
Sincerely,

A handwritten signature in black ink, appearing to read "Lena Golze Desmond".

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law

www.feller.law

October 27 2016

Via FedEx

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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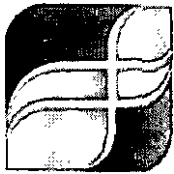
Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

Via FedEx

October 27, 2016

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

Freepoint Energy Solutions LLC submits the enclosed public version of its Retail Electric Supplier Application ("Application") in accordance with the service provisions of 52 Pa. Code Sections §§ 1.57 and 1.58. A hard copy filing was made to the Pennsylvania Public Utility Commission of this public version of the Application on **October 27, 2016**.

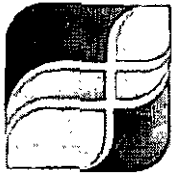
Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

Via FedEx

October 27, 2016

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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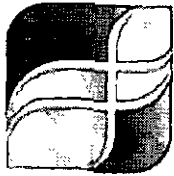
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Brooklyn, NY 11232

P. 212 590 0145

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www.feller.law

Via FedEx

October 27, 2016

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

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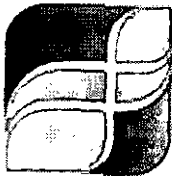
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Sincerely,

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Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

Enc.



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law
www.feller.law

Via FedEx

October 27 2016

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

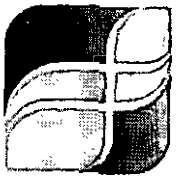
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Please direct any questions or concerns about the information enclosed to the undersigned.

Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC



**FELLER
LAW
GROUP**

159 20th St., Suite 1B
Brooklyn, NY 11232

P. 212 590 0145

info@feller.law

www.feller.law

Via FedEx

October 7 2016

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

Re: Retail Electric Supplier Application of Freepoint Energy Solutions LLC

Dear Sir or Madam:

Freepoint Energy Solutions LLC submits the enclosed public version of its Retail Electric Supplier Application ("Application") in accordance with the service provisions of 52 Pa. Code Sections §§ 1.57 and 1.58. A hard copy filing was made to the Pennsylvania Public Utility Commission of this public version of the Application on **October 7 2016**.

Please direct any questions or concerns about the information enclosed to the undersigned.

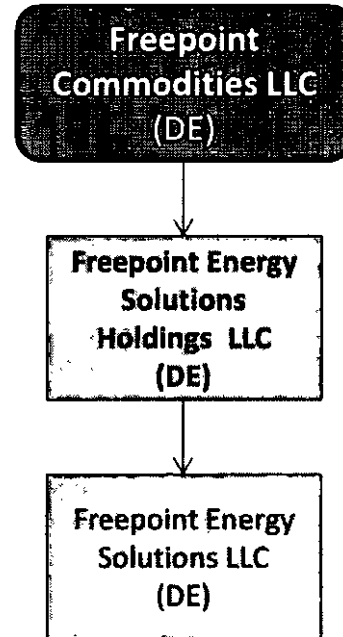
Sincerely,

Lena Golze Desmond, Esq.
Feller Law Group, PLLC
159 20th St, Suite 1B
Brooklyn, NY 11232
(212) 590-0145
lenadesmond@feller.law

Counsel for Freepoint Energy Solutions LLC

ATTACHMENT 7b
Organizational Structure

Exhibit 7b_Organizational Structure



PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

OCT 27 2016

RECEIVED

¹ For purposes of depicting the organizational structure of Freepoint Energy Solutions LLC.

ATTACHMENT 7b

DUNS Report

Freepoint Energy Solutions Llc DUNS: 08-010-8375

Dashboard

Company Info

58 Commerce Rd
 Stamford, CT 06902
 Phone: (203) 542-6000

Scores

PAYDEX®	Delinquency Predictor	Financial Stress	Supplier Eval. Risk Rating	Credit Limit Rec.	D&B Rating	D&B Viability Rating		
Score	Score	Class	Score	Class	Rating	Recommendation	Rating	Rating
NA	474 ▲	4	1411 ▼	4	6 ▲	\$750	--	65EX

Recent Alerts

There are currently no alerts issued for this company. If you only recently began monitoring this company, you will not receive your first alerts until score changes or events occur.

Inquiries

Most Recent

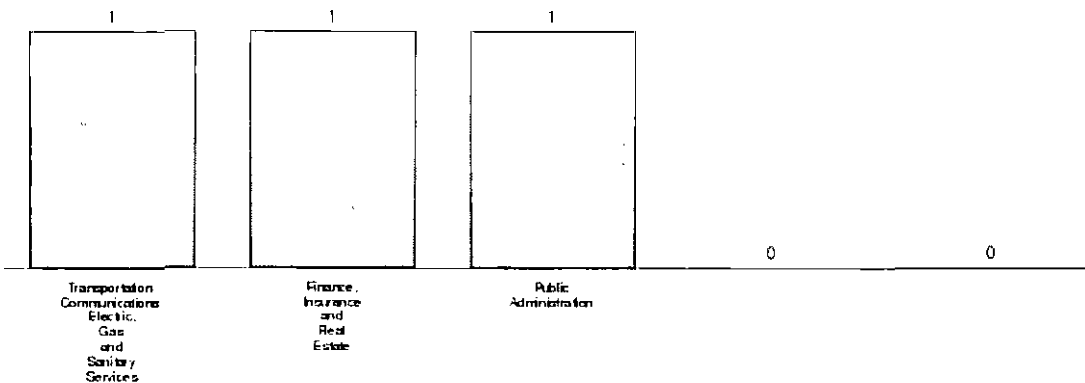
Date	SIC/Sector	Report type
01/20/16	Finance, Insurance and Real Estate	D&B Risk Solution
12/30/15	Transportation, Communications, Electric, Gas and Sanitary Services	D&B Risk Solution
12/21/15	Public Administration	D&B Risk Solution

RECEIVED

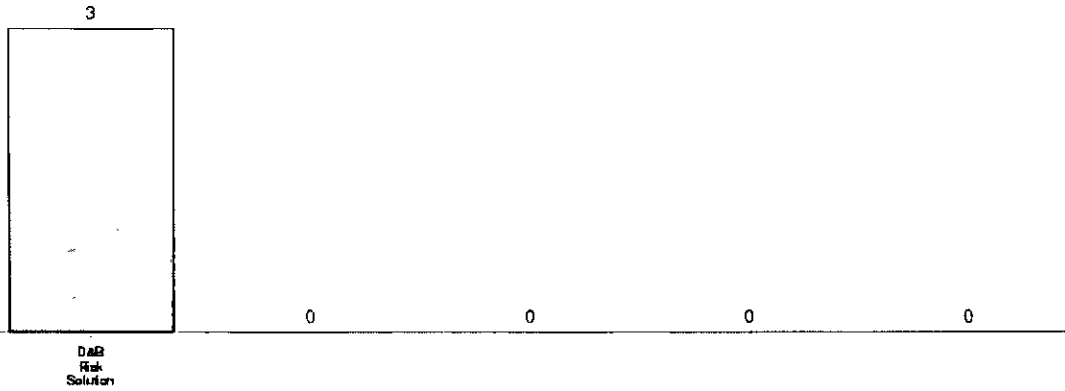
OCT 27 2016

PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

Top 5 Inquiries by SIC / Sector (12 Months)



Top 5 Inquiries by Report Type (12 Months)



Scores

PAYDEX®

You must have three reported payment experiences, from at least two different vendors, to establish a PAYDEX® score. To ensure all of your payments are reflected in your credit file, add trade references to your report. Visit the Action Center to learn more.

Delinquency Predictor Score

Score	Class	Percentile
474 △	4	21%



Moderate to high risk of severe payment delinquency over next 12 months

Understanding My Score

The D&B Delinquency Predictor (formerly the Commercial Credit Score) predicts the likelihood that a company will pay in a severely delinquent manner (91+ days past term) over the next 12 months, seek legal relief from creditors, or cease operations without paying all creditors in full over the next 12 months based on the information in D&B's database. A severely delinquent firm is defined as a business with at least 10% of its dollars 91+ days slow.

Incidence of Delinquent Payment:

Among Companies with this Classification: **9.40%**

Factors Affecting Your Score:

No payment experiences reported

Higher risk region based on delinquency rates for this region

Limited time under present management control

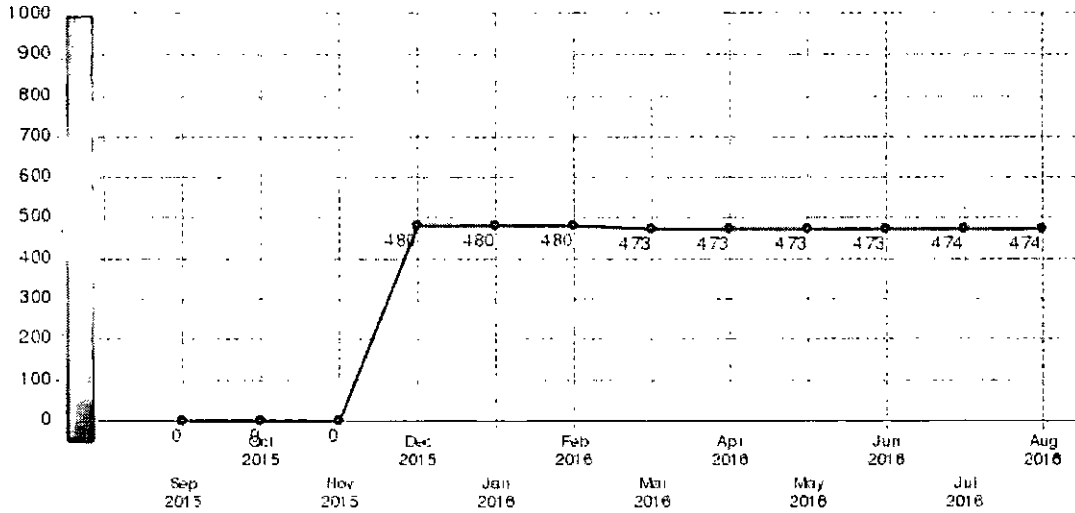
Higher risk industry based on delinquency rates for this industry

Limited business activity signals reported in the past 12 months

Key

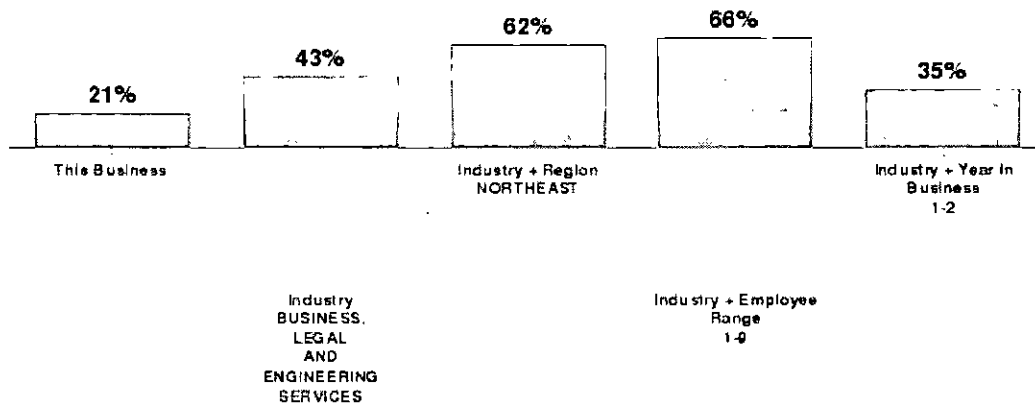
Risk Class	% of Businesses within this Class	Percentile	Score
1	10%	91-100	580-670
2	20%	71-90	530-579
3	40%	31-70	481-529
4	20%	11-30	453-480
5	10%	1-10	101-452

Trends - Scores, 12 Month



• My Company (474)

Industry Comparison



This business has a Credit Score Percentile that shows:

- Higher risk than other companies in the same region.
- Higher risk than other companies in the same industry.
- Higher risk than other companies in the same employee size range.
- Higher risk than other companies with a comparable number of years in business.

Financial Stress Score

Score Class Nat'l %
1411 ▼ **4** **18%**



Moderate to high risk of severe financial stress, such as a bankruptcy, over the next 12 months

Understanding My Score

Incidence of Financial Stress:

Among Companies with this Classification: **0.84** (84 per 10000)

Factors Affecting Your Score:

No payment experiences.

Limited time under present management control

UCC Filings reported.

- The Financial Stress Class Summary Model predicts the likelihood of a firm ceasing business without paying all creditors in full, or reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&B's extensive data files.

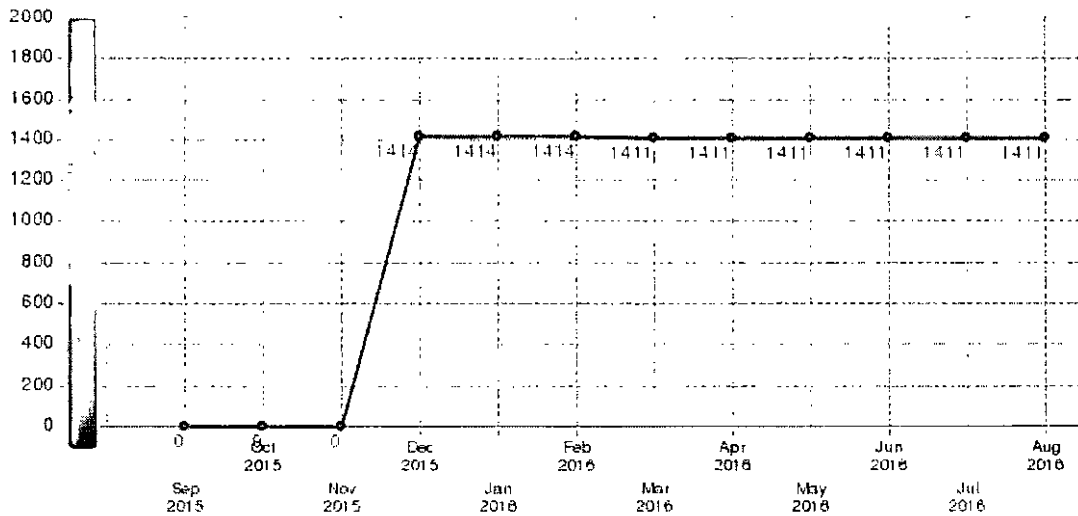
Notes:

- The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience financial stress.
- The Incidence of Financial Stress shows the percentage of firms in a given Class that discontinued operations over the past year with loss to creditors. The Incidence of Financial Stress - National Average represents the national failure rate and is provided for comparative purposes.
- The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&B's file.
- The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.
- All Financial Stress Class, Percentile, Score and Incidence statistics are based on sample data from

Key

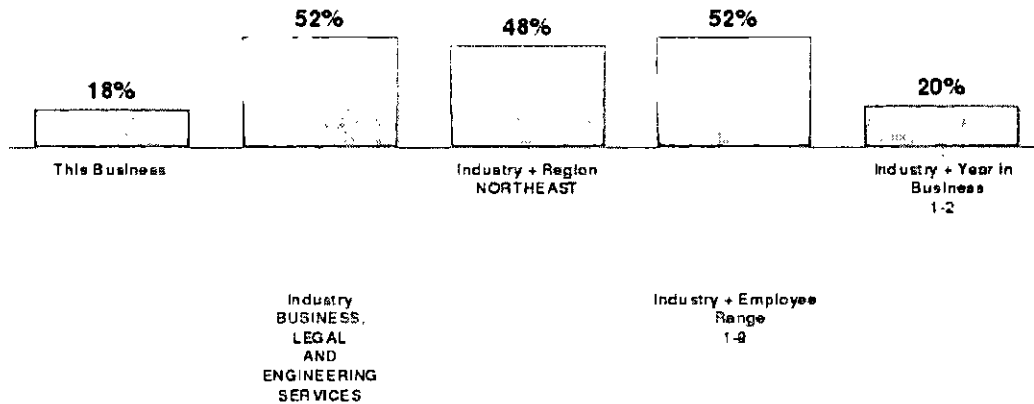
Score	Class	Percentile	Incidence of Financial Stress
1570-1875	1	95-100	6.0%
1510-1569	2	69-94	10.6%
1450-1509	3	34-68	18.4%
1340-1449	4	2-33	31.5%
1001-1339	5	1	70.0%

Trends - Scores, 12 Month



• My Company (1,411)

Industry Comparison

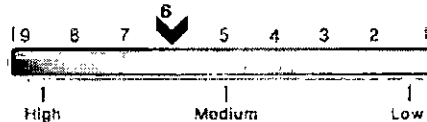


Based on payments collected over the last 4 quarters.

- Higher risk than other companies in the same region.
- Higher risk than other companies in the same industry.
- Higher risk than other companies in the same employee size range.
- Higher risk than other companies with a comparable number of years in business.

Supplier Evaluation Risk Rating

6 ▲



High risk of supplier experiencing severe financial stress over the next 12 months.

Understanding My Score

The Supplier Evaluation Risk (SER) Rating predicts the likelihood that a supplier will cease

business operations or become inactive over the next 12 month period based on the depth of predictive data attributes available on the business. The SER Rating scoring system uses statistical probabilities to classify public and private companies into a 1-9 risk rating, where 1 represents low risk and 9 represents high risk.

Factors Affecting This Company's Score:

No payment experiences reported

Limited time in business

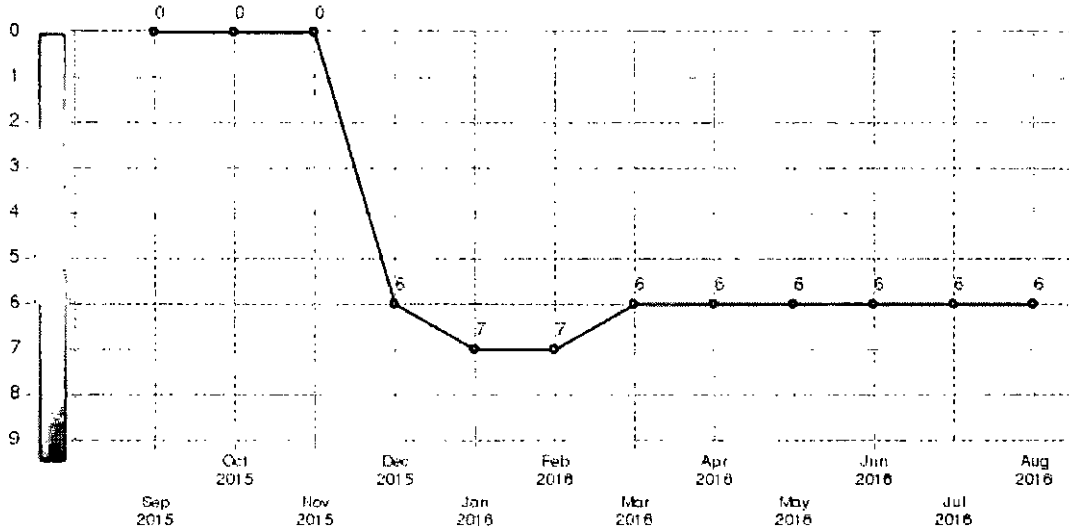
UCC Filings reported.

Higher risk region based on inactive rate for this region

Limited business activity signals reported in the past 12 months

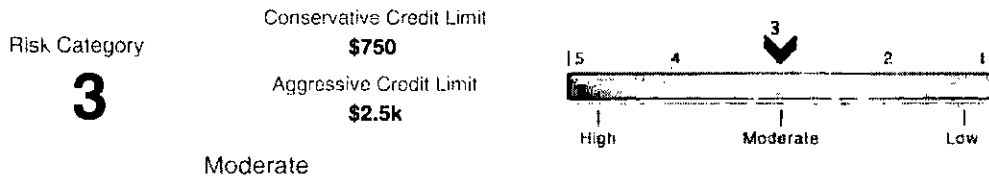
Financial Statements not reported

Trends



• My Company (6)

Credit Limit Recommendation



Understanding My Score

D&B's Credit Limit Recommendation is intended to help you more easily manage your credit decisions. It provides two recommended dollar guidelines:

A conservative limit, which suggests a dollar benchmark if your policy is to extend less credit to minimize risk.

An aggressive limit, which suggests a dollar benchmark if your policy is to extend more credit with potentially more risk.

The dollar guideline amounts are based on a historical analysis of credit demand of customers in D&B's U.S. payments database which have a similar profile to your business.

D&B Rating®

Rating

--

D&B Rating	Date Applied
--	2015-12-22

Understanding My Score

Factors Affecting Your Score

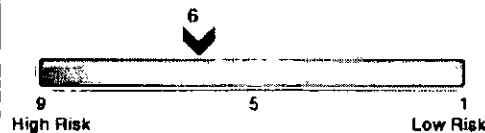
of Employees Total: 2

Note: The Worth amount in this section may have been adjusted by D&B to reflect typical deductions, such as certain intangible assets.

D&B Viability Rating

6

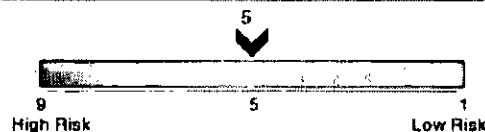
Viability Score



Compared to ALL US Businesses within the D&B Database:

- Level of Risk: **Moderate Risk**
- Businesses ranked 6 have a probability of becoming no longer viable: **13%**
- Percentage of businesses ranked 6: **30%**
- Across all US businesses, the average probability of becoming no longer viable: **14%**

Portfolio Comparison



Compared to ALL US Businesses within the D&B Database:

- Model Segment: **Firmographics and Business Activity**
- Level of Risk: **Moderate Risk**
- Businesses ranked 5 within this model segment have a probability of becoming no longer viable: **13%**
- Percentage of businesses ranked 5 within this model segment: **13%**
- Within this model segment, the average probability of becoming no longer viable: **16%**



Data Depth Indicator

E

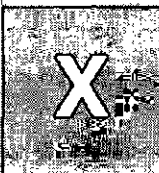


G
Descriptive

A
Predictive

Data Depth Indicator:

Rich Firmographics
Sparse Commercial Trading Activity
No Financial Attributes



Company Profile

Financial Data	Trade Payments	Company Size	Years in Business
Not Available	Not Available	Small	Young

Compared to ALL US Businesses within the D&B Database:

- Financial Data: **Not Available**
- Trade Payments: **Not Available**
- Company Size: **Small**; Employees: **<10** and Sales: **<\$10K or Missing**
- Years in Business: **Young**: **<5**

Inquiries

12 Month Summary

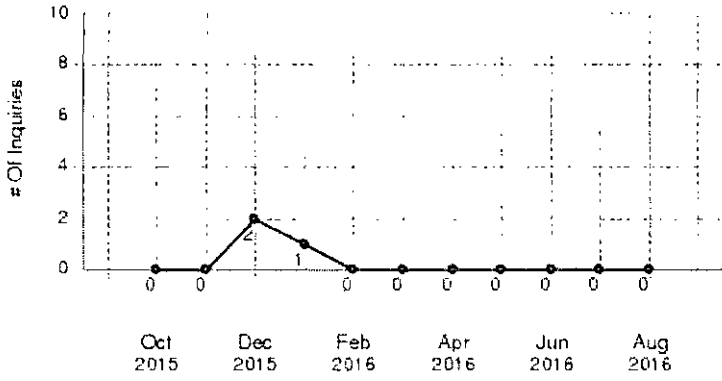
Over the past 12 months ending 9-2016, 3 individual requests for information on your company were received; this represents a 100.00% increase over the prior 12 month period. The 3 inquiries were made by 0 unique customers indicating that some companies have inquired on your business multiple times and may be monitoring you. Of the total products purchased, 1, or 33.33% came from the Transportation, Communications, Electric, Gas and Sanitary Services sector; 1, or 33.33% came from the Finance, Insurance and Real Estate sector; 1, or 33.33% came from the Public Administration sector.

12 Month Total# Inquiries: 3

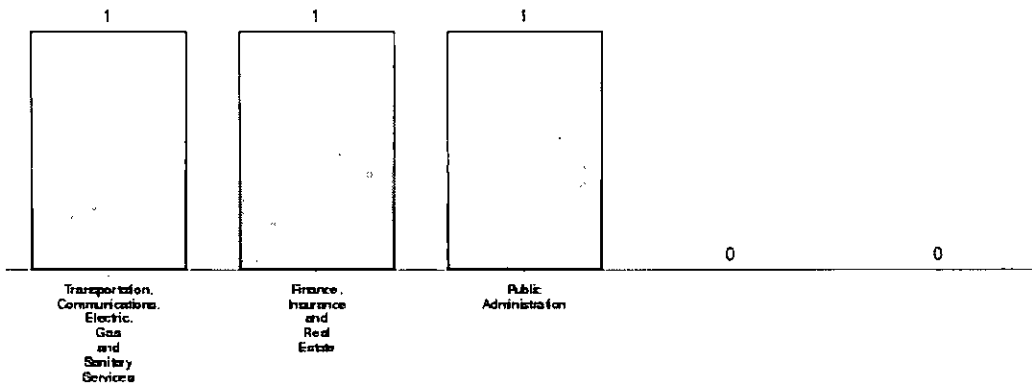
12 Month Unique Customers:0

Date	Report type	SIC /Sector
01/20/16	D&B Risk Solution	Finance, Insurance and Real Estate
12/30/15	D&B Risk Solution	Transportation, Communications, Electric, Gas and Sanitary Services
12/21/15	D&B Risk Solution	Public Administration

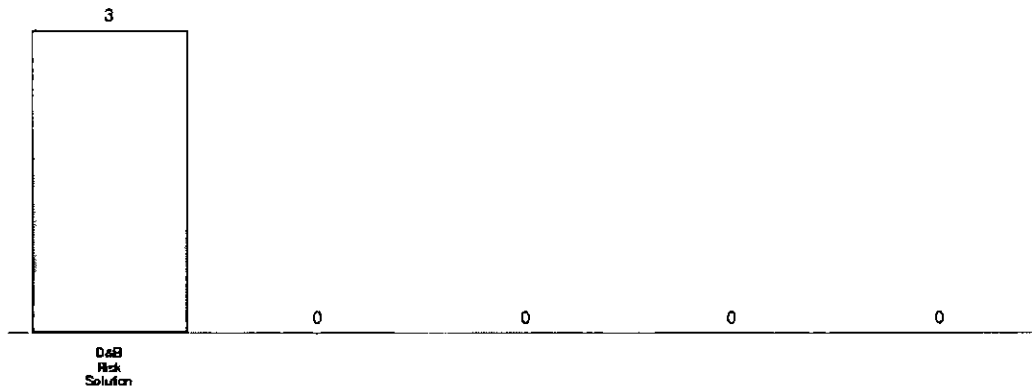
Trends - 12 Month



Top 5 Inquiries by Report Type (12 Months)



Top 5 Report Types Graph(12 Months)



All Inquiries by Industry and SIC / Sector

SIC/Sector	Oct 2015 to	Jan 2016 to	Apr 2016 to	Jul 2016 to	Total
	Dec 2015	Mar 2016	Jun 2016	Sep 2016	Inquiries
Finance, Insurance and Real Estate	0	1	0	0	1
Public Administration	1	0	0	0	1
Transportation, Communications, Electric, Gas and Sanitary Services	1	0	0	0	1

Inquiries by Report Type					
Report Type	Oct 2015 to	Jan 2016 to	Apr 2016 to	Jul 2016 to	Total
	Dec 2015	Mar 2016	Jun 2016	Sep 2016	
D&B Risk Solution	2	1	0	0	3

Payments

Currency: Shown in USD unless otherwise indicated

Payments Summary

We currently don't have enough data to display this section.

Payments Summary by Industry

We currently don't have enough data to display this section.

Payments Beyond Terms

We currently don't have enough data to display this section.

All Payments

We currently don't have enough data to display this section.

Indications of slowness can be the result of disputes over merchandise, skipped invoices, etc. Accounts are sometimes placed in collection even though the existence or amount of debt is disputed.

The public record items contained in this report may have been paid, terminated, vacated or released prior to the date this report was printed.

History & Operations

Currency: Shown in USD unless otherwise indicated

Company Overview

Company Name:	FREEPOINT ENERGY SOLUTIONS LLC	URL:	NA
Doing Business As:	FREEPOINT ENERGY SOLUTIONS LLC	Stock Symbol:	NA
Street Address:	58 Commerce Rd Stamford, CT 06902	History:	NA
Phone:	(203) 542-6000	Operations:	NA
Fax:	NA	Present Management Control:	NA
		Annual Sales:	NA

History

The following information was reported: **09/13/2016**

Officer(s):

BRADLEY QUESTER, PRESIDENT
RICHARD BEITLER, SECRETARY

The Connecticut Secretary of State's business registrations file showed that the Freepoint Energy Solutions LLC was registered as a Limited Liability Company on December 17, 2015, under file registration number 5910280. The name was changed from American Edison LLC to Freepoint Energy Solutions LLC by charter amendment on July 12, 2016.

Business started 2015.

While this company is a Limited Liability Company, the members have elected to use officer titles to denote the area of responsibility. BRADLEY QUESTER. Antecedents are unknown.
RICHARD BEITLER. Antecedents are unknown.

Business Registration

We currently don't have enough data to display this section.

Operations

09/13/2016

Description:

Provides business services at non-commercial site.

Terms are undetermined. Sells to undetermined.

Employees: 2.

Facilities: Occupies premises in a building.

Location: Commercial section.

Branches: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

SIC & NAICS

SIC:

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific to a company's operations that if we use the standard 4-digit code. The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser window.

7389 9999 Business services at non-commercial site

NAICS:

561990 All Other Support Services

Public Filings

Currency: Shown in USD unless otherwise indicated

Summary

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	# of Records	Most Recent Filing Date
Bankruptcy Proceedings	-	-
Judgments	0	-
Liens	0	-
Suits	0	-
UCCs	2	01/20/16

The following Public Filing data is for information purposes only and is not the official record.
Certified copies can only be obtained from the official source.

Judgments

We currently don't have enough data to display this section.

Liens

We currently don't have enough data to display this section.

Suits

We currently don't have enough data to display this section.

UCC Filings

Collateral: Unspecified
Type: Original
Sec. Party: BNP PARIBAS, AS COLLATERAL AGENT, NEW YORK, NY
Debtor: AMERICAN EDISON LLC
Filing No.: 2016 0384675
Filed With: SECRETARY OF STATE/UCC DIVISION, DOVER, DE
Date Filed: 01/20/16
Latest Info Received: 02/18/16

Collateral: Unspecified
Type: Original
Sec. Party: BNP PARIBAS, AS COLLATERAL AGENT, NEW YORK, NY
Debtor: AMERICAN EDISON HOLDINGS LLC
Filing No.: 2016 0384543
Filed With: SECRETARY OF STATE/UCC DIVISION, DOVER, DE
Date Filed: 01/20/16
Latest Info Received: 02/18/16

The public record items contained herein may have been paid, terminated, vacated or released prior to today's date.

Government Activity

Summary

Borrower (Dir/Guar): NO
Administrative Debt: NO

Contractor: NO
Grantee: NO
Party Excluded from Federal program(s): NO

Possible Candidate:

Labor Surplus Area: publicFilingSectionDetails.govtActivity.laborSurplusArea}

Small Business: YES (2016)

8(A) Firm: N/A

The public record items contained herein may have been paid, terminated, vacated, or released prior to today's date

The public record items contained herein may have been paid, terminated, vacated or released prior to today's date.

Banking & Finance

Financial Statements

We currently don't have enough data to display this section.

Banking

We currently don't have enough data to display this section.

Special Events

We currently don't have enough data to display this section.

Corporate Linkage

Parent

Company Name	DUNS#	City, State
AMERICAN EDISON LLC	08-010-8375	STAMFORD, CONNECTICUT

Headquarters (US)

We currently don't have enough data to display this section.

US Linkages

We currently don't have enough data to display this section.

International Linkages

We currently don't have enough data to display this section.

ATTACHMENT 8a
Experience & Plans

Attachment 8a_Experience & Plans

Experience:

Freepoint Energy Solutions' ("Freepoint Solutions") management team has extensive experience serving commercial and industrial customers in all deregulated power markets. Drawing on collective decades of experience in the wholesale and retail markets, Freepoint Solutions intends to offer market competitive fixed and variable products to commercial and industrial customers with unparalleled customer service.

Plans:

Freepoint Solutions intends to marry deep industry experience with best-in-class technology solutions and our wholesale platform to provide customers with competitive pricing and a strong customer experience.

Freepoint Solutions intends to pursue a sales strategy to access the market through well-trained direct and indirect channels. It will provide easy-to-understand contracts that clearly detail the terms and conditions of the offering, including all fees for services, early termination and recession rights. Bills for services will be offered both through the utility as well as directly to the customer.

Freepoint Solutions appreciates that exceptional customer service is the cornerstone of a successful business, and intends to offer multiple methods of contact including a toll free number and email. Additionally, Freepoint Solutions will also provide customers with information regarding filing of complaints with local government agencies.

In the interest of transparency Freepoint Solutions intends to provide customers ready access to information regarding the generation resource mix and environmental characteristics of the power being supplied to our customers.

Business Plans in the Commonwealth:

Freepoint Energy Solutions intend to serve commercial, industrial, and governmental electric customers in Duquesne, Met-Ed, Penelec, Penn Power, West Penn, PPL, and PECO territories.

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT 8a
Jurisdiction & Licenses

Attachment 8a_Jurisdiction & Licenses

Freepoint Energy Solutions LLC is currently authorized by FERC and the following ISOs:

- FERC (Docket No. ER16-2370-000, September 15, 2016)
- PJM (January 29, 2016)
- ISO-NE (January 12, 2016)

Freepoint Energy Solutions LLC offers electric service to large commercial and industrial customers in the following states:

- Maine (Docket No. 2016-00013, February 3, 2016)
- Rhode Island (Docket D-96-6 (X7), February 5, 2016)

Freepoint Energy Solutions LLC has or is planning to submit applications to offer electric service in the following states:

- Illinois (Docket No. 16-0443)
- Ohio (Docket 16-1904-EL-CRS)
- Delaware
- Maryland
- New Jersey
- Washington D.C.
- Texas
- New York
- Connecticut
- Maine
- Massachusetts
- New Hampshire

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

STATE OF MAINE
PUBLIC UTILITIES COMMISSION

AMERICAN EDISON LLC Application
for License to Operate As A
Competitive Electricity Provider

Docket No. 2016-00013

February 3, 2016

ORDER GRANTING LICENSE

VANNOY, Chairman; MCLEAN and WILLIAMSON, Commissioners

I. SUMMARY

In this Order, we license American Edison LLC (American Edison) to operate as a competitive electricity provider furnishing supplier service to all customer classes throughout Central Maine Power Company and Emera Maine's service territories pursuant to Chapter 305 of the Commission's Rules.

II. APPLICATION AND DECISION

On January 22, 2016, American Edison applied to the Commission to operate in Maine as a competitive electricity provider pursuant to Chapter 305. American Edison proposes to provide supplier service to all customer classes throughout Central Maine Power Company and Emera Maine's service territories and has met all the Chapter 305 filing requirements.

As a licensed competitive electricity provider, American Edison is required to comply with all applicable requirements and regulations, including all conditions of licensing, assignments, customer protection rules, and the filing of annual reports. To the extent that a licensed competitive electricity provider uses third-parties to assist in obtaining customers during the course of its business, Chapter 305 § 4(C) of the Commission's rules places the responsibility on the competitive electricity provider for violations of the provisions of this section by representatives or agents acting on the CEP's behalf. Chapter 305 § 2(C)(3) also requires a competitive electricity provider to use reasonable efforts to avoid conducting business with any entity acting as a competitive electricity provider in Maine without a license from the Commission. Therefore, if American Edison uses a third party to market its services, it is responsible to ensure that the third party has met any licensing requirements of the Commission.

Pursuant to a Delegation Order dated April 23, 2008 in Docket No. 2008-185, *PUBLIC UTILITIES COMMISSION, Delegation of Authority to License Competitive Electricity Providers*, the Commission delegated to the Director of Technical Analysis the authority under 35-A M.R.S., § 3203 (1)(2) and Chapter 305, §2 to license competitive electricity providers. On September 12, 2009, in Docket No. 2009-260, statutory changes took effect that changed the title of this position. P.L. 2009, ch. 122. The Director of Technical Analysis is now the Director of Electric and Gas Utility Industries. All existing delegation orders that delegate Commission authority to the

Director of Technical Analysis will now read that we delegate our authority to the Director of Electric and Gas Utility Industries.

Accordingly, it is

ORDERED

1. That American Edison LLC is hereby issued a license to operate as a competitive electricity provider pursuant to Chapter 305 of the Commission's Rules, to provide supplier service to all customer classes throughout Central Maine Power Company and Emera Maine's service territories pursuant to Chapter 305 of the Commission's Rules; and
2. That this license is effective on the date of this Order and valid until revoked or suspended by the Commission pursuant to section 3(A)(4) of Chapter 305, or abandoned by the licensee pursuant to sections 2(D)(10) and 2(D)(11) of Chapter 305 of the Commission's Rules.

Dated at Hallowell, Maine, this 3rd day of February, 2016.

BY ORDER OF THE DIRECTOR OF ELECTRIC AND GAS UTILITY INDUSTRIES



Faith Huntington

NOTICE OF RIGHTS TO REVIEW OR APPEAL

5 M.R.S. § 9061 requires the Public Utilities Commission to give each party to an adjudicatory proceeding written notice of the party's rights to review or appeal of its decision made at the conclusion of the adjudicatory proceeding. The methods of review or appeal of PUC decisions at the conclusion of an adjudicatory proceeding are as follows:

1. Reconsideration of the Commission's Order may be requested under Section 1004 of the Commission's Rules of Practice and Procedure (65-407 C.M.R.110) within 20 days of the date of the Order by filing a petition with the Commission stating the grounds upon which reconsideration is sought. Any petition not granted within 20 days from the date of filing is denied.
2. Appeal of a final decision of the Commission may be taken to the Law Court by filing, within 21 days of the date of the Order, a Notice of Appeal with the Administrative Director of the Commission, pursuant to 35-A M.R.S. § 1320(1)-(4) and the Maine Rules of Appellate Procedure.
3. Additional court review of constitutional issues or issues involving the justness or reasonableness of rates may be had by the filing of an appeal with the Law Court, pursuant to 35-A M.R.S. § 1320(5).

Note: The attachment of this Notice to a document does not indicate the Commission's view that the particular document may be subject to review or appeal. Similarly, the failure of the Commission to attach a copy of this Notice to a document does not indicate the Commission's view that the document is not subject to review or appeal.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

DIVISION OF PUBLIC UTILITIES AND CARRIERS

Thomas F. Ahern
ADMINISTRATOR
89 Jefferson Boulevard
Warwick, R.I. 02888

OFFICE (401) 941-4500 x115
FAX (401) 941-9207
TDD (401) 941-4500

February 5, 2016

Mr. Martin Ramirez
Head of Compliance
American Edison, LLC
58 Commerce Rd.
Stamford, CT 06902

Re: American Edison, LLC's Application for Registration as a Non Regulated Power Producer pursuant to R.I.G.L. 39-1-27.1(c). Division Docket D-96-6 (X7)

Dear Mr. Ramirez:

The Division of Public Utilities has reviewed American Edison, LLC's application for registration as a nonregulated power producer, pursuant to R.I.G.L. 39-1-27.1(c) and the Division's Rules Applicable to Nonregulated Power Producers. The application is complete as to the statutory requirements of 39-1-27.1(c), itemized in statute at (i) through (ix) and the Division's rules.

The Division accepts the registration application of American Edison, LLC. as a nonregulated power producer. In conformance with the law, please note that the registration must be updated within ten days of any change to the information included in your application.

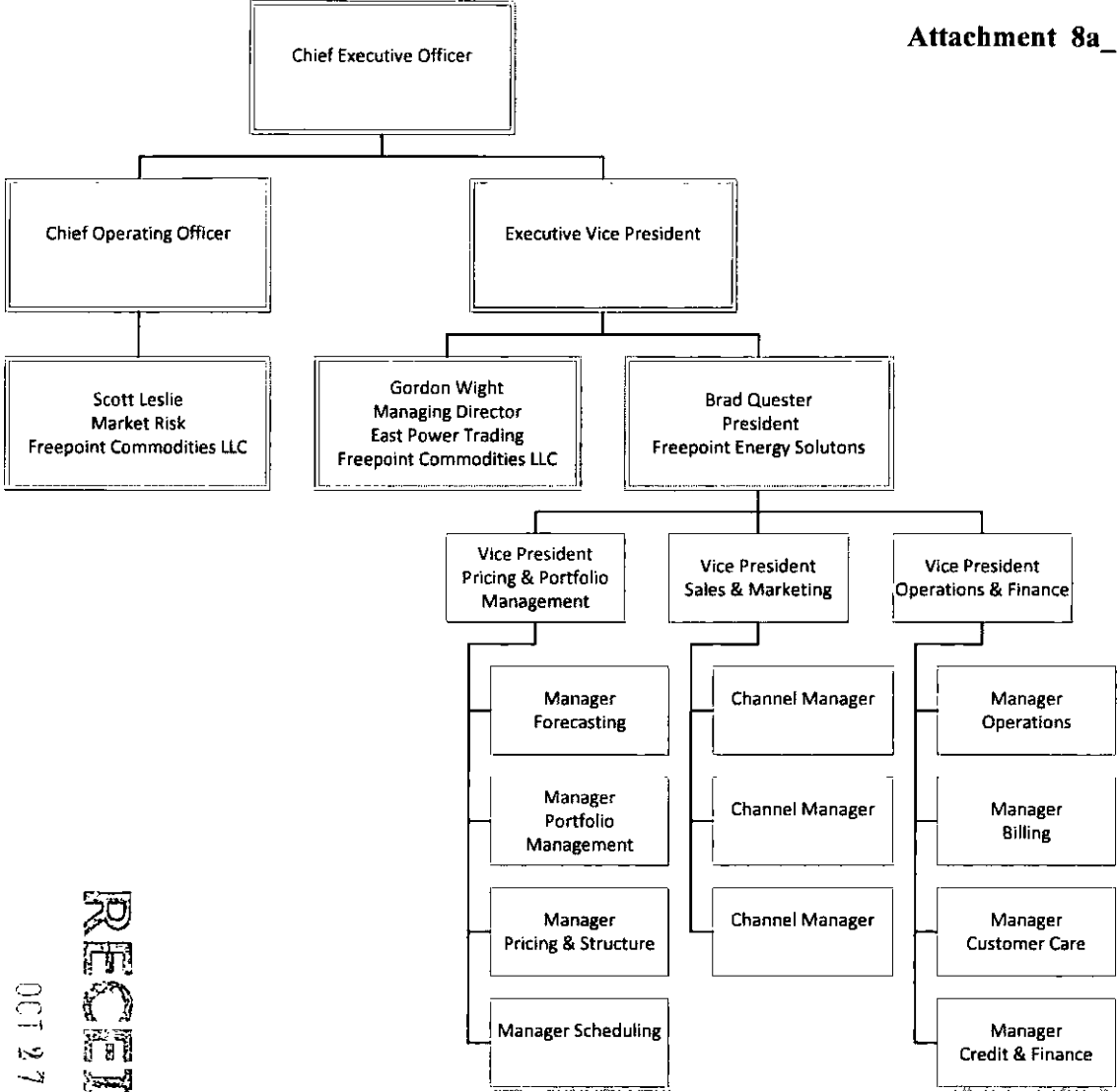
Very truly yours,

T. F. Ahern

cc: Luly Massaro, Commission Clerk
John Bell, Utility Analyst

ATTACHMENT 8a
Staffing Structure

Attachment 8a_Staffing Structure



PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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ATTACHMENT 8a

Resumes

Attachment 8a_Resumes

With respect to experience in competitive wholesale electric markets, Applicant's indirect parent, Freepoint Commodities LLC (Freepoint), is both a merchant of physical commodities and a financier of upper- and mid-stream commodity-producing assets. Freepoint currently trades in U.S. power markets within the ISO territories. Freepoint's experienced staff also has provided physical asset management services and energy management services that include all bidding and scheduling of power plants, associated fuel management, and ISO settlements for physical assets throughout North America. Freepoint is a current member of PJM.

Provided below are the names and information for the individuals currently on Freepoint's staff who Applicant relies upon to provide the required technical and managerial support.

Summary of Technical Qualifications:

The following individuals have a combined 30+ years of wholesale power trading experience:

- Bradley Quester President, Freepoint Energy Solutions LLC
- Scott Leslie Head of Risk, Freepoint Energy Solutions LLC
- Gordon Wight Managing Director of East Power Trading, Freepoint Commodities LLC

The following individuals have a combined 30+ years of retail power supplier experience:

The following individual has 10+ years of commodity risk management experience:

- Scott Leslie Head of Risk, Freepoint Energy Solutions LLC

The following individual has 20+ years of retail energy market experience:

- Mary Nendza VP of Operations, Freepoint Energy Solutions LLC

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SECRETARY'S BUREAU

Biographies:

Bradley Quester

Bradley Quester currently serves as President of Applicant. Mr. Quester has more than 10 years of experience in the energy industry, focusing primarily in power.

Mr. Quester joined Applicant from Guttman Energy where he was last responsible for the Supply and Portfolio Management department, tasked with developing and executing the supply portfolio management strategy, hedging commodity exposures, maintaining competitive forward marks, scheduling both power and gas, expanding counterparty liquidity and providing market intelligence support.

Mr. Quester also worked at Direct Energy and Constellation NewEnergy where he had roles working in power groups within those organizations.

Contact Information:

Phone: (713) 239-8042

Email: bquester@freepointsolutions.com

Employment Verification Contact: Sarah Torpey, VP of Human Resources, Freepoint

Phone: (203) 542-6790

Email: STorpey@freepoint.com

Previous Employment Information:

Title: Vice President, Pricing and Portfolio Management; Retail Energy Structuring

Employer: Guttman Energy

Employment Period: 2013-2016

Verification Contact: Human Resources Department

Phone: (724) 489-5199

Title: Various

Employer: Direct Energy

Employment Period: 2006 – 2013

Verification Contact: Human Resources Department

Phone: (713)877-3500

Title: Various

Employer: Constellation NewEnergy

Employment Period: 2004 – 2006

Verification Contact: Human Resources Department

Phone: (718) 842-2457

Gordon Wight

Gordon Wight currently serves as Managing Director of East Power Trading at Freepoint Commodities, LLC. Mr. Wight is responsible for leading Freepoint's power business in the Eastern Interconnect. Mr. Wight has more than 15 years of experience in the energy industry, with a focus on wholesale trading.

Before joining Freepoint in April 2015, Mr. Wight was Managing Director at Deutsche Bank, where he led the Power Trading Division. He was responsible for helping to grow their industry leading sales franchise in addition to managing their market risks.

Mr. Wight also worked at NRG Energy and Dynegy where he managed assets and trading books in the Northeast region.

Contact Information:

Phone: (203)542-6247

Email: gwright@freepoint.com

Employment Verification Contact: Sarah Torpey, VP of Human Resources, Freepoint

Phone: (203)542-6790

Email: STorpey@freepoint.com

Previous Employment Information:

Title: Managing Director, Power Trading

Employer: Deutsche Bank

Employment Period: 2008 – 2015

Verification Contact: Human Resources Department

Phone: (212)250-2500

Title: Portfolio Director

Employer: NRG Energy

Employment Period: 2005 – 2008

Verification Contact: Human Resources Department

Phone: (609)524-4500

Title: Senior Trader

Employer: Dynegy

Employment Period: 1999 – 2005

Verification Contact: Human Resources Department

Phone: (713)507-6400

Scott Leslie

Scott Leslie has worked in the commodities industry for twenty years. After graduating from American University with an MS degree in Accounting in 1993, he started at Dynegy Canada as a commodity analyst. He spent the next 10 years in Calgary and Houston (Dynegy) as a natural gas trader, focusing on basis trading.

In 2004, he joined Sempra Energy Trading (SET) in the Market Risk Department, managing natural gas and power risk. In 2010, he was named Head of Market Risk for RBS Sempra. Mr. Leslie joined Freepoint Commodities at inception in February 2011 as Head of Market Risk, managing all commodity market risk including natural gas, power, metals, coal/emissions, and crude/products.

Freepoint Commodities' market risk functions relating to power include identification and measurement of price risk through value at risk (VaR) modeling, verification of trade capture accuracy, revenue verification through independent analysis, price verification through third party sources, position limit monitoring, and adherence to Freepoint's Market Risk policy guidelines.

Contact Information:

Phone: (203)542-6501

Email: sleslie@freepoint.com

Employment Verification Contact: Sarah Torpey, VP of Human Resources, Freepoint

Phone: (203)542-6790

Email: STorpey@freepoint.com

Previous Employment Information:

Title: Head of Market Risk

Employer: Sempra Energy Trading/RBS Sempra

Employment Period: 2004 – 2011

Verification Contact: Human Resources Department

Phone: (203)897-0000

Mary Nendza

Mary Nendza currently serves as Vice President of Operations of Applicant. Ms. Nendza has more than 15 years of experience in the energy industry, focusing primarily in power.

Ms. Nendza joined Applicant from Sperian Energy where she was last responsible for their Operations department, tasked with quality control & compliance, customer service & complaint resolution, contract management & customer enrollments, and all billing & accounts receivables functions.

Ms. Nendza also worked at Direct Energy and Constellation NewEnergy where she had roles working in power groups within those organizations.

Contact Information:

Phone: (713) 239-8044

Email: mnendza@freepointsolutions.com

Employment Verification Contact: Sarah Torpey, VP of Human Resources, Freepoint

Phone: (203) 542-6790

Email: STorpey@freepoint.com

Previous Employment Information:

Title: Sr. Vice President, Operations

Employer: Sperian Energy (parent company SNH Holdings Inc)

Employment Period: 2014-2016

Verification Contact: Melissa Rockoff

Phone: (702) 757-2704

Title: Various

Employer: Direct Energy

Employment Period: 2005 – 2012

Verification Contact: Human Resources Department

Phone: (713) 877-3500

Title: Various

Employer: Constellation NewEnergy Employment

Period: 2000 – 2005

Verification Contact: Human Resources Department

Phone: (718) 842-2457

ATTACHMENT 10
PJM Membership

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OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

PJM Interconnection, L.L.C.
Third Revised Rate Schedule FERC No. 24

Second Revised Sheet No. 171
Superseding Original Sheet No. 171

SCHEDULE 4

STANDARD FORM OF AGREEMENT TO BECOME A MEMBER OF THE LLC

Any entity which wishes to become a Member of the LLC shall, pursuant to Section 11.6 of this Agreement, tender to the President an application, upon the acceptance of which it shall execute a supplement to this Agreement in the following form:

Additional Member Agreement

1. This Additional Member Agreement (the 'Supplemental Agreement'), dated as of 1/29/16, is entered into among American Edison LLC and the President of the LLC acting on behalf of its Members.
2. American Edison LLC has demonstrated that it meets all of the qualifications required of a Member to the Operating Agreement. If expansion of the PJM Region is required to integrate American Edison LLC's facilities, a copy of Attachment J from the PJM Tariff marked to show changes in the PJM Region boundaries is attached hereto. American Edison LLC agrees to pay for all required metering, telemetering and hardware and software appropriate for it to become a member.
3. American Edison LLC agrees to be bound by and accepts all the terms of the Operating Agreement as of the above date.
4. American Edison LLC hereby gives notice that the name and address of its initial representative to the Members Committee under the Operating Agreement shall be:

Nan Swan
58 Commerce Road,
Stamford, CT 06902 USA

5. The President of the LLC is authorized under the Operating Agreement to execute this Supplemental Agreement on behalf of the Members.
6. The Operating Agreement is hereby amended to include American Edison LLC as a Member of the LLC thereto, effective as of January 29, 2016, the date the President of the LLC countersigned this Agreement.

IN WITNESS WHEREOF, American Edison LLC and the Members of the LLC have caused this Supplemental Agreement to be executed by their duly authorized representatives.

Members of the LLC

By: [Signature] on behalf of Andy Ott
Name: Andy Ott
Title: President

By: [Signature]
Name: Martin Ramirez
Title: Managing Director, Compliance

Application for Membership
Between
PJM Interconnection, L.L.C.
and

American Edison LLC

This Application for Membership Agreement ('Agreement') is entered into between PJM Interconnection, L.L.C. ('PJM') and ('Applicant'). The purpose of this Agreement is to apply to become a member of the PJM and to participate under the PJM Amended and Restated Operating Agreement, Third Revised Rates Schedule FERC No. 24 ('Operating Agreement'). The Applicant has read and understands the terms and conditions of the Operating Agreement. The Applicant agrees to accept the concepts and obligations set forth in this Agreement and the Operating Agreement posted on the PJM website at: <http://www.pjm.com/documents/agreements/pjm-agreements.aspx>.

The Applicant also commits to supply data required for coordination of planning and operating, including data for capacity accounting, and agrees to pay all costs and expenses in accordance with the Operating Agreement and all other applicable costs under the PJM Open Access Transmission Tariff ('Tariff'). Such costs include but are not limited to: (i) payment obligations under Schedule 3 of the Operating Agreement; (ii) costs under Schedule 9 of the PJM Tariff; and (iii) potential default allocation payment obligations pursuant to Section 15.2 of the Operating Agreement (PJM may, under the Operating Agreement, declare members in default for not paying their invoices. If that occurs, PJM may pursue collection of the overdue invoices that exceed the collateral PJM holds from the defaulting member as well as take steps to terminate the defaulting members' membership. According to the Operating Agreement, all members are required to pay a portion of the payment default that exceeds the defaulting member's collateral held by PJM.)

The Applicant will pay the annual fee of \$5,000 for the remainder of the year of application upon notification of PJM application approval per Schedule 3.

The Applicant recognizes that it shall become a member of PJM effective as of the date that the Applicant receives the supplement to the Operating Agreement in the form prescribed in Schedule 4 of the Operating Agreement signed by the Applicant and countersigned by the President of PJM pursuant to section 11.6 of the Operating Agreement.

This Agreement will remain in effect until notice of termination is given in writing by the authorized representative of either the Applicant or PJM. Any financial obligations must be satisfied prior to termination of the Applicant's obligations and responsibilities under the PJM Agreement.

Applicant:

Signature: Wendy Lewis

Name: Wendy Lewis

Title: Director

Date: January 7, 2016

PJM Interconnection, L.L.C.

Signature: Erin L Sedquist

Name: Erin L Sedquist

Title: Manager Member Support Service

Date: 1/29/16

Attachment 12
Notarized Proof of Publications

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

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

Cindy Jakubowski 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:

October 3, 2016

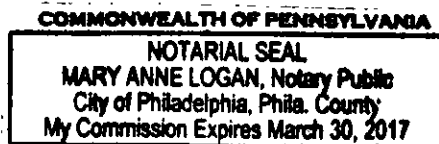
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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

Cindy Jakubowski

Sworn to and subscribed before me this 3rd day of
October, 2016.

Mary Anne Logan
Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA PUBLIC
UTILITY COMMISSION

NOTICE

Application of **Freepoint Energy Solutions LLC** For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, A Marketer/ Broker Engaged In The Business Of Supplying Electricity, and an Aggregator Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania. **Freepoint Energy Solutions LLC** will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. **Freepoint Energy Solutions LLC** proposes to sell electricity and related services in Duquesne Light Company, Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, PECO Energy Company, and PPL, Inc. under the provisions of the new 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 **Freepoint Energy Solutions LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to **Freepoint Energy Solutions LLC** attorney at the address listed below. By and through Counsel: **Natara G. Feller, Esq.**

Freepoint Energy Solutions LLC
c/o Feller Law Group, PLLC
189 20th Street
Brooklyn, New York 11232
(212) 590-0145

RECEIVED

OCT 27 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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:

Oct. 2, 2010

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

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 3rd day of October

2010

Christina Dewald

Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL
CHRISTINA DEWALD
Notary Public
CITY OF WILLIAMSPORT, LYCOMING COUNTY
My Commission Expires Apr 18, 2020

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:

For publishing the notice attached

hereto on the above state dates.....\$ 329.20

Probated same.....\$

Total.....\$ 329.20

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

LEGAL NOTICES

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE

Application of Freepoint Energy Solutions LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, A Marketer/ Broker Engaged In The Business Of Supplying Electricity, and an Aggregator Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.

Freepoint Energy Solutions LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/ marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. Freepoint Energy Solutions LLC proposes to sell electricity and related services in Duquesne

Light Company, Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, PECO Energy Company, and PP&L, Inc. under the provisions of the new 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 Freepoint Energy Solutions LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to Freepoint Energy Solutions LLC attorney at the address listed below. By and through Counsel: Natara G. Feller, Esq.

Freepoint Energy Solutions LLC
c/o Feller Law Group, PLLC
159 20th Street
Brooklyn, New York
11232
(212) 590-0145

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

FELLER LAW GROUP, PLLC
MARGARET CAPUANA
159 20TH ST., STE. 1B BROOKLYN NY 11232

Account # 619896
Order # 81993513
Ad Price: 264.80

LEGAL NOTICE PENNSYLVANI

Gina Krushinski

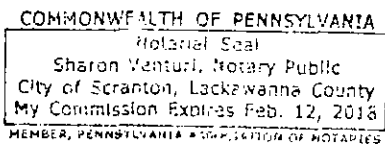
Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication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

09/30/2016

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 30th day of September A.D., 2016

Sharon Venturi
(Notary Public)



LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of **Freepoint Energy Solutions LLC** For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, A Marketer/Broker Engaged In The Business Of Supplying Electricity, and an Aggregator Engaged In The Business Of Supplying Electricity 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 **Freepoint Energy Solutions LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to **Freepoint Energy Solutions LLC** attorney at the address listed below. By and through Counsel: **Natara G. Feller, Esq.**

Freepoint Energy Solutions LLC
c/o Feller Law Group, PLLC
159 20th Street
Brooklyn, New York 11232
(212) 590-0145

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:

01 of October, 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:
October 03, 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

Feller Energy Law Group, PLLC
159 20TH ST STE 1B
Attn: Margaret Capuana
BROOKLYN NY 11232-1253

To PG Publishing Company

Total ----- \$525.00

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
2201 Sweeney Drive
CLINTON, PA 15026
Phone 412-263-1338

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

By *Samuel J. Arbutina* 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 Freepoint Energy Solutions LLC For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, A Market er/Broker Engaged In The Business Of Supplying Electricity, and an Aggregator Engaged In The Business Of Supplying Electricity 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 Freepoint Energy Solutions LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to Freepoint Energy Solutions LLC attorney at the address listed below. By and through Counsel: Natara G. Feller, Esq., Freepoint Energy Solutions LLC, c/o Feller Law Group, PLLC, 159 20th Street, Brooklyn, New York 11232, (212) 590-0145

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

Feller Energy Group LLC
159 20th Street Suite 1B
Brooklyn NY 11232

REFERENCE: 85724 227657
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: 10/04/16

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 10/04/16

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE**

*Application of **Freepoint Energy Solutions LLC** For Approval To Offer, Render, Furnish Or Supply Electricity Or Electric Generation Services As A Supplier Of Electric Power, A Marketer/Broker Engaged In The Business Of Supplying Electricity, and an Aggregator Engaged In The Business Of Supplying Electricity To The Public In The Commonwealth Of Pennsylvania.*

Freepoint Energy Solutions LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. Freepoint Energy Solutions LLC proposes to sell electricity and related services in Duquesne Light Company, Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company, PECO Energy Company, and PP&L, Inc. under the provisions of the new 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 Freepoint Energy Solutions LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to Freepoint Energy Solutions LLC attorney at the addresses listed below. By and through Counsel: Natara G. Feller, Esq.

Freepoint Energy Solutions LLC
c/o Feller Law Group, PLLC
159 20th Street, Brooklyn, New York 11232
(212) 590-0145

EP227657

Sworn to and subscribed before me this 5th day of October 2016

Affiant: [Signature]

NOTARY: [Signature]

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

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

PENNSYLVANIA PUBLIC UTILITY COMMISSION
 NOTICE

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Freepoint Energy Solutions LLC
 c/o Feller Law Group, PLLC
 159 20th Street, Brooklyn, New York 11232
 (212) 590-0145

On this 4th day of October 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,

County of Cambria, and Commonwealth of Pennsylvania and above matter published in said publication in the regular issues PA, on October 1, 2016; and that the Affiant is not interested and that all of the allegations as to time, place and character

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 4th day of October, 2016.

J. Vivian Ohs

0.00 Lines @	\$2.50 per line	0.00
7 Inches @	\$25.00 per inch	175.00
Notary Fee		5.00
Clerical Fee		2.50
Total Cost		182.50

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 _____

RECEIVED

OCT 27 2016

PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

Ad Tr
PEN
NOT
Appl
Ren

Advertising Receipt

The Tribune-Democrat
PO Box 340
Johnstown, PA 15907-0340

Phone: 814-532-5038
Fax: 814-532-5104

Bill
To
Company
F
FELLER ENERGY LAW GROUP, PLLC
MARGARET CAPUANA
159 20th ST., SUITE 1B
BROOKLYN , NY 11232

Acct #: 11128092
Ad #: 00243374
Phone: (212)590-0145
Date: 09/27/2016
Ad taker: vo **Salesperson:**

Sort Line: PENNSYLVANIA PUBLIC UTILITY CO

Ad Notes: Approval Code: 05662G

Classification 105

Ad Tr

Description	Start	Stop	Ins.	Cost/Day	Total
01 Tribune-Democrat	10/01/2016	10/01/2016	1	175.00	175.00
CF Clerical Fee					2.50
Oath Oath form for Legals					5.00

Appl
Ren
Bill
To
Company
F
F

Sort

Class

Ad Tr

PEN

01 T

Appl

Ren

Ad Text:

PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE

Payment Reference:

Application of Freepoint Energy Solutions LLC For Approval To Offer,
Render, Furnish Or Supply Electricity Or Electric Generation Services As
A Supplier Of Electric Power, A Marketer/Broker Engaged In The
Business Of Supplying Electricity, and an Aggregator Engaged In The
Business Of Supplying Electricity To The Public In The Commonwealth
Of Pennsylvania.

01
Freepoint Energy Solutions LLC will be filing an application with the
Pennsylvania Public Utility Commission ("PUC") for a license to supply

Total:	182.50
Tax:	0.00
Net:	182.50
Prepaid:	-182.50
Total Due	0.00



The Patriot News

LEGAL AFFIDAVIT

AD#: 0007844136

Commonwealth of Pennsylvania,) ss
County of Cumberland)

Shannon Wass being duly sworn, deposes that he/she is principal clerk of PA Media Group; that The Patriot News is a public newspaper published in the city of Mechanicsburg, with general circulation in Cumberland and Dauphin and surrounding counties, and this notice is an accurate and true copy of this notice as printed in said newspaper, was printed and published in the regular edition and issue of said newspaper on the following date(s):

The Patriot News 10/04/2016

Shannon Wass
Principal Clerk of the Publisher

Sworn to and subscribed before me this 20th day of October 2016

Donna M. Maldonado
Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Donna M. Maldonado, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires Nov. 5, 2017
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

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Freepoint Energy Solutions LLC
c/o Feller Law Group, PLLC
159 20th Street
Brooklyn, New York 11232
(212) 390-0145

ORIGIN ID:FBTA (212) 590-0145
NATURA FELLER
FELLER ENERGY LAW GROUP
158 20TH ST.
SUITE 1B
BROOKLYN, NY 11232
UNITED STATES US

SHIP DATE: 27OCT16
ACTWGT: 1.00 LB
CAD: 103674883/NET3790

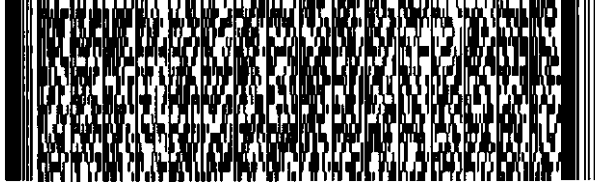
BILL SENDER

TO **ROSEMARY CHIAVETTA SECRETARY
PENNSYLVANIA PUBLIC UTILITY COMMISS
P.O. BOX 3265**

544,03FB4214E8

HARRISBURG PA 17105

(212) 590-0145 REF FES PA APPLICATION
INV
PO. DEPT



FedEx
Express



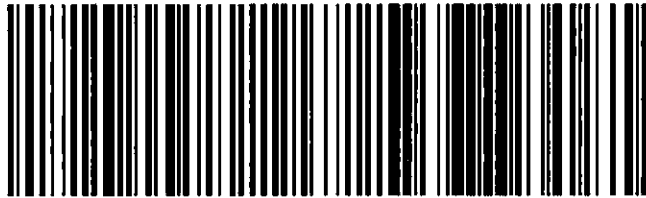
11027161123HW

**FRI - 28 OCT 3:00P
STANDARD OVERNIGHT**

TRK# 7775 7760 6146
0201

EN MDTA

17105
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 ServiceGuide. Written claims must be filed within strict time limits, see current FedEx Service Guide.