

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of MSI Utilities, Inc., d/b/a _____, for approval to offer, render, furnish, or supply natural gas supply services as a(n) [as specified in item #4b below] 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:

MSI Utilities, Inc.
2727 Tuller Pkwy., Suite 250
Dublin, OH 43017
www.msiutilities.com
(800) 490-4427

- 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.

InCorp Services, Inc.
7208 Red Top Road
Hummelstown, PA 17036
Tel - (702) 866-2500
Fax - (702) 866-2689

- 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.

Frank Warner - CEO
2727 Tuller Pkwy., Suite 250
Dublin, OH 43017
Tel - (866) 337-3463
Fax - (866) 546-8590
E - fwarn@msiutilities.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.

Brent Rosenthal - Carlile, Patchen & Murphy
366 East Broad Street
Columbus, OH 43215
Tel - (614) 628-0772
Fax - (614) 221-0216
E - bdr@cpmlaw.com

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, fax number, and e-mail OF THE PERSON AND AN ALTERNATE PERSON (2 REQUIRED) responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Natural Gas Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed NGSs.

Mike Watson - Controller
2727 Tuller Pkwy., Suite 250
Dublin, OH 43017
Tel - (800) 490-4427 #100
Fax - (800) 490-2762
E - mwatson1@msiutilities.com

Frank Warner - CEO
2727 Tuller Pkwy., Suite 250
Dublin, OH 43017
Tel - (866) 337-3463
Fax - (866) 546-8590
E - fwarn@msiutilities.com

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2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

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

Or

☒ The Applicant will not be using a fictitious name.

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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 ATTACHED
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. SEE ATTACHED
- Give name and address of officers.

| | |
|--------------------------------|--------------------------------|
| Frank Warner - CEO | Tom Williamson - President |
| 2727 Tuller Parkway, Suite 250 | 2727 Tuller Parkway, Suite 250 |
| Dublin, OH 43017 | Dublin, OH 43017 |

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.

There are none.

- 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.

There were none.

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4. OPERATIONS

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

Definitions

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

☒ The Applicant is presently doing business in Pennsylvania as a

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

* MSI currently has an Electric license in PA as a Broker/Marketer.

or

☐ The Applicant is not presently doing business in Pennsylvania.

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

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

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

MSI proposes to offer Natural Gas Broker/Marketer services to primarily small to mid-sized commercial customers. MSI will offer said services through various approved suppliers in the state of PA. We do not arrange for the purchase or delivery of Natural Gas, or pay utility bills on behalf of the customer.

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

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

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

- | | |
|-------------------------------------|--|
| <input type="checkbox"/> | Residential Customers |
| <input checked="" type="checkbox"/> | Small Commercial Customers - (Less than 6,000 Mcf annually) |
| <input type="checkbox"/> | Residential and Small Commercial as Mixed Meter <u>ONLY</u> (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE) |
| <input checked="" type="checkbox"/> | Large Commercial Customers - (6,000 Mcf or more annually) |
| <input checked="" type="checkbox"/> | Industrial Customers |
| <input checked="" type="checkbox"/> | Governmental Customers |
| <input type="checkbox"/> | All of above (Except Mixed Meter) |
| <input type="checkbox"/> | Other (Describe): |

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

1st Quarter 2017.

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.

There were none.

- 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.

There were none.

- 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)

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

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

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

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

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

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

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

| | |
|---|--|
| Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com | <div style="text-align: right;"> RECEIVED DEC 28 2016 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU </div> |
| Peoples Natural Gas – Equitable Division Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com |
| The Peoples Natural Gas Company Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com |
| Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com |
| UGI Central Penn David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com | UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com |
| Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org | UGI Penn Natural David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com |

7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa. C.S. Section 2208(c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.
- 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. See attached titled Exhibit 7-B, Organizational Structure.
 - Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient) MSI does not have a 10Q or 10K, but will provide a D&B
 - Applicant's accounting statements, including balance sheet and income statements for the past two years. See attached marked CONFIDENTIAL
 - 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. D&B Report Attached
 - 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.
We do not have audited financials, but are including what we have marked as CONFIDENTIAL.
 - Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.
- c. **SUPPLIER FUNDING METHOD:** If Applicant is operating as anything other than **Broker/Marketer only**, explain how Applicant will fund its operations. Provide all credit agreements, lines of credit, etc., and elaborate on how much is available on each item.
- N/A
- d. **BROKER PAYMENT STRUCTURE:** If applicant is a broker/marketer, explain how your organization will be collecting your fees.

Fees are included in supplier price and paid by supplier.

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- 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.

Don Harbaugh - CPA
35 Blenheim Rd.
Columbus, OH 43214
Tel - (614) 312-0454
E - dharbaugh@columbus.rr.com

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

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

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

8. TECHNICAL FITNESS:

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

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

- Applicant's previous experience in the natural gas industry.
- Summary and proof of licenses as a supplier of natural gas services in other states or jurisdictions.
- Type of customers and number of customers Applicant currently serves in other jurisdictions.
- Staffing structure and numbers as well as employee training commitments.
- Business plans for operations within the Commonwealth.
- Any other information appropriate to ensure the technical capabilities of the Applicant.

See Attached, titled Exhibit 8-A.

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

- ☒ Internal – Applicant will use its own internal resources/employees for marketing
☐ External NGS – Applicant will contract with a **PUC LICENSED NGS**
☐ Affiliate – Applicant will use a **NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant**
☐ External Third-Party – Applicant will contract with a **NON-NGS third party nontraditional marketer and/or non-selling marketer**
☐ Other (Describe):

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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.

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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.

MSI conducts regular training and monitoring of all employees to insure marketing is performed properly.

e. **OFFICERS:** Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations. All resumes should include date ranges and job descriptions containing actual work experience.

See attached titled Exhibit 8-E Officers.

9. **DISCLOSURE STATEMENT:**

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

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

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

N/A

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

☒ AGREED

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

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

☒ AGREED

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

☒ AGREED

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

☒ ACKNOWLEDGED

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

☒ AGREED

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

☒ AGREED

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



AGREED

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



AGREED

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

☒ **PAYMENT ENCLOSED**

11. AFFIDAVITS

(All affidavits must be notarized before filing.)

- a.) **APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.
- b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

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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 NGDC. For example, an applicant that wants to operate in Peoples – Equitable 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 |
|------------------------|-----------------|-------------------------|-------------------------|-------------------------|------------------------|--------------------------|----------------------------|
| Columbia Gas | X | X | | X | | X | X |
| National Fuel Gas | | | | X | | | |
| PECO | | | X | | | | |
| Peoples - Equitable | X | | | X | | | |
| Peoples Natural Gas | X | | | X | | | X |
| Peoples TWP LLC | | | | X | | | |
| Philadelphia Gas Works | | | X | | | | |
| UGI | | X | X | | X | | |
| UGI Central Penn | X | X | X | X | X | X | X |
| UGI Penn Natural | | X | | | X | X | |
| Valley Energy | | | | | X | X | |
| Entire Commonwealth | X | X | X | X | X | X | X |

(Example Publications are provided at Appendices F and G)

13. SIGNATURE

Applicant: MSI Utilities, Inc.

By: 

Title: CEO

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14. CHECKLIST

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

Applicant: MSI Utilities, Inc.

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

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Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of Ohio :

: ss.

County of Franklin :

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

[He/she is the CEO (Office of Affiant) of MSI Utilities, Inc. (Name of Applicant);]

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

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

That the Applicant herein MSI Utilities, Inc. has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein MSI Utilities, Inc. acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

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

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


Signature of Affiant

Sworn and subscribed before me this 27TH day of DECEMBER 20 16.


Signature of official administering oath

My commission expires 10/25/2021.



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Appendix B

OPERATIONS AFFIDAVIT

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[Commonwealth/State] of Ohio :

:
ss.

County of Franklin :

MSI Utilities, Inc., Affiant, being duly [sworn/affirmed] according to law,
deposes and says that:

[He/she is the CEO (Office of Affiant) of MSI Utilities, Inc.
(Name of Applicant);]

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

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

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

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

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

Appendix B (Continued)

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

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

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


Signature of Affiant

Sworn and subscribed before me this 27TH day of DECEMBER, 2016.


Signature of official administering oath

My commission expires 10/25/2021



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Appendix C

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

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Example
CERTIFICATE OF SERVICE

On this the 27th day of Dec. 2016 I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

| | |
|---|--|
| Office of Consumer Advocate 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120 | Office of the Attorney General Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120 |
| Office of the Small Business Advocate Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101 | Commonwealth of Pennsylvania Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946 |
| Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com | Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120 |
| Peoples Natural Gas – Equitable Division Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com |
| The Peoples Natural Gas Company Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com |
| Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petricevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petricevich@peoples-gas.com | Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com |

| | |
|--|--|
| UGI Central Penn David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com | UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com |
| Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org | UGI Penn Natural David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com |



Frank Warner, CEO, MSI Utilities, Inc.

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UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show MSI UTILITIES, INC., an Ohio corporation, Charter No. 1419561, having its principal location in Dublin, County of Franklin, was incorporated on October 29, 2003 and is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 23rd day of December, A.D. 2016.

Jon Husted

Ohio Secretary of State

Validation Number: 201635803036

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Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State
 Central Ohio: (614) 466-3910
 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos
 e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form to one of the Following:

☐ Yes PO Box 1390
 Columbus, OH 43216
 *** Requires an additional fee of \$100 ***
☒ No PO Box 670
 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Non-Profit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

| | | |
|---|--|---|
| (1) <input checked="" type="checkbox"/> Articles of Incorporation Profit (113-ARF) ORC 1701 | (2) <input type="checkbox"/> Articles of Incorporation Non-Profit (114-ARN) ORC 1702 | (3) <input type="checkbox"/> Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785 |
|---|--|---|

Complete the general information in this section for the box checked above.

FIRST: Name of Corporation MSI UTILITIES, INC.

SECOND: Location COLUMBUS FRANKLIN
 (City) (County)

Effective Date (Optional) October 28, 2003 Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.
 (mm/dd/yyyy)

☐ Check here if additional provisions are attached

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)

| | | |
|-----------------|---------------|---------------------|
| <u>600</u> | <u>COMMON</u> | <u>NO PAR VALUE</u> |
| (No. of Shares) | (Type) | (Par Value) |

(Refer to instructions if needed)

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Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)

Authorized Representative

THOMAS J. WILLIAMSON

(Print Name)

Date

10/27/03

Authorized Representative

ROBERT A. AHRENS

(Print Name)

Date

10/26/03

Authorized Representative

(Print Name)

Date

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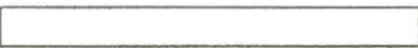
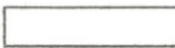
Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of MSI UTILITIES, INC., hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is

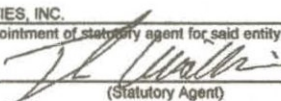
| | |
|---|--------------|
| <u>THOMAS J. WILLIAMSON</u> | |
| (Name) | |
| <u>5224 DEXTER FALLS</u> | |
| (Street) | |
| <i>NOTE: P.O. Box Addresses are NOT acceptable.</i> | |
| <u>COLUMBUS</u> | <u>43221</u> |
| (City) | (Zip Code) |

Must be authenticated by an authorized representative

| | |
|---|--|
|  | <u>10/24/03</u> |
| Authorized Representative | Date |
|  | <u>10/27/03</u> |
| Authorized Representative | Date |
|  |  |
| Authorized Representative | Date |

ACCEPTANCE OF APPOINTMENT

The Undersigned, THOMAS J. WILLIAMSON, named herein as the Statutory agent for, MSI UTILITIES, INC., hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature:  _____
 (Statutory Agent)

Page 4

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Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos

e-mail: busserv@sos.state.oh.us

CONSENT FOR USE OF SIMILAR NAME

(For Domestic / Foreign, Profit or Non-Profit)

Must Be Accompanied By Another Form

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX) This filing does not extend the registration period

| | | |
|---|--|--|
| <input checked="" type="checkbox"/> Where consenting entity is a corporation (147-CSC) | Where consenting entity is a registrant of <input type="checkbox"/> Trade Name <input type="checkbox"/> Service Mark <input type="checkbox"/> Trade Mark (149-CSN) | Where consenting entity is a <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Partnership Having Limited Liability (148-CSL) |
|---|--|--|

☐ Check here if additional provisions are attached

Charter or Registration No.
of Entity Giving Consent

91269

Name of Entity
Giving Consent

MARKET SOLUTIONS, INC.

Gives Its Consent To

MSI UTILITIES, LLC

Thomas Williamson & Robert Andrews

To Use The Name

MSI UTILITIES

REQUIRED
Must be authenticated
(signed) by an authorized
representative

R. G. Allen
Authorized Representative

10/26/04
Date

Authorized Representative

Date

If the consenting party is a partnership, all general partners must sign. If only one partner is authorized to sign, a copy of the resolution authorizing the signature must be included.

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| DATE: | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|------------|--------------|------------------------------------|--------|--------|---------|------|------|
| 10/29/2003 | 200330201434 | DOMESTIC ARTICLES/FOR PROFIT (ARF) | 125.00 | 100.00 | .00 | .00 | .00 |

Receipt

This is not a bill. Please do not remit payment.

MARKET SOLUTIONS, INC.
ATTN: R. A. AHRENS
6230 BUSCH BLVD. - 200
COLUMBUS, OH 43229

STATE OF OHIO**Ohio Secretary of State, J. Kenneth Blackwell**

1419561

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

MSI UTILITIES, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC ARTICLES/FOR PROFIT

Document No(s):

200330201434

United States of America
State of Ohio
Office of the Secretary of State

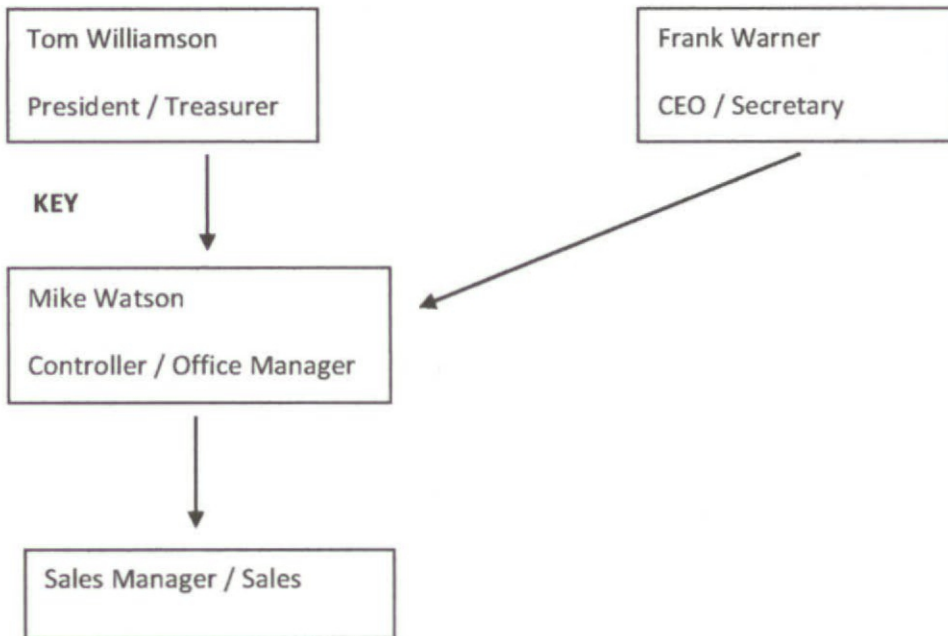
Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 29th day of October, A.D.
2003.

J. Kenneth Blackwell
Ohio Secretary of State

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Exhibit 7-B "Organizational Structure"



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Msi Utilities Inc

DUNS: 93-346-3861

Dashboard

Company Info

2727 Tuller Pkwy Ste 250
Dublin, OH 43017

Phone: (866) 337-3463

URL: www.msiutilities.com

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 |
| 80 ▲ | 620 ▲ | 1 | 1549 ▲ | 2 | 8 ▼ | \$20K | 1R2 | 68CG |

Recent Alerts



SCORE

10/02/16

Delinquency Predictor Score Improved

Inquiries

Most Recent

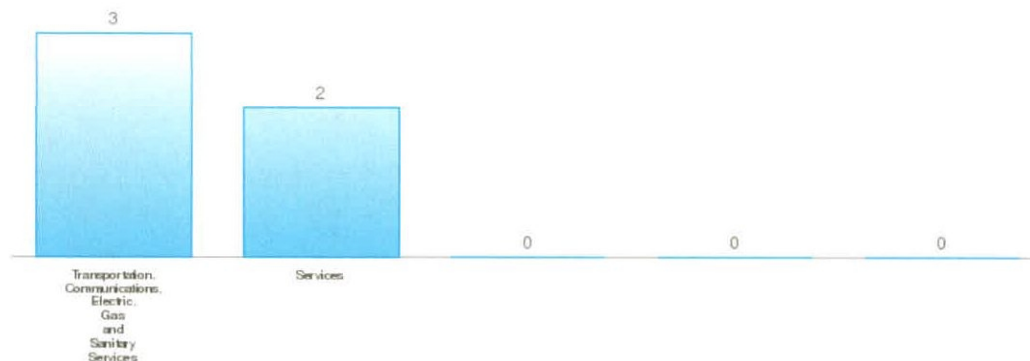
| Date | SIC / Sector | Report type |
|----------|---|-------------------|
| 09/12/16 | Transportation, Communications, Electric, Gas and Sanitary Services | D&B Risk Solution |
| 09/12/16 | Transportation, Communications, Electric, Gas and Sanitary Services | Payment Report |
| 08/22/16 | Transportation, Communications, Electric, Gas and Sanitary Services | D&B Risk Solution |
| 04/11/16 | Services | D&B Risk Solution |
| 04/11/16 | Services | D&B Risk Solution |

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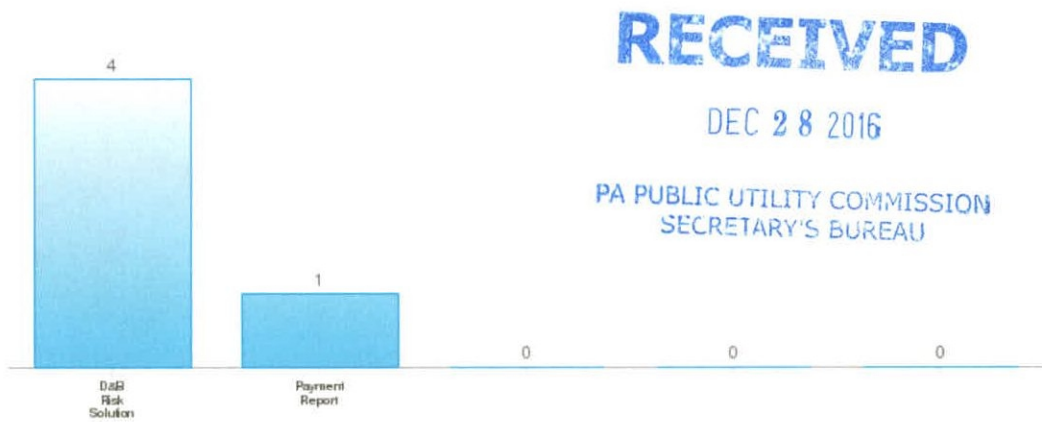
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Top 5 Inquiries by SIC / Sector (12 Months)



Top 5 Inquiries by Report Type (12 Months)



Scores

PAYDEX®

80



ON TERMS

3 Month PAYDEX®

80



Understanding My Score

The D&B PAYDEX® is a unique, dollar weighted indicator of payment performance based on payment experiences as reported to D&B by trade references.

Recent Payments

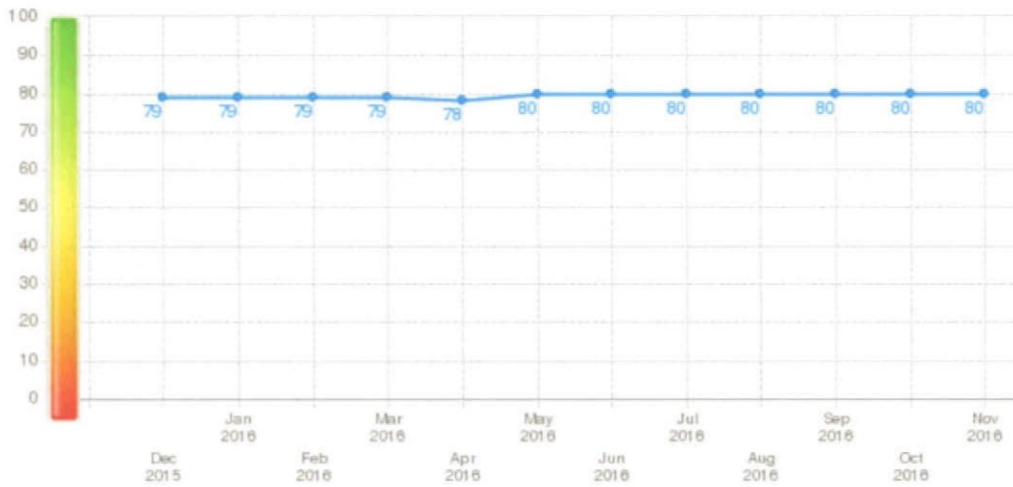
Total (Last 24 Months): 16

| Date | Paying Record | High Credit | Now Owes | Past Due | Selling Terms | Last sale w/f (Mo.) |
|---------|---------------|-------------|----------|----------|-----------------|----------------------|
| 11/2016 | Ppt | \$1,000 | \$0 | \$0 | -- | 1 mo |
| 11/2016 | Ppt | \$500 | \$500 | \$0 | -- | 1 mo |
| 11/2016 | Ppt | \$250 | \$250 | \$0 | Lease Agreeemnt | 1 mo |
| 11/2016 | Ppt | \$250 | \$0 | \$0 | -- | 2-3 mos |
| 11/2016 | Ppt | \$100 | \$50 | \$0 | -- | 1 mo |

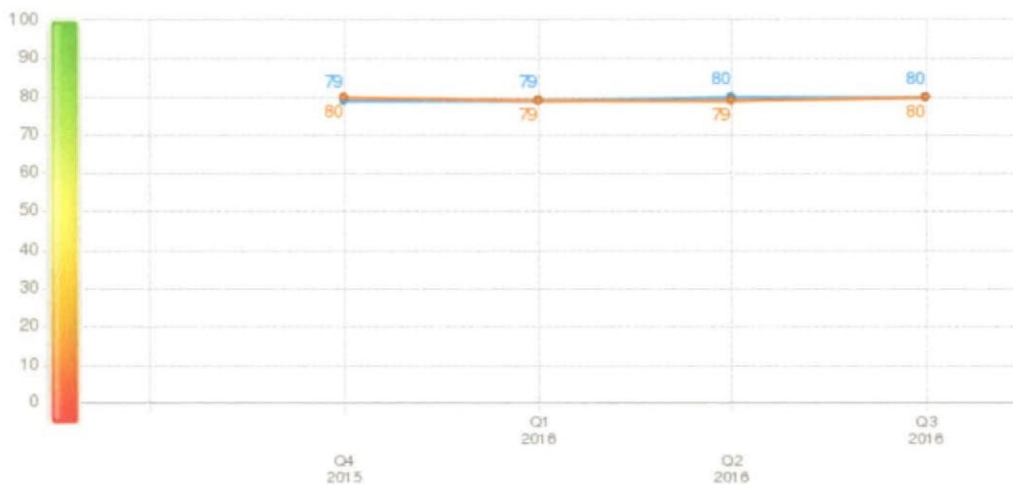
Key

| PAYDEX® | Payment Practices | PAYDEX® | Payment Practices |
|---------|----------------------|---------|----------------------------|
| 100 | Anticipate | 40 | 60 Days Beyond Terms |
| 90 | Discount | 30 | 90 Days Beyond Terms |
| 80 | Prompt | 20 | 120 Days Beyond Terms |
| 70 | 15 Days Beyond | 1-19 | Over 120 Days Beyond Terms |
| 60 | 22 Days Beyond Terms | UN | Unavailable |
| 50 | 30 Days Beyond Terms | | |

Trends



Industry Comparison



- My Company (80)
- Industry Median: (80)

Based on payments collected over the last 4 quarters.

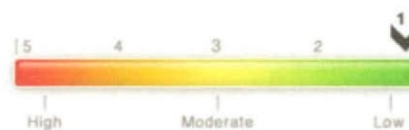
- Current PAYDEX® for this business is 80, or equal to ON TERMS
- The present industry median score is 80, or equal to generally within terms.

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Delinquency Predictor Score

Score **620** ▲
 Class **1**
 Percentile **99%**

Low 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: **1.10%**

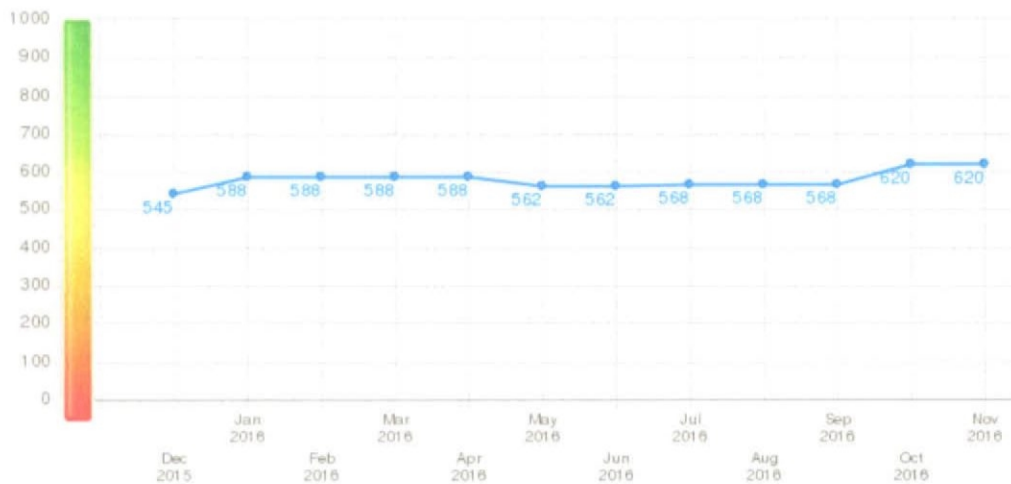
Factors Affecting Your Score:

Higher risk industry based on delinquency rates for this industry

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



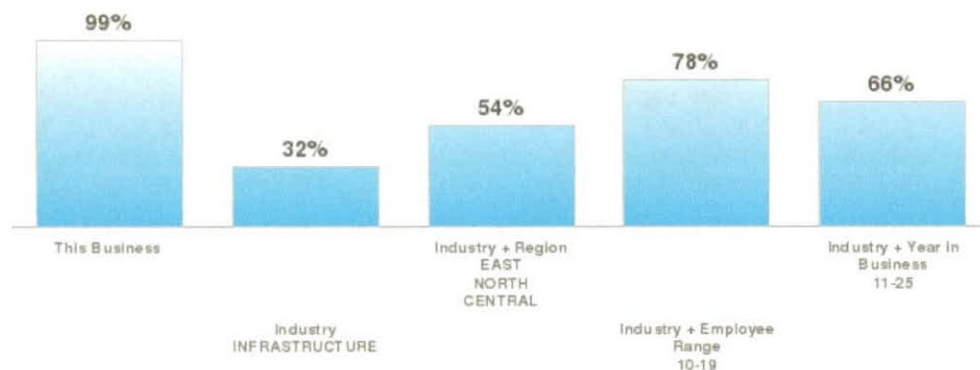
• My Company (620)

Industry Comparison

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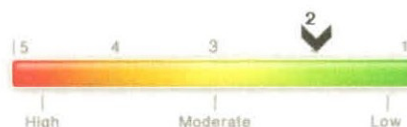
This business has a Credit Score Percentile that shows:

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

Financial Stress Score

Score **1549** ▲ Class **2** Nat'l % **88%**

Moderate 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: **0.09** (84 per 10000)

Factors Affecting Your Score:

Low proportion of satisfactory payment experiences to total payment experiences.

- 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

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Key

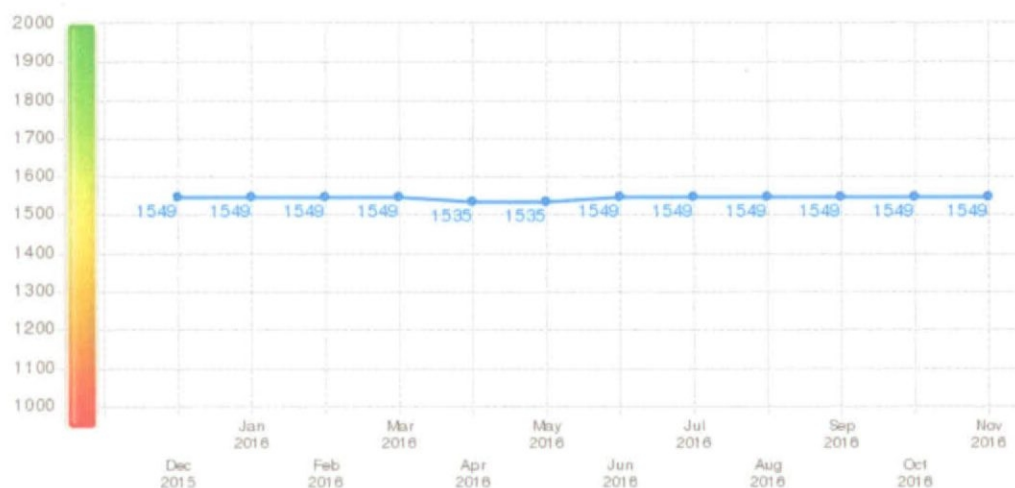
| Score | Class | Percentile | Incidence of Financial Stress |
|-----------|-------|------------|-------------------------------|
| 1570-1875 | 1 | 95-100 | 6.0% |
| 1510-1569 | 2 | 69-94 | 10.6% |
| 1450-1509 | 3 | 34-68 | 18.4% |
| 1340-1449 | 4 | 2-33 | 31.5% |
| 1001-1339 | 5 | 1 | 70.0% |

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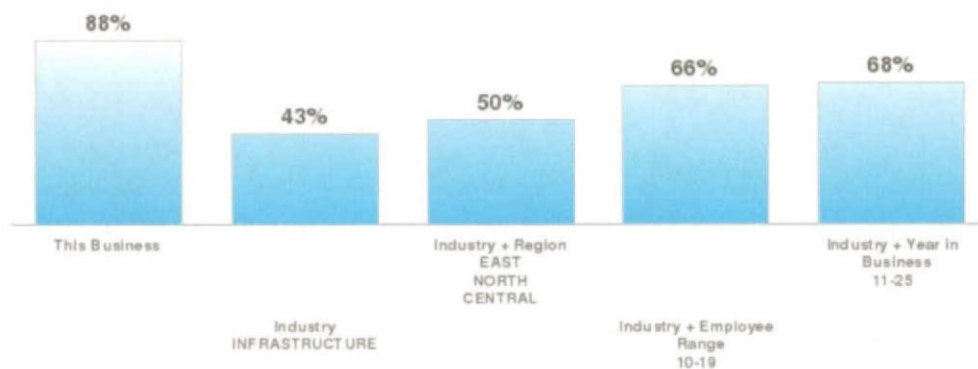
PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Trends - Scores, 12 Month



• My Company (1,549)

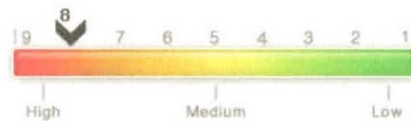
Industry Comparison



Based on payments collected over the last 4 quarters.

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

8 ▼



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 telephone response

Higher risk industry based on inactive rate for this industry

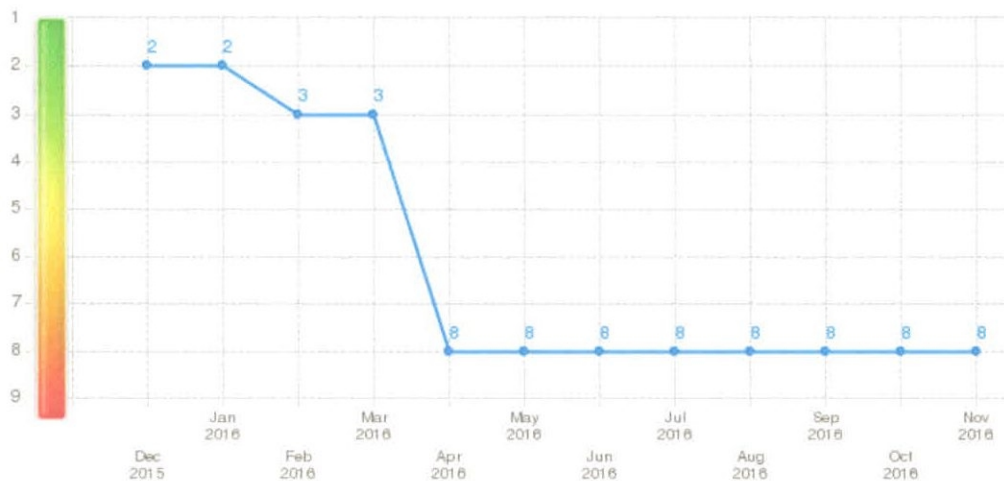
Limited business activity signals reported in the past 12 months

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Trends



• My Company (8)

Credit Limit Recommendation

Risk Category

1

Conservative Credit Limit

\$20k

Aggressive Credit Limit

\$35k

Low



Understanding My Score

Exhibit 7-B

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
1R2

Number of employees: **1R** indicates 10 or more employees
Composite Credit Appraisal: **2** is good

| D&B Rating | Date Applied |
|------------|--------------|
| 1R2 | 2011-05-20 |
| 1R3 | 2010-09-27 |
| 1R2 | 2007-02-14 |
| 1R3 | 2004-08-18 |
| 1R4 | 2003-12-04 |
| 1R3 | 2000-11-11 |
| 1R4 | 1999-08-13 |
| -- | 1997-03-11 |

Understanding My Score

Factors Affecting Your Score

of Employees Total: **14**

Sales: **\$2,200,000.00**

Payment Activity (based on 16 experiences):

Average High Credit: **\$436**

Highest Credit: **\$1,000**

Total Highest Credit: **\$5,350**

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

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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%**

8

Portfolio Comparison



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

- Model Segment: **Established Trade Payments**
- Level of Risk: **High Risk**
- Businesses ranked 8 within this model segment have a probability of becoming no longer viable: **11%**
- Percentage of businesses ranked 8 within this model segment: **13%**
- Within this model segment, the average probability of becoming no longer viable: **5%**

C

Data Depth Indicator



Data Depth Indicator:

Rich Firmographics
Extensive Commercial Trading Activity
No Financial Attributes

G

Company Profile

| Financial Data | Trade Payments | Company Size | Years in Business |
|----------------|---------------------|--------------|-------------------|
| Not Available | Available (3+Trade) | Large | Established |

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

- Financial Data: **Not Available**
- Trade Payments: **Available: 3+Trade**
- Company Size: **Large: Employees:50+ or Sales: \$500K+**
- Years in Business: **Established: 5+**

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Inquiries

12 Month Summary

Over the past 12 months ending 12-2016, 5 individual requests for information on your company were received; this represents a 60.00% increase over the prior 12 month period. The 5 inquiries were made by 0 unique customers indicating that

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SECRETARY'S BUREAU

some companies have inquired on your business multiple times and may be monitoring you. Of the total products purchased, 3, or 60.00% came from the Transportation, Communications, Electric, Gas and Sanitary Services sector; 2, or 40.00% came from the Services sector.

12 Month Total# Inquiries: 5

12 Month Unique Customers:0

| Date ▼ | Report type | SIC / Sector |
|----------|-------------------|---|
| 09/12/16 | D&B Risk Solution | Transportation, Communications, Electric, Gas and Sanitary Services |
| 09/12/16 | Payment Report | Transportation, Communications, Electric, Gas and Sanitary Services |
| 08/22/16 | D&B Risk Solution | Transportation, Communications, Electric, Gas and Sanitary Services |
| 04/11/16 | D&B Risk Solution | Services |
| 04/11/16 | D&B Risk Solution | Services |

Trends - 12 Month



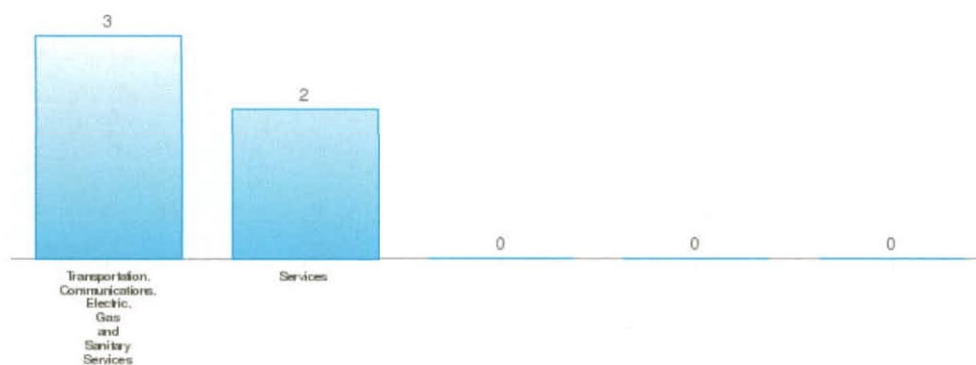
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Top 5 Inquiries by Report

Type (12 Months)



Top 5 Report Types

Graph(12 Months)

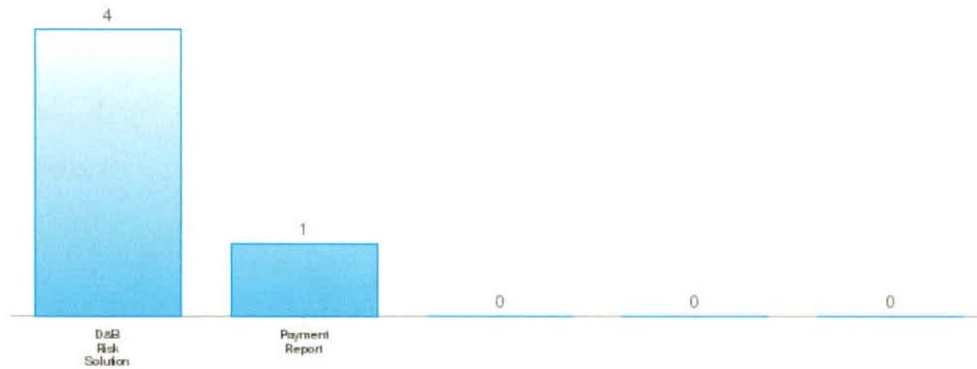


Exhibit 7-B

All Inquiries by Industry and SIC / Sector

| SIC/Sector | Jan 2016 to Mar 2016 | Apr 2016 to Jun 2016 | Jul 2016 to Sep 2016 | Oct 2016 to Dec 2016 | Total Inquiries |
|--|-------------------------|-------------------------|-------------------------|-------------------------|--------------------|
| Services | 0 | 2 | 0 | 0 | 2 |
| Transportation, Communications, Electric, Gas and Sanitary Services | 0 | 0 | 3 | 0 | 3 |

Inquiries by Report Type

| Report Type | Jan 2016 to Mar 2016 | Apr 2016 to Jun 2016 | Jul 2016 to Sep 2016 | Oct 2016 to Dec 2016 | Total |
|-------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------|
| D&B Risk Solution | 0 | 2 | 2 | 0 | 4 |
| Payment Report | 0 | 0 | 1 | 0 | 1 |

Payments

Currency: Shown in USD unless otherwise indicated

Payments Summary

| | | |
|------------------|----|--|
| Current PAYDEX®: | 80 | Equal to ON TERMS |
| Industry Median: | 80 | Equal to GENERALLY WITHIN terms |
| Payment Trend: | ↔ | Unchanged, compared to payments three months ago |

| | |
|--|-------|
| Total payment Experiences in D&Bs File (HQ): | 16 |
| Payments Within Terms (not dollar weighted): | 100 |
| Total Placed For Collection: | NA |
| Average Highest Credit: | 436 |
| Largest High Credit: | 1,000 |
| Highest Now Owning: | 500 |
| Highest Past Due: | NA |

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Payments Summary by Industry

Total (Last 24 Months): 16

| | Total | Total Dollar | Largest-High Credit | Within | Days Slow | | | |
|----------------------------------|----------|--------------|---------------------|--------|-----------|-------|-------|----|
| | Received | Amount | Payment summary | Terms | 31 | 30-80 | 81-90 | 90 |
| Top Industries | | | | | | | | |
| Nondeposit trust | 2 | \$350 | \$250 | 100% | 0 | 0 | 0 | 0 |
| Misc computer service | 1 | \$1,000 | \$1,000 | 100% | 0 | 0 | 0 | 0 |
| Management services | 1 | \$1,000 | \$1,000 | 100% | 0 | 0 | 0 | 0 |
| Legal services | 1 | \$1,000 | \$1,000 | 100% | 0 | 0 | 0 | 0 |
| Telephone communictns | 1 | \$500 | \$500 | 100% | 0 | 0 | 0 | 0 |
| Short-trm busn credit | 1 | \$500 | \$500 | 100% | 0 | 0 | 0 | 0 |
| Misc business credit | 1 | \$250 | \$250 | 100% | 0 | 0 | 0 | 0 |
| Whol office supplies | 1 | \$100 | \$100 | 100% | 0 | 0 | 0 | 0 |
| Electric services | 1 | \$50 | \$50 | 100% | 0 | 0 | 0 | 0 |
| Whol office equipment | 1 | \$50 | \$50 | 100% | 0 | 0 | 0 | 0 |
| Other Categories | | | | | | | | |
| Cash experiences | 4 | \$300 | \$100 | -- | -- | -- | -- | -- |
| Unknown | 1 | \$250 | \$250 | -- | -- | -- | -- | -- |
| Unfavorable comments | 0 | \$0 | \$0 | -- | -- | -- | -- | -- |
| Placed for collections with D&B: | 0 | \$0 | \$0 | -- | -- | -- | -- | -- |
| Other | 0 | N/A | \$0 | -- | -- | -- | -- | -- |
| Total in D&B's file | 16 | \$5,350 | \$1,000 | -- | -- | -- | -- | -- |

Payments Beyond Terms

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

All Payments

Total (Last 24 Months): 16

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| Date ▼ | Paying Record | High Credit | Now Owes | Past Due | Selling Terms | Last sale w/ (Mo.) |
|---------|---------------|-------------|----------|----------|-----------------|---------------------|
| 11/2016 | Ppt | \$1,000 | \$0 | \$0 | -- | 1 mo |
| 11/2016 | Ppt | \$500 | \$500 | \$0 | -- | 1 mo |
| 11/2016 | Ppt | \$250 | \$250 | \$0 | Lease Agreeemnt | 1 mo |
| 11/2016 | Ppt | \$250 | \$0 | \$0 | -- | 2-3 mos |
| 11/2016 | Ppt | \$100 | \$50 | \$0 | -- | 1 mo |
| 09/2016 | Ppt | \$100 | \$50 | \$0 | N30 | 1 mo |
| 09/2016 | Ppt | \$50 | \$0 | \$0 | -- | 6-12 mos |
| 09/2016 | (008) | \$100 | -- | -- | Cash account | 6-12 mos |
| 09/2016 | (009) | \$100 | -- | -- | Cash account | 1 mo |
| 08/2016 | Ppt | \$1,000 | \$0 | \$0 | N30 | 4-5 mos |
| 08/2016 | Ppt | \$1,000 | \$0 | \$0 | N30 | 1 mo |
| 08/2016 | (012) | -- | -- | -- | Cash account | 1 mo |
| 07/2016 | (013) | \$100 | -- | -- | Cash account | 1 mo |
| 03/2016 | (014) | \$250 | \$0 | \$0 | -- | 4-5 mos |
| 08/2015 | Ppt | \$50 | \$0 | \$0 | -- | 6-12 mos |
| 07/2015 | Ppt | \$500 | \$0 | \$0 | Lease Agreeemnt | 6-12 mos |

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.

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History & Operations

Currency: Shown in USD unless otherwise indicated

Company Overview

| | | | |
|---------------------------|---|------------------------------------|----------------------|
| Company Name: | MSI UTILITIES INC | URL: | www.msiutilities.com |
| Doing Business As: | MSI UTILITIES INC | Stock Symbol: | NA |
| Street Address: | 2727 Tuller Pkwy Ste 250 Dublin, OH 43017 | History: | NA |
| Phone: | (866) 337-3463 | Operations: | NA |
| Fax: | (614) 781-6140 | Present Management Control: | NA |
| | | Annual Sales: | \$2,200,000 |

History

The following information was reported: **12/03/2016**

Officer(s):
 FRANK WARNER, CEO
 THOMAS WILLIAMSON, PRES-TREAS

DIRECTOR(S):
 THE OFFICER(S)

The OHIO Secretary of State's business registrations file showed that MSI Utilities Inc was registered as a corporation on October 29, 2003.

Business started 1996 by the officers. 80% of capital stock is owned by the officers. 20% of capital stock is owned by outside investors.

COMPANY HISTORY:

FRANK WARNER. 1995-present active here.
THOMAS WILLIAMSON. 1995-present active here.

Exhibit 7-B

Business address has changed from 6230 Busch Blvd, Ste 200, Columbus, OH, 43229 to 2727 Tuller Pkwy Ste 250, Dublin, OH, 43017.

Business Registration

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

Operations

12/03/2016

Description:

Operates as a provider of natural gas distribution and also operates as a provider of electric services, specializing in power distribution.

Terms are on a commission basis. Sells to commercial concerns. Territory : United States.

Nonseasonal.

Employees: 14 which includes officer(s) and 1 part-time.

Facilities: Leases 2,600 sq. ft. on 2nd floor of a multi story building.

Location: Central business section on main street.

Branches: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**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 than 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.

4924 0000 Natural gas distribution

4924 0100 Gas power broker

4911 9901 Distribution, electric power

NAICS:

221122 Electric Power Distribution

221210 Natural Gas Distribution

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 | 0 | - |

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

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

Government Activity

Summary

Borrower (Dir/Guar): NO

Administrative Debt: NO

Contractor: NO

Grantee: NO

Party Excluded from Federal NO

program(s):

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.

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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 |
|-------------------|-------------|--------------|
| MSI UTILITIES INC | 93-346-3861 | DUBLIN, OHIO |

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.

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EXHIBIT 8. a. EXPERIENCE, PLAN, STRUCTURE

MSI Utilities, Inc. /PA PUC Application

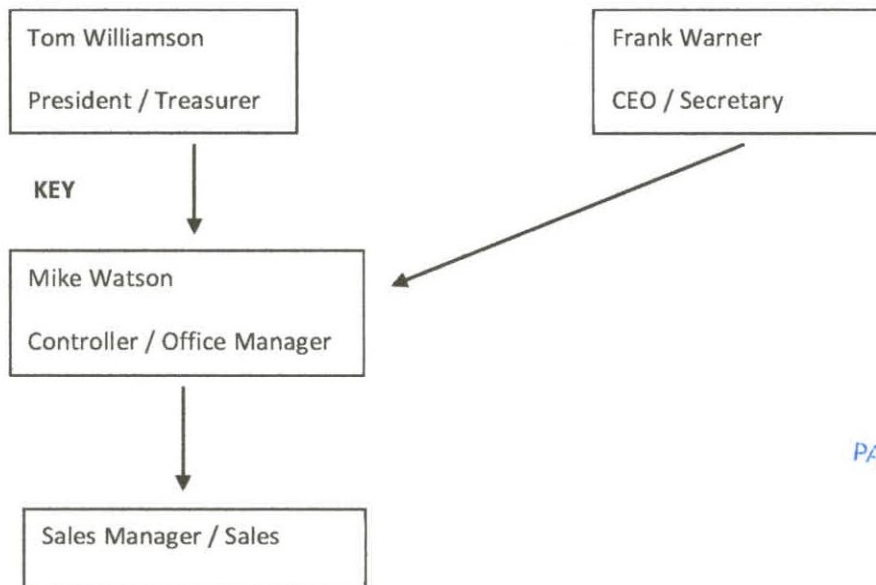
Market Solutions, Inc. was formed in 1995, and then MSI Utilities, Inc. in 2003. MSI Utilities was formed to assume the role of the primary operating company. In 2011, Market Solutions was wholly merged into MSI Utilities.

MSI has been active in electric choice markets across the country since 2001. We have a sales and admin staff that are very knowledgeable in all areas of natural gas and electric choice.

Please see attached listing of MSI's licensing as a natural gas and electric broker.

MSI services approximately 2000 commercial electric accounts nationwide.

Staffing structure:



*MSI does continual hands on training including monitoring.

MSI will contact business customers to discuss potential savings and utility cost management. We do not provide billing statements. All billing statements are provided by the supplier (or billed by the supplier through the customer's utility). Any customer inquiries/complaints may be directed to our toll-free number and will be dealt with immediately.

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Exhibit 8a MSI Licensing

| State | Electric | Gas | Notes |
|-------|----------|-----|---|
| DC | Yes | Yes | Elec Lic # - EA 2014-31 / NG Lic # - GA 2014-19 |
| IL | Yes | No | Elec Lic # - 11-0391 / Gas - Not Required |
| MA | Yes | Yes | Elec Lic # - EB-297 / NG Lic # - RA-130 |
| MD | Yes | Yes | Elec Lic # IR-3406. NG Lic # IR-3440 |
| ME | Yes | Yes | NG licensing approved / Elec licensing approved - Docket # 2014-00326 |
| NH | Yes | Yes | Elec Lic # - DM 12-368 / Gas Lic # - DM 12-367 |
| NJ | Yes | Yes | Elec / NG Energy Agent Reg # EA-0327 |
| OH | Yes | Yes | Elec Lic # - 12-569E / Gas Lic # - 12-275G |
| PA | Yes | No | Elec Lic # - E-2013-2365828. |

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OFFICERS:

Tom Williamson, President – Treasurer

Tom was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Tom has the following functions with MSI.

- Personnel management. Manages employees productivity and quality control
- Oversees Accounts Payable, Accounts Receivable and Payroll
- Oversees IT and vendor services
- Energy market analysis – continuously studies Energy industry publications, weather trends and geopolitical news
- End user energy consulting
- Research deregulated Natural Gas & Electric utility territories
- Develop marketing material and strategy preparation
- Periodically attends Energy supplier conferences/presentations in person and on-line

Employment History

President - Market Solutions, Inc. November, 1995-July, 2011

Market Solutions, Inc., an OH Corporation, was founded as an energy agency to help businesses in deregulated utility markets reduce costs. We started initially as an energy agent with Utilicorp United/Energy at the onset of Natural Gas deregulation. Market Solutions, Inc. was wholly merged into MSI Utilities, Inc. in 2011 to eliminate redundancies.

President – MSI Utilities, Inc. October, 2003 – Present

In October, 2003, we formed MSI Utilities, Inc., an OH Corporation, due to operating name preference. MSI Utilities, Inc. works with business customers to help reduce/manage Natural Gas and Electric costs. We are active in various deregulated Natural Gas and Electric markets across the country.

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Frank Warner, CEO – Secretary

Frank was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Frank has the following functions with MSI.

- NG & Electric supplier liaison for various utility territories
- Research deregulated Natural Gas & Electric utility territories
- Implement procedures for various NG & Electric territories
- End user energy consulting
- Energy market analysis – continuously studies Energy industry publications, weather trends and geopolitical news
- Develop material and strategy preparation
- Assist with Agent support
- Quality control and compliance
- Assist with employee and vendor decisions
- Periodically attends Energy supplier conferences/presentations in person and on-line

Employment History

Vice-President - Market Solutions, Inc. November, 1995-July, 2011

Market Solutions, Inc., an OH Corporation, was founded as an energy agency to help businesses in deregulated utility markets reduce costs. We started initially as an energy agent with Utilicorp United/Energy at the onset of Natural Gas deregulation. Market Solutions, Inc. was wholly merged into MSI Utilities, Inc. in 2011 to eliminate redundancies.

CEO – MSI Utilities, Inc. October, 2003 – Present

In October, 2003, we formed MSI Utilities, Inc., an OH Corporation, due to operating name preference. MSI Utilities, Inc. works with business customers to help reduce/manage Natural Gas and Electric costs. We are active in various deregulated Natural Gas and Electric markets across the country.

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Key Staff

Mike Watson, Controller – Office Manager

Mike was a Sr. Account Executive with Utilicorp from 1997-2000. Mike joined MSI in May 2000.

- Accounts Receivable
- Account Payable
- Journal Entries
- Productivity Reporting
- Human Resource paperwork
- Payroll
- Employee orientation, development, and training
- Performance management, and improvement systems
- Account management
- Answer Phones
- Oversee IT
- General office mgt – Supplies, equipment

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Employment History

Senior Account Executive – Utilicorp United 1997-2000

Same basic functions as current.

Controller, Office Manager – MSI Utilities, Inc. May, 2000 – Present

ADDITIONAL STAFF/SUPPORT

In addition to the officers and key staff, MSI has a sales manager who oversees the sales staff, and a part time IT professional. MSI also has legal, accounting, computer and telecom advisors in place.

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

MSI UTILITIES INC
P.O. BOX 1623
MEDINA OH 44258-1623

REFERENCE: 144687 219326
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: 08/19/16

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 08/19/16

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SECRETARY'S BUREAU

PENNSYLVANIA PUBLIC
UTILITY COMMISSION
NOTICE

Applications of MSI Utilities, Inc. For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. MSI Utilities, Inc. proposes to sell natural gas, and related services throughout Pennsylvania under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of MSI Utilities, Inc. 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 MSI Utilities, Inc's. attorney at the address listed below.

By and through Counsel: Brent Rosenthal
Carlile, Patchen & Murphy, LLP
366 East Broad Street, Columbus, OH 43215
Phone: (614) 628-0772 • Fax: (614) 221-0216

EP-219326

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

Affiant: Tom Mezler

NOTARY: Barbara J. Moore

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Barbara J. Moore, Notary Public
City of Erie, Erie County
My Commission Expires March 23, 2020
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES



The Patriot News

LEGAL AFFIDAVIT

AD#: 0007785133

Commonwealth of Pennsylvania,) ss
County of Cumberland)

Shannon Wass being duly sworn, deposes that he/she is principal clerk of the 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 ad(s) 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 08/23/2016

Sworn to and subscribed before me this 24th day of August 2016

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

Crystal B. Rosensteel, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires June 27, 2020

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Applications of **MSI Utilities, Inc.**
For Approval To Offer, Render, or
Furnish Services as a **Marketer/Broker**
Engaged In The Business Of Supplying
Natural Gas Supply Services, To The
Public In The Commonwealth Of
Pennsylvania.

MSI Utilities, Inc. will be filing an
application with the Pennsylvania
Public Utility Commission ("PUC") for
a license to provide natural gas supply
services as a broker/marketer engaged
in the business of providing natural gas
services. **MSI Utilities, Inc.** proposes to
sell natural gas, and related services
throughout Pennsylvania under the
provisions of the new Natural Gas
Choice and Competition Act.

The PUC may consider this
application without a hearing. Protests
directed to the technical or financial
fitness of **MSI Utilities, Inc.** 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
MSI Utilities, Inc.'s attorney at the
address listed below.

By and through Counsel:

Brent Rosenthal

Carille, Patchen & Murphy, LLP

366 East Broad Street

Columbus, OH 43215

Phone: (614) 628-0772

Fax: (614) 221-0216

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SECRETARY'S BUREAU

**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:

August 18, 2016

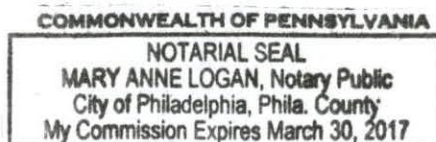
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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

Cindy Jakubowski

Sworn to and subscribed before me this 18th day of August, 2016.

Mary Anne Logan
Notary Public

My Commission Expires:



Copy of Notice of Publication

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
NOTICE**
Applications of **MSI Utilities, Inc.** For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania. **MSI Utilities, Inc.** will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. **MSI Utilities, Inc.** proposes to sell natural gas, and related services throughout Pennsylvania under the provisions of the new Natural Gas Choice and Competition Act. The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **MSI Utilities, Inc.** 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 **MSI Utilities, Inc.'s** attorney at the address listed below.
By and through Counsel: Brent Rosenthal
Carille, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone: (614) 628-0772
Fax: (614) 221-0216

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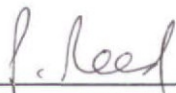
Proof of Publication of Notice in Pittsburgh Post-Gazette

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:

17 of August, 2016

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



PG Publishing Company

Sworn to and subscribed before me this day of:
August 17, 2016



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

STATEMENT OF ADVERTISING COSTS

MSI Utilities Inc
2727 TULLER PKWY STE 250
Attn: Frank A. Warner
DUBLIN OH 43017-2318

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

To PG Publishing Company

Total ----- \$375.00

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

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

Applications of MSI Utilities, Inc. For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth Of Pennsylvania.

MSI Utilities, Inc. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. MSI Utilities, Inc. proposes to sell natural gas, and related services throughout Pennsylvania under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of MSI Utilities, Inc. 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 MSI Utilities, Inc.'s attorney at the address listed below.

By and through Counsel:
Brent Rosenthal, Carlisle,
Patchen & Murphy, LLP,
366 East Broad Street,
Columbus, OH 43215,
Phone: (614) 628-0772,
Fax: (614) 221-0216

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

MSI UTILITIES INC
FRANK WARNER
SUITE 250 2727 TULLER PKWY
DUBLIN OH 43017

Account # 577070
Order # 81975260
Ad Price: 210.20

LEGAL NOTICE PENNSYLVANI

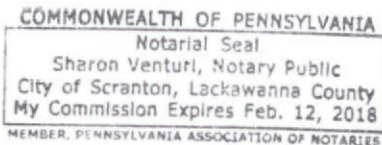
Being duly sworn according to law deposes and says that (s)he is Billing clerk for The Scranton Times, owner and publisher of The Scranton Times, a newspaper of general circulation, established in 1870, published in the city of Scranton, county and state aforesaid, and that the printed notice or publication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

08/17/2016

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 Runday Scaravato

Sworn and subscribed to before me
this 17th day of August A.D., 2016

Sharon Venturi
(Notary Public)



RECEIVED

DEC 28 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

LEGAL NOTICE
PENNSYLVANIA PUBLIC UTILITY
COMMISSION NOTICE

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Brent Rosenthal
Carlile, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone: (614) 628-0772
Fax: (614) 221-0216

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

RECEIVED

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

DEC 28 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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:

August 20th, 2016

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.

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION NOTICE

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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 MSI Utilities, Inc.'s attorney at the address listed below.

By and through Counsel:
Brent Rosenthal
Carlile, Patchen & Murphy, LLP
366 East Broad Street
Columbus, OH 43215
Phone: (614) 628-0772
Fax: (614) 221-0216

Bernard A. Oravec

SUN-GAZETTE COMPANY

Sworn to and subscribed before me

the 22nd day of August 2016
Christina Dewald

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL
CHRISTINA DEWALD
Notary Public

CITY OF WILLIAMSPORT, LYCOMING COUNTY
My Commission Expires Apr 18, 2020

Notary Public

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette Company, Dr.:

For publishing the notice attached

hereto on the above state dates.....\$ 228.¹²

Probated same.....\$

Total.....\$ 228.¹²

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

THE SUN-GAZETTE COMPANY hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

SUN-GAZETTE COMPANY

BY Bernard A. Oravec

COMMONWEALTH OF PENNSYLVANIA } SS
County of Cambria

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

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By and through Counsel: Brent Rosenthal
Carlile, Patchen & Murphy, LLP

366 East Broad Street
Columbus, OH 43215
Phone: (614) 628-0772
Fax: (614) 221-0216

published
that the a
of The Jo

in the subject matter of said notice or advertising and that all of the allegations as to time, place and character of said publication are true.

On this 19th day of August 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 the matter published in said publication in the regular issues on August 18, 2016; and that the Affiant is not interested

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this
19th day of August, 2016.

[Signature]

| | | |
|-------------------|------------------|---------------|
| 0.00 Lines @ | \$2.50 per line | 0.00 |
| 6 Inches @ | \$25.00 per inch | 150.00 |
| Notary Fee | | 5.00 |
| Clerical Fee | | 2.50 |
| Total Cost | | 157.50 |

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

DEC 28 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

MSI Utilities, Inc.
2727 Tuller Pkwy, Ste 250
Dublin, OH 43017

Retail



F

US POSTAGE PAID
\$4.35

Origin: 44212
Destination: 17120
0 Lb 12.50 Oz
Dec 28, 16
3610990212-07

1029

**First
Mail**

USPS FIRST-CLASS MAIL ®

FRAGILE

**Pennsylvania Public Utility Commission
Secretary
400 North Street, Keystone Building
Harrisburg, PA 17120**

USPS TRACKING NUMBER



9500 1158 6696 6363 0485 61