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February 2, 2017

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

Re: **Affiliated Power Purchasers International LLC**
File Number: A-2016-2575802
Natural Gas Supplier License

To Whom It May Concern:

Enclosed please find a response to your data request which was originally submitted on January 24th on behalf of our client, **Affiliated Power Purchasers International LLC** and returned to us because the cover page did not have an original signature. There is now an original signature on the cover page.

Once this application has been processed, please forward evidence of approval to the mailing address on the application. If there's any issue, or if you require any further information, please do not hesitate to contact us.

Thank you,



Diane Gluck
LicenseLogix
140 Grand Street, Suite 300
White Plains, NY 10601
service@licenseLogix.com
(800) 292-0909



ENERGY

WWW.APPIENERGY.COM

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January 10, 2017

FEB 02 2017

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street
Harrisburg, PA 17120

Re: Natural Gas Supplier License of Affiliated Power Purchasers International LLC
Docket No. A-2016-2575802
Utility Code: 1219372

Dear Ms. Chiavetta,

In response to your Data Request, please be advised as follows:

1. Reference Application, Section 1.a. Identity of the Applicant. Applicant's web address is: www.appienergy.com.
2. Reference Application, Section 1.b, Registered Agent's telephone number is 215-563-8113.
3. Reference Application, Section 2b, State Filings- A copy of Applicant's PA Certificate of Registration is attached.
4. Reference Application, Section 4.1- Applicant acknowledges that it is currently licensed as an EGS Broker in Pennsylvania. A revised page 7 is attached.
5. Reference Application, Section 5A and 5c. Compliance- The answers to these questions are none. Applicant is attaching a revised page 6.
6. Reference Application, Section 7a Bonding-Applicant is attaching letters from each NGDC it intends to operate in.
7. Reference Application, Section 7 f., Taxation- Applicant is providing a fully completed Tax Certification form. A revised page 23 is attached.


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APPI

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I Jennifer Underwood, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa C.S. section 4904 (relating to unsworn falsification to authorities.)



Title: CFO

Date: 1/10/17

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COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P. O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.DOS.STATE.PA.US/CORPS

AFFILIATED POWER PURCHASERS INTERNATIONAL LLC

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

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

ENTITY NUMBER : 3133910

MICROFILM NUMBER : 2003027

MICROFILM START - END : 1709 - 1710

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

AFFILIATED POWER PURCHASERS
INTERNATIONAL LLC
2129 NORTHWOOD DR 1ST FL
SALISBURY MD 21801

2003027-1709

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration - Foreign

(15 Pa.C.S.)

Entity Number

3133910

- Registered Limited Liability General Partnership (§ 8211)
- Registered Limited Liability Limited Partnership (§ 8211)
- Limited Partnership (§ 8582)
- Limited Liability Company (§ 8981)

Name

Affiliated Power Purchasers International LLC

Address

2129 Northwood Drive

City

State

Zip Code

Salisbury, MD 21801

Document will be returned to the name and address you enter to the left.



Fee: \$180

Filed in the Department of State on

MAR 28 2003

ACTING

Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name to be registered is:

Affiliated Power Purchasers International LLC

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following):

The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:

Jurisdiction: Maryland Date of Formation: 10/10/2000

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street City State Zip County
2021 Arch Street Philadelphia, PA 19103-1491

(b) Name of Commercial Registered Office Provider County
M. Keim Company - Philadelphia Phila

2003027-1710

DSCB:15-8981/8211/8582-2

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

2129 Northwood Drive Salisbury, MD 21801

Number and street City State Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

Number and street City State Zip

6. For Restricted Professional Limited Liability Company Only. Strike out if inapplicable: The company is a restricted professional company organized to render the following professional service(s):

Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8

7. The name and business address of each general partner.

Name Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

Number and street City State Zip County

The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

19 day of February, 2003.

Affiliated Power Purchasers International LLC

Name of Partnership/Company


Signature

President

Title

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 a 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)

Applicant is currently licensed in PA as an electric broker.

OR

The Applicant is not presently doing business in Pennsylvania.

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

- Supplier or Aggregator of natural gas services
- Municipal supplier of natural gas services
- Cooperative supplier of natural gas services
- 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):

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

Please see Exhibit B

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.

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.

None

Columbia Gas
of Pennsylvania
A NiSource Company

November 17, 2016

Michael Payne, EVP
Affiliated Power Purchasers International, LLC
2013 Northwood Drive Suite One
Salisbury, MD 21801

Dear Michael Payne, EVP:

We are pleased that Affiliated Power Purchasers International, LLC has applied for a license to provide Natural Gas Broker/Marketer Services on the distribution system of Columbia Gas of Pennsylvania, Inc. ("Columbia Gas").

Under Paragraph 2.4.5 of the Rules Applicable to Distribution Service section of the Tariff of Columbia Gas, Affiliated Power Purchasers International, LLC could be required to provide to Columbia Gas a bond or other financial security instrument in an amount that Columbia Gas determines to be appropriate. Affiliated Power Purchasers International, LLC has indicated only brokering and consulting services will be provided. Therefore, we have determined at this time that Affiliated Power Purchasers International, LLC does not need a bond or other financial security requirement to provide broker natural gas services to Columbia Gas customers.

If the creditworthiness requirement or Columbia Gas' exposure to Affiliated Power Purchasers International, LLC changes in the future, Columbia Gas might deem it appropriate to require Affiliated Power Purchasers International, LLC to provide a bond or other financial security instrument.

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

Sincerely,

Michele Caddell

Michele Caddell
Manager of Choice and Transportation Support Services

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National Fuel

November 15, 2016

Jennifer Underwood, CFO
Affiliated Power Purchasers International, LLC
2013 Northwood Drive, Suite OAPPI
Salisbury, MD 21801

Re: Security Requirement for Affiliated Power Purchasers International, LLC

Dear Jennifer,

National Fuel Gas Distribution Corporation ("NFGDC") is aware Affiliated Power Purchasers International, LLC (APPI) has filed an application with the Pennsylvania Public Utility Commission to supply natural gas service to the public in Pennsylvania and specifically within the service territory of NFGDC.

As you know, in making such an application, APPI must furnish acceptable security to each utility where APPI will do business. As such, under its tariff, NFGDC could require APPI to provide a bond or other financial security instrument in an amount that NFGDC determines to be appropriate.

However, you have indicated, and it is NFGDC's understanding that APPI intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, APPI will never take title to any delivered natural gas.

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

If you have any questions concerning the foregoing, please contact me at 716-857-7599.

Yours truly,

Nathan E. Barnes
Transportation Services Department

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



An Exelon Company

December 28, 2016

Jennifer Underwood, CFO
Affiliated Power Purchasers International LLC
2013 Northwood Drive, Suite 1
Salisbury, MD 21801

Re: Bonding Requirements

PECO is aware that Affiliated Power Purchasers Int'l LLC has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

In making such an application, Affiliated Power Purchasers Int'l LLC could be required to provide to PECO a bond or other acceptable financial security in an amount that PECO determines to be appropriate. Affiliated Power Purchasers Int'l LLC has indicated that it intends to provide only brokering and consulting services to commercial and industrial customers will not take title to any delivered natural gas; nor will accept any customer payments or deposits. Therefore, PECO has determined at this time that Affiliated Power Purchasers Int'l LLC does not need a bond or other financial security requirement, since they are not directly engaging in business with PECO and only providing brokering or consulting services to PECO customers. However, if the services provided by Affiliated Power Purchasers Int'l LLC or the creditworthiness requirement for PECO's exposure to Affiliated Power Purchasers Int'l LLC changes in the future, PECO reserves the right to require Affiliated Power Purchasers Int'l LLC to provide a bond or other financial security instrument.

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

Respectfully submitted,

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

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

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FEB 03 2017

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



375 North Shore Drive
Pittsburgh, PA 15212

Lynda W. Petrichevich
Director, Rates and Regulatory Affairs

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

December 19, 2016

Jennifer Underwood
CFO
Affiliated Power Purchasers International LLC
2013 Northwood Drive, Suite 1
Salisbury, MD 21801

Dear Ms. Underwood:

We are pleased that Affiliated Power Purchasers International LLC has applied for a license to provide natural gas services on the Peoples Group of Companies. Specifically you have requested to be licensed as a supplier on the distribution systems of Peoples Natural Gas Company LLC, Peoples TWP, and Peoples Natural Gas LLC – Equitable Division ("the Companies").

Since Affiliated Power Purchasers International LLC is not currently serving customers on the Peoples systems, we have determined at this time that Affiliated Power Purchasers International LLC does not need a bond or other financial security requirement to provide these services to the Company's customers.

If a Pool is established, and customers are enrolled which alters the creditworthiness requirement or the Company's exposure to Affiliated Power Purchasers International LLC provision of services on the Peoples' system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

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

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FEB 09 2017

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Sincerely,

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

Cc: Steven Kolich
Stephen Kelly

SAFETY

CUSTOMER
COMMITMENT

TRUST

COMMUNITY



PHILADELPHIA GAS WORKS

800 West Montgomery Avenue • Philadelphia, PA 19122

December 19, 2016

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Ms. Jennifer Underwood, CFO
Affiliated Power Purchasers International LLC
2013 Northwood Drive, Suite 1
Salisbury, MD 21801

FEB 09 2017

PA PUBLIC UTILITY COMMISSION
SECRETARY - BUREAU

Mailing Address:
LicenseLogix
140 Grand Street, Suite 300
White Plains, NY 10601

Re. Security Requirement Bond for Affiliated Power Purchasers International LLC

Dear Ms. Underwood:

Philadelphia Gas Works ("PGW") is aware that Affiliated Power Purchasers International LLC has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the services territory of Philadelphia Gas Works.

As you know, in making such an application, Affiliated Power Purchasers International LLC must furnish acceptable security to each utility where Affiliated Power Purchasers International LLC will do business. As such, under its tariff, Philadelphia Gas Works could require Affiliated Power Purchasers International LLC to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate.

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

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

if you have any questions concerning the foregoing, please contact me at 215-684-6725.

Sincerely,

John C. Zuk
Vice President, Gas Supply

NL/dls



Energy to do more®

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

January 6, 2017

Jennifer Underwood, CFO
Affiliated Power Purchasers International LLC
2013 Northwood Drive, Suite 1
Salisbury, MD 21801

RE: Affiliated Power Purchasers International LLC application to serve as a Natural Gas Broker

Dear Ms. Underwood,

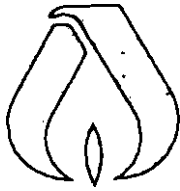
Based on your assertion that Affiliated Power Purchasers International LLC. ("AFFILIATED") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities Inc. ("UGIU") has concluded that AFFILIATED will not need to post security with UGI-Central Penn Gas ("CPG"), UGI-Penn Natural Gas ("PNG") or UGI Utilities Gas Division ("UGI"). This is based on the declaration that AFFILIATED will not be taking title to gas or directly serving end use customers. This also assumes that AFFILIATED will be acting in conjunction with a licensed Natural Gas Supplier who has been approved by the Pennsylvania Public Utility Commission to serve in the applicable UGIU service territories and who has posted the required financial security as specified in the respective UGIU tariffs. If AFFILIATED wishes to directly serve Choice customers in the service territories of UGI, PNG and/or CPG in the future as a natural gas supplier, it will have to post security as specified in the respective UGI tariffs prior to the commencement of the service.

Please feel free to contact me with any additional questions that you may have.

Sincerely,

A handwritten signature in black ink that reads "David E. Lahoff". The signature is written in a cursive style.

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



VALLEY ENERGY

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

December 19, 2016

Jennifer Underwood, CFO
Affiliated Power Purchasers International, LLC
2013 Northwood Drive, Suite 1
Salisbury, MD 21801

Dear Ms. Underwood:

We understand that National Utilities Refund, LLC d/b/a/ National Energy has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

Because National Utilities Refund, LLC d/b/a/ National Energy intends to only provide natural gas aggregating, brokering and consulting services at this time, we have determined that National Utilities Refund, LLC d/b/a/ National Energy will not be required to post a bond or other form of financial security instrument to provide these services in our service area. However, if the services provided change in the future, we reserve the right to require security from National Utilities Refund, LLC d/b/a/ National Energy as deemed appropriate.

If you have any questions, please contact Mrs. Marjorie Johnston at 570-888-9664.

Sincerely,



Robert J. Crocker
President & CEO

RJC/ss

cc: M. Johnston, Valley Energy
dgluck@licenseiogix.com
RGuillaume@licenseiogix.com

ORIGIN ID: NESA (800) 292-0909
DAVID YOUNT
DAVID YOUNT
140 GRAND STREET
SUITE 300
WHITE PLAINS, NY 10601
UNITED STATES US

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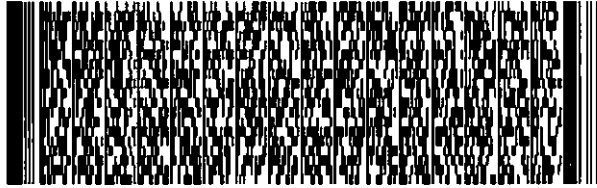
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TO PA PUBLIC UTILITY COMMISSION
ROSEMARY CHIAVETTA, SECRETARY
400 NORTH STREET

HARRISBURG PA 17120

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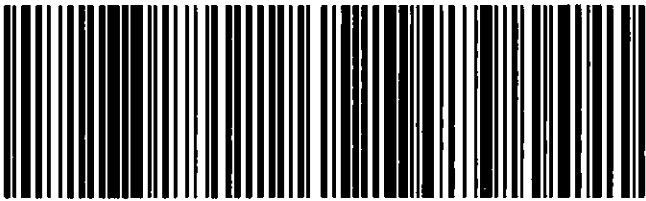
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