

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Apollo Edison LLC, for approval to offer, render, furnish, or supply electricity or electric generation services as a Broker / Marketer engaged in the business of supplying electricity services 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:

Apollo Edison LLC (potentially using tradename Apollo in conversation)
310 Nottingham Drive
Spring City, PA 19475
www.apolloedison.com
Phone: 844-927-6556

- 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.

Applicant maintains a primary address in Pennsylvania.

- 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.

Kenneth S. Antos
Principal
310 Nottingham Drive
Spring City, PA 19475
Phone: 844-927-6556
kantos@apolloedison.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.

Jay Heidbrink
Apollo Edison LLC
4329 Stanford Avenue
Dallas, TX 75225
Phone: 617-283-2573
Jay.heidbrink@gmail.com

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS: (Required of ALL Applicants)** Provide the name, title, address, telephone number, FAX number, and e-mail OF THE PERSON AND AN ALTERNATE PERSON (2 REQUIRED) responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Electric Distribution Company, the

Kenneth S. Antos
Principal
310 Nottingham Drive
Spring City, PA 19475
Phone: 844-927-6556
kantos@apolloedison.com

Jessica L. Antos
Chief Customer Officer
310 Nottingham Drive
Spring City, PA 19475
Phone: 856-381-7389
jantos@apolloedison.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, Form PA-953.

or

☒ The Applicant will not be using a fictitious name.

b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**

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

☐ The Applicant is a sole proprietor.

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

or

☐ The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

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

or

☒ The Applicant is a:

- ☐ domestic corporation (15 Pa. C.S. §1308)
- ☐ foreign corporation (15 Pa. C.S. §4124)
- ☒ domestic limited liability company (15 Pa. C.S. §8913)
- ☐ foreign limited liability company (15 Pa. C.S. §8981)
- ☐ Other (Describe):

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.

Apollo Edison LLC is a Delaware LLC setup in the Commonwealth of Pennsylvania. Filing Documentation is located in Appendix N.

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

Apollo Edison LLC is a Delaware LLC setup in the Commonwealth of Pennsylvania. Filing Documentation is located in Appendix N.

- Give name and address of officers.

Kenneth S. Antos
Principal
310 Nottingham Drive
Spring City, PA 19475

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.

The Applicant does not have any affiliates doing business.

- 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.

The Applicant does not have any predecessors that have done business.

4. OPERATIONS

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

Definitions

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

☐ The Applicant is presently doing business in Pennsylvania as a

- ☐ municipal electric corporation
- ☐ electric cooperative
- ☐ local gas distribution company
- ☐ provider of electric generation, transmission or distribution services
- ☐ broker/marketer engaged in the business of supplying electricity services
- ☐ Other; Identify the nature of service being rendered.

or

☒ The Applicant is not presently doing business in Pennsylvania.

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

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

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

Applicant will be representing residential, commercial, industrial and governmental customers in the Electric supply purchasing process. Applicant will act as a supplier paid broker and customer paid consultant to obtain electric prices utilizing an RFP process. Applicant will assist customers in selecting suppliers and negotiating electric supply contracts. Applicant will operate transparently with end-user customers, channels, and suppliers in the marketplace.

Beyond electric, the Applicant is also simultaneously filing for Natural Gas broker licensing. The Applicant will also be consulting customers for Demand Response services, Energy Efficiency and Distributed Generation solutions.

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

- ☐ Citizens' Electric
- ☐ Duquesne Light
- ☐ Met-Ed
- ☐ PECO
- ☐ Penelec
- ☐ Penn Power

- ☐ Pike
- ☐ PPL
- ☐ UGI Utilities
- ☐ Wellsboro
- ☐ West Penn

☒ Entire Commonwealth of PA

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

- ☐ Residential Customers
- ☐ Small Commercial Customers - (25 kW and Under)
- ☐ Residential and Small Commercial as Mixed Meter **ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)**
- ☐ Large Commercial Customers - (Over 25 kW)
- ☐ Industrial Customers
- ☐ Governmental Customers
- ☒ All of above (Except Mixed Meter)
- ☐ Other (Describe):

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

December 1, 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.

Applicant has no proceedings to list.

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

Applicant has no proceedings to list.

c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints, in the Commonwealth of Pennsylvania or any state, 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. **Applicant should also include if it had a Pennsylvania PUC EGS or NGS license previously cancelled by the Commission.** If the Applicant has no actions or complaints to list, explicitly state such.

Applicant has no actions or complaints to list.

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

Applicant has no actions or complaints to list.

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:

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

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

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

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

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

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

Pike County Light & Power Company:
Vice President – Energy Supply
Corning Natural Gas Holding Corporation
330 West William Street
Corning, NY 14830

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

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

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

PPL:
Office of General Counsel
Attn: Kimberly A. Klock
PPL
Two North Ninth Street (GENTW3)
Allentown, PA 18101-1179

Met-Ed, Penelec, and Penn Power:

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI:

UGI Utilities, Inc.
Attn: Rates Dept. -- Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

Citizens' Electric Company:

Citizens' Electric Company
Attn: EGS Coordination
1775 Industrial Boulevard
Lewisburg, PA 17837

Wellsboro Electric Company:

Wellsboro Electric Company
Attn: EGS Coordination
33 Austin Street
P. O. Box 138
Wellsboro, PA 16901

7. FINANCIAL FITNESS

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

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

CRITICAL BONDING NOTES:

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

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

Template versions of a continuous bond, fixed-term bond, continuous letter of credit, and parental guarantee are attached at Appendix E, F, G, & H, respectively. Applicant's security must follow language from these examples, and must include the unmodified language outlined in Appendix D. Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.

Copy of Continuous Bond can be found in Appendix E.

- 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.

- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements exhibiting accounts over a minimum two year period.
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

See Appendix O – Financial Information (CONFIDENTIAL)

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

Applicant is a Broker/Marketer

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

Applicant will primarily act as a Broker, and collect fees from Suppliers as electric flows and is billed to the Customer. The fee structure will be disclosed and agreed upon with the Customer and in writing in the RFP documents.

Some customers may opt to pay Applicant directly on retainer for services, acting as a Consultant.

- 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.

Kenneth S. Antos
Principal
310 Nottingham Drive
Spring City, PA 19475
Phone: 844-927-6556
kantos@apolloedison.com

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

Attached in Appendix I (CONFIDENTIAL)

8. TECHNICAL FITNESS:

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

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

- Applicant's previous experience in the electricity industry.
- Summary and proof of licenses as a supplier of electric 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.
- Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS within the Commonwealth.
- Any other information appropriate to ensure the technical capabilities of the Applicant.

Principal of the Applicant Apollo Edison LLC, Kenneth S. Antos, has been in the energy industry since 2006. Kenneth has worked with hundreds of commercial, industrial and governmental customers sourcing electricity, natural gas, renewables, Demand Response and other energy related products & services. Kenneth is a native New Englander, getting his energy career started in those markets at World Energy Solutions, Inc. (since purchased by EnerNOC and now Enel). He spent a decade at the combined entities in various roles and markets. Kenneth has lived and worked in PJM since 2008 and relocated to the Commonwealth of PA just before the Electricity Rate Cap Expiration. He has lived in PA, met his wife and started his family all in PA, and it will continue to be the base of his business. The PA Electricity and Natural Gas brokerage licenses will be the first filed because of geography, but also a large existing customer base seeking procurement services. The other strategic reason to live in PA and near Valley Forge is to be located near PJM Operations. While licensing is pending, he may work on a consulting/retainer customer-paid basis, but ultimately develop agreements and compensation models with Suppliers.

Initial, Kenneth and his wife Jessica will operate as a small family owned & operated company. Over time as the business grows, he hopes to hire additional staff in PA to grow the company. Go-to-market strategy will be connecting and reconnecting with former clients to being servicing them and their referrals. Kenneth is also well networked in the Association of Energy Engineers (AEE), Edison Electric Institute (EEI) and other energy, facility, and governmental organizations where customers will be obtained.

Apollo Edison LLC will perform some print, online and event marketing for outreach mid-long term to grow the business beyond past prospects and customers. The company will keep customer informed with relevant and timely market updates and information to assist them in energy related matters.

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

- ☒ Internal – Applicant will use its own internal resources/employees for marketing
- ☐ External EGS – Applicant will contract with a PUC **LICENSED EGS** broker/marketer
- ☐ Affiliate – Applicant will use a **NON-EGS** affiliate marketing company and or individuals.
- ☐ External Third-Party – Applicant will contract with a **NON-EGS** third party marketing company and or individuals
- ☒ Other (Describe): Applicant will partner with Engineering and Energy Efficiency firms to market to Customers also.

c. **DOOR TO DOOR SALES:** Will the Applicant be implementing door to door sales activities?

- ☐ Yes
☒ No

If yes, will the Applicant be using verification procedures?

- ☐ Yes
☐ No

If yes, describe the Applicant's verification procedures.

d. **OVERSIGHT OF MARKETING:** Explain all methods Applicant will use to ensure all marketing is performed in an ethical manner, for both employees and subcontractors.

Principal of Apollo Edison LLC, Kenneth S. Antos, hold an MBA with concentration in Marketing Intelligence. All marketing materials and efforts will be disseminated utilizing a rigorous creation, approval and release process. Print, phone, online and event marketing efforts will be performed in a manner that adheres to the highest standards.

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.

Kenneth S. Antos
Principal

Resume attached in Appendix P

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

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

9. **DISCLOSURE STATEMENTS:**

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

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

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

Not applicant as Applicant is applying as a broker / marketer.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:

- proof of registration as a PJM Load Serving Entity (LSE), or
- proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

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

(Select only one of the following)

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

- b. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 54.43, as well as any future amendments.

☒ **AGREED**

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

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

- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

☒ AGREED

- d. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. Section 2809(D). Transferee will be required to file the appropriate licensing application.

☒ AGREED

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

☒ ACKNOWLEDGED

- f. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 54.34.

☒ AGREED

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

☒ AGREED

- h. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within twenty (20) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 54.34.

☒ AGREED

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

☒ AGREED

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

☒ AGREED

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

☒ PAYMENT ENCLOSED

11. AFFIDAVITS

Must be notarized before filing.

- a. **APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.
- b. **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

12. NEWSPAPER PUBLICATIONS

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

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service. The newspapers in which proof of publication are required is dependent on the service territories the applicant is proposing to serve.

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

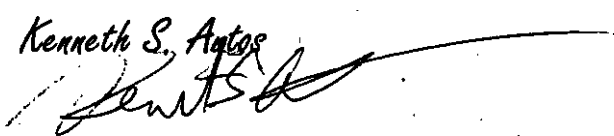
The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this application. Applicants do not need a docket number in their publication. Docket numbers will be issued when all criteria on the item 14 checklist (see below) are satisfied.

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices K and L)

13. SIGNATURE

Kenneth S. Antos



Applicant:: Apollo Edison LLC

By: Kenneth S. Antos

Title: Principal

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SECRETARY'S BUREAU

14. CHECKLIST

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

Applicant: Apollo Edison LLC

Applicant's Use	X	Signature	
	X	Filing Fee (CERTIFIED CHECK OR MONEY ORDER ONLY)	
	X	Application Affidavit	
	X	Operations Affidavit	
	X	Proof of Publication	
	X	Bond, Letter of Credit, or Parental/Affiliate Guarantee	
	X	Tax Certification Statement	
	X	Commonwealth Department of State Verification	
	X	Certificate of Service	
PUC Secretary's Bureau Use			

APPLICATION AFFIDAVIT

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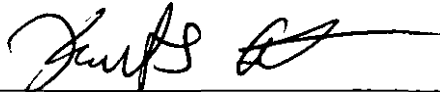
DEC - 8 2017

[Commonwealth/State] of PA :PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAUCounty of Chester :Kenneth S Antos, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:[He/she is the Principal (Office of Affiant) of Apollo Edison LLC (Name of Applicant);]

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

That the Applicant herein Apollo Edison LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).That the Applicant herein Apollo Edison LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.That the Applicant herein Apollo Edison LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.That the Applicant herein Apollo Edison LLC acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

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



Signature of Affiant

Sworn and subscribed before me this 1st day of December, 2017.

Signature of official administering oath

My commission expires 10/22/2019COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
TIMOTHY BOTTOMLEY, Notary Public
East Pikeland Township, Chester County
My Commission Expires October 22, 2019

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OPERATIONS AFFIDAVIT

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU[Commonwealth/State] of PA :

: ss.

County of Chester :Kenneth S. Antos, Affiant, being duly [sworn/affirmed] according to law,
deposes and says that:[He/she is the Principal (Office of Affiant) of Apollo Edison LLC
(Name of Applicant);]

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

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

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

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

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

Appendix B (Continued)

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

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

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



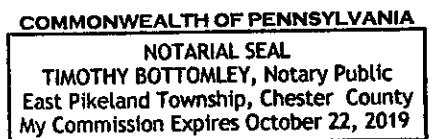
Signature of Affiant

Sworn and subscribed before me this 1st day of December, 2017.



Signature of official administering oath

My commission expires 10/22/2017.



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SECRETARY'S BUREAU

Appendix D

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

Electric Generation Supplier License Financial Instruments

Bonds or other financial instruments submitted in order to satisfy the licensing process must comply with the following:

The financial instrument, in the amount of \$250,000 for suppliers/aggregators or \$10,000 for brokers/marketers, should name the Pennsylvania Public Utility Commission as the obligee or beneficiary, and should contain the following unmodified language:

..." in accordance with Section 2809(c)(1)(i) of the Public Utility Code, 66 Pa. C.S. 2809(c)(1)(i), to assure compliance with applicable provisions of the Public Utility Code, 66 Pa. C.S. 101, et seq. and the rules and regulation of the Pennsylvania Public Utility Commission by the Principal as a licensed electric generation supplier; to ensure the payment of Gross Receipts Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. 2810; to ensure the payment of annual fees as authorized by Act 155 of 2014; to adhere to the requirements of the Alternative Energy Portfolio Standards Act, 73 P.S. § 1648.1 et seq. and 52 Pa.Code 75.1 et seq.; and to ensure the supply of electricity at retail in accordance with contracts, agreements or arrangement. Payment of claims shall have the following priority: (I) The Commonwealth of Pennsylvania; (II) Electric Distribution Companies for the reimbursement of Gross Receipts Tax; and (III) Private Individuals. Proceeds of the bond may not be used to pay any penalties or fines levied against the Principal for violations of the law, or for the payment of any other tax obligations owed to the Commonwealth of Pennsylvania."

The **ORIGINAL** financial instrument must be submitted, preferably by overnight delivery, to the Secretary of the Pennsylvania Public Utility Commission, 400 North Street, Keystone Building, Harrisburg, PA 17120. If the application is approved, the entry date of the Commission's Order will be the effective date of the license.

Applicants should CHOOSE ONE financial instrument template from Appendices E through H.

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SECRETARY'S BUREAU

Appendix L

EXAMPLE FORM OF NOTICE PUBLICATION FOR COMBINED EGS AND NGS

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

*Applications of **Apollo Edison LLC** _____ For Approval To Offer, Render, or
Furnish Services as a **Broker / Marketer** Engaged In The Business Of Supplying Natural Gas Supply
Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth
Of Pennsylvania.*

Apollo Edison LLC 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. **Apollo Edison LLC** will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker / marketer engaged in the business of supplying electricity. **Apollo Edison LLC** proposes to sell electricity, natural gas, and related services in the NGDCS AND EDCS listed below under the provisions of the new Natural Gas Choice and Competition Act and the Electricity Generation Customer Choice and Competition Act.

Natural Gas Distribution Companies (NGDS): Columbia Gas Of Pennsylvania, Inc., National Fuel Gas Distribution Corporation, PECO Gas (Exelon Corporation), Peoples Natural Gas Company LLC, Peoples-Equitable Division (Formerly Equitable Gas), Peoples Gas Company (Formerly Peoples TWP), Philadelphia Gas Works (PGW), UGI Central Penn Gas, UGI Penn Natural Gas, UGI Utilities Inc. (Gas) and Valley Energy.

Electric Distribution Companies (EDCS): Citizens Electric Of Lewisburg, Duquesne Light Company (DQE), Pennsylvania Power Company (Penn Power), Metropolitan Edison Company (Met-Ed), Pennsylvania Electric Company (Penelec), PPL Electric Utilities, PECO Energy Company (Electric), Pike County Light & Power Company (Electric), UGI Utilities Inc. (Electric), Wellsboro Electric Company, and West Penn Power

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **Apollo Edison LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to **Apollo Edison LLC's** attorney at the address listed below.

By and through Counsel: Jay Heidbrink

Apollo Edison LLC

4329 Stanford Avenue

Dallas, TX 75225

Phone: 617-283-2573

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

FILED ON: 12/01/17.

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Duane J. Moran, Notary Public
City of Erie, Erie County
My Commission Expires March 23, 2020



The Patriot News

LEGAL AFFIDAVIT

AD#: 0008447542

Commonwealth of Pennsylvania,) ss
County of Cumberland)

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

The Patriot News 12/03/2017

Principal Clerk of the Publisher

Sworn to and subscribed before me this 5th day of December 2017

Notary Public

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 **Apollo Edison LLC**
For Approval To

Offer, Render, or Furnish Services as a Broker / Marketer Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public in The Commonwealth Of Pennsylvania.

Apollo Edison LLC 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. Apollo Edison LLC will also be filing an application with the PUC for a license to supply electricity or electric generation services as a broker / marketer engaged in the business of supplying electricity. Apollo Edison LLC proposes to sell electricity, natural gas, and related services in the NGDCS AND EDCS listed below under the provisions of the new Natural Gas Choice and Competition Act and the Electricity Generation Customer Choice and Competition Act.

Natural Gas Distribution Companies (NGDS): Columbia Gas Of Pennsylvania, Inc., National Fuel Gas Distribution Corporation, PECO Gas (Exelon Corporation), Peoples Natural Gas Company LLC, Peoples-Equitable Division (Formerly Equitable Gas), Peoples Gas Company (Formerly Peoples TWP), Philadelphia Gas Works (PGW), UGI Central Penn Gas, UGI Penn Natural Gas, UGI Utilities Inc. (Gas) and Valley Energy.

Electric Distribution Companies (EDCS): Citizens Electric Of Lewisburg, Duquesne Light Company (DQE), Pennsylvania Power Company (Penn Power), Metropolitan Edison Company (Met-Ed), Pennsylvania Electric Company (Penelec), PPL Electric Utilities, PECO Energy Company (Electric), Pike County Light & Power Company (Electric), UGI Utilities Inc. (Electric), Wellsboro Electric Company, and West Penn Power.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Apollo Edison LLC may be

filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to Apollo Edison LLC's attorney at the address listed below.

By and through Counsel:
Jay Heidbrink
Apollo Edison LLC
4329 Stanford Avenue
Dallas, TX 75225
Phone: 617-283-2573

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SECRETARY'S BUREAU

Proof of Publication in The Philadelphia Inquirer
Under Act. No 160, P.L. 877, July 9, 1976

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

Cindy Jakubowski being duly sworn, deposes and says that The Philadelphia Inquirer is a daily newspaper published at 8th and Market Street, Philadelphia, Pennsylvania, which was established in the year 1829, since which date said daily newspaper has been regularly published and distributed 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 said daily newspaper on the following dates:

December 1, 2017

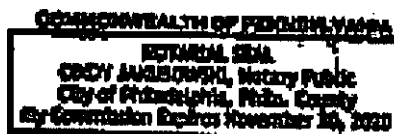
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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

Melissa J. Jurek

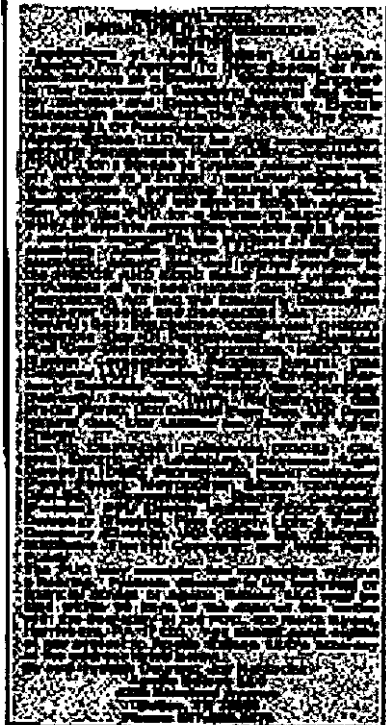
Sworn to and subscribed before me this 1st, day of
December, 2017.

Cindy Jakubowski
Notary Public

My Commission Expires:



Copy of Notice of Publication



Proof of Publication of Notices in Pittsburgh Post-Gazette

Under Act No 357, Approved May 16, 1929, PL 1784, as last amended by Act No 409 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss E. Fisher, 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 1893 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 1920 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1784 and the Pittsburgh Post, established in 1847, since which time the said Pittsburgh Post-Gazette has been regularly based 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 _____ edition and issue of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following date, viz:

44, December, 1917

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 above said notice or publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

COPY OF NOTICE OR PUBLICATION

[The following text is a reproduction of a notice or publication from the Pittsburgh Post-Gazette, dated December 4, 1917. It is partially obscured by a large black redaction box.]

[Signature]
I swear to and subscribe to the foregoing statement under oath.
December 01, 1917

[Signature]
COMMONWEALTH OF PENNSYLVANIA
JUDICIAL DEPT.
Martha L. Goodrich, Notary Public
Fifth St., Allegheny County
My Commission Expires May 12, 1920
Altoona, Pa. 16801

STATEMENT OF ADVERTISING COSTS
Apollo Edison LLC
310 Nottingham Dr
Arlon Kenneth Aston
Spring city PA 19475-3425

To PG Publishing Company

Total _____ \$742.50

PG PUBLISHER
hereby acknowledges
been fully paid
000
2301 State
CLINTON
Phone 412-

I hereby certify
and attest.

Publisher's Receipt for Advertising Costs

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

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

By _____

Original Proof of Publication and receipt for the Advertising costs in the subject matter of

By and through Counsel:
Joy Hechtbrist
Apollo Edison LLC
4325 Stanford Avenue
Boca Raton, FL 33433

Applicant's Filing and Charter Documentation

State | Zoom out (Ctrl+Minus)
Secretary of State
Division of Corporations
Delaware CD21 AM 10:46:2017
FILED CD21 AM 10:46:2017
SS 2017428700 - File Number 4571108

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

**FIRST
Name**

The name of the limited liability company is:
Apollo Edison LLC

**SECOND
Registered Agent**

The address of its registered office in the State of Delaware is
8 The Green, Suite R in the City of Dover. Zip code 19901.

The name of its registered agent at such address is
Resident Agents Inc.

**THIRD
Duration**

The duration of the limited liability company shall be perpetual.

**FOURTH
Purpose**

The purpose for which the company is organized is to conduct any
and all lawful business for which Limited Liability Companies can
be organized pursuant to Delaware statute.

In Witness Whereof, the undersigned have executed this
Certificate of Formation this 6th day of October, 2017.

By: Riley Park
Authorized Person
Name: Riley Park

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

☐ Return document by mail to:
Kenneth Steven Anton
 Name
310 Nottingham Drive
 Address
Spring City PA 19475
 City State Zip Code
☐ Return document by email to: _____

**Certificate of Organization Domestic
Limited Liability Company**
 DSCB-15-8821 (rev. 2/2017)



8821

Read all instructions prior to completing. This form may be submitted online at <https://www.ecorporations.pa.gov/>.

Fee: \$125.00

☐ I qualify for a veteran/veteran-owned small business fee exemption (see instructions)

In compliance with the requirements of 15 Pa.C.S. § 8821 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

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

2. Complete part (a) or (b) – not both:

(a) The address of the limited liability company's initial registered office in this Commonwealth is:
(post office box alone is not acceptable)

310 Nottingham Drive	Spring City	PA	19475	Chester
Number and Street	City	State	Zip	County

(b) name of its commercial registered office provider and the county of venue is:

c/o: _____
 Name of Commercial Registered Office Provider County

3. The name of each organizer is (all organizers must sign on page 2):

Name	Address
Apollo Edison LLC	310 Nottingham Drive, Spring City, Chester, PA, United States, 19475

4. Effective Date of Statement of Registration (check, and if appropriate complete, one of the following):

☒ The Certification of organization shall be effective upon filing in the Dept of State.

☐ The Certification of organization shall be effective _____ at _____
 on: Date (MM/DD/YYYY) Hour (if any)

PENN File: November 30, 2017

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PA PUBLIC UTILITY COMMISSION
 SECRETARY'S BUREAU

5. **Restricted professional companies only.**

Check the box if the limited liability company is organized to render a restricted professional service and check the type of restricted professional service(s).

- ☐ The company is a restricted professional company organized to render the following restricted professional service(s):
- ☐ Chiropractic
 - ☐ Dentistry
 - ☐ Law
 - ☐ Medicine and surgery
 - ☐ Optometry
 - ☐ Osteopathic medicine and surgery
 - ☐ Podiatric medicine
 - ☐ Public accounting
 - ☐ Psychology
 - ☐ Veterinary medicine

6. **Benefit companies only.**

Check the box immediately below if the limited liability company is organized as a benefit company.

- ☐ This limited liability company shall have the purpose of creating general public benefit

Optional specific public benefit purpose. Check the box immediately below if the benefit company is organized to have one or more specific public benefits and supply the specific public benefit(s). See instructions for examples of specific public benefit.

- ☐ This limited liability company shall have the purpose of creating the enumerated specific public benefit(s):

7. **For additional provisions of the certificate, if any, attach an 8½ x 11 sheet.**

IN TESTIMONY WHEREOF, the organizer(s) has (have) signed this Certificate of Organization this 10 day of November, 2017.

Apollo Edison LLC

Kenneth S. Aztec

Signature

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

Docketing Statement - New Entity DSCE: 15-134A (rev. 7/2015)	 134A
---	---

1. Entity Name:

Apollo Edison LLC

In the case of a foreign association which must use an alternate name to register to do business in Pennsylvania, the alternate name should be given.

2. Tax Responsible Party

Name of individual responsible for initial tax reports : Kenneth S Antez

310 Nottingham Drive, Spring City, Chester, PA, United States, 19375

Number and Street	City	State	Zip	County
-------------------	------	-------	-----	--------

3. Description of Business Activity:

Energy Broker / Consultant

4. FEIN (Employer Identification Number/Federal Tax Identification Number):

FEIN enables agencies to confirm that Commonwealth accounts are properly matched and that this request is processed without added delay. If the business entity does not currently have an FEIN, it can get a FEIN immediately by applying online at <http://www.irs.gov/Businesses/Small-Businesses-&Self-Employed/Employee-ID-Numbers-EIN>.

Appendix P

Resume of Principal Kenneth S. Antos

Kenneth S. Antos

310 Nottingham Drive, Spring City, PA 19475

kantos@globalphases.com Cell: (508) 612-4288

OBJECTIVE:

My objective is to seek career and business opportunities that foster professional growth.

EDUCATION:

University of Connecticut (UCONN) Storrs, CT, Completed 2005

Master of Business Administration (MBA): Dual concentrations in Management Consulting and Marketing Intelligence & Interactivity

Project Experience: 1) Managing Organizations project at the UCONN Health Center restructuring the workflow and budget for clinical, academic, & research areas within each department.

2) Integration Project at The Hartford Insurance Claims Center to reduce cycle time for insurance claims, increase efficiency & cooperation among departments. 3) Managing Consulting Practicum Project at the CT Department of Public Safety Headquarters and State Police.

Worcester Polytechnic Institute (WPI) Worcester, MA, Completed 2001

Bachelor of Science in Mechanical Engineering (BSME): Mechanical Design Concentration, Massachusetts Engineer-In-Training (EIT) Fundamentals of Engineering Exam (FEE)

Project Experience: 1) Global Studies Program in Puerto Rico for Interdisciplinary Qualifying Project: Designed an educational and recreational trail along the Rio Piedras River from the University of Puerto Rico Botanical Gardens to Luis Munoz Marin Park.

2) Major Qualifying Project: Design Study of a Grooved Ball Roller Element with research for patent application.

PROJECT & WORK EXPERIENCE:

WGL Energy Services, Inc. Vienna, VA, (October 2016 – Present) Business Development Manager focused on selling Electricity and Natural Gas commodity within the company footprint. Mostly focused on managing indirect business through 25 channel relationships. Incorporating WGL System offerings of Distributed Generation (solar/wind), Combined Heat & Power (CHP) and emerging Energy Efficiency (EE) Offerings into the solution set to differentiate from commodity. Responsible for managing channel relationships, hitting revenue targets, obtaining larger (5mWh+) customers, and growing PA marketshare.

EnerNOC, Inc. Boston, MA (June 2006 – September 2016 via World Energy Solutions acquisition) Business Development Manager (July 2015 – September 2016) Focused on selling Demand Response capacity in the PJM Marketplace.

Energy Procurement Specialist for Enterprise Accounts. Subject Matter Expert Resource for 2 Regional Sales Managers and 13 Business Development Managers for large Enterprise Commercial, Industrial and Governmental Customer Base. Involved with detailed Territory and Account Planning for the largest 2000 Energy Users domestically with global footprints. Involved with training and selling Demand Response, Utility Bill Management (UBM) and Energy Intelligence Software (EIS) into the PJM Commercial Mid-Market Segment.

EnerNOC Sales Training and execution for both Enterprise & Commercial Teams is based on the systematic and detailed "Force Management" approach.

World Energy Solutions, Inc. Worcester, MA (June 2006 – June 2015)

Vice President, Sales (January 2013 – June 2015) as a Regional Sales Manager for a team of 5 Sales Consultants and 1 Account Manager with quarterly and annual sales quotas. Responsible for mostly regional PJM growth of Commercial, Industrial and Governmental Customers for a publicly traded firm (XWES: NASDAQ). Managed legacy team through 2 Quarters post-acquisition into their new roles at the restructured organization.

Team and Individual efforts to consult generally large volume consumers of Electricity and Natural Gas to implement procurement strategies that manage risk & budgets. Running complex energy RFP bid processes, typically online, and facilitating contract execution.

Working with multiple online platforms including: proprietary Energy Exchange, company Public Shared Site and Exchange Server, and Salesforce.com

Developing and growing 3rd party Channel Partner relationships is an essential aspect to meeting sales goals. These partners include Affiliated Power Purchasers International, Aramark, Johnson Controls and Navigant Consulting.

Participate in biweekly Sales Management Calls and organize in regularly scheduled Time & Territory sessions with Sales Consultant Team.

Engaged with Company Steering Committees: World Energy Portal Development, Channel Partner Initiative and CRM.

Previous World Energy Roles include Vice President, Sales (Individual, 2010-2013), Director, Sales (Individual 2008-2010) and Account Manager (2006-2008)

World Energy "Key Performer" Award 2008, 2009, 2010 (Last year)

2010 Inaugural and Sole World Energy President's Award Recipient for Sales Excellence

2012, 2013, 2014 World Energy President's Club Award for Sales Excellence

Energy Subject Matter Expert: Various speaking engagements and quoted in industry publications including Press Releases, Restructuring Today and Energy Choice Matters.

Global Phases, LLC Lewes, DE (January 2003 – December 2014)

Holding company formed to manage consulting business for other clients and business ventures

Battery Park Bar & Lounge – Founding Partner in Bar & Restaurant: Boston MA (2010-2013)

The Warehouse on Broad – Founding Partner in Bar & Restaurant: Boston MA (2013-2014)

Founder of RallySocks: a Boston sports themed and ALS charity support venture

Founder / Partner of a racing & lifestyle apparel brand and micro-brewed beer concept

Involved with various aspects of these businesses including filing for intellectual property rights (trademarks & copyrights), graphic design for web, print & apparel, managing internet domains & service, web content design including online stores, managing merchant accounts, tax preparation, business registrations, inventory procurement, building business credit and relationships.

Spirol International: Danielson, CT (April 2002 - September 2003)

Mechanical Engineer performing machine design and automation projects.

Various Internships:

Putnam Precision Molding, Inc: Putnam, CT (May 2004 – September 2004)

MBA Internship developing a strategic plan for a manufacturing company including dealing with overseas pricing competition and maintaining a competitive advantage.

SolidWorks Corporation: Concord, MA (May 2001 – August 2001)

Engineering Internship working on projects to develop software content and program additions.

Cuno, Inc: Stafford Springs, CT (May 2000 – January 2001)

Engineering Internship (Co-op) involving engineering manufacturing and design projects.

SKILLS:

General: Procurement (Online & Auction) Contract Negotiation, Risk Management

General Software: Microsoft Office Suite, CRM / Salesforce.com, World Energy Exchange

Graphics Software: Adobe Creative Suite (PhotoShop, Illustrator), CorelDraw, Web Design
CAD Software: Solid Edge (Spiral), SolidWorks (see internship), ProEngineer (WPI), AutoCAD

CERTIFICATIONS

Association of Energy Engineers – Certified Energy Procurement Professional (CEP)
Association of Energy Engineers – 2010 Legends in Energy Recipient
Fundamentals of Engineering Examination (FEE) – Engineering in Training (EIT) Certified

ACTIVITIES & ORGANIZATIONS:

Association of Energy Engineers (Greater Philadelphia Chapter)
Private Pilot for General Aviation
Golf Digest Golf Course Rater Panel
The Union League of Philadelphia (Golf Club and Aviation Club)
The Philadelphia Cricket Club (Golf)
Stonewall Links (Social)

Appendix C

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

Example CERTIFICATE OF SERVICE

On this the 1st day of December 2017, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

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

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

Citizens' Electric Company
Attn: EGS Coordination
1775 Industrial Boulevard
Lewisburg, PA 17837

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

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


Vice President – Energy Supply
Corning Natural Gas Holding Corporation
330 West William Street
Corning, NY 14830

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

Office of General Counsel
Attn: Kimberly A. Klock
PPL
Two North Ninth Street (GENTW3)
Allentown, PA 18101-1179

UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

Wellsboro Electric Company
Attn: EGS Coordination
33 Austin Street
P. O. Box 138
Wellsboro, PA 16901


Kenneth S. Antos, Principal Apollo Edison LLC

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