

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Apollo Edison LLC d/b/a _____ for approval to offer, render, furnish, or supply natural gas supply services as a Broker/Marketer engaged in the business of supplying natural gas 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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- 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.

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.

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 I.

- 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 I.

- 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 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)

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):

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

Applicant will be representing residential, commercial, industrial and governmental customers in the natural gas supply purchasing process. Applicant will act as a supplier paid broker and customer paid consultant to obtain natural gas prices utilizing an RFP process. Applicant will assist customers in selecting suppliers and negotiating electricity supply contracts.

Beyond natural gas, the Applicant is also filing for Electricity 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 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 |

- Peoples Gas – Equitable Div.
- Peoples Natural Gas
- Peoples Gas Company

- UGI Utilities
- Valley Energy
- All of the above

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

- Residential Customers
- Small Commercial Customers - (Less than 6,000 Mcf annually)
- Residential and Small Commercial as Mixed Meter **ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)**
- Large Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of the 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 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.

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:

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

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.

<p>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</p>	
<p>Peoples Natural Gas – Equitable Division Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>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</p>
<p>The Peoples Natural Gas Company Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>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</p>

<p>Peoples Gas Company Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com</p>
<p>UGI Central Penn David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>	<p>UGI David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>
<p>Valley Energy Inc. Ed Rogers 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: erogers@ctenterprises.org</p>	<p>UGI Penn Natural David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>

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.
 - 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 I – Financial Information

- 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 Natural Gas 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 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.

Attached in Appendix D (CONFIDENTIAL)

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.

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 are 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 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): 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 J

9. DISCLOSURE STATEMENT:

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

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

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

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

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

- 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.

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.

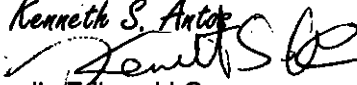
The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this application. Applicants do not need a docket number in their publication. Docket numbers will be issued when all criteria on the item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

See Appendix G for Publication Printed in All Newspapers

13. SIGNATURE

Kenneth S. Antos


Applicant: Apollo Edison LLC

By: Kenneth S. Antos

Title: Principal

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

14. CHECKLIST

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

Applicant: Apollo Edison LLC

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

Applicant's Use

PUC Secretary's Bureau Use

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SECRETARY'S BUREAU

Appendix A

APPLICATION AFFIDAVIT

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[Commonwealth/State] of PA :

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County of Chester :

SS. PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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 a natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

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 10/22/2019.

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

Appendix B

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SECRETARY'S BUREAU

OPERATIONS AFFIDAVIT

[Commonwealth/State] of PA :

SS.

County of Chester :

Kenneth S. Antes, 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 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 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 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 Apollo Edison LLC, 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 1st day of December, 2017.



Signature of official administering oath

My commission expires 10/22/2019.

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

RECEIVED
DEC - 8 2017
PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Appendix G

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

Appendix G
Notarized Proof of Publications

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

Apollo Edison LLC
310 Nottingham Drive
Spring City PA 19475

REFERENCE: 86052 283872
PUC Notice

STATE OF PENNSYLVANIA
COUNTY OF ERIE) SS:
Brenda L. Learn, 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, 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: 12/01/17

TOTAL COST: \$677.00

AD SPACE: 0 Lines

FILED ON: 12/01/17

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of Apollo Edison LLC (the "Applicant") for approval to enter into a purchase and sale agreement with the Appellee to provide natural gas supply services to a facility (the "Facility") at the location of providing natural gas service to Apollo Edison LLC (the "Facility") as shown on the map attached to the PUC by a letter to supply electricity to electric generation systems to a facility (the "Facility") at the location of providing natural gas service to the Applicant LLC pursuant to the Public Utility Code and the Public Utility Code and the Public Utility Code and the Public Utility Code and the Public Utility Code.

Notary Public: Barbara J. Mara, Notary Public, City of Erie, Erie County, Pennsylvania. My Commission Expires March 23, 2020.

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

Affiant: Brenda L. Learn
NOTARY: Barbara J. Mara

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Barbara J. Mara, Notary Public
City of Erie, Erie County
My Commission Expires March 23, 2020
VERITAS FORTIFICATA AUSTRIACONVICTI ROTUNDITAS



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

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

Notary Public

**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 Heldbrink
Apollo Edison LLC
4329 Stanford Avenue
Dallas, TX 75225
Phone: 617-283-2573

RECEIVED

DEC - 8 2017

PA PUBLIC UTILITY COMMISSION
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

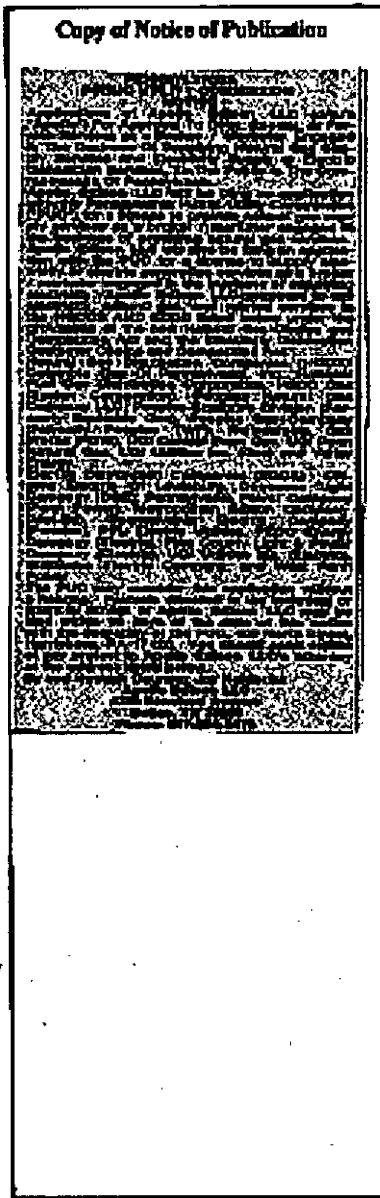
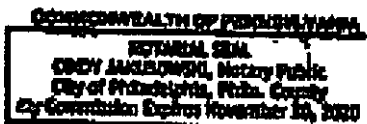
Affiant further deposes and says that she is an employee of the publisher of said newspaper and has been authorized to verify the foregoing statement and that she is not interested in the subject matter of the aforesaid notice of publication, and that all allegations in the foregoing statement as to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

Helene Jurewicz

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

Cindy Jakubowski
Notary Public

My Commission Expires:



Proof of Publication of Notice in Pittsburgh Post-Gazette

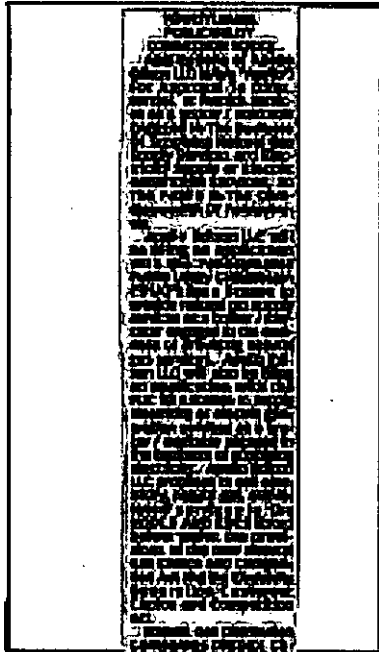
Under Act No 387, Approved May 16, 1929, PL 1784, as last amended by Act No 609 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss K. 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 1900 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 1950 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 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 _____ edition and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

01, December, 2017

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 matters under oath, that affiant is not interested in the subject matter of the aforesaid notice or publication, and that all allegations in the foregoing answers as to date, place and character of publication are true.

COPY OF NOTICE OR PUBLICATION



[Signature]
I do hereby certify
I swear to and subscribe before me this day of
December 01, 2017

[Signature]

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Margate L. Goodrich, Notary Public
Fidelity Sup., Allegheny County
My Commission Expires May 12, 2023

STATEMENT OF ADVERTISING COSTS
Apollo Edison LLC
210 Nottingham Dr
Attn: Kenneth Anton
Spring city PA 19075-3425

To PG Publishing Company

Total _____ \$742.50

Publisher's Receipt for Advertising Costs

PG PUBLISHING
hereby acknowledges
been fully paid

001
2201 State
CLUBTOWN,
Penn 412

I hereby certify
and notice.

, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation,
of the aforesaid advertising and publication costs and certifies that the same have

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

APOLLO EDISON
KEN
4329 STANFORD AVE DALLAS TX 75225

Account # 627009
Order # 82155082
Ad Price: 437.25

FORM OF NOTICE PUBLICATION

Ann Marie Fortson
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 of publication hereto attached is exactly as printed in the regular editions of the said newspaper on the following dates:

12/01/2017

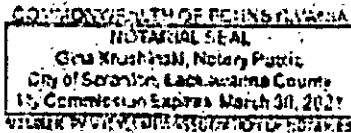
Affiant further deposes and says that neither the affiant nor The Scranton Times is interested in the subject matter of the aforesaid notice or advertisement and that all allegations in the foregoing statement as to time, place and character of publication are true.

Ann Marie Fortson

Sworn and subscribed to before me
this 7th day of December A.D., 2017

Kate Brumby

(Notary Public)



**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Application of Apollo Edison LLC 2017 "Apollo" for Approval To Order, Render, or Furnish Services as a Broker / Supplier Engaged to The Business Of Supplying Natural Gas Supply Services and Electricity Supply Of 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 / supplier 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 / supplier engaged in the business of supplying electricity. Apollo Edison LLC proposes to sell electricity, natural gas, and related services to the RUCS AND EDGS 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: DCCO, Columbia Gas of Pennsylvania, Inc., Niagara Falls Gas Distribution Corporation, NCGO Gas Service Corporation, Peoples Natural Gas Company LLC, Peoples Natural Gas Company LLC - Proton-Upgrade, Peoples Propane Equipment Gas, Peoples Gas Company Domestic, Peoples TRIP, Producible Gas Works (PUG), UGI Central Penn Gas, UGI Penn Natural Gas, UGI Utilities (Gas and Valley Energy).
- Electric Distribution Companies: EDGE, Othera Electric of Lehigh, Outback Life Company, DCN, Pennsylvania Power Company, Penn Power, Liberty One Edison Company (Market), Pennsylvania Electric Company (Market), PP Electric Utilities, PPG Energy Company (Electric), Penn County Light & Power Company (Electric), UGI Utilities Inc. (Generation), Webber Electric Company, and West Penn Power.

The PUC may consider this application without a hearing. Petitions directed to the technical or financial staffs of Apollo Edison LLC may be filed within 10 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17102. You should send copies of any protest to Apollo Edison LLC's attorney at the address listed below.

Be said through Counsel;
Jay Hebborn
Apollo Edison LLC
4329 Stanford Avenue
Dallas, TX 75225

Appendix I

Applicant's Filing and Charter Documentation

Zoom out (Ctrl+MINUS)
Secretary of State
Division of Corporations
Dover, DE 19901
FILED: 09:23 AM 10/06/2017
SR 20170005700 - File Number 6570100

**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 B 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

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

<input type="checkbox"/> Return document by mail to: Kenneth Steven Axtos Name 310 Nottingham Drive Address Spring City PA 19475 City State Zip Code <input type="checkbox"/> Return document by email to: _____	Certificate of Organization Domestic Limited Liability Company DSCB:13-8821 (rev. 2/2017)  8821
---	---

Read all instructions prior to completing. This form may be submitted online at <http://www.corporations.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 certificates 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)

<u>310 Nottingham Drive</u>	<u>Spring City</u>	<u>PA</u>	<u>19475</u>	<u>Chester</u>
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
<u>Apollo Edison LLC</u>	<u>310 Nottingham Drive, Spring City, Chester, PA, United States, 19475</u>
_____	_____
_____	_____

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)

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 8 1/2 x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have) signed this Certificate of Organization this 30 day of November, 2017.

Apollo Edison LLC

Kenneth S. Azus

Signature

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

Docketing Statement - New Entry DSCB: 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 Antos

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]:

[REDACTED]
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/Employer-ID-Number-EIN>.

Appendix K

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 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 Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com	National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com
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