

# BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Atlas Commodities II Retail Energy, LLC, d/b/a Atlas Retail, for approval to offer, render, furnish, or supply natural gas supply services as a(n) 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:

Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail  
 3900 Essex Lane, Suite 775, Houston, Texas 77027  
 www.atlascommodities.com  
 281-407-2500

- 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.

National Registered Agents, Inc.  
 600 North Second Street, Harrisburg, PA 17101  
 Phone 800-550-6724 Fax 913-851-0713

- 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.

Stephen Roberson, Managing Director  
 3900 Essex Lane, Suite 775, Houston, Texas 77027  
 Phone 281-407-2500 Email retailreg@atlascommodities.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.

Geoffrey Berg  
 3700 Buffalo Speedway, Suite 1150, Houston, Texas 77098  
 Phone 713-526-0200 Email gberg@bergplummer.com

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

<p><b>Michael Wirkus, Director of Pricing &amp; Client Operations</b>          3900 Essex Lane, Suite 775          Houston, Texas 77027          Phone 203-215-0067          Email: retailreg@atlascommodities.com</p>	<p><b>Stephen Roberson, Managing Director</b>          3900 Essex Lane, Suite 775          Houston, Texas 77027          Phone 603-583-4512          Email retailreg@atlascommodities.com</p>
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PA PUBLIC UTILITY COMMISSION  
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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.

See Exhibit A-1

**Or**

The Applicant will not be using a fictitious name.

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

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

The Applicant is a sole proprietor.

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

**Or**

The Applicant is a:

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

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

**or**

The Applicant is a:

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

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

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

- Give name and address of officers.

Craig Taylor  
James Marshall  
3900 Essex Lane, Suite 775  
Houston, TX 77027

### 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.

Atlas Commodities, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027

Atlas Field Services, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027

Neither Atlas Commodities, LLC nor Atlas Field Services, LLC is a jurisdictional public utility.

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.

Atlas Commodities, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027  
www.atlascommodities.com  
281-407-2500

In 2017, Atlas Commodities, LLC began the process of setting up an affiliated company (Applicant), with the same ownership structure, to separate the retail division from the rest of Atlas' business for reporting purposes. Atlas intends to shift all retail operations to this new entity to serve commercial and industrial clients in states such as the Commonwealth of Pennsylvania.

#### 4. OPERATIONS

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

Definitions

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

The Applicant is presently doing business in Pennsylvania as a

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

Applicant is presently doing business in Pennsylvania as a broker engaged in the business of supplying electricity services.

**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 act as a natural gas broker. Consulting services will include procurement, demand response, load optimization, demand side services, sustainability solutions, and data management. Atlas will look to serve non-residential customers in the state of Pennsylvania.

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

- |   |  |
|---|--|
| <input type="checkbox"/> Columbia                     | <input type="checkbox"/> Philadelphia Gas Works      |
| <input type="checkbox"/> National Fuel Gas            | <input type="checkbox"/> UGI Central Penn            |
| <input type="checkbox"/> PECO                         | <input type="checkbox"/> UGI Penn natural            |
| <input type="checkbox"/> Peoples Gas – Equitable Div. | <input type="checkbox"/> UGI Utilities               |
| <input type="checkbox"/> Peoples Natural Gas          | <input type="checkbox"/> Valley Energy               |
| <input type="checkbox"/> Peoples Gas Company          | <input checked="" type="checkbox"/> 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 above (Except Mixed Meter)
- Other (Describe):

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

Applicant proposes to actively market within the Commonwealth upon approval by the Commission.

## 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.

See Exhibit C (confidential)

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

See Exhibit C (confidential)

- 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. **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.

See Exhibit C (confidential)

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

See Exhibit C (confidential)

## 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><b>Columbia Gas of PA, Inc.</b>  Michele Caddell  290 W. Nationwide Blvd.  Columbus, OH 43215  PH: 614.460.6841  FAX: 614.460.8447  e-mail: <a href="mailto:mcaddell@nisource.com">mcaddell@nisource.com</a></p>	
<p><b>Peoples Natural Gas – Equitable Division</b>  Lynda Petrichevich  375 North Shore Drive  Pittsburgh, PA 15212  PH: 412.208.6528  FAX: 412.208.6577  e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>National Fuel Gas Distribution Corp.</b>  David D. Wolford  6363 Main Street  Williamsville, NY 14221  PH: 716.857.7483  FAX: 716.857.7479  e-mail: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.com</a></p>
<p><b>The Peoples Natural Gas Company</b>  Lynda Petrichevich  375 North Shore Drive  Pittsburgh, PA 15212  PH: 412.208.6528  FAX: 412.208.6577  e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>PECO</b>  Carlos Thillet, Manager, Gas Supply and Transportation  2301 Market Street, S9-2  Philadelphia, PA 19103  PH: 215.841.6452  Email: <a href="mailto:carlos.thillet@exeloncorp.com">carlos.thillet@exeloncorp.com</a></p>
<p><b>Peoples Gas Company</b>  Lynda Petrichevich  375 North Shore Drive  Pittsburgh, PA 15212  PH: 412.208.6528  FAX: 412.208.6577  e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>Philadelphia Gas Works</b>  Nicholas LaPergola  800 West Montgomery Avenue  Philadelphia, PA 19122  PH: 215.684.6278  email: <a href="mailto:nicholas.lapergola@pqworks.com">nicholas.lapergola@pqworks.com</a></p>
<p><b>UGI Central Penn</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>	<p><b>UGI</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<p><b>Valley Energy Inc.</b>  Ed Rogers  523 South Keystone Avenue  Sayre, PA 18840-0340  PH: 570.888-9664  FAX: 570.888.6199  email: <a href="mailto:erogers@ctenterprises.org">erogers@ctenterprises.org</a></p>	<p><b>UGI Penn Natural</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></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.

See Exhibit D

- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies. See Exhibits E, E-1 (confidential)
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)  
See Exhibit F (confidential)
- Applicant's accounting statements, including balance sheet and income statements for the past two years. See Exhibit G (confidential)
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.  
See Exhibit F-1 (confidential)
- 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. See Exhibit H (confidential)
- 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 Exhibit I (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 will operate as a broker only.

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

Fees will either be collected through an embedded fee in the price of gas sold or on retainer where client will pay Atlas directly a prenegotiated quarterly fee for consulting services.



- 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.

Martin Baharestani, CPA  
148 Madison Ave, 11th Floor  
New York, NY 10016  
Phone: 212-686-1400  
Fax: 212-686-5148  
Email: martin@bzrllp.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.*

See Appendix D

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

- 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):

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.

All Atlas employees will be trained by management with over 30 years of collective energy experience to ensure appropriate and accurate statements are made when reaching out to potential clients. Employees will also be monitored by senior management and corrected if errors are made. Formal retraining will occur at least annually where proper guidelines and procedures are reviewed with all employees during formal training sessions.

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

See Exhibits E, J, L

## 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 Applicable

## 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 30<sup>th</sup> 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.

See 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.

See 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.

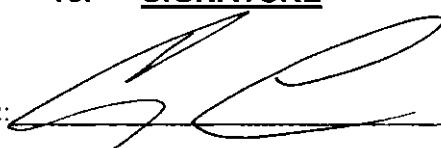
The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this application. Applicants do not need a docket number in their publication. Docket numbers will be issued when all criteria on the item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

See Exhibit M

	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)

**13. SIGNATURE**

Applicant:   
 By: Craig Taylor  
 Title: President

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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:** Atlas Commodities II Retail Energy, LLC

Applicant's Use	<b>Signature</b>	
	<b>Filing Fee (ONLY CERTIFIED CHECK OR MONEY ORDER)</b>	
	<b>Application Affidavit</b>	
	<b>Operations Affidavit</b>	
	<b>Proof of Publication</b>	
	<b>Tax Certification Statement</b>	
	<b>Commonwealth Department of State Verification</b>	
	<b>Certificate of Service</b>	

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

State of Texas

ss.

County of Harris

Craig Taylor, Affiant, being duly sworn according to law, deposes and says:

That he is the President of Atlas Commodities II Retail Energy, LLC.

That he is authorized to and does make this affidavit for said Applicant.

That the Applicant herein Atlas Commodities II Retail Energy, LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

That the Applicant herein Atlas Commodities II Retail Energy, LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Atlas Commodities II Retail Energy, 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 Atlas Commodities II Retail Energy, 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 knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.

Signature of Affiant

Sworn and subscribed before me this 10th day of July, 2018.

Signature of official administering oath

My commission expires 9/16/2019



## Appendix B

State of Texas :

: ss.

County of Harris :

Craig Taylor, Affiant, being duly sworn according to law, deposes and says:

That he is the President of Atlas Commodities II Retail Energy, LLC.

That he is authorized to and does make this affidavit for said Applicant.

That Atlas Commodities II Retail Energy, LLC, the Applicant herein, acknowledges that it 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 Atlas Commodities II Retail Energy, LLC, the Applicant herein, asserts that 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 Atlas Commodities II Retail Energy, 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)**

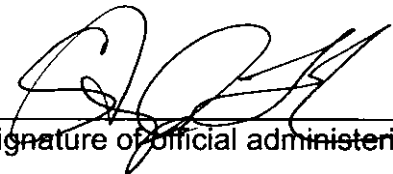
That Atlas Commodities II Retail Energy, LLC, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506 and the standards and billing practices of 52 PA. Code Chapter 56.

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 knowledge, information, and belief.

  
\_\_\_\_\_  
Signature of Affiant

Sworn and subscribed before me this 10<sup>th</sup> day of July, 2018.

  
\_\_\_\_\_  
Signature of official administering oath

My commission expires 9/16/2019



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SECRETARY'S BUREAU

**Appendix C**

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

**Example  
CERTIFICATE OF SERVICE**

On this the 9<sup>th</sup> day of July 2018, 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:

<p><b>Office of Consumer Advocate</b> 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120</p>	<p><b>Office of the Attorney General</b> Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120</p>
<p><b>Office of the Small Business Advocate</b> Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101</p>	<p><b>Commonwealth of Pennsylvania</b> Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946</p>
<p><b>Columbia Gas of PA, Inc.</b> Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com</p>	<p><b>Bureau of Investigation &amp; Enforcement</b> Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120</p>
<p><b>Peoples Natural Gas – Equitable Division</b> Lynda Petrichevich 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p><b>National Fuel Gas Distribution Corp.</b> David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com</p>
<p><b>The Peoples Natural Gas Company</b> Lynda Petrichevich 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p><b>PECO</b> 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><b>Peoples Gas Company</b> Lynda Petrichevich 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p><b>Philadelphia Gas Works</b> Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com</p>

<p><b>UGI Central Penn</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>	<p><b>UGI</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<p><b>Valley Energy Inc.</b>  Ed Rogers  523 South Keystone Avenue  Sayre, PA 18840-0340  PH: 570.888-9664  FAX: 570.888.6199  email: <a href="mailto:erogers@ctenterprises.org">erogers@ctenterprises.org</a></p>	<p><b>UGI Penn Natural</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>




Craig Taylor, President  
Atlas Commodities II Retail Energy, LLC

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SECRETARY'S BUREAU

Entity#: 6449306  
Date Filed: 09/02/2016  
Pedro A. Cortés  
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<b>CT - COUNTER</b> 1014 3478 SOPA 25	<b>Foreign Registration Statement</b> <small>FORM-16 417</small>  TCO160906JM0283
City _____ State _____ Zip Code _____ <input type="checkbox"/> Return document by email to:	

Read all instructions prior to completing. This form may be obtained at [www.revenue.state.pa.us/forms/REGISTRATION/REGISTRATION.PDF](http://www.revenue.state.pa.us/forms/REGISTRATION/REGISTRATION.PDF).

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 412 (relating to foreign registration statement), the undersigned foreign association hereby states that:

1. The type of association is (check only one):

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Business Corporation                 | <input type="checkbox"/> Limited Partnership                     | <input type="checkbox"/> Business Trust           |
| <input type="checkbox"/> Nonprofit Corporation                | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership   |   |

2. The full and proper name of the foreign association as registered in its jurisdiction of formation is:

Atlas Commodities II Retail Energy, LLC

2A. If the name in 2 does not contain a required designator or if the name in 2 is not available for use in the Commonwealth, the alternate name under which the association is registering in this Commonwealth is:

A resolution of the governors adopting the name in 2A for use in registering to do business in this Commonwealth must be attached.

3. The jurisdiction of formation is: Texas

4. The street and mailing address of the association's principal office.

24 Greenway Plaza, Ste. 445, Houston, TX 77046

Number and street \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_  
Mailing address same as above.

4A. The street and mailing address of the office, if any, required to be maintained by the law of the association's jurisdiction of formation in that jurisdiction:

24 Greenway Plaza, Ste. 445, Houston, TX 77046

Number and street \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_  
Mailing address same as above.

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

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

(a) \_\_\_\_\_  
Number and street City OR State Zip County

(b) of/c: National Registered Agents, Inc. Dauphin  
Name of Commercial Registered Office Provider County

6. Check one of the following:

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

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

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


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

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

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


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

IN TESTIMONY WHEREOF, the undersigned association has caused this Foreign Registration Statement to be signed by a duly authorized representative thereof this 24<sup>th</sup> day of August, 20 16.

Atlas Commodities II Retail Energy, LLC.  
 \_\_\_\_\_  
 Name of Association  
  
 \_\_\_\_\_  
 Signature  
 Craig Taylor  
 Manager  
 \_\_\_\_\_  
 Title

Entity# : 6594920  
 Date Filed : 08/18/2017  
 Pedro A. Cortés  
 Secretary of the Commonwealth

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

<input type="checkbox"/> Return document by mail to: <b>Geoffrey Berg</b> Name 4203 Montrose Blvd., Suite 260, Address <b>Houston TX 77006</b> City State Zip Code <input type="checkbox"/> Return document by email to: _____	<b>Registration of Fictitious Name</b> DSCB:54-311 (rev.2/2017)  <b>311</b>
---	--

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

Fee: \$70.00

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

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:  
**Atlas Retail**

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:  
**Broker Marketer engaged in the business of supplying electricity services**

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

<b>3900 Essex Lane, Suite 775</b>	<b>Houston</b>	<b>TX</b>	<b>77027</b>	<b>Out Of State</b>
<b>Number and street</b>	<b>City</b>	<b>State</b>	<b>Zip</b>	<b>County</b>

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State	Zip
<b>Craig Taylor</b>	<b>3900 Essex , Suite 775 , Houston , Out Of State , TX , United States ,</b>			<b>77027</b>
<b>S. James Marshall</b>	<b>3900 Essex , Suite 775 , Houston , Out Of State , TX , United States ,</b>			<b>77027</b>

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5. Each entity, other than an individual, interested in such business is (are):

Name	Form of Organization	Organizing Jurisdiction
------	----------------------	-------------------------

Principal Office Address

PA Registered Office, if any

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. (Optional): The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

Geoffrey Berg

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration of Fictitious Name to be executed this

18th day of August, 2017 .

Craig Taylor  
Individual Signature

S. James Marshall  
Individual Signature



## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Atlas Commodities II Retail Energy, LLC (file number 801968373), a Domestic Limited Liability Company (LLC), was filed in this office on April 09, 2014.

It is further certified that the entity status in Texas is in existence.

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SECRETARY'S BUREAU

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 15, 2017.



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos  
Secretary of State

Exhibit B - Section 2.b. Business Entity and Department of State Filings

*Come visit us on the internet at <http://www.sos.state.tx.us/>*



Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Nandita Berry  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Atlas Commodities II Retail Energy, LLC  
File Number: 801968373

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

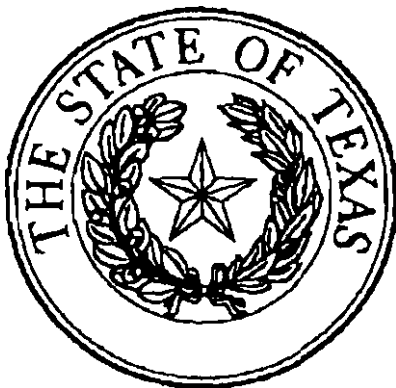
Dated: 04/09/2014

Effective: 04/09/2014

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



*NANDITA BERRY*

Nandita Berry  
Secretary of State

Exhibit B - Section 2.b. Business Entity and Department of State Filings

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

Phone: (512) 463-5555  
Prepared by: Bridget Swonke

Fax: (512) 463-5709  
TID: 10306

Dial: 7-1-1 for Relay Services  
Document: 538281740002

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/483-5709



Filed in the Office of the  
Secretary of State of Texas  
Filing #: 801968373 04/09/2014  
Document #: 538281740002  
Image Generated Electronically  
for Web Filing

Filing Fee: \$300

**Certificate of Formation  
Limited Liability Company**

**Article 1 - Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the entity is:

**Atlas Commodities II Retail Energy, LLC**

**Article 2 - Registered Agent and Registered Office**

A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below.

Name:

**Craig Taylor**

C. The business address of the registered agent and the registered office address is:

Street Address:

**24 East Greenway Plaza, Suite 445 Houston TX 77046**

**Consent of Registered Agent**

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

**Article 3 - Governing Authority**

A. The limited liability company is to be managed by managers.

OR

B. The limited liability company will not have managers. Management of the company is reserved to the members.

The names and addresses of the governing persons are set forth below.

Manager 1: **Stephen J Marshall**

Title: **Manager**

Address: **906 Ruthven Street Houston TX, USA 77019**

Manager 2: **Craig Taylor**

Title: **Manager**

Address: **24 East Greenway Plaza, Suite 445 Houston TX, USA 77046**

**Article 4 - Purpose**

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

**Supplemental Provisions / Information**

[The attached addendum, if any, is incorporated herein by reference.]

**Executed - TX SOS Name Consent.pdf**

**Organizer**

The name and address of the organizer are set forth below.

**Mark J. Pietrantone**      **Selman, Munson & Lerner, 1900 West Loop South, Ste. 850,  
Houston, Texas 77027**

**Effectiveness of Filing**

A. This document becomes effective when the document is filed by the secretary of state.

**OR**

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

**Mark J. Pietrantone**

Signature of Organizer

FILING OFFICE COPY

ATLAS COMMODITIES, LLC  
24 E. GREENWAY PLAZA, SUITE 445  
HOUSTON, TEXAS 77046

April 9, 2014

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Texas Secretary of State  
1019 Brazos  
Austin, Texas 78701

Re: Consent to Use of Name

Ladies and Gentlemen:

Please accept this letter as Atlas Commodities, LLC's consent to the use of the name "*Atlas Commodities II Retail Energy, LLC*" by a newly-formed entity.

Sincerely,



Craig Taylor  
President



UGI Utilities, Inc.  
2525 North 12<sup>th</sup> Street  
Suite 360  
Post Office Box 12677

May 30, 2018

Aimee Watson  
Atlas Retail Energy  
3900 Essex Lane, Suite 775  
Houston, TX 77027

RE: Atlas Retail Energy application to serve as a Natural Gas Broker

Dear Ms. Watson,

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

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

Sincerely,

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

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June 4, 2018

Aimee Watson  
Atlas Commodities II Retail Energy, LLC  
3900 Essex Lane, Suite 775  
Houston, Texas 77027

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Dear Aimee Watson:

We are pleased that Atlas Commodities II Retail Energy, LLC has applied for a license to provide Natural Gas Broker/Marketer Services on the distribution system of Columbia Gas of Pennsylvania, Inc. ("Columbia Gas").

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

If the creditworthiness requirement or Columbia Gas' exposure to Atlas Commodities II Retail Energy, LLC changes in the future, Columbia Gas might deem it appropriate to require Atlas Commodities II Retail Energy, LLC to provide a bond or other financial security instrument.

Please feel free to contact me at 614-460-4712 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,

*Patricia Chang*

Patricia Chang  
Manager of Choice and Transportation Support Services



375 North Shore Drive  
Pittsburgh, Pennsylvania 15212

[www.peoples-gas.com](http://www.peoples-gas.com)

**Carol Scanlon**  
Manager, Rates & Regulation

**Peoples Service Company LLC**  
Phone: 412-208-6931  
Email: [Carol.Scanlon@peoples-gas.com](mailto:Carol.Scanlon@peoples-gas.com)

June 4, 2018

**Craig Taylor**  
President  
Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail  
3900 Essex Lane, Suite 775  
Houston, Texas 77027

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JUL 11 2018  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Dear Mr. Taylor:

We are pleased that Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail has applied for a license to provide natural gas services on the Peoples Group of Companies. Specifically you have requested to be licensed as a supplier on the distribution systems of Peoples Natural Gas Company LLC, Peoples Natural Gas Company LLC – Equitable Division, and Peoples Gas Company LLC (formerly Peoples TWP) (“the Companies”).

Since Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail is not currently serving customers on the Peoples systems, we have determined at this time that Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail does not need a bond or other financial security requirement to provide these services to the Company’s customers.

If a Pool is established, and customers are enrolled which alters the creditworthiness requirement or the Company’s exposure to Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail provision of services on the Peoples’ system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

If you have any questions feel free to contact me at 412-208-6931 or by email at [Carol.Scanlon@peoples-gas.com](mailto:Carol.Scanlon@peoples-gas.com).

Sincerely,

**Carol Scanlon**  
Manager, Rates and Regulation  
Peoples Natural Gas Company LLC

Cc: Stephen Kelly  
Mina Speicher



An Exelon Company

June 5, 2018

Atlas Commodities II Retail Energy, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Re: Broker Requirements

Dear Atlas Commodities II Retail Energy, LLC:

PECO is aware that Atlas Commodities II Retail Energy, LLC has applied for a license to provide brokering and consulting services to commercial and industrial customers on the distribution system of PECO.

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

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

Respectfully submitted,

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

Carlos P. Thillet  
Manager, Gas Supply and Transportation  
2301 Market Street  
Philadelphia, Pa 19103





# VALLEY ENERGY

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

June 6, 2018

**VIA EMAIL**

Ms. Aimee Watson  
Atlas Commodities II Retail Energy, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027

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JUL 11 2018  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Dear Ms. Watson:

We understand that Atlas Commodities II Retail Energy, LLC has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

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

If you have any questions, please contact Jamie Levering at 570-888-9664.

Sincerely,

Edward E. Rogers  
President & CEO

EER/ss

cc: J. Levering, Valley Energy



**PHILADELPHIA GAS WORKS**  
800 West Montgomery Avenue • Philadelphia, PA 19122

June 28, 2018

Ms. Aimee Watson  
Atlas Commodities II Retail Energy, LLC  
3900 Essex Lane, Suite 775  
Houston, TX 77027  
Email: [aimee.watson@atlascommodities.com](mailto:aimee.watson@atlascommodities.com)

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RE: Security Requirement Bond for Atlas Commodities II Retail Energy, LLC

Dear Ms. Watson:

Philadelphia Gas Works ("PGW") is aware that Atlas Commodities II Retail Energy, LLC has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the services territory of Philadelphia Gas Works.

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

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

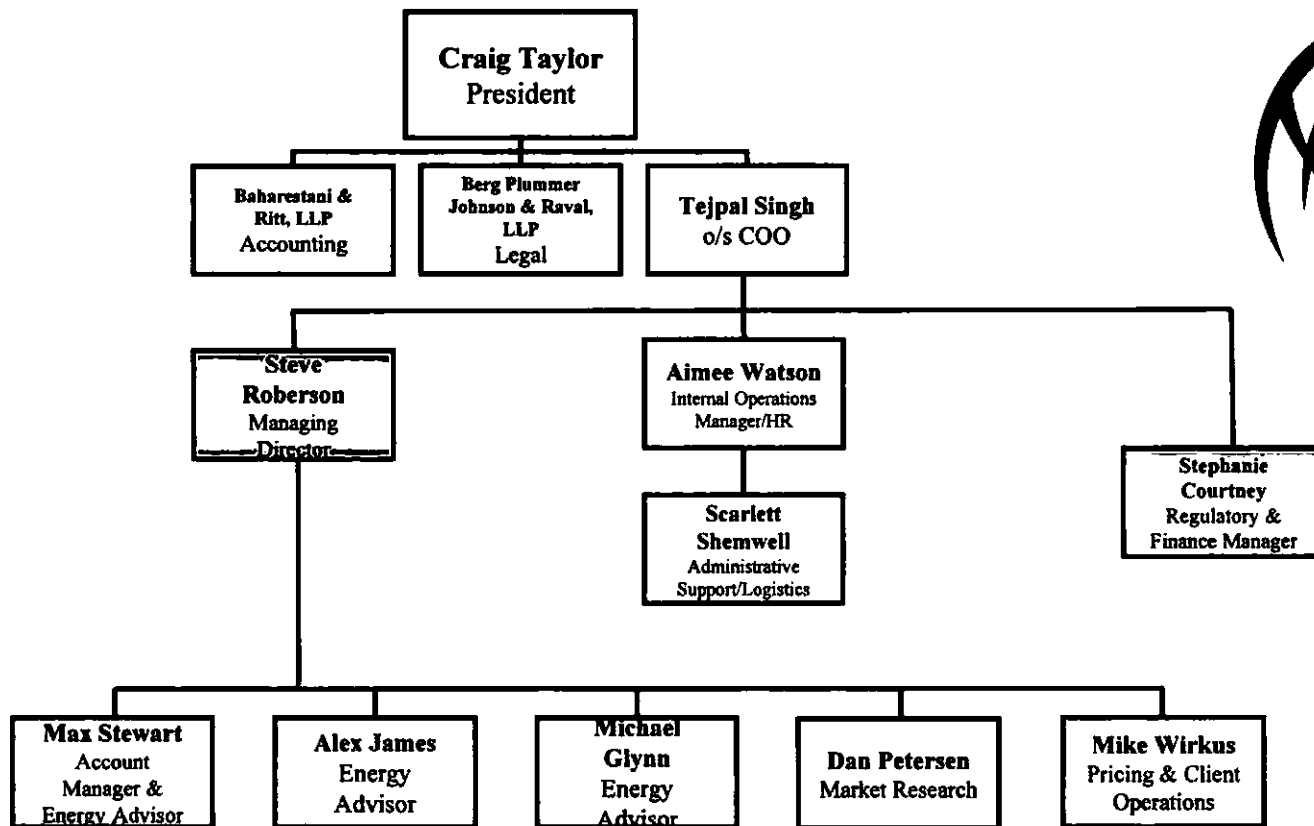
Based upon your representations, Philadelphia Gas Works has determined that, at this time, Atlas Commodities II Retail Energy, LLC does not need to post a bond or other form of security to operate in its service territory. If the services provided by Atlas Commodities II Retail Energy, LLC should change,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

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

Sincerely,

JOHN ZUK  
Vice President, Gas Supply

NL/dls



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 JUL 11 2018  
 PA PUBLIC UTILITY COMMISSION  
 SECRETARY'S BUREAU

EXHIBIT J

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PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**Section 8.a. Experience, Plan, Structure; Section 8.d. Officers**

**Previous Experience**

Atlas Commodities II Retail Energy, LLC's parent company Atlas Commodities, LLC has operated as an energy broker for both natural gas and electricity in all deregulated markets since 2013. It provided services which include procurement, sustainability, demand response, and data management. Over the course of those 4 years Atlas successfully managed 1,843,545,718 kWh and 9,926,367 Dth across the U.S.

In 2017 Atlas began the process of setting up an affiliate entity, with the same ownership structure, to separate the retail division from the rest of the company for reporting purposes. Atlas intends to shift all retail operations to this new entity and continue to serve commercial and industrial clients in states such as PA.

Atlas Commodities' retail division was started by a carefully selected group which extensive energy backgrounds. See next page for biographies for each. Each has held senior positions at established energy businesses such as Goldman Sachs, Mercuria, Tradition Energy, and White & Case.

**Staffing Structure, Numbers, and Training**

Atlas Commodities II Retail Energy, LLC currently employs 6 full-time individuals. Led by retail energy professionals Stephen Roberson and Michael Wirkus (biographies included), each employee goes through formal Atlas training program before becoming active in the market which includes in person classroom discussion, shadowing senior team members, and completing utility training sessions where available. Weekly phone discussions are organized with each member to discuss latest market developments and any regulatory changes. This is make sure our team is constantly armed with the latest information in the marketplace.

**Types of Customers**

Atlas is still in the process of completing the licensing process for the new entity. Once complete Atlas intends to serve commercial and industrial clients in all deregulated markets for both natural gas and electricity.

**Business Plans**

Atlas intends to target large commercial and industrial clients. Marketing will be completed by direct calls, emails, and references from current client base.

## **Biographies**

### **Craig Taylor, President**

Craig Taylor is Founder and President of Atlas Commodities. He oversees a multi-million US dollar portfolio of energy service and real estate companies. He is responsible for leading a team of 25+ professionals across three offices in the United States. Mr. Taylor is also co-founder of Atlas Scholars, a transformative education-based non-profit supported by leaders of the energy industry. He formerly worked in bank finance and M&A at White & Case, LLP. Mr. Taylor holds a law degree from Fordham University and is in the process of completing his joint MBA from the London Business School and Columbia University.

### **Tejpal Singh, COO (Contract)**

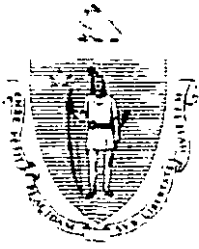
Tejpal Singh is o/s Chief Commercial Officer for Atlas Commodities. Mr. Singh has been key in leading several growth initiatives during his tenor at Atlas. Prior to assuming his role with Atlas in early 2012, he spent 6 years at Goldman Sachs where he was a Vice President in Commodity Trading. Following his time at Goldman, he traded energy products for Mercuria, a Swiss Commodity Trading company. Mr. Singh is also co-founder of Atlas Scholars, a transformative education-based non-profit supported by leaders of the energy industry. He holds a Bachelor's degree in Electrical Engineering and Management from McMaster.

### **Stephen Roberson, Managing Director**

Stephen Roberson serves as a Managing Director in the Atlas Retail Energy Group. He is responsible for overseeing the management of a diverse portfolio of Clientele. Prior to joining Atlas in 2013, Mr. Roberson spent 6 years at Tradition Energy as a Sr. Retail Energy Advisor and one of Traditions top performers. Mr. Roberson currently oversees a team of advisors and continues to plan an integral role in expanding Atlas' presence in the Retail Energy space. Mr. Roberson holds a Bachelor's degree in Political Science from the University of New Hampshire.

### **Michael Wirkus, Director of Pricing and Client Operations**

Michael Wirkus serves as a Director in the Atlas Retail Energy Group. He is responsible for overseeing retail business operations: this includes the responsibility of supplier management, market intelligence, client services, RFP submissions, and accounting. Prior to joining Atlas, Michael spent five years with Tradition Energy where he held roles as northeast wholesale energy broker and senior retail energy pricing analyst. Michael holds a Bachelor of Science in Finance from Siena College.



THE COMMONWEALTH OF MASSACHUSETTS  
DEPARTMENT OF PUBLIC UTILITIES

CHARLES D. BAKER  
GOVERNOR

KARYN E. POLITO  
LIEUTENANT GOVERNOR

MATTHEW A. BEATON  
SECRETARY OF ENERGY  
AND ENVIRONMENTAL AFFAIRS

ONE SOUTH STATION  
BOSTON, MA 02110  
(617) 305-3500

ANGELA M. O'CONNOR  
CHAIRMAN

ROBERT E. HAYDEN  
COMMISSIONER

CECILE M. FRASER  
COMMISSIONER

May 23, 2018

Steve Roberson  
Atlas Commodities II Retail Energy, LLC  
390 Essex Lane, Suite 775  
Houston, TX 77027

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JUL 11 2018  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Mr. Roberson,

The Department of Public Utilities has reviewed Atlas Commodities II Retail Energy, LLC's ("Atlas") renewal application for its Gas Retail Agent license to serve commercial and industrial customers in the Commonwealth of Massachusetts. I am pleased to inform you that the Company's renewal application has been approved. Atlas' license number is RA-098.

As a condition of maintaining its license, Atlas must file updated information within 30 days of any material change in the information required by 220 CMR 14.04(2), and must comply with all relevant requirements of G.L. c. 164, and the regulations promulgated thereunder, including 220 CMR 12.00, 14.00. If you decide to request a renewal of Atlas' license next year, please submit the renewal application no later than April 1, 2019.

Sincerely,

George Yiankos, Director, Gas Division

Exhibit K - Section 8.a. Experience, Plan, Structure

# STATE OF NEW HAMPSHIRE

## Inter-Department Communication

**DATE:** March 10, 2017

**AT (OFFICE):** NHPUC

**FROM:** Al-Azad Iqbal, Utility Analyst

**SUBJECT:** DM 17-008, Atlas Commodities II Retail Energy, LLC  
Registration to Provide Natural Gas Aggregation Service

**TO:** Commission  
Debra Howland, Executive Director

On January 13, 2017, Atlas Commodities II Retail Energy, LLC filed an application to register as a provider of natural gas aggregation service.

Staff has reviewed the application and has determined that the filing is complete. Staff, therefore, recommends approval of Atlas Commodities II Retail Energy, LLC's application to register as a provider of natural gas aggregation service, effective on the date of the Commission's approval letter, for a term of 2 years.

**The Public Utilities Commission of Ohio  
Ohio Competitive Retail Natural Gas Broker Certificate**

Issued pursuant to Case Number(s):  
**17-1733-GA-AGG**

is  
Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate Number:  
**17-618G (1)**

Granted to:  
**Atlas Commodities II Retail Energy LLC**

Whose office or principal place of business is located at:  
**3900 Essex Lane, Suite 775, Houston, TX 77027**

And is hereby certified to provide:  
**Retail Natural Gas Broker Services**  
within the state of Ohio, for a two-year period.

Certification Effective:  
**September 4, 2017 through September 4, 2019**


The certification of Ohio competitive retail natural gas aggregators/brokers is governed by Chapter 4901:1-27 of the Ohio Administrative Code and section 4929.20 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) as well as those under law, are not met.

Certified entity is subject to all rules and regulations of the commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio  
Dated: **September 6, 2017**

By Order of  
The Public Utilities Commission of Ohio

  
Barcy F. McNeal, Secretary  
Tanowa M. Troupe, Acting Secretary  
Fecelia D. Burdett, Acting Secretary



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JUL 11 2018

**CRAIG A. TAYLOR**

3222 Newcastle Drive  
Houston, Texas 77027

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU  
craig.taylor@atlascommodities.com

## **SUMMARY**

Founder and manager of multifaceted energy services and real-estate portfolio company. Lead 30+ employees across four offices throughout the U.S. Extensive cross-functional experience in start-ups, development and turnaround management. Built multimillion U.S. dollar company organically. Former bank finance and M&A attorney.

## **EXPERIENCE**

**Atlas Commodities, LLC, Houston, TX, USA**

2006-Present

### **Founder & President**

- Oversee and manage day to day business operations of over 30 employees in 4 offices across the United States and a full time consultant in Canada.
- Built wholesale brokerage desks generating 9 straight years of over \$4 million in revenue annually, retail energy advisory and procurement business generating over \$3 million in accounts receivable through 2018, acquired real estate portfolio of \$5 million in assets started a pipeline training and safety consulting business that reached profitability within 6 months of inception..
- Advised international clients in procuring emissions credits for U.S. facilities and LNG opportunities internationally.
- Led team in Southeast Asia on procuring carbon credits from Papa New Guinea.

**Atlas Retail, LLC**

2012-Present

### **Founder & President**

- Manage day to day operations of energy procurement and advisory team.
- Hired and managed team that generated over \$4 million in accounts receivable through 2018.

**Atlas Field Services, LLC, Houston, TX, USA**

2014-Present

- Oversee and manage day to day operations of safety training specialists
- Established chemicals and coatings business to offer to pipeline customers working with our safety training specialists.

**Atlas Scholars, LLC, Houston, TX, USA**

2012-Present

**Founder & President**

- Developed 3 year summer internship program providing class based curriculum, field trips, speaker series, college prep and live market trading experience.
- Guide motivated students with mentorship, scholarship and exposure to energy and finance industries in a performance based environment.

**SCS Commodities Corporation, New York, NY, USA**

2005-2006

**Natural Gas Options Broker**

- Executed option contracts with daily value in excess \$1 million on the floor of the NYMEX and in the over-the-counter market on behalf of firm clients.
- Developed relationships with multi-national banks, hedge funds and energy companies in order to build book of business and increase customer business.

**MBF Clearing Corporation, New York, NY, USA**

2003-2005

**Trader**

- Directed and maintained an energy futures book creating profit in excess of \$5 million annually.
- Made outright, spread and strip markets for brokers and traders in crude and natural gas pits on NYMEX

**White & Case, LLP, New York, NY, USA**

1996-2003

**Associate (2001 – 2003)**

- Bank Finance and Mergers & Acquisitions associate.
- Worked in Czech and Slovak Republics on privatization deals.
- Worked on credit agreements, letters of intent and acquisition agreements on behalf of firm's international and U.S. clients.

**Legal Assistant (1996 – 1998)**

- Supervised 35 contract attorneys and 50 legal assistants for document production to the Department of Justice related to antitrust issues of the Raytheon/Hughes merger and Ahold NV/Stop & Shop merger.

**United States Navy**

1992-1996

**Petty Officer 3<sup>rd</sup> Class - Presidential Honor Guard & USS Ticonderoga**

- Oversaw and trained platoon of 35-50 men and women for duties representing the U.S. Navy at ceremonies for the President of the United States, Chairman Joint Chiefs of Staff, Secretary of the Navy and the Chief of Naval operations.
- Led boarding parties of unidentified surface targets while conducting no-fly zone operations in the Adriatic Sea.
- Carried Presidential Flag at Richard Nixon's funeral ceremony.

## EDUCATION

**Columbia Business School**, New York, NY 2015-2017  
**London Business School**, London, UK  
MBA, Global Executive Program, May 2017

**FORDHAM UNIVERSITY LAW SCHOOL**, New York, NY, USA 1998 - 2001  
Juris Doctor. Law, May 2001

**UNIVERSITY OF MARYLAND**, Adelphi, MD, USA 1998  
Bachelor of Science. Management, May 1998

## ADDITIONAL INFORMATION

*Languages:* Conversational German; basic Indonesian.  
*Affiliations:* Board Member, Atlas Scholars Charity (2012-present)  
National Futures Association Series 3

# Stephen J. Roberson

42 Main Street New Castle New Hampshire 03854 • 781.366.1986  
<https://www.linkedin.com/in/stephen-roberson-0b392227/>

---

## RETAIL ENERGY MARKET PROFESSIONAL

Experienced energy professional specializing in advising large commercial and industrial (C&I) energy consumers. Critically focused on risk management and developing hedging strategies for both electricity and natural gas.

Extensive dealings with Clients across all major industries including data centers, food processing, plastics, general manufacturing, commercial real estate, hospitality and municipal/government accounts.

## PROFESSIONAL PROFILE

**Atlas Commodities, LLC – Retail Energy Group – Portsmouth, NH**  
*Managing Director – Retail Energy Group*

**2013 – Present**

Responsible for overseeing the growth of Atlas' Retail Energy Group and its expanding presence in all deregulated U.S. Energy markets. Manage a diverse portfolio of energy Clientele while hiring seasoned industry experts / training new hires.

- Lead the Retail Group to four consecutive years of growth
- Successfully identified, hired and trained employees without any previous experience in the energy industry into knowledgeable and trustworthy market advisors
- Trusted with the task of continuing to grow through multiple different verticals
  - Organic
  - Strategic Hires
  - Mergers / Acquisitions
- Maintain and grow personal portfolio of Clientele yearly with a 98%+ retention rate

**Tradition Energy – Burlington, MA / Stamford, CT**  
*Energy Advisor*

**2007 - 2013**

Developed a broad range of understanding and expertise in the deregulated energy industry. Tasked with and successfully established relationships with large energy users in the New England / PJM market and was consistently a top producer across five different offices. Received consistent promotions throughout the almost six year tenure and ended with being tasked with managing / overseeing some of Tradition's largest and most valued Clients.

## EDUCATION

**University of New Hampshire, Durham**  
*Bachelor of Science, May 2007*

**Columbia Business School**  
Executive Education, Leadership Essentials, 2017

## ADDITIONAL SKILLS

- Entrepreneurial
- Creative Thinker
- Desire to Learn
- Adaptable to Change
- Developing Leadership Skills



The Patriot News

LEGAL AFFIDAVIT

AD#: 0008634902

Commonwealth of Pennsylvania,) ss  
County of Cumberland)

Crystal Rosensteel 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 05/15/2018

Principal Clerk of the Publisher

Sworn to and subscribed before me this 16th day of May 2018

Notary Public

Commonwealth of Pennsylvania - Notary Seal  
Donna M. Maldonado, Notary Public  
Dauphin County  
My commission expires November 5, 2021  
Commission number 1252842  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE**

Application of Atlas Commodities II Retail Energy, LLC (d/b/a "Atlas Retail") For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier, Aggregator, or Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.

Atlas Commodities II Retail Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. Atlas Commodities II Retail Energy, LLC proposes to sell natural gas and related services in the entire commonwealth under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Atlas Commodities II Retail Energy, 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 Atlas Commodities II Retail Energy, LLC's attorney at the address listed below.

By and through Counsel:

Geoffrey Berg  
Berg Plummer Johnson & Royal,  
LLP  
3700 Buffalo Speedway, Suite 1150  
Houston, TX 77098  
713-524-0200  
832-615-2665 (fax)

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JUL 11 2018  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



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

ATLAS RETAIL  
STEPHANIE COURTNEY  
3900 ESSEX LANE, STE 775 HOUSTON TX 77027

Account # 629034  
Order # 82210973  
Ad Price: 273.90

RECEIVED

JUL 11

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

LEGAL NOTICE PENNSYLVANIA

Ann Marie Fortese

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

05/14/2018

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

Sworn and subscribed to before me  
this 14th day of May A.D., 2018

*Sharon Venturi*

(Notary Public)

Commonwealth of Pennsylvania - Notary Seal  
Sharon Venturi, Notary Public  
Lackawanna County  
My commission expires February 12, 2022  
Commission number 1254228  
Member, Pennsylvania Association of Notaries

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE  
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By and through Counsel:  
Geoffrey Berg  
Berg Plummer Johnson  
& Raval, LLP  
3700 Buffalo Speedway,  
Suite 1180  
Houston, TX 77098  
713-526-0200  
832-616-2665 (fax)

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

Atlas Retail  
3900 Essex Lane Suite 775  
Houston TX 77027

REFERENCE: 95913 314917  
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: 05/15/18

TOTAL COST: \$476.00 AD SPACE: 0 Lines

FILED ON: 05/15/18

RECEIVED

JUL 11 2018

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

Application of *Atlas Commodities II Retail Energy, LLC* (d/b/a "*Atlas Retail*") For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier, Aggregator, or Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.

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By and through Counsel: Geoffrey Berg  
Berg Plummer Johnson & Raval, LLP  
3700 Buffalo Speedway, Suite 1150  
Houston, TX 77098  
713-626-0200  
832-615-2665 (fax)

05314917

Sworn to and subscribed before me this 15<sup>th</sup> day of May 2018

Affiant: Brenda L. Learn

NOTARY: Barbara J. Moore

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

**Proof of Publication of Notice in Pittsburgh Post-Gazette**

Under Act No 587, Approved May 16, 1929, PL 1784, as last amended by Act No 409 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss K. Flaherty, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Gazette and Sun-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has been regularly issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was printed and published in the \_\_\_\_\_ regular \_\_\_\_\_ editions and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

**15 of May, 2018**

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

K. Flaherty  
PG Publishing Company  
Sworn to and subscribed before me this day of:  
May 15, 2018

Amy McCay

Commonwealth of Pennsylvania - Notary Seal  
AMY MCCAY - Notary Public  
Allegheny County  
My Commission Expires Jan 24, 2022  
Commission Number 1323004

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JUL 11 2018  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**STATEMENT OF ADVERTISING COSTS**  
Atlas Retail Energy  
3900 ESSEX LN STE 775  
Houston TX 77027-5395

To PG Publishing Company

Total ..... \$457.25

**Publisher's Receipt for Advertising Costs**

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

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

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

By [Signature] Bernard J. Arbutin

I hereby certify that the foregoing is the original Proof of Publication and receipt for the Advertising costs in the subject matter of said notice.

Attorney For

**COPY OF NOTICE OR PUBLICATION**

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE  
Application of Atlas Commodities II Retail Energy, LLC (d/b/a "Atlas Retail") For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier, Aggregator, or Marketer-Broker Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania

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By and through Counsel: Geoffrey Berg, Berg Plummer Johnson & Raval, LLP, 3700 Buffalo Speedway, Suite 1150, Houston, TX 77098, 713-526-0200, 832-615-2665 (fax)



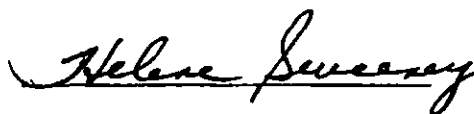
Proof of Publication in The Philadelphia Daily News  
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA  
COUNTY OF PHILADELPHIA

Helene Sweeney being duly sworn, deposes and says that **The Philadelphia Daily News** is a newspaper published daily, except Sunday, at Philadelphia, Pennsylvania, and was established in said city in 1925, since which date said newspaper has been regularly issued in said County, and that a copy of the printed notice of publication is attached hereto exactly as the same was printed and published in the regular editions and issues of the said newspaper on the following dates:

May 14, 2018

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.

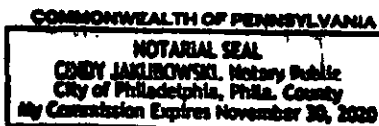


Sworn to and subscribed before me this 14th day of  
May, 2018.



*Cindy Jakubowski*  
Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA PUBLIC UTILITY  
COMMISSION NOTICE  
Application of Atlas Commodities II  
Retail Energy, LLC (d/b/a "Atlas Retail") For  
Approval To Offer, Render, or Furnish Natural  
Gas Services as a Supplier, Aggregator, or  
Marketer/Broker Engaged in The Business Of  
Supplying Natural Gas Supply Services, To The  
Public in The Commonwealth Of Pennsylvania.  
Atlas Commodities II Retail Energy, LLC will  
be filing an application with the Pennsylvania  
Public Utility Commission ("PUC") for a license  
to provide natural gas supply services as (1) a  
supplier or aggregator of natural gas, and (2) a  
broker/marketer engaged in the business of  
providing natural gas services. Atlas Commo-  
dities II Retail Energy, LLC proposes to sell nat-  
ural gas and related services in the entire com-  
monwealth under the provisions of the new Nat-  
ural Gas Choice and Competition Act.  
The PUC may consider this application without  
a hearing. Protests directed to the technical or  
financial fitness of Atlas Commodities II Retail  
Energy, 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 Atlas  
Commodities II Retail Energy, LLC's attorney  
at the address listed below.  
By and through Counsel: Geoffrey Berg  
Berg Plummer Johnson & Reval, LLP  
3700 Buffalo Speedway, Suite 1150  
Houston, TX 77068  
713-528-0200  
832-818-2666 (fax)

RECEIVED

JUL 11 2018

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RECEIVED

JUL 11 2018

COMMONWEALTH OF PENNSYLVANIA }  
County of Cambria } SS

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE  
Application of Atlas Commodities II Retail Energy, LLC  
(Atlas Retail) For Approval To Offer, Render, or  
Furnish Natural Gas Services as a Supplier, Aggregator,  
or Marketer/Broker Engaged in The Business Of Supplying  
Natural Gas Supply Services To The Public In The  
Commonwealth Of Pennsylvania  
Atlas Commodities II Retail Energy, LLC is filing an  
application with the Pennsylvania Public Utility  
Commission ("PUC") for a license to provide natural gas  
supply services as (1) a supplier or aggregator of natural  
gas, and (2) a broker/marketer engaged in the business of  
providing natural gas services. Atlas Commodities II  
Retail Energy, LLC proposes to sell natural gas and  
related services in the entire commonwealth under the  
provisions of the new Natural Gas Choice and Competition  
Act.  
The PUC may consider this application without a hearing.  
Protests directed to the technical or financial fitness of  
Atlas Commodities II Retail Energy, 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 Atlas Commodities  
II Retail Energy, LLC's attorney at the address listed  
below.  
By and through Counsel: Geoffrey Berg  
Berg Plummer Johnson & Raval, LLP  
3700 Buffalo Speedway, Suite 1150  
Houston, TX 77098  
713-529-0200  
632-615-2885 (fax)

On this 24th day of May A.D. 2018,  
before me, the subscriber, a Notary  
Public in and for said County and  
State, personally appeared  
Christine Marhefka, who being duly  
sworn according to law, deposes and  
says as Sales Manager / Major  
Accounts of the Tribune-Democrat,  
Johnstown, PA, a newspaper of  
general circulation as defined by the  
"Newspaper Advertising Act", a  
merger September 8, 1952, of the  
Johnstown Tribune, established  
December 7, 1853; and of the  
Johnstown Democrat, established  
March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and  
said matter published in said publication in the regular issues  
of said newspaper in Johnstown, PA, on May 15, 2018; and that the Affiant is not interested in  
that all of the allegations as to time, place and character of

*Christine Marhefka*

STATEMENT OF ADVERTISING COSTS

Signed and sworn to before me on  
24th day of May, 2018,  
by Christine Marhefka making the statement.

*Vivian Ohs*

0.00 Lines @ \$2.50 per line	0.00
6.5 Inches @ \$25.00 per inch	162.50
Notary Fee	5.00
Clerical Fee	2.50
<b>Total Cost</b>	<b>170.00</b>

Commonwealth of Pennsylvania - Notary Seal  
Vivian Ohs, Notary Public  
Cambria County  
My commission expires December 6, 2020  
Commission number 1123017  
Member, Pennsylvania Association of Notaries

To The Tribune-Democrat, Johnstown, PA  
For publishing the notice or publication  
attached hereto on the above stated dates.

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

\_\_\_\_\_ for publisher of \_\_\_\_\_  
a newspaper of general circulation, hereby acknowledges receipt of the aforesaid  
and publication costs and certifies that the same has been duly paid.

\_\_\_\_\_  
(Name of Newspaper)

By \_\_\_\_\_

RECEIVED

JUL 11 2018

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PROOF OF PUBLICATION OF NOTICE IN THE WILLIAMSPORT

SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA

COUNTY OF LYCOMING

SS:

Bernard A. Oravec, Publisher of the Sun-Gazette LLC publishers of the Williamsport Sun-Gazette, successor to the Williamsport Sun and the Gazette & Bulletin, both daily newspapers of general circulation, published at 252 West Fourth Street, Williamsport, Pennsylvania, being duly sworn, deposes and says that the Williamsport sun was established in 1870 and the Gazette & Bulletin was established in 1801, since which dates said successor, the Williamsport Sun-Gazette, has been regularly issued and published in the County of Lycoming aforesaid, and that a copy of the printed notice is attached hereto exactly as the same was printed and published in the regular editions of said Williamsport Sun-Gazette on the following dates, viz:

May 18, 2018

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

**PENNSYLVANIA  
PUBLIC UTILITY  
COMMISSION  
NOTICE**  
Application of Atlas Commodities II Retail Energy, LLC (d/b/a "Atlas Retail") For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier, Aggregator, or Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth Of Pennsylvania.  
Atlas Commodities II Retail Energy, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. Atlas Commodities II Retail Energy, LLC proposes to sell natural gas and related services in the entire commonwealth under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of Atlas Commodities II Retail Energy, 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 Atlas Commodities II Retail Energy, LLC's attorney at the address listed below.

By and through Counsel:  
Geoffrey Berg  
Berg Plummer Johnson  
& Reval, LLP  
3700 Buffalo Speedway,  
Suite 1150  
Houston, TX 77098  
713-528-0200  
832-616-2665 (fax)

*Bernard A. Oravec*

SUN-GAZETTE LLC

Sworn to and subscribed before me

The 18<sup>th</sup> day of May 20 18

*Beth A. Miller*  
COMMONWEALTH OF PENNSYLVANIA

Notary Public

NOTARIAL SEAL  
BETH A MILLER  
Notary Public  
CITY OF WILLIAMSPORT, LYCOMING COUNTY  
My Commission Expires Apr 18, 2020

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette LLC, Dr.:

For publishing the notice attached

Hereto on the above state dates.....\$256.24

Probated same.....\$

Total.....\$256.24

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

SUN-GAZETTE LLC

BY Bernard A. Oravec

ORIGIN ID:HOUA (281) 407-2446  
ATLAS COMMODITIES II RETAIL ENERGY,  
ATLAS COMMODITIES  
3900 ESSEX LANE  
SUITE 775  
HOUSTON, TX 77027  
UNITED STATES US

SHIP DATE: 11JUL18  
ACTWGT: 0.50 LB  
CAD: 111417190/NET3980

BILL SENDER

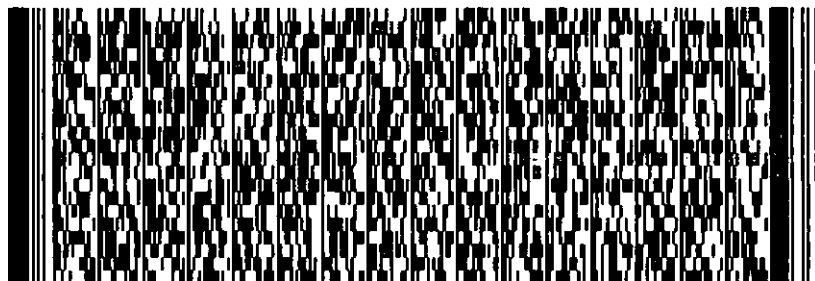
TO SECRETARY CHIAVETTA  
PENNSYLVANIA PUC  
400 NORTH STREET  
COMMONWEALTH KEYSTONE BUILDING  
HARRISBURG PA 17120

(281) 407-2500

REF:

INV:  
PO:

DEPT:



FedEx  
Express



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