

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Palmer Energy Company Inc, d/b/a _____, for approval to offer, render, furnish, or supply natural gas supply services as a(n) [as specified in item #4b below] to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (including any fictitious name or d/b/a), primary address, web address, and telephone number of Applicant:

Palmer Energy Company Inc
5577 Airport Highway, Suite 101
Toledo, OH 43615
www.palmerenergy.com
419-539-9180

- 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.

Registered Agent Solutions, Inc.
222 Jefferson Blvd., Suite 200
Warwick, RI 02888
P: 888-705-7274 F: 888-706-7274

- 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.

Robine Guillaume
Assistant Account Manager
140 Grand Street, Ste 300 White Plains, NY 10601
P: 800-2929-0909 F: 212-672-1105
Rguillaume@licenselogix.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.

Not using an attorney

- 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.

Andrea Flowers, Program Manager
5577 Airport Highway, Suite 101
Toledo, OH 43615
T: 419 539 9180 / F: 419 539 9185
aflowers@palmerenergy.com

Elaine Canning, Vice President
5577 Airport Highway, Suite 101
Toledo, OH 43615
ecanning@palmerenergy.com
419-491-1001

2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

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

Or

The Applicant will not be using a fictitious name.

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

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

The Applicant is a sole proprietor.

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

Or

The Applicant is a:

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

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

or

The Applicant is a:

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

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation.
- Give name and address of officers.

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.

Chamber Energy Solutions, Growers Energy Solutions, CCAO Energy Solutions, OML Energy Solutions, Alternative Gas & Electric Energy Solutions

- 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.

N/a.

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)

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.

Palmer Energy provides an independent outside source of expertise to secure a reliable supply of gas supply at the lowest practical cost for the client.

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.

Upon licensure.

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.

None

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

None

- 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.

None

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

None

6. PROOF OF SERVICE

Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.
(Example Certificate of Service is attached at Appendix C)

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

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

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

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

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

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

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

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

7. FINANCIAL FITNESS

a. **BONDING:** In accordance with 66 Pa. C.S. Section 2208(c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.

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

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee. *Insurance certificated provided*
- 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. *Bank a/c and tax returns provided*

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

N/A

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

Monthly consulting fees or a commission on each supply contract.

- 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.

Elaine Canning, Vice President
5577 Airport Highway, Suite 101
Toledo, OH 43615
ecanning@palmerenergy.com
419-491-1001

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

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

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

8. TECHNICAL FITNESS:

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

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

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

- 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.

Extensive employee training and only employees with proper training will call on customers. Average tenure of marketing people is over 8 years.

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.

Mark Frye, President
Elaine Canning, Vice President
Kirkland Mizerek, Executive Vice President

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.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

AGREED

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

AGREED

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

AGREED

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

ACKNOWLEDGED

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

AGREED

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

AGREED

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

AGREED

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

AGREED

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

PAYMENT ENCLOSED

11. AFFIDAVITS
(All affidavits must be notarized before filing.)

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

12. NEWSPAPER PUBLICATIONS

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

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

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

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

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Columbia Gas	X	X		X		X	X
National Fuel Gas				X			
PECO			X				
Peoples - Equitable	X			X			
Peoples Natural Gas	X			X			X
Peoples Gas Company				X			
Philadelphia Gas Works			X				
UGI		X	X		X		
UGI Central Penn	X	X	X	X	X	X	X
UGI Penn Natural		X			X	X	
Valley Energy					X	X	
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices F and G)

13. SIGNATURE

Applicant: Palmer Energy Company

By: 

Title: Vice President

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: Palmer Energy Company Inc

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

Applicant's Use

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of Ohio :

ss.

County of Lucas :

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

[He/she is the Vice President (Office of Affiant) of Palmer Energy Company (Name of Applicant);]

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

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

That the Applicant herein Palmer Energy Company has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

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

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

[Signature]
Signature of Affiant

Sworn and subscribed before me this 1st day of May, 2018.

[Signature]
Signature of official administering oath

My commission expires October 12, 2020



ANDREA R. STOKES
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES 10-12-2020

Appendix B

OPERATIONS AFFIDAVIT

[Commonwealth/State] of Ohio :

: SS.

County of Lucas :

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

[He/she is the Elaine Canning (Office of Affiant) of Vice President (Name of Applicant);]

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

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

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

That Palmer Energy Company, 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).

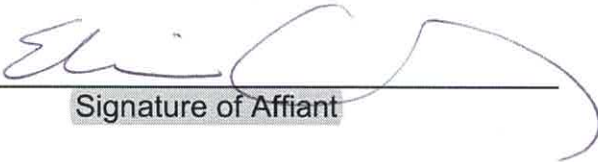
Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility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

Appendix B (Continued)

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

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

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



Signature of Affiant

Sworn and subscribed before me this 1st day of May, 2018.



Signature of official administering oath

My commission expires October 12, 2020.



ANDREA R. STOKES
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES 10-12-2020

Appendix C

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

Example CERTIFICATE OF SERVICE

On this the 26 day of April 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>Office of Consumer Advocate 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120</p>	<p>Office of the Attorney General Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120</p>
<p>Office of the Small Business Advocate Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101</p>	<p>Commonwealth of Pennsylvania Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946</p>
<p>Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com</p>	<p>Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120</p>
<p>Peoples Natural Gas – Equitable Division 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>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com</p>
<p>The Peoples Natural Gas Company Lynda Petrichevich 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>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com</p>
<p>Peoples Gas Company Lynda Petrichevich 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>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com</p>

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


Vice President, *Palmer Energy Company*

Appendix E

Sample Disclosure Statement Format for Natural Gas Suppliers

This is an agreement for natural gas services, between (NGS name) and (customer's name and full address).

Background

We at (NGS name) are licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is (A-XXXX-XXXXXXXX).

- Commodity prices and charges are set by the natural gas supplier you have chosen. The Public Utility Commission regulates distribution or delivery prices and services.
- *Include one of the two following options:*
 - You will receive a single bill from (billing agent name) that will contain (NGDC name) charges and (NGS name) charges.
 - You will receive a separate bill from (NGS name) for generation charges and a separate bill from (NGDC name) for its charges.
- Right of Rescission - you may cancel this agreement at any time before midnight of the third business day after receiving this disclosure. You can contact us by phone, in writing or electronically (if available) to cancel this agreement. See Section (X) for how to contact us.

Definitions

Define any terms that may not be commonly understood by consumers. See the glossary on www.pagasswitch.com for standard definitions.

- Commodity charges: *The charges for basic gas supply service which is sold either by volume (Ccf or Mcf) or heating value (Dekatherms).*
- Nonbasic Charges - *Define each nonbasic service being offered.*

Terms of Service

1. (a) **Basic Service Prices** - *Itemize Basic Services you are billing for and their prices.*

Include one of the following options:

Appendix I (Confidential)

Tax Certificate

The original will be mailed.

FIXED PRICE: You will pay (NGS Price) per (Mcf/Dth/ccf) for the commodity of natural gas.

- *Explain what is included in this price. The NGS's basic service price should include everything that is included in the NGDC's Price-to-Compare. Suggested language: "This price includes natural gas commodity charges, estimated Total State Taxes, but excludes applicable state and local Sales Tax."*

VARIABLE PRICE: You will pay a variable price that can change (monthly, quarterly, etc.). The price for the first billing period will be (NGS price).

- *Explain what is included in this price. The NGS's basic service price should include everything that is included in the NGDC's Price-to-Compare. Suggested language: "This price includes natural gas commodity charges and estimated Total State Taxes, but excludes applicable state and local Sales Tax."*
- *Suppliers are to include any variable pricing conditions and limits. If there are no limits, the NGS shall clearly and conspicuously state that there is no limit on how much the price may change from one billing cycle to the next. Information on the limits of price variability, or the lack of limits, must appear in a larger type size. The customer also needs to be informed of when and how they will receive notification of price changes. For example, if the customer is not going to be notified of price changes until the new price appears on their bill, the customer should be informed of this. If the customer will be receiving advance notice of price changes, the customer should be told when and how these notices will be provided.*
- More information about this variable price product, including what this price has been for the past 24 months, can be found at (www.companywebsite.com) or you can call ((XXX) XXX-XXXX). However, please remember that past prices do not indicate present or future prices.

INTRODUCTORY PRICE: You will pay an Introductory Price of (NGS Price) per (Mcf/Dth/ccf) for the commodity of natural gas for the first XX months/billing cycles. After this Introductory Price expires, you will pay (NGS Price) per (Mcf/Dth/ccf) for the commodity of natural gas.

- *Explain what is included in this price. The NGS's basic service price should include everything that is included in the NGDC's Price-to-Compare. Suggested language: "This price includes natural gas commodity charges and estimated Total State Taxes, but excludes applicable state and local Sales Tax."*

If the price is variable, the information found above concerning VARIABLE PRICES must be included.

(b) Other Basic and Nonbasic Service Prices - Itemize other Basic and Nonbasic Services you are offering and their prices. This includes any monthly fees, if applicable.

2. Length of Agreement

Include one of the following two options:

Fixed Duration/Length Agreement — You will buy your natural gas commodity service for the above address from (NGS) beginning on the date set by your Natural Gas Distribution Company (NGDC) and will continue for (XX) months (or billing cycles).

Month-to-Month Agreement — You will buy your natural gas commodity service for the above street address from (NGS) beginning on the date set by your Natural Gas Distribution Company (NGDC) and will continue on a month to month basis until cancelled by either the customer or (NGS). See Section (X) for how to cancel this agreement.

3. Special Terms and Conditions - List and explain all that apply.

Sign-up bonuses

Add-ons

Limited time offers

Other Sales Promotions

Exclusions

4. Special Services - Provide explanation of price, terms and conditions, if applicable.

5. Penalties, Fees and Exceptions - List any that apply, including a late payment charge.

Penalties/Fees assessed on a customer for early termination of the agreement should be in plain language and easy for the customer to understand. The penalty/fee should be listed as a dollar amount or explained so that the customer can easily determine the amount of the penalty. The print size for this section must be larger than the print in the rest of the agreement.

6. Cancellation Provisions - This category may consist of both customer initiated cancellation provisions and supplier initiated cancellation provisions.

7. Agreement Expiration/Change in Terms

If you have a fixed duration contract approaching the expiration date, or whenever we propose to change the terms of service, you will receive two separate written notifications, the first approximately 60 to 75 days in advance and the second 45 days in advance of either the expiration date or the effective date of the proposed changes. These notifications will explain your options going forward.

8. Dispute Procedures

Contact us with any questions concerning our terms of service. See Section (X) for contact information.

9. Contract Assignment

If the contract is assignable, the NGS needs to include a section informing the customer of this possibility. The customer should be informed that contract terms and conditions remain unchanged under an assignment, and that the customer will receive prior notification of any subsequent assignment. If an assignment occurs, the NGS shall provide notice to the affected customer, the affected NGDC and the Commission. The customer notice must include the name of the new NGS, the contact information for the new NGS and language informing the customer that contract terms and conditions remain unchanged. See 52 Pa. Code 62.75(j).

10. Contact Information

Supplier Name:

Address:

Phone Number:

Internet Address:

11. Information about shopping for a Natural Gas Supplier is available from:

Pennsylvania Public Utility Commission (PUC)
400 North Street, Harrisburg PA 17120
1-800-692-7380
www.pagasswitch.com

Pennsylvania Office of Consumer Advocate
www.oca.state.pa.us

Natural Gas Supplier Contract Summary

Natural Gas Supplier Information	<i>Name, telephone number, website, etc. Plain language statement that NGS is responsible for gas commodity/supply charges.</i>
Natural Gas Price Structure	<i>Fixed, variable or other. If variable, based on what? If variable, how often is the price expected to vary? If variable, give any applicable ranges/ceilings. If no ranges/ceilings, a plain language statement indicating this fact. If variable, describe when the customer will receive notification of price changes in relation to time of month, final monthly meter read, billing cycle or when the price takes effect.</i>
Natural Gas Supply Price	<i>\$/unit or ¢/unit. If variable price, the first billing cycle's rate. Full disclosure of any introductory rate. If a monthly fee, disclose the amount and that it is in addition to the usage charges.</i>
Statement Regarding Savings	<i>Plain language that the supply price may not always provide savings to the customer.</i>
Deposit Requirements	<i>Any deposit requirements necessary for a customer and any terms associated with that deposit, in plain language.</i>
Incentives	<i>Any bonuses, discounts, cashback, offers, etc. and any associated terms, criteria and conditions, in plain language.</i>
Contract Start Date	<i>Plain language regarding the approximate start of NGS service.</i>
Contract Duration/Length	<i>In months, billing cycles, etc.</i>
Cancellation/Early Termination Fees	<i>Yes or no. If yes, describe the amount of the fee and how to avoid that fee, if possible.</i>
End of Contract	<i>Treatment of customer at the end of contract in plain language.</i>

Appendix F
EXAMPLE FORM OF NOTICE FOR NGS ONLY

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

NOTICE

*Application of **Company Name** (d/b/a "**Trade Name**") 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.*

Company Name 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. **Company Name** proposes to sell natural gas and related services in **[LIST NGDCS HERE]** 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 **Company Name** 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 **Company's Name** attorney at the address listed below.

By and through Counsel: Attorney's Name

Company Name

Address

Address

Phone

FAX

Appendix G
EXAMPLE FORM OF NOTICE FOR COMBINED EGS AND NGS

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

*Applications of **Company Name** (d/b/a "**Trade Name**") For Approval To Offer, Render, or Furnish Services as a **Supplier, Aggregator, and Marketer/Broker** Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply or Electric Generation Services, To The Public In The Commonwealth Of Pennsylvania.*

Company Name 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 of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. **Company Name** will also be filing an application with the PUC for a license to supply electricity or electric generation services as (1) a generator and supplier of electric power, (2) a broker/marketer engaged in the business of supplying electricity, and (3) an aggregator engaged in the business of supplying electricity. **Company Name** proposes to sell electricity, natural gas, and related services **[LIST NGDCSs AND EDCS HERE]** under the provisions of the new Natural Gas Choice and Competition Act and the Electricity Generation Customer Choice and Competition Act.

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

By and through Counsel: Attorney's Name

Company Name

Address

Address

Phone

FAX

Appendix H

Electronic Data Interchange and Internet Requirements

Any NGS suppliers and/or broker/marketers that wish to use the Electronic Data Interchange (EDI), in the NGDCs where its available, must meet the EDI certification requirements of the NGDC. Certification is a testing process using the Commission approved Internet protocol. To initiate this process, the NGS is encouraged to contact the NGDC as early as possible after filing an application for a license with the Commission, since certification may require as many as four months to complete and customer service contract dates may not commence prior to certification. NGDC requirements of new suppliers may be found on the respective NGDC home web page. Pennsylvania's industry stakeholder group the Electronic Data Exchange Working Group (EDEWG) develops and maintains the EDI transactions and related business practices, which are found on the Pa. PUC website at http://www.puc.pa.gov/filing_resources/issues_laws_regulations/electronic_data_exchange.aspx. The EDEWG meets telephonically the first Thursday of each month at 2:00pm ET to discuss EDI change control requests and other issues.

To keep current with Pennsylvania EDI practices and policies, a newly licensed NGS may choose to participate in the EDEWG by contacting the following:

PA EDEWG EDI Contacts

Entity Name	Contact Name	Telephone	Email	Preference
PA PUC	Jeff McCracken	717-783-6163	jmccracken@pa.gov	Email
PA PUC	Lee Yalcin	717-787-6723	lyalcin@pa.gov	Email
PA EDEWG LDC Co-Chair	Ernie Mathie	330-384-5757	mathiee@firstenergycorp.com	Email
PA EDEWG ESP Co-Chair	Christine Hughey	713-963-3640	chughey@sperianenergy.com	Email
PA EDEWG Secretary & Regional EDI Change Control Manager	Brandon Siegel	412-817-8004	brandon.siegel@intelometry.com	Email

PA NGDC EDI Contacts

Company Name	Contact Name	Telephone	Email	Preference
PGW	PGW Gas Choice		pgwchoicemarketing@pgworks.com	Email
UGI Utilities Inc.	EDI Technical Support		edi@ugi.com	Email
UGI Utilities Inc.	David Lahoff	610-796-3520	dlahoff@ugi.com	email



Department of State

The State of Ohio

Anthony J. Celebrezze, Jr.
Secretary of State

565255

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

of:


PALMER ENERGY COMPANY, INC.

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

Recorded on Roll E839 at Frame 1556 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 1ST day of DEC,
A.D. 19 80.




Anthony J. Celebrezze, Jr.
Secretary of State

70839-1556

APPROVED FOR FILING

By DL RMc
Date 12/11/80
Amount 75.00

Articles of Incorporation

— OF —

PALMER ENERGY COMPANY, INC.
(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Palmer Energy Company, Inc.

SECOND. The place in Ohio where its principal office is to be located is _____

Toledo

Lucas

County.

(City, Village or Township)

THIRD. The purposes for which it is formed are:

1. To perform the various functions associated with natural gas and oil exploration production, including but not limited to, leasing and purchasing of land and/or mineral rights, engaging in drilling, completion and production, operations of new or existing gas and/or oil wells, the purchase and subsequent sale of hydrocarbons or hydrocarbon manufacturing facilities, the consultation in energy matters with other corporations or persons.
2. To engage in any lawful activities for which corporations may be formed under Section 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

TC 839-1557

FOURTH. The number of shares which the corporation is authorized to have outstanding is

Seven Hundred Fifty (750)

FIFTH. The amount of stated capital with which the corporation shall begin business is

Five Hundred and No/100----- Dollars (\$ 500.00).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 26th day

of November, 1980

PALMER ENERGY COMPANY, INC.

(Name of Corporation)

Audrey Selander

Audrey Selander

Deborah Coffey

Deborah Coffey

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

N. B. Articles will be returned unless accompanied by form designating statutory agent. See Section 1701.07, Revised Code of Ohio.

EC839-1559

Original Appointment of Agent

The undersigned, being at least a majority of the incorporators of _____
(Name of Corporation)

PALMER ENERGY COMPANY, INC.

hereby appoint _____ Elliot H. Feit _____
(Name of Agent)

a natural person resident in the county in which the corporation has its principal office, ~~and corporation~~
~~having a business address in the county in which~~ Palmer Energy Company, Inc.
(Name of Corporation)

has its principal office (strike out phrase not applicable), upon whom (which) any process, notice or
demand required or permitted by statute to be served upon the corporation may be served. His (its)

complete address is 450 Spitzer Building Toledo
(Street or Avenue) (City or Village)

Lucas County, Ohio, 43604
(Zip Code)

**AGENTS ADDRESS
MUST BE ZIP CODED**

PALMER ENERGY COMPANY, INC.
(Name of Corporation)

Audrey Selander
Audrey Selander

Deborah Coffey
Deborah Coffey

(INCORPORATORS NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

Toledo, Lucas County, Ohio

November 26, 1980

Palmer Energy Company, Inc.
(Name of Corporation)

Gentlemen: I, ~~It (strike out word not applicable)~~ hereby accept(s) appointment as agent of your
corporation upon whom process, tax notices or demands may be served.

Elliot H. Feit, Agent
(Signature of Agent or Name of Corporation)

By _____
(Signature of Officer Signing and Title)

Remarks: All articles of incorporation must be accompanied by an original appointment of agent. There is no
filing fee for this appointment.

ARTICLES OF INCORPORATION

(ATTACH COPY)

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O.BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

License Logix
140 Grand St. Ste 300
White Plains NY 10601

Palmer Energy Company Inc

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WE WOULD LIKE TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEBSITE AT www.dos.pa.gov/BusinessCharities OR YOU MAY CONTACT US BY TELEPHONE AT (717)787-1057. INFORMATION REGARDING BUSINESS AND UCC FILINGS CAN BE FOUND ON OUR SEARCHABLE DATABASE AT www.corporations.pa.gov/Search/CorpSearch .

ENTITY NUMBER : 6700233

Item 7 Financial Fitness

The original will be mailed as the information is requested be confidential



Exhibit 7.b.

Palmer Energy Company, Inc. is an Ohio chartered C corporation and has five subsidiary companies. Palmer Energy Company and the subsidiary companies do not supply retail or wholesale electricity or natural gas to companies that aggregate customers in North America.

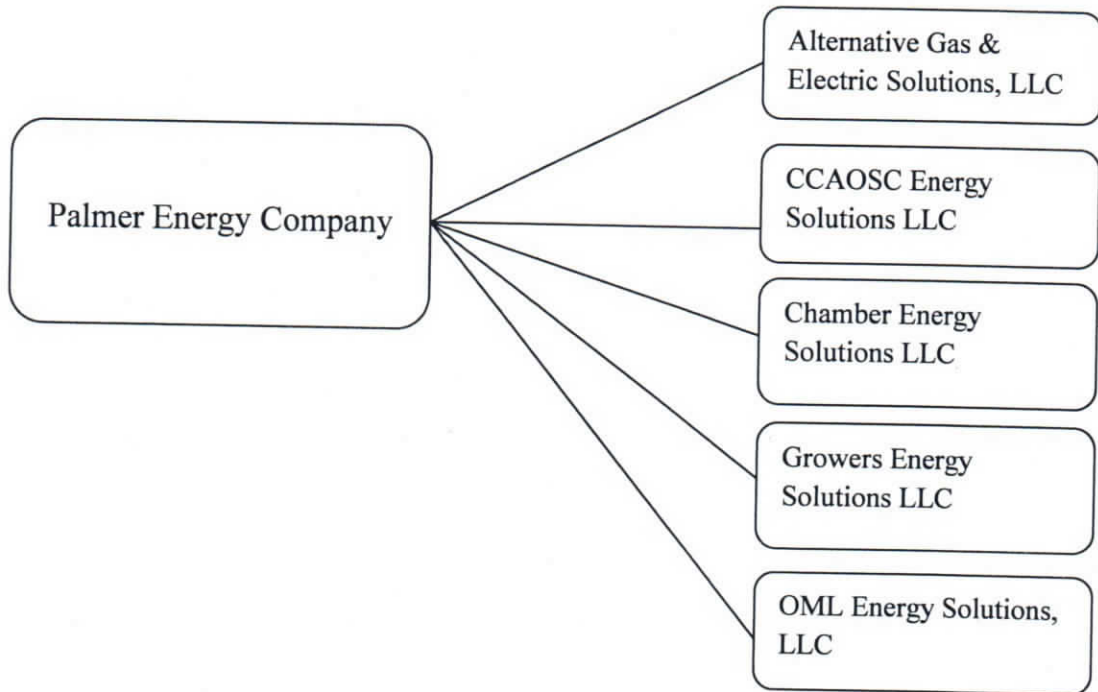




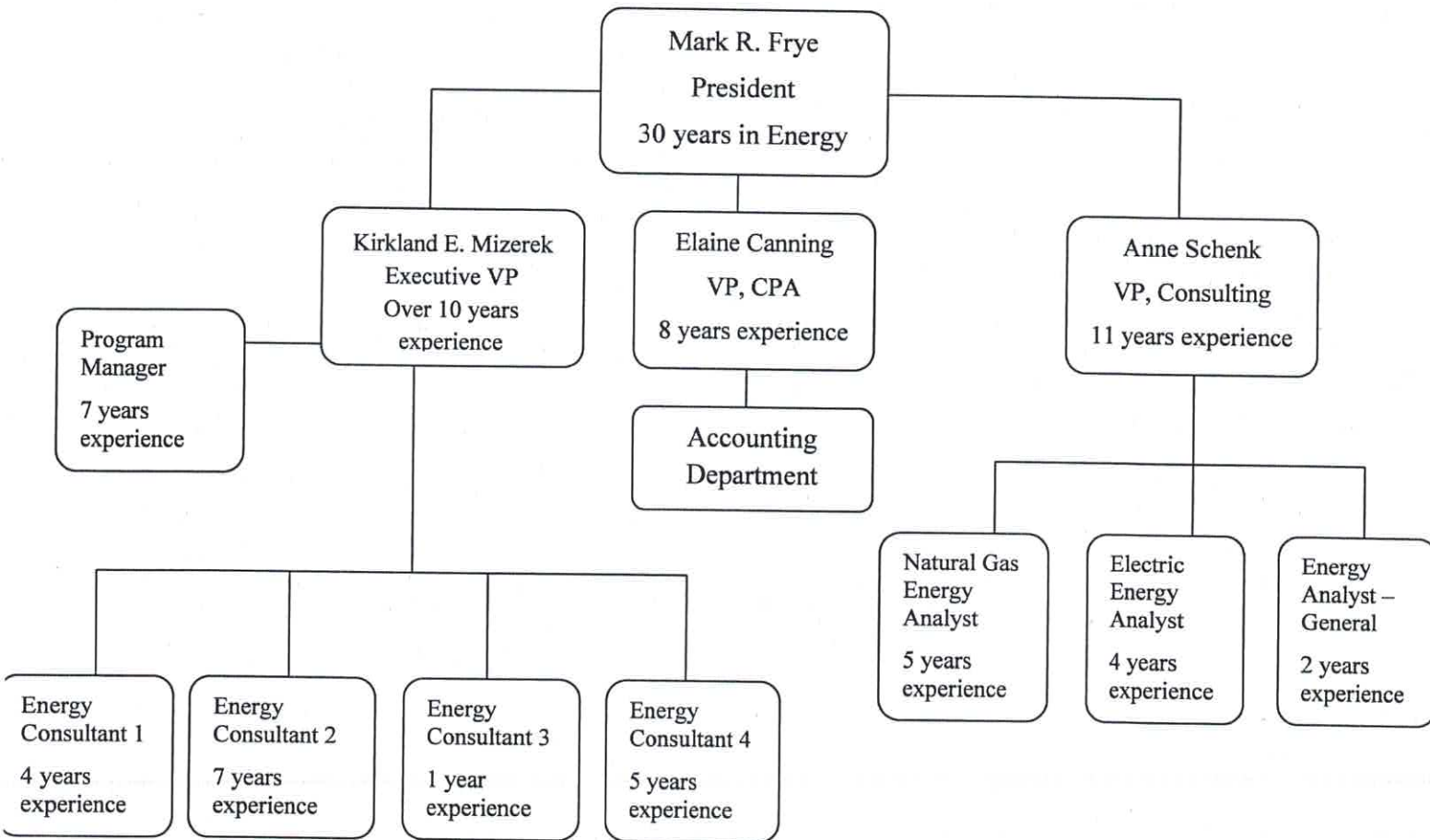
Exhibit 8.a. Energy Experience

Palmer Energy Company was founded in 1980 as one of the first natural gas brokerage firms in the country. Today, in response to changes in the energy industry and business needs, Palmer Energy Company has evolved into a leading unbiased energy manager for over 2000 entities (encompassing thousands of locations) which include school districts, health care facilities, manufacturers, municipalities, churches, financial institutions, commercial laundries, retailers, hotels, and office buildings. Our current staff has over 100 years of experience in natural gas and electric energy consulting.



Exhibit 8.a. Staffing Structure

Palmer Energy Company, Inc. is an Ohio chartered C corporation. As listed on A-3 of the application, Palmer Energy Company has five subsidiary companies. Palmer Energy Company and the subsidiary companies do not supply retail or wholesale electricity or natural gas to companies that aggregate customers in North America.



MARK R. FRYE

Address: 5577 Airport Highway, Suite 101, Toledo, OH 43615 Phone: 419-539-9180

Profile

- President and owner of Palmer Energy Company Inc.
 - CEO of Palmer Conservation Consulting LLC
 - Responsible for directing operations since acquiring Palmer Energy in 1994.
 - Certified Energy Manager (CEM) through Association of Energy Engineers (AEE).
 - Previously Director of Marketing for a natural gas marketing company.
 - Previously Manager of Production purchases for large flat glass manufacturing company.
 - Previously Specialist of Energy Purchases for large flat glass manufacturing company.
-

Experience

- Consultant for customers with total energy purchases in excess of \$300 million.
 - Consulting for over 1,000 governmental, commercial, industrial, and institutional locations.
 - Savings for customers has exceeded \$100 million over past five years.
 - Natural gas and electric rate analyses expert.
 - Industrial level procurement of other energy sources.
 - Specialties include natural gas and electric procurement.
-

Expert Witness Testimony at Public Utilities Commission of Ohio

- Case No. 12-1230-EL-SSO (FirstEnergy ESP III Case). Testimony on behalf of Northwest Ohio Aggregation Coalition (NOAC) and Northeast Ohio Public Energy Council (NOPEC).
 - Case No. 11-346-EL-SSO (AEP ESP II Case). Testimony on behalf of OSBA, OASBO & BASA.
 - Case No. 10-2929-EL-UNC (AEP Capacity Case). Testimony on behalf of OSBA, OASBO & BASA.
 - Case No. 09-096-EL-SSO (FirstEnergy ESP II Case). Testimony on behalf of Northwest Ohio Aggregation Coalition (NOAC) and Northeast Ohio Public Energy Council (NOPEC).
 - Case No. 08-935-EL-SSO (FirstEnergy ESP Case). Testimony on behalf of Northwest Ohio Aggregation Coalition (NOAC) and Northeast Ohio Public Energy Council (NOPEC).
 - Case No. 08-917-EL-SSO (AEP ESP Case). Testimony on behalf of OSBA, OASBO & BASA.
 - Case No. 08-1094-EL-SSO (DPL ESP Case). Testimony on behalf of Honda and Cargill.
 - Case No. 05-376-EL-UNC (AEP IGCC Case). Testimony on behalf of Direct Energy.
 - Case No. 03-2144-EL-ATA (FirstEnergy RSP Case). Testimony on behalf of Northwest Ohio Aggregation Coalition (NOAC) and Northeast Ohio Public Energy Council (NOPEC).
-

Other Service

- President, Lucas County Board of Development Disabilities.
 - President of Council, Olivet Lutheran Church.
 - Chairman of alternative energy committee for Honorable Carty Finkbeiner (Toledo) (2005 - 2009).
 - Member, City of Toledo Energy Policy Review Committee (2010 – 2011).
-

Education

BACHELOR OF SCIENCE IN ENERGY TECHNOLOGY 1985
Pennsylvania State University, Capitol College. Middletown, Pennsylvania.

ASSOCIATES-IN-ENGINEERING, NUCLEAR ENGINEERING TECHNOLOGY 1983
Pennsylvania State University, Altoona Campus. Altoona, Pennsylvania.

Anne C. Schenk

WORK EXPERIENCE

Palmer Energy Company

Toledo, OH

Vice President

1/2018 to Present

- Oversee and direct natural gas & electric operations.
- Manage internal energy analyst team.
- Provide consulting services to Palmer Energy's key electric and natural gas client base. Responsibilities include managing and advising on energy needs for health-care systems, school districts, municipalities, manufacturing, industrial and commercial customers.

Director of Consulting Services

3/2013 to 12/2017

- Provided consulting services to Palmer Energy's key natural gas and electric clients.
- Managed internal natural gas and electric analyst team.

Energy Consultant – Key Account Manager

4/2011 to 2/2013

- Provided consulting service to Palmer Energy's key natural gas and electric clients.

Program & Account Manager

1-2009 to 3/2011

- Managed the Chamber Energy Solution (CES) & Growers Energy Solutions (GES) Natural Gas and Electric Savings Programs for three regional Chambers of Commerce and four greenhouse / floricultural associations in Ohio and Michigan. Programs oversee the energy needs for several hundred clients and over 4000 utility meters.
- Led the sales staff to provide sales and consulting services to the CES & GES clients.
- Account representative for Palmer's natural gas & electric consulting clients.
- Launched the CES Energy Programs in Northwest & Northeast Ohio. Responsible to our Chamber partners for program development, implementation and expansion of energy programs.
- Responsible for growth in the GES Natural Gas & Electric Savings Programs. Expanded the GES Program statewide in Ohio and established Natural Gas Program in Michigan.

Executive Assistant

12/2007 to 12/2008

- Responsible to assist the President & Executive Vice-President in client support services.
- Responsible for growth in the GES Natural Gas Savings Programs.
- Managed office needs for President & Executive Vice-President.

Dental Practice Development, Inc.

Downingtown, PA

Consultant

5/2005 to 12/2007

- Evaluated Dental Practices' business model. Analysis of customer care, billing, scheduling and fee structures for dental office across the US.
- Provided training services for dental administrative staff to expedite and improve practice productivity and patient experience.
- Support role for National Dental Conferences. Assisted owner with preparations for speaking engagements and with conference educational materials.

EDUCATION

West Chester University

West Chester, PA

8115 Hidden Forest
Holland, OH 43528

ELAINE M. CANNING

Cell: (419) 480-9899
emcanning@aol.com

PROFESSIONAL PROFILE

Finance and administration executive with a strong analytical and strategic approach in identifying deficiencies, determining potential opportunities, and developing innovative and cost-effective solutions to improve operations, impact business growth and maximize profits. Equally strong qualifications in leadership, promotes a "can do" management style that encourages highly talented professionals to reach new levels of success.

PROFESSIONAL EXPERIENCE

Palmer Energy Company, Toledo Ohio

A full service energy consulting company

Vice President and Partner

2011-present

PHOENIX TECHNOLOGIES INTERNATIONAL, LLC, Bowling Green, OH

2008 - 2011

Privately owned company, \$45 million manufacturer of resin and equipment.

Chief Financial Officer

THE BOSTWICK-BRAUN COMPANY, Toledo, OH

1986 - 2008

One of the oldest and largest hardware distribution companies in the Midwest.

President and COO

2003 - 2008

Executive Vice President

1995 - 2003

Vice President of Finance and CFO

1987 - 1995

▪ **Ernst and Young Audit manager**

1979-1986

▪ **Led audit teams for SEC, small and mid sized organizations**

EDUCATION

THE UNIVERSITY OF TOLEDO, Toledo, OH

- **Bachelor of Science in Business: Accounting, graduated with honors December 1979**

CERTIFICATIONS

- **Certified Public Accountant ~ State of Ohio**

PROFESSIONAL BOARD AFFILIATIONS

Board member Promedica, Toledo Symphony and National Museum of the Great Lakes

Kirkland E. Mizerek
4529 Promenade Ln, Sylvania, OH 43560
Phone: 419-349-5990
kmizerek@palmerenergy.com

SUMMARY OF QUALIFICATIONS

Sales and marketing executive skilled in managing, growing, and forecasting for multi-million dollar regions and major accounts. Proficient in formulating and implementing strategic business plans, creating proposals, and providing solutions. Excellent closer, negotiator, and highly effective in building strong customer relationships. Significant knowledge of utilities, automotive, construction, healthcare, and computer industries.

EXPERIENCE

Palmer Energy Company - TOLEDO, OH
Executive Vice President, Owner

September 2006 – Present

Creates and manages the energy programs for entities such as the County Commissioners Association of Ohio, Toledo Regional Chamber of Commerce, Ohio Municipal League, National Cable Cooperative, Green Energy Ohio, Maumee Valley Growers. Works with government entities to offer savings through aggregation to their constituents. Contract negotiation. Manages all business development activities for all programs.

ProAct Consulting - TOLEDO, OH
President

June 2004 – Sept 2006

Manage Business Development activities for small and medium size firms. Implemented sales programs. Worked with various levels of management to aide sales growth and operational integrity.

COLUMBIA GAS OF OHIO - TOLEDO, OH
Major Accounts Manager

September 2001 – June 2004

Manage 70 major accounts with annual natural gas purchases of over \$100 million realizing \$5 million in direct revenue for Columbia Gas of Ohio. Accountable for profits/losses and negotiating multiple year contracts valued in excess of \$1 million and up to \$10 million. Established, maintained strong relationships with corporate officers and management of assigned accounts and prospects resulting in new or increased product sales. Initiated and executed working partnerships with regional Economic Development Managers. Created innovative methods that assisted in the resolution of product delivery problems improving customer relationships as a result.

DUNBAR MECHANICAL, INC – TOLEDO, OH
Business Development Executive

August 1997 – August 2001

THE RUDOLPH/LIBBE COMPANIES – WALBRIDGE, OH
Sales Representative

May 1995—August 1997

EDUCATION

MASTER OF BUSINESS ADMINISTRATION, Heidelberg College, Tiffin, OH
BACHELOR OF ARTS, BUSINESS (Marketing/Mgmt), Lourdes College, Sylvania, OH
OTHER TRAINING: Certified Energy Manager (CEM), Certified Industrial Gas Consultant (CIGC)
Energy Training, Dale Carnegie, Facilities Management Sales Training.