

December 12, 2018

Via Hand Delivery

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Commonwealth Keystone Building
Harrisburg, PA 17120

RECEIVED
2018 DEC 12 AM 11:10
PA PUC
SECRETARY'S BUREAU

Re: Application of Hospital Energy, LLC for Approval to Offer, Render, Furnish or Supply Electricity or Electric Generation Services as a Broker/Marketer

Dear Secretary Chiavetta:

Enclosed for filing are proprietary and non-proprietary versions of the application of Hospital Energy, LLC ("Applicant") as above-captioned, together with CD-ROMs containing searchable PDF files of both versions. Also enclosed is the filing fee in the form of a certified check in the amount of \$350 made payable to the Commonwealth of Pennsylvania.

The Applicant requests that the proprietary version of the application, specifically ATTACHMENTS E, H, I, and J which have been designated CONFIDENTIAL in their entirety and on each page thereof, be kept confidential by the Commission.

A supplemental filing of copies of the licenses required by Application ¶ 8(a) will be made as soon as possible.

The required bond arrived November 30 and is in the possession of Ms. Jodi Taylor. Application ¶ 7(a) contains a request for bond reduction to \$10,000 and supporting reasons.

Applicant respectfully requests that the Commission grant it a waiver of the Commission's regulation at 52 Pa. Code § 54.35 (relating to publication of notice of filing) for the following reasons:

1. On July 15, 2010, the Commission granted the *License Application of HES Energy, LLC, using fictitious name Hospital Energy, LLC, for Approval to Offer, Render, Furnish or Supply Electricity or Electric Generation Services as a Broker/Marketer*, Docket No. A-2010-2175277, order entered July 15, 2010.

2. Hospital Energy, LLC has been serving as an energy broker/advisor to healthcare institutions since 1995. It is regarded as one of the leading authorities on energy procurement and management in the healthcare sector. It serves more than 200 acute-care healthcare systems across the United States, ranging from single regional hospitals to systems with fifty or more hospitals operating across multiple states.

3. Since its inception in 1995 and for the past eight years of its operation as a broker/marketer in Pennsylvania, licensed as HES Energy, LLC d/b/a Hospital Energy, LLC, Applicant has had no complaints or criminal or civil proceedings lodged against it.

4. During that same time period, Applicant as a broker/marketer has not taken title to electricity and has not paid electricity bills on behalf of its customers, nor will it ever do either.

5. On November 3, 2018, the Applicant received notice from the Commission that its license had been revoked for failure to provide the required broker bond in 2017. Applicant has attached to its Application as ATTACHMENT C and ATTACHMENT D the 2017 bond and the 2018 continuation certificate for the periods in question. It states under oath in its application that the bonds were in full force and effect at all times stated therein. Applicant has investigated the possible reasons why the 2017 bond was not transmitted to the Commission but has been unable to unearth sufficient evidence to determine whether License Logix (Applicant's license processor) made a timely filing of the bond or why the warning notices sent from the Commission were not responded to or transmitted to Applicant. In any event, Applicant bears full responsibility for its failure to place the required bond into the possession of the Commission. Its 2018 bond was apparently transmitted to the Commission, but it was returned when the Secretary's Bureau saw that Applicant's license had been revoked.

While accepting responsibility, Applicant asks the Commission to take into account certain mitigating factors in its consideration of this license application. First, there have been no complaints filed against the company in more than eight years of service to Pennsylvania hospitals. Second, the required bond was at all times in full force and effect. Therefore, even if Hospital Energy, LLC had breached any material or ethical duties under its license, the Commission would have had full recourse to the bond at any time.

6. The Commission's 2010 order granting a broker/marketer license to HES Energy, LLC, doing business under the fictitious name Hospital Energy, LLC described Hess Corporation's protest of the application because of the similarity of the name HES Energy, LLC to Hess's trademarks, and the June 4, 2010, letter settlement that provided that "[w]ithin sixty (60) days from the date of this letter, Hospital Energy shall take all steps necessary to file any and all amendments to corporate and/or organizational filings, including but not limited to its state incorporation documents and broker licenses (including the license referenced in paragraph 3 below), or applications therefor so as to cease use of the names or designations HES, HES ENERGY or HES ENERGY SERVICES, or any of the HESS Marks, or any variant thereof."

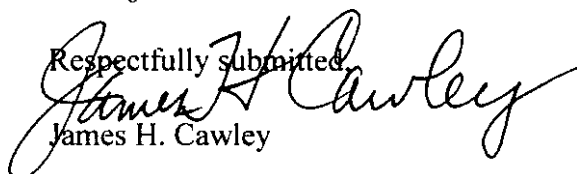
7. To comply with the settlement, on June 14, 2010, Applicant changed its name with the Connecticut Secretary of State to Hospital Energy, LLC, which is the same name that the company advertised statewide as its "doing business as" name with its original application to this Commission, and the same and only name under which it has done business with its hospital customers in Pennsylvania for eight years. It holds electric broker licenses as Hospital Energy, LLC in the states of Massachusetts, Maine, New Jersey, Rhode Island, and the District of Columbia. Its affiliate, Hospital Energy Services, LLC holds electricity services licenses in Connecticut, Delaware, Illinois, Maryland, New Hampshire, Ohio, and Texas.

8. Consequently, Applicant cannot file under the same name as its original 2010 application without violating the settlement and inviting almost certain legal action by Hess Corporation. It therefore must file this application under a name other than its original name, which, under Commission requirements, triggers the need to publish statewide notice of the filing. Because it must file this application under its actual name, Hospital Energy, LLC, it seeks this waiver of that publication requirement.

9. Reapplying without the need to republish notice of the filing statewide under the name Hospital Energy, LLC will not cause any confusion among the members of the public, the company's competitors, or anyone else because that is the name that everyone now associates with the entity that has done business in Pennsylvania for eight years. As evidenced by ATTACHMENT A to its application, Applicant has changed its fictitious name to its actual name with the Pennsylvania Department of State. Moreover, Applicant only does business with hospitals, which are relatively few in number and which almost universally purchase energy services through buying groups called Group Purchasing Organizations (GPOs). Applicant is well known to them and to Pennsylvania's other hospitals that do not participate in a GPO, especially because Applicant's President and two members of its management team have authored Energy Procurement: A Strategic Sourcing How-To Guide (The American Society for Healthcare Engineering (ASHE) of the American Hospital Association (AHA)), 2017), and Best Practices in Business Planning for Energy Resiliency (ASHE/AHA, 2018).

10. Given the highly unique circumstances of its settlement with Hess Corporation, its operation for eight years in Pennsylvania under the fictitious name published statewide with its 2010 application—Hospital Energy, LLC—, and its registration as a foreign Limited Liability Company with the Pennsylvania Department of State as Hospital Energy, LLC, it is in the public interest for the Commission to permit Applicant to file its application under that name rather than its original application name, and to grant a waiver of the Commission's regulation at 52 Pa. Code § 54.35.

Respectfully submitted,



James H. Cawley

Enclosures

c: Certificate of Service
Paul T. Diskin, Director,
Bureau of Technical Utility Services

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of **Hospital Energy, LLC**, for approval to offer, render, furnish, or supply electricity or electric generation services as a Broker/Marketer engaged in the business of supplying electricity services to the public in the Commonwealth of Pennsylvania that will not be taking title to the electricity and that will not be making payments for customers.

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:

Hospital Energy, LLC
7 Portwalk Place #1523
Portsmouth, NH 03801
<http://hospitalenergy.com>
(203) 668-3522

- 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.

InCorp Services, Inc.
7208 Red Top Road
Hummelstown, PA 17036

- 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.

Mark Mininberg, President
7 Portwalk Place #1523
Portsmouth, NH 03801
(203) 668-3522
Mark@hospitalenergy.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.

James H. Cawley, Esquire
SkarlatosZonarich LLC
17 South Second Street, 6th Floor
Harrisburg, PA 17101-2039
(717) 233-1000
(717) 439-8776 (direct)
jcawley@skarlatoszonarich.com

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

Courtney Duell, Operations
7 Portwalk Place #1523
Portsmouth, NH 03801
(630) 538-5163
cduell@hospitalenergy.com

Mark Mininberg, President
7 Portwalk Place #1523
Portsmouth, NH 03801
(203) 668-3522
Mark@hospitalenergy.com

2. **BUSINESS ENTITY FILINGS AND REGISTRATION**

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

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

Provide a copy of the Applicant's filing with Pennsylvania's Department of State pursuant to 54 Pa. C.S. §311, Form PA-953.

OR

The Applicant will not be using a fictitious name.

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

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

The Applicant is a:

- 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 ATTACHMENT A (Pa. Department of State Registration as a Foreign LLC).**

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

CT Secretary of State Change of Name from HES Energy Connecticut, LLC to Hospital Energy, LLC in 2010;

CT Amended Articles of Organization of Hospital Energy, LLC in 2012;

NH Certification of Formation of Mininberg, LLC in 2017;

CT Certificate of Merger of Hospital Energy, LLC into Mininberg, LLC in 2017; and

NH Certificate of Amendment to the Certificate of Formation of Mininberg, LLC by changing its name to Hospital Energy, LLC effective January 22, 2018.

- Give name and address of officers.

Mark Mininberg, President
 7 Portwalk Place #1523
 Portsmouth, NH 03801
 (203) 668-3522
 Mark@hospitalenergy.com

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.

Hospital Energy, LLC holds a Natural Gas Supplier Broker/Marketer license at Pennsylvania Public Utility Commission Docket No. A-2015-2478258.

Hospital Energy Services, LLC holds electricity broker/supplier/aggregator/energy agent licenses in Connecticut, Delaware, Illinois, Maryland, New Hampshire, Ohio, and Texas, and natural gas broker and aggregator licenses in Maryland, New Hampshire, and Ohio.

- 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.

HES Energy, LLC dba Hospital Energy, LLC, PaPUC Docket No. A-2010-2175277 (see 5(c) below).

4. OPERATIONS

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

Definitions

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

The Applicant is presently doing business in Pennsylvania as a

- municipal electric corporation
- electric cooperative
- local gas distribution company
- provider of electric generation, transmission or distribution services
- broker/marketer engaged in the business of supplying electricity services (as explained in 5(c) below, applicant only recently discovered that its EGS Broker/Marketer license was revoked by the Commission without applicant's knowledge, apparently due to the inadvertence of a third party to provide the Commission with the required 2017 bond, which nevertheless was in force and effect, as is the 2018 bond).

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

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

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

Hospital Energy provides energy procurement services for healthcare institutions, including supplier selection, contract review, negotiation and compliance, market analytics and on-campus demand management.

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

- | | |
|---|--|
| <input type="checkbox"/> Citizens' Electric | <input type="checkbox"/> Pike |
| <input type="checkbox"/> Duquesne Light | <input type="checkbox"/> PPL |
| <input type="checkbox"/> Met-Ed | <input type="checkbox"/> UGI Utilities |
| <input type="checkbox"/> PECO | <input type="checkbox"/> Wellsboro |
| <input type="checkbox"/> Penelec | <input type="checkbox"/> West Penn |
| <input type="checkbox"/> Penn Power | |

Entire Commonwealth of PA

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

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

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

Upon licensure (see 8(a)(fifth question) below).

5. COMPLIANCE

- a. **CRIMINAL/CIVIL PROCEEDINGS:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

Applicant has had no criminal or civil proceedings of any kind in any jurisdiction at any time since its inception in 1995.

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

N/A

- c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints, in the Commonwealth of Pennsylvania or any state, filed with or by a customer, regulatory agency, or prosecutory agency against the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, for the prior five (5) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General. **Applicant should also include if it had a Pennsylvania PUC EGS or NGS license previously cancelled by the Commission.** If the Applicant has no actions or complaints to list, explicitly state such.

Applicant held a Pennsylvania Public Utility Commission EGS Broker/Marketer license in good standing for the period 2010-2017. On November 3, 2018, the Applicant received notice from the Commission that its license had been terminated for failure to provide the required broker bond in 2017. Applicant attaches hereto ATTACHMENT C and ATTACHMENT D, the 2017 bond and 2018 continuation certificate for the periods in question and states under oath below that the bonds were in full force and effect at all times stated therein. Applicant has investigated the possible reasons why the 2017 bond was not transmitted to the Commission but has been unable to unearth sufficient evidence to determine whether License Logix (Applicant's license processor) made a timely filing of the bond or why the warning notices sent from the Commission were not responded to or transmitted to Applicant. In any event, Applicant bears full responsibility for its failure to place the required bond into the possession of the Commission.

As a matter of course, Applicant transmitted its 2018 bond continuation certificate to the Commission, but it was returned when the Secretary's Bureau saw that Applicant's license had been revoked.

While accepting responsibility, Applicant asks the Commission to take into account certain mitigating factors in its consideration of Hospital Energy's new license application. First, there have been no complaints filed against the company in more than eight years of service to Pennsylvania hospitals. Second, the required bond was at all times in full force and effect. Therefore, even if Hospital Energy breached any material or ethical duties under its license, the Commission would have had full recourse to the bond at any time.

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

For the reasons stated above, Hospital Energy respectfully requests that the Commission view its failure to provide a copy of the existing 2017 bond as an inadvertent, technical matter and not grounds for denying Hospital Energy's application for a new license.

6. PROOF OF SERVICE

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

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

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

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

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

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

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

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

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

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

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

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

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

Met-Ed, Penelec, and Penn Power:

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI:

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

Citizens' Electric Company:

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

Wellsboro Electric Company:

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

7. FINANCIAL FITNESS

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

Furnishing the **ORIGINAL** of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.

Furnishing the **ORIGINAL** of another initial security for Commission approval, to ensure financial responsibility, such as a parental guarantee, in the amount of \$250,000.

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

Request for Bond Reduction: Hospital Energy, LLC is a Broker/Marketer and does not take title to energy and does not pay electric bills on behalf of its clients. Therefore, Applicant respectfully requests modification of the \$250,000 bond amount to \$10,000. A copy of the proposed bond in the amount of \$10,000 is being sent directly to the Secretary of the Commission.

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:

Hospital Energy, LLC is a single member New Hampshire limited liability company. Organizational documents are contained in ATTACHMENT B.

Hospital Energy, LLC is a single member limited liability company and does not file public credit information.

Hospital Energy, LLC's accounting statements for the past two years are attached as ATTACHMENT E.

Hospital Energy, LLC does not have a credit rating. Its Dun and Bradstreet report is attached as ATTACHMENT F.

Hospital Energy, LLC maintains professional liability, general liability, automobile, and excess umbrella coverages in amounts of not less than \$1 million, as well as employee healthcare and workers compensation coverages. A certificate of insurance verifying the coverages is attached as ATTACHMENT G.

Hospital Energy, LLC is a small, closely held company and therefore does not obtain audited financial statements. Its accounting statements for the past two years are attached in ATTACHMENT E.

Hospital Energy, LLC's tax returns for the past two years are attached in ATTACHMENT H, and the most recent three consecutive months of bank statements are attached as ATTACHMENT I.

- 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.

Hospital Energy, LLC is a Broker/Marketer and does not act as a supplier taking title to energy.

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

Hospital Energy, LLC receives its fee as a margin on the supplier's bill.

- 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.

Steve Giamalis, CPA
115 New London Turnpike
Glastonbury, CT 06033
(860) 633-0405 (Tel.)
(860) 652-4448 (Fax)
steve@giamalis.com

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

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

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

Hospital Energy, LLC's Tax Certification Statement is attached as ATTACHMENT J.

8. TECHNICAL FITNESS:

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

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

- Applicant's previous experience in the electricity industry.

Hospital Energy, LLC has been serving as an energy broker/advisor to healthcare institutions since 1995. It is regarded as one of the leading authorities on energy procurement and management in the healthcare sector. Its President, Mark Mininberg, co-authored Energy Procurement: A Strategic Sourcing How-To Guide (The American Society for Healthcare Engineering (ASHE) of the American Hospital Association (AHA)), 2017), and co-authored (with two Hospital Energy, LLC colleagues, its senior energy advisor and its Vice President of Engineering) Best Practices in Business Planning for Energy Resiliency (ASHE/AHA, 2018).

- Summary and proof of licenses as a supplier of electric services in other states or jurisdictions.

Hospital Energy, LLC holds electricity services licenses in the states of Massachusetts, Maine, New Jersey, Rhode Island, and the District of Columbia. Copies of these licenses will be provided as quickly as possible as a supplemental filing.

- Type of customers and number of customers Applicant currently serves in other jurisdictions.

Hospital Energy, LLC serves more than 200 acute-care healthcare systems across the United States, ranging from single regional hospitals to systems with fifty or more hospitals operating across multiple states. In general, hospitals are categorized as large commercial energy customers.

- Staffing structure and numbers as well as employee training commitments.

Hospital Energy, LLC has seven staff persons, including market management, legal, engineering, and information technology specialists. Each staff person holds at least a BA or advanced degree and additional certifications in an energy specialization.

- Business plans for operations within the Commonwealth.

Hospital Energy, LLC has served hospitals throughout the Commonwealth of Pennsylvania since 2010 when its license was first granted. It plans to resume service to this sector upon licensure.

- Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS within the Commonwealth.

Hospital Energy, LLC is a Broker/Marketer/advisor that does not take title to energy and is not an energy supplier, and therefore it does not have membership in the aforementioned organizations.

- Any other information appropriate to ensure the technical capabilities of the Applicant.

Hospital Energy, LLC's engineering team includes the U.S. Energy Manager of the Year (2008) and the International Energy Manager of the Year (2013), both awarded by the Association of Energy Engineers (AEE).

b. PROPOSED MARKETING METHOD (check all that apply)

- Internal – Applicant will use its own internal resources/employees for marketing
- External EGS – Applicant will contract with a PUC **LICENSED EGS** broker/marketer
- Affiliate – Applicant will use a **NON-EGS** affiliate marketing company and or individuals.
- External Third-Party – Applicant will contract with a **NON-EGS** third party marketing company and or individuals
- Other (Describe):

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.

N/A

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.

Applicant's practices and fees are strictly monitored and supervised by the hospital Group Purchasing Organizations ("GPOs") for which the Applicant provides services. Applicant is required to maintain high ethical standards and to provide quarterly reports to the GPOs on its activities. Each member hospital can monitor Applicant's performance through the GPO and bring a complaint if needed to GPO management. In addition, as noted above in 8(a), Applicant's leadership has authored two ASHE/AHA publications that provide national guidance for energy procurement and business planning for energy resiliency.

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 Mininberg, President
7 Portwalk Place #1523
Portsmouth, NH 03801
(Resumé attached as ATTACHMENT K).

f. FERC FILING: Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number _____.

Not applicable

9. DISCLOSURE STATEMENTS:

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

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

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

N/A

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

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

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

(Select only one of the following)

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

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

AGREED

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

- Retail Electricity Choice Activity Reports: The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- Reports of Gross Receipts: Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.
- Net Metering Reports: Applicant shall be responsible to report any Net Metering per the Standards on http://www.puc.pa.gov/consumer_info/electricity/alternative_energy.aspx. Scroll down to the Net Metering Standards Section.
- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis per 52 Pa. Code § 54.39(d).
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

AGREED

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

AGREED

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

ACKNOWLEDGED

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

AGREED

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

AGREED

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

AGREED

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

AGREED

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

AGREED

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

PAYMENT ENCLOSED

11. AFFIDAVITS

Must be notarized before filing.

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

13. SIGNATURE

Applicant: Hospital Energy, LLC
 By: *Lyak Lyinberg*
 Title: President

RECEIVED

DEC 12 2018

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 are complete.

Applicant: Hospital Energy, LLC

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

APPLICATION AFFIDAVIT

DEC 12 2018

[Commonwealth/State] of Connecticut :

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ss. Branford

County of New Haven :

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

He she is the President (Office of Affiant) of Hospital Energy, LLC (Name of Applicant);

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

That the Applicant herein Hospital Energy, LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa. C.S. § 2809 (B).

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

That the Applicant herein Hospital 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 Hospital 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/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.

Mark Mininberg
Signature of Affiant

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

David C. Beach
Signature of official administering oath

MY COMMISSION EXPIRES
My commission expires 6/30/2020

RECEIVED

OPERATIONS AFFIDAVIT

DEC 12 2018

[Commonwealth/State] of Connecticut

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ss. Branford

County of New Haven

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

[He/she is the President (Office of Affiant) of Hospital Energy, LLC
(Name of Applicant);]

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

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

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

That Hospital 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 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

Appendix B (Continued)

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

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

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

Lyate Krimberg
Signature of Affiant

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

Randy C. Beach
Signature of official administering oath

My commission expires _____
MY COMMISSION EXPIRES
6/30/2020

ATTACHMENT A
Pa. Department of State Registration
of Hospital Energy, LLC as a Foreign LLC

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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

HOSPITAL ENERGY LLC
99 HANOVER ST UNIT 204
PORTSMOUTH NH 03801

Hospital Energy, LLC

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 : 3951699

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

<input type="checkbox"/> Return document by mail to:	Amendment of Foreign Registration DSCB:15-413 (rev. 2/2017)
Name _____	
Address _____	TML181208TC0008
City _____ State _____ Zip Code _____	
<input checked="" type="checkbox"/> Return document by email to: <u>Mark@hospitalenergy.com</u>	

Read all instructions prior to completing. This form may

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

HES Energy, LLC

2. 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 | |

3. The (a) address of the association's 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 State Zip County
- OR
- (b) c/o: Incorp Services, INC. _____
Name of Commercial Registered Office Provider Dauphin County

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

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

PA DEPT. OF STATE

DEC 06 2018

5. Check, and if appropriate complete, one of the following:

The association desires that its registration be amended to change or correct the following information:

The entity has changed its name and relocated to New Hampshire as follows:

Hospital Energy, LLC

7 Portwalk Place Unit 1523

Portsmouth, NH 03801

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this 6th day of December 2018.

Hospital Energy, LLC
Name of Association

Lyak Lyimberg
Signature

President
Title

ATTACHMENT B
Hospital Energy, LLC's Charter Documentation

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Filed
Date Filed : 01/22/2018 12:00:00 AM
Effective Date : 01/22/2018 12:00:00 AM
Filing # : 3998529 Pages : 1
Business ID : 785017
William M. Gardner
Secretary of State
State of New Hampshire

State of New Hampshire

Filing fee: \$35.00
Use black print or type.

Form LLC-3
RSA 304-C:34

LIMITED LIABILITY COMPANY CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF FORMATION

PURSUANT TO THE PROVISIONS of Chapter 304-C, Section 34 of the New Hampshire Revised Statutes Annotated, the undersigned submits the following Certificate of Amendment:

FIRST: The name of the limited liability company is MININBERG, LLC

SECOND: The text of each amendment is:

^{and mailing address}
The principal office address of the limited liability company is 99 Hanover Street, #204, Portsmouth, NH 03801.

The name of the limited liability company is changed to HOSPITAL ENERGY, LLC.

[If more space is needed, attach additional sheet(s).]

*Signature: *Mark Mininberg*
Print or type name: Mark Mininberg
*Title: Member
(Enter "manager" or "member")
Date signed: 1/19/18

* Signature and title of person signing for the limited liability company. **MUST BE SIGNED BY A MANAGER OF THE LIMITED LIABILITY COMPANY. IF NO MANAGER, IT MUST BE SIGNED BY A MEMBER.** (If the limited liability company is in the hands of a receiver, executor, or other court appointed fiduciary, trustee, or other fiduciary, it must be signed by that fiduciary.)

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mailing Address - Corporation Division, NH Dept. of State, 107 N Main St, Rm 204, Concord, NH 03301-4989
Physical Location - State House Annex, 3rd Floor, Rm 317, 25 Capitol St, Concord, NH

Form LLC-3 (9/2015)

**State of New Hampshire
Department of State**

CERTIFICATE OF MERGER

OF

Hospital Energy, LLC

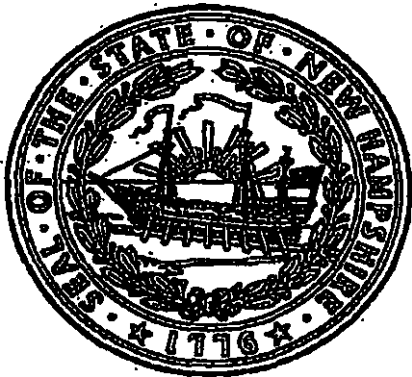
INTO

MININBERG, LLC

The Secretary of State of the State of New Hampshire hereby certifies that a Merger of Hospital Energy, LLC, a(n) Connecticut Limited Liability Company into MININBERG, LLC, a(n) New Hampshire Limited Liability Company has been received in this office to be effective 12/31/2017 11:59:00 PM.

ACCORDINGLY the undersigned, by virtue of the authority vested in him by law, hereby issues this Certificate of Merger of HOSPITAL ENERGY, LLC into MININBERG, LLC, and attaches hereto a copy of said Merger.

Business ID: 785017



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 28th day of December A.D. 2017.

A handwritten signature in black ink, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State

Filed
Date Filed : 12/28/2017 04:30:00 PM
Effective Date : 12/31/2017 11:59:00 PM
Filing # : 3798936 Pages : 1
Business ID : 785017
William M. Gardner
Secretary of State
State of New Hampshire

**CERTIFICATE OF MERGER
OF
HOSPITAL ENERGY, LLC, A CONNECTICUT LIMITED LIABILITY COMPANY,
INTO
MININBERG, LLC, A NEW HAMPSHIRE LIMITED LIABILITY COMPANY**

Pursuant to the New Hampshire Revised Limited Liability Company Act, the undersigned surviving business entity submits the following Certificate of Merger for filing:

1. The name and jurisdiction of formation or organization of each business entity that is a party to the merger are:

<u>Name</u>	<u>Jurisdiction</u>
Mininberg, LLC	New Hampshire
Hospital Energy, LLC	Connecticut

2. An agreement of merger has been approved and executed by each business entity that is a party to the merger:
3. The name of the surviving business entity is: **Mininberg, LLC**,
4. The merger shall become effective at 11:59 PM on December 31, 2017,
5. The agreement of merger is on file at a place of business of the surviving business entity, which is located at: **95 Hanover Street, #204, Portsmouth, New Hampshire 03801**.
6. A copy of the agreement of merger will be furnished by the surviving business entity, on request and without cost, to a person holding an interest in any business entity which is to merge.

Dated December 28, 2017.

MININBERG, LLC

By: Mark Mininberg
Mark Mininberg, Manager

HOSPITAL ENERGY, LLC

By: Mark Mininberg
Mark Mininberg, Manager

CERTIFICATE OF MERGER
Limited Liability Companies

1. The names and jurisdictions of organization or formation of each limited liability company are as follows:

<u>Name</u>	<u>Governing Jurisdiction</u>
Mininberg, LLC	New Hampshire
Hospital Energy, LLC	Connecticut

2. The name of the surviving limited liability company is Mininberg, LLC, a New Hampshire limited liability company.
3. The merger will be effective under the laws of the State of New Hampshire at 11:59 PM on December 31, 2017.
4. The Plan and Agreement of Merger was duly authorized and approved by Hospital Energy, LLC in accordance with the provisions of Sections 34-243 to 34-283d, inclusive, of the Connecticut General Statutes and by Mininberg, LLC in accordance with the provisions of Chapter 304-C of the New Hampshire Revised Statutes Annotated.
5. The plan of merger is on file at 95 Hanover Street, #204, Portsmouth, New Hampshire 03801.
6. A copy of the plan of merger will be furnished by the surviving limited liability company, on request and without cost, to any person holding an interest in any limited liability company that is a party to the merger.
7. Mininberg, LLC, the survivor herein: (1) Agrees that it may be served with process in Connecticut in any proceeding for enforcement of any obligation of any limited liability company or other entity party to the merger that was formed under the laws of Connecticut, as well as for enforcement of any obligation of the survivor of the merger; and (2) irrevocably appoints the Secretary of the State as its agent for service of process in any such proceeding. The address to which a copy of the process shall be mailed to the survivor by the Secretary of the State is 95 Hanover Street, #204, Portsmouth, New Hampshire 03801.
8. Executed this 28th day of December, 2017.

MININBERG, LLC

HOSPITAL ENERGY, LLC

By: Mark Mininberg
Mark Mininberg Manager

By: Mark Mininberg
Mark Mininberg, Manager

SECRETARY OF THE STATE OF
CONNECTICUT
30 TRINITY STREET
P.O. BOX 150470
HARTFORD, CT 06115-0470

12/28/2017

ANDROS, FLOYD & MILLER, P.C.
864 WETHERSFIELD AVENUE
HARTFORD, CT 06114

RE: Acceptance of Business Filing **THIS IS NOT A BILL**

This letter is to confirm the acceptance of the following business filing:

Business Name:
MININBERG LLC

Type of Request:
MERGER

Work Order Number	: 2017380237-001	Business Filing Number	: 0005992062
Filing Date/Time	: 12/28/2017 04:00 PM	Effective Date/Time	: 12/31/2017 11:59 PM
Work Order Payment Total	: \$110.00	Payment Received	: \$110.00
Credit on Account	: \$815.50	Customer ID	: 000003510
Business ID	: 0000000		

If you would like copies of this filing you must complete a Request for Corporate Copies and submit it with the appropriate fee.

CARMEN RODRIGUEZ
Commercial Recording Division
860-509-6003
www.concord-sots.ct.gov

State of New Hampshire

Filing fee: \$100.00
Use black print or type.

Filed
Date Filed: 12/27/2017 04:30:00 PM
Effective Date: 12/27/2017 04:30:00 PM
Filing #: 3686387 Pages: 2
Business ID: 785017
William M. Gardner
Secretary of State
State of New Hampshire

CERTIFICATE OF FORMATION NEW HAMPSHIRE LIMITED-LIABILITY COMPANY

THE UNDERSIGNED, under the New Hampshire Limited Liability Company Laws submits the following certificate of formation:

FIRST: The name of the limited liability company is Miniberg, LLC.

Principal Business Information:

Principal Office Address: 95 Hanover Street #204, Portsmouth, New Hampshire 03801
(no. & street) (city/town) (state) (zip code)

Principal Mailing Address (if different): _____
(no. & street) (city/town) (state) (zip code)

Business Phone: (203) 686-3522

Business Email: mark@hospitalenergy.com

Please check if you would prefer to receive the courtesy Annual Report Reminder by email.

SECOND: Describe the nature of the primary business or purposes (and if known, list the NAICS Code and Sub Code): Energy Advisory Services

THIRD: The name of the limited liability company's registered agent is:

CT Corporation System

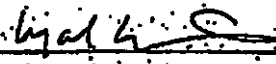
The complete address of its registered office (agent's business address) is:

9 Capital Street, Concord, New Hampshire 03301
(no. & street) (city/town) (state) (zip code)

FOURTH: The management of the limited liability company is _____ vested in a manager or managers.

**CERTIFICATE OF FORMATION OF A
NEW HAMPSHIRE LIMITED LIABILITY COMPANY**

Form LLC-1
(Cont.)

Signature: 
Print or type name: Mark Miniberra
Title: Manager
(Enter "manager" or "member")
Date signed: 12/22/17

Note: The sale or offer for sale of membership interests of the limited liability company will comply with the requirements of the New Hampshire Uniform Securities Act (RSA 421-B). The membership interests of the limited liability company: 1) have been registered or when offered will be registered under RSA 421-B; 2) are exempted or when offered will be exempted under RSA 421-B; 3) are or will be offered in a transaction exempted from registration under RSA 421-B; 4) are not securities under RSA 421-B; OR 5) are federal covered securities under RSA 421-B. The statement above shall not by itself constitute a registration or a notice of exemption from registration of securities within the meaning of sections 448 and 481(f)(3) of the United States Internal Revenue Code and the regulation promulgated thereunder.

* Must be signed by a manager. If no manager, must be signed by a member.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mailing Address - Corporation Division, NH Dept. of State, 107 N Main St, Rm 204, Concord, NH 03301-4888
Physical Location - State House Annex, 3rd Floor, Rm 317, 28 Capitol St, Concord, NH



**State of New Hampshire
Department of State**



12/28/2017 8:29:29 AM

Sulloway & Hollis, P.L.L.C.
9 Capitol Street
Concord, NH, 03301, USA

Enclosed is the acknowledgment copy of your creation filing. It acknowledges this office's receipt and filing of your documents.

This business is required to file an annual report and pay a \$100.00 filing fee annually due by April 1st of each year. Reports filed after the due date will be assessed a late fee of \$50.00. As a courtesy our office will send a reminder notice in January of each year by mail or email. Annual reports may be filed on-line or downloaded from our website at <https://quickstart.sos.nh.gov/online>.

If you are unable to obtain a report through our website, you should contact this office to request one. Please Note: It is the responsibility of this business to obtain a report and submit for filing prior to April 1st of each year.

Businesses that do not file their annual reports and/or fees will be administratively dissolved or suspended.

Please Note: A benefit corporation must also prepare an annual benefit report 120 days following the end of the fiscal year, please refer to RSA 293-C:12 & RSA 293-C:13.

Should you have any questions, you may contact this office at the phone number or email address below. Please reference your Business ID Number when contacting our office.

Please visit our website for helpful information regarding all your business needs.

Sincerely,
Corporation Division

Business ID: 785017
Filing No: 3686387

AMENDED ARTICLES OF ORGANIZATION

HOSPITAL ENERGY, L.L.C.

Organizer hereby files the following Articles of Organization for HOSPITAL ENERGY, L.L.C, a Connecticut limited liability company:

1. The name of the Limited Liability Company is HOSPITAL ENERGY, L.L.C
2. The nature of the business to be transacted or the purpose to be promoted or carried out by the Limited Liability Company is: To provide energy services to businesses.
4. The principal office of the Limited Liability Company is:

110 Riverview Drive
Guilford, CT 06437


5. The statutory agent for service is:

Mark Mininberg

Business Address: 110 Riverview Drive
Guilford, CT 06437

Residence: 110 Riverview Drive
Guilford, CT 06437

Acceptance of Appointment:



Mark Mininberg

5. Management shall be vested in the members.
6. Member Information:

Name: Mark Mininberg

Title: Member

Business Address: 110 Riverview Drive, Guilford, CT 06437

Residence: 110 Riverview Drive, Guilford, CT 06437

7. Execution: September 13, 2012



Mark Mininberg, Organizer

Connecticut Secretary of the State - Business Filings for Hospital Energy, LLC

<https://www.concord-sots.ct.gov/CONCORD/customer>

07/27/2010
My Account Balance: \$0.00

(Logout)
CUSTOMER ID: 1725720

BUSINESS DETAILS:

Business Name:	Business ID:	Business Address:
HOSPITAL ENERGY, L.L.C.	0833331	696 COLEMAN RD, MIDDLETOWN, CT, 06457
Mailing Address:	Citizenship/State Inc:	Last Report Year:
BOX 2194, MIDDLETOWN, CT, 06457	Domestic/CT	2009
Business Type:	Business Status:	Date Inc./Register:
Domestic Limited Liability Company	Active	Sep 07, 2005

PRINCIPALS:

Name/Title:	Business Address:	Residence Address:
MARK MININBERG MEMBER	696 COLEMAN RD, MIDDLETOWN, CT, 06457	696 COLEMAN RD, MIDDLETOWN, CT, 06457

BUSINESS SUMMARY:

Agent Name:	Agent Business Address:	Agent Residence Address:
MARK MININBERG	50 BETHKE ROAD, KILLINGWORTH, CT, 06419	50 BETHKE ROAD, KILLINGWORTH, CT, 06419

» [View Name History](#)

» [View Filing History](#)

» [View Shares](#)

business filings

07/27/2010
My Account Balance: \$0.00

HOSPITAL ENERGY SERVICES(Logout)
CUSTOMER ID: 1725720

NAME CHANGE HISTORY:

Business ID:	Business Name:	
0833331	HOSPITAL ENERGY, L.L.C.	
Old Name:	Filing Number:	Date:
HES ENERGY CONNECTICUT, L.L.C.	0004182640	Jun 14, 2010

Cancel

ATTACHMENT E
Hospital Energy, LLC's Accounting Statements
for the Past Two Years

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

CONFIDENTIAL

ATTACHMENT F
Hospital Energy, LLC's Dun & Bradstreet Report

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Summary

Report as of: 11-19-2018

HOSPITAL ENERGY LLC

ACTIVE **GLOBAL ULTIMATE**

Address: 7 Portwak Pl Unit 1523 Portsmouth, NH 03801 UNITED STATES

Alerts:

PAYDEX® Score	Delinquency Predictor Percentile	Financial Stress Percentile	D&B Viability Rating
-	68	19	5 3 G W

Company Profile

D-U-N-S

11 680 5793

Mailing Address

United States

Employees

61 (6 here)

Legal Form

Corporation (US)

Telephone

(203) 668 3522

Age (Year Started)

8 years (2010)

Ownership

Not publicly traded

Named Principal

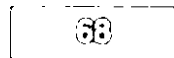
Mark Mininberg PRES

Line of Business

Electric services

Risk Assessment

Delinquency Predictor Percentile



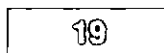
Low Risk (100)

High Risk (1)

Company's risk level is: **MODERATE**

Probability of delinquency over the next 12 months: 3.93%

Financial Stress Percentile



Low Risk (100)

High Risk (1)

Company's risk level is: **MODERATE-HIGH**

Probability of failure over the next 12 months: 0.72%

D&B Rating

Current Rating as of 11-02-2018

Special Rating

--

Undetermined

D&B Viability Rating

Portfolio Comparison Score

3

Low Risk (1)

High Risk (9)

Company's risk level is: **LOW**

Probability that a company will go out of business, become dormant/inactive, or file for bankruptcy/insolvency within the next 12 months: 7%

D&B Guidance

Overall Business Risk

MODERATE

Maximum Credit Recommendation

US\$ 37,500

Dun & Bradstreet Thinks...

- Overall assessment of this company: **SOME-FINANCIAL-STRESS-CONCERNS**
- Based on the perceived sustainability of this company: **MODERATELY-HIGHER-THAN-AVERAGE-RISK-OF-FINANCIAL-STRESS**
- Based on the payment behavior of this company: **MODERATE-POTENTIAL-FOR-SEVERELY-DELINQUENT-PAYMENTS**

The recommended limit is based on a moderately low probability of severe delinquency.

Legal Events

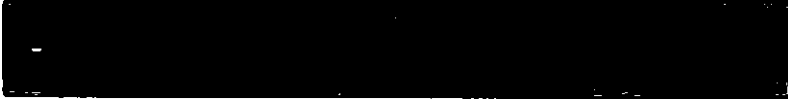


Events	Occurrences	Last Filed
Bankruptcies	0	-
Judgments	0	-
Liens	0	-
Surts	0	-
UCC	0	-

Trade Payments



Highest Past Due



Highest Now Owing

-

Total Trade Experiences

-

Largest High Credit

-

Average High Credit

-

Ownership



We are unable to locate ownership information for this business

Peers



You have not yet added any peers

Financial Overview

This company has not provided financial statements to D&B

Inquiries



12 Month Summary

Total number of Inquiries

0

Unique Customers

0

Risk Assessment

PAYDEX® Score

Based on months of data

Risk of Slow Pay

-

Payment Behavior

-

Keys

PAYDEX®

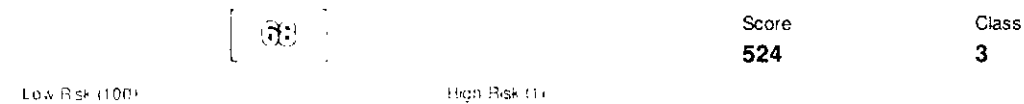
100

Payment Practices

Anticipate

90	Discount
80	Prompt
70	15 Days Beyond Terms
60	22 Days Beyond Terms
50	30 Days Beyond Terms
40	60 Days Beyond Terms
30	90 Days Beyond Terms
20	120 Days Beyond Terms
1-19	Over 120 Days Beyond Terms
UN	Unavailable

Delinquency Predictor Score



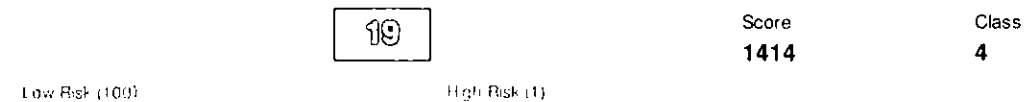
Based on a D&B Delinquency Predictor Percentile of 77

Factors Affecting Your Score:

- No payment experiences reported
- Limited time under present management control
- Higher risk region based on delinquency rates for this region

Level of risk	Probability of Delinquency	Compared to Businesses in D&B Database
Moderate	3.93%	10.2%

Financial Stress Score



Based on a D&B Financial Stress Percentile of 19

Factors Affecting Your Score:

- No payment experiences
- Limited time under present management control

Level of risk	Probability of Failure	Average Probability of Failure for Businesses in D&B Database
Moderate-High	0.72%	0.48%

Supplier Evaluation Risk Rating

Based on 24 months of data

Maximum Credit Recommendation

Overall Business Risk

MODERATE

Maximum Credit Recommendation

US\$ 37,500

Dun & Bradstreet Thinks...

- Overall assessment of this company: **SOME-FINANCIAL-STRESS-CONCERNS**
- Based on the perceived sustainability of this company: **MODERATELY-HIGHER-THAN-AVERAGE-RISK-OF-FINANCIAL-STRESS**
- Based on the payment behavior of this company: **MODERATE-POTENTIAL-FOR-SEVERELY-DELINQUENT-PAYMENTS**

The recommended limit is based on a moderately low probability of severe delinquency.

D&B Rating

Current Rating as of 11/02/2018

Special Rating

--

Undetermined

D&B Viability Rating

Portfolio Comparison Score

3

Low Risk (1)

Level of risk
Low

Rating Confidence Level
Basic

High Risk (9)

Probability of becoming no longer viable
7%

Percentage of businesses ranked with this score
11%

Average probability of becoming no longer viable
16%

Viability Score

5

Low Risk (1)

Level of risk
Low

High Risk (9)

Probability of becoming no longer viable
7%

Percentage of businesses ranked with this score
14%

Average probability of becoming no longer viable
14%

Data Depth Indicator

G

- Basic Firmographics
- No Financial Attributes

Company Profile



Financial Data

Not Available

Trade Payments

Not Available

Company Size

Small

Years in Business

Established

Compared to ALL US Businesses within the D&B Database:

- Financial Data : Not Available
- Trade Payments : Not Available
- Company Size : Small; Employees: <10 and Sales: <\$10K or Missing
- Years in Business : Established: 5+

Trade Payments

Trade Payments Summary

Overall Payment Behavior
Unavailable

% of Trade Within Terms

-

Highest Past Due

-

Highest Now Owing:

Total Trade Experiences:

Largest High Credit

Average High Credit

Total Unfavorable Comments :

Largest High Credit

Total Placed in Collections:

0

Largest High Credit

Legal Events

Judgments

0

Latest Filing

Liens

0

Latest Filing

Suits

0

Latest Filing

UCC Filings

0

Latest Filing

D&B has not received any Public Filings for this company

Special Events

There have been no Special Events reported for your company. If you have had a change in ownership or with officers of the company, please call customer service at 800 333 0505

Ownership

Family Tree

Members in the Tree

-

Subsidiaries of this Company

-

Branches of this Company

-

Company Profile

Company Overview

D-U-N-S

11-683-5799

Mailing Address

United States

Employees

61-6 here

Legal Form

Corporation (US)

Telephone

(203)-668-3522

Age (Year Started)

8 years (2010)

Ownership

Not publicly traded

Named Principal

Mark Mininberg PRES

Line of Business

Electric services

Business Registration

Corporate and business registrations reported by the secretary of state or other official source as of: -

This data is for informational purposes only, certification can only be obtained through the Office of the Secretary of State.

Registered Name

HOSPITAL ENERGY LLC

Corporation Type

Corporation (US)

Business Commenced On

2010

Principals

Officers

MARK MININBERG, PRES

Directors

THE OFFICER(S)

Company Events

The following information was reported on: 11-02-2018

The New Hampshire Secretary of State's business registrations file showed that Hospital Energy LLC was registered as a Limited Liability Company on December 27, 2017, under file registration number 785017. Although this company operates as a Limited Liability Company, the members have elected to use officer titles to denote areas of responsibility.

Business started 2010.

MARK MININBERG. Antecedents not available.

Business Activities And Employees

The following information was reported on: 11-02-2018

Business Information

Description Provides electric services (100%).
Terms are on a tee basis. Sells to undetermined.

Employees 6. 6 employed here.

Financing Status Unsecured

SIC/NAICS Information

SIC Codes	SIC Description	Percentage of Business
4911	Electric services	-
49110000	Electric services	-

NAICS Codes	NAICS Description
221118	Other Electric Power Generation

Government Activity

Dispute Government Activity

Activity Summary

Borrower(Dir/Guar) No

Administrative Debt No

Contractor No

Grantee No

Party excluded from federal program(s) No

Possible candidate for socio-economic program consideration

8(A) Firm Yes

Labor Surplus Area Yes

Small Business Yes

Financials

D&B currently has no financial information on file for this company

Inquiries

Inquiries-Summary - 12 Month

Total number of Inquiries

Unique Customers

0

0

Inquiries-Summary

There have been no inquiries on your company in the past 12 months

Inquiries Trends - 12 Month

No Data Available

Top-Five-Inquiries

By SIC Sector

No Data Available

By Report Type

No Data Available

All-Inquiries

Industry	Total Inquiries	Last 30 Days	Last 90 Days	Last 180 Days	Last 365 Days
----------	-----------------	--------------	--------------	---------------	---------------

Peers Inquiries

Please add a peer from peers page to start the comparison.

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ATTACHMENT G
Hospital Energy, LLC's Certificate of Insurance Coverages

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DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ACORD™ CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

11/13/2018

PRODUCER Greenwich Independent Insurance 87 Greenwich Ave. Greenwich CT 06830 (203) 869-0302 (203) 869-3233	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.	
	INSURERS AFFORDING COVERAGE	NAIC #
INSURED Hospital Energy, LLC 99 Hanover Street, Unit 204 Portsmouth NH 03801	INSURER A: <i>The Hartford</i>	
	INSURER B: <i>CHUBB</i>	
	INSURER C:	
	INSURER D:	
	INSURER E:	

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR ADD'L LTR	INSRD	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A		GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	31SBAPP1059	08/13/2018	08/13/2019	EACH OCCURRENCE \$ 2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 2,000,000 GENERAL AGGREGATE \$ 4,000,000 PRODUCTS - COMPI/OP AGG \$ 4,000,000
A		AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS	31SBAPP1059	08/13/2018	08/13/2019	COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN EA ACC \$ AUTO ONLY: AGG \$
A		EXCESS/UMBRELLA LIABILITY <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input checked="" type="checkbox"/> RETENTION \$ 10,000	31 SBA PP1059	08/13/2018	08/13/2019	EACH OCCURRENCE \$ 3,000,000 AGGREGATE \$ 3,000,000 \$ \$ \$
A		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? If yes, describe under SPECIAL PROVISIONS below	31WBCCI5680	01/25/2018	01/25/2019	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
A		OTHER	31SBAPP1059	08/13/2018	08/13/2019	Employee Dishonesty - \$100,000
B		Professional Liab.	8225-1301	03/01/2018	03/01/2019	Forgery - \$100,000 E&O - \$1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

CERTIFICATE HOLDER

State of Pennsylvania
 Public Utility Commission
 Keystone Building
 400 North Street
 Harrisburg PA 17120

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 10 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE *Erin M. Green*

IMPORTANT

If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

DISCLAIMER

The Certificate of Insurance on the reverse side of this form does not constitute a contract between the issuing insurer(s), authorized representative or producer, and the certificate holder, nor does it affirmatively or negatively amend, extend or alter the coverage afforded by the policies listed thereon.

ATTACHMENT H
Hospital Energy, LLC's Federal Income Returns
for the Past Two Years

CONFIDENTIAL

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT I
Hospital Energy, LLC's Most Recent Three
Consecutive Months of Bank Statements

CONFIDENTIAL

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT J
Hospital Energy, LLC's Tax Certification Statement

CONFIDENTIAL

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT K
Resumé of Mark Mininberg, President
Hospital Energy, LLC

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

MARK MININBERG
7 Portwalk Place, Unit 1523
Portsmouth, NH 03801
(203) 668-3522
mark@hospitalenergy.com

Founder, President and CEO, Hospital Energy, LLC. 1995-present, Portsmouth, NH.

Founded Hospital Energy in 1995 to provide lower cost, clean energy sources for healthcare institutions. Hospital Energy is widely recognized as the nation's leading procurement organization for healthcare and is the author of American Hospital Association (AHA) best practices in energy procurement and energy resiliency.

The company takes the view that energy is a financial market and that the key to effective management is financial analytics. Three AHA best practice principles support hospitals in participating in the energy markets:

Alignment of facilities, finance and supply chain leaders.

Aggregation of large scale hospital spend to allow for more effective market negotiation.

Analytics, including statistical probability modeling, to create market transparency and support optimal risk management.

Founder and President, Council for Sustainable Development in Central and Eastern Europe 1992-1995, New Haven, CT

Founded the Council at the end of the Cold War to create a "peace dividend" in which US military engine technology and Russian natural gas were combined for two purposes:

- 1) To retain manufacturing jobs in the US and create a more robust market outlet for Russian gas; and
- 2) Reduce severe air pollution in the former Soviet states caused by overreliance on burning lignite (soft coal) for power generation.

Arranged for senior executives of several US engine manufacturers, including GE, Textron and United Technologies, as well as the Russian gas giant Gazprom, to participate.

The program was personally supported by then Vice President Al Gore and the Secretaries of State, Energy and Commerce and the President of the US Overseas Private Investment Corporation.

The Energy, Environment and Resources Ministers of Russia, Czech Republic, Slovakia,, Poland and Ukraine also participated.

Mininberg & Goodbody, 1988-1995, New Haven, CT

Founding Partner of firm engaged in the private practice of law and specializing in the fields of energy, environmental and healthcare international law.

Representative clients: United Technologies Corporation, US OPIC, Environment Ministry of Czechoslovakia, Natural Resources Ministry of the Russian Federation, Yale New Haven Hospital.

Education:

University of Connecticut School of Law, JD 1984, Connecticut Law Tribune Prize
Wesleyan University, BA with Honors, 1981

Publications and Public Speaking:

Mr. Mininberg is the author of numerous publications, including most recently:
American Hospital Association Best Practices in Energy Procurement (2017)
AHA Best Practices in Business Planning for Energy Resiliency (2018).

Mr. Mininberg is a frequent lecturer on energy, healthcare, and environmental matters, including invitations from the U.S. White House, the United Nations, the World Bank, the Oxford University Law Colloquium, the Yale University Center for International Studies, the Harvard Law School Negotiation Project, and the Columbia University School of Public Health.

Mr. Mininberg served as senior advisor to the Society for Neuroscience in organizing its landmark 2005 summit meeting with His Holiness the Dalai Lama concerning the science of the mind.

MARK MININBERG
7 Portwalk Place, Unit 1523
Portsmouth, NH 03801
(203) 668-3522
mark@hospitalenergy.com

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Mr. Mininberg served as senior advisor to the Society for Neuroscience in organizing its landmark 2005 summit meeting with His Holiness the Dalai Lama concerning the science of the mind.

CERTIFICATE OF SERVICE

On this the 3rd day of December, 2018, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as an Electric Generation Supplier and all **NON-CONFIDENTIAL** attachments have been served as a hardcopy and/or a searchable PDF version on a CD-ROM, upon the following:

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

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

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

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

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

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

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

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

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

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

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

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

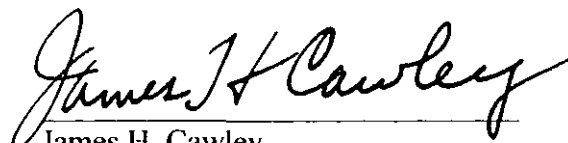
UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
2525 N. 12th Street, Suite 360
Post Office Box 12677
Reading, Pa 19612-2677

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

RECEIVED

DEC 12 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU



James H. Cawley
December 12, 2018

ORIGIN ID:IGGA (603) 431-4205
MARK MININBERG
HOSPITAL ENERGY LLC
1465 WOODBURY AVE

SHIP DATE: 27NOV18
ACTWGT: 0.13 LB
CAD: 112047787/WSX13300

PORTSMOUTH, NH 03801
UNITED STATES US

BILL SENDER

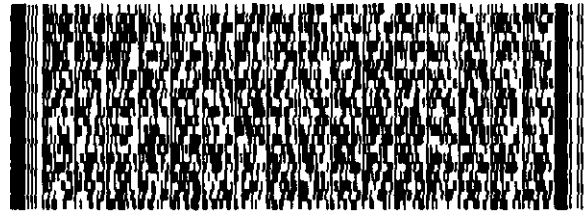
TO **ROSEMARY CHIAVETTA, SECRETARY OF TH
PENNSYLVANIA PUBLIC UTILITY COMMISS
400 NORTH ST
KEYSTONE BUILDING, 2ND FLOOR
HARRISBURG PA 17120**

(717) 772-7777
1401 PKG ID: 128366
PQ:

REF: MARK MININBERG

DEPT:

11 2018 11 29 10:30:30 AM



FedEx
Express



CMPC

To: **CHIAVETA, R. PUC**

Agency: PUC

Floor:

External Carrier: FEDEX

11/29/2018 10:33:12 AM



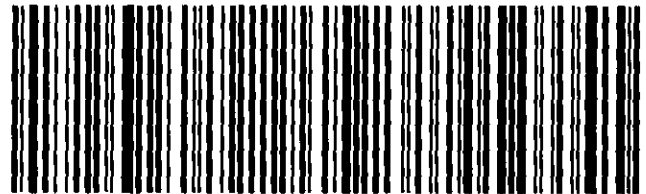
784019435234

THU - 29 NOV 10:30A
MORNING 2DAY

TRK# 0201 7840 1943 5234

SK MDTA

17120
PA-US MDT



SEE NOTICE ON RECEIPT regarding UPS terms, and notice of limitation of liability. Where allowed by the shipper, UPS acts as forwarding agent for export customs purposes. If exported from the US, shipper certifies that the commodities, technology or software were exported from the US in accordance with the Export Administration Regulations. Diversion contrary to law is prohibited.

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