



December 13, 2018

Commonwealth of Pennsylvania
Pennsylvania Public Utility Commission
Attn: Office of the Secretary
400 North Street, Keystone Building
Harrisburg, PA 17105-3265

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: South Bay Energy Corp. NGS Application

Dear Secretary Chiavetta:

South Bay Energy Corp. ("South Bay") hereby submits its Application to become a Natural Gas Supplier (NGS), which includes the following:

- One application with original signatures and attachments, and one copy;
- Proof of Service of Process;
- Notarized Proof of Newspaper Publications;
- Utility bond letters;
- \$350 filing fee


In addition, enclosed under separate cover are confidential documents in support of its EGS Application in accordance with Pa. Code Section 54.32. South Bay requests that its responses and corresponding attachments to the following be treated as confidential:

- Attachment 7b Financial Records, Statements and Ratings
- Attachment 7c Supplier Funding

This information is treated as confidential by South Bay, and public disclosure of such information could be potentially harmful to applicant's position as competitive supplier of electricity. South Bay further requests that its responses to any subsequent requests for additional information or clarification which staff might make with regard to these same requests also be permitted to be filed under seal.

Please direct any questions or concerns about the information enclosed to the undersigned.

Respectfully Submitted,


Brittany Hirson
Operations Manager
631-724-9010 x 100

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of South Bay Energy Corp., for approval to offer, render, furnish, or supply natural gas supply services as a(n) Supplier of Gas 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:

South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
www.southbayenergy.com
(631) 724-9010

- 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's Name: Basanta Thapa
Address: 731 Evans Street, Bethlehem, PA 08015
Phone: 631-724-9010
Fax: 631-724-9011

- 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.

Brittany Hirson
Operations Manager – South Bay Energy Corp
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
Phone: (631) 724-9010
Email: Brittany@southbayenergy.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.

Michael Gruin
117 North Second Street, 16th Floor
Harrisburg, PA 17101
Phone: (717) 255 - 7365
Fax: (610) 988 - 0852
Email: mag@stevenslee.com

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

Brittany Hirson
Operations Manager – South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
Phone: (631) 724-9010
Email: Brittany@southbayenergy.com

Greg Blume
President – South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
Phone: (631) 724-9010
Email: greg@southbayenergy.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.

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.

N/A

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 a natural gas distribution company
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.

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

or

- The Applicant is not presently doing business in Pennsylvania.

b. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- Supplier or Aggregator of natural gas services
- Municipal supplier of natural gas services
- Cooperative supplier of natural gas services
- Broker/Marketer engaged in the business of supplying natural gas services
 - Check here to verify that your organization will not be taking title to the natural gas nor will you be making payments for customers.
- Other (Describe):

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

South Bay Energy Corp. intends to become a natural gas supplier for the natural gas distribution companies selected below in PA to supply natural gas to all eligible residential and commercial customers.

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

- | | |
|--|--|
| <input checked="" type="checkbox"/> Columbia | <input checked="" type="checkbox"/> Philadelphia Gas Works |
| <input type="checkbox"/> National Fuel Gas | <input type="checkbox"/> UGI Central Penn |
| <input checked="" type="checkbox"/> PECO | <input type="checkbox"/> UGI Penn natural |
| <input checked="" type="checkbox"/> Peoples Gas – Equitable Div. | <input checked="" type="checkbox"/> UGI Utilities |
| <input checked="" type="checkbox"/> Peoples Natural Gas | <input type="checkbox"/> Valley Energy |
| <input checked="" type="checkbox"/> Peoples Gas Company | <input 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.

Monday, February 25, 2019

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.

N/A

- 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 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.

No actions have been taken against South Bay Energy Corp.

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

N/A

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)***

Please see 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 Company LLC – Equitable Division Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@peoples-gas.com</p>	<p>National Fuel Gas Distribution Corp. Joanne E. Maciok 6363 Main Street Williamsville, NY 14221 PH: 716.857.7670 FAX: 716.857.7479 e-mail: maciokj@natfuel.com</p>
<p>Peoples Natural Gas Company LLC Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@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 LLC Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@peoples-gas.com</p>	<p>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: pgwchoicesupply@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</p>	<p>UGI Penn Natural David Lahoff 2525 N. 12th Street, Suite 360</p>

Sayre, PA 18840-0340
PH: 570.888-9664
FAX: 570.888.6199
email: erogers@ctenterprises.org

Reading, PA 19612-2677
PH: 610.796.3520
Email: dlahoff@ugi.com

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. The contact information is located in Section 6.b.
- 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:

Please see attachment 7. B.

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

N/A

- 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.

Brittany Hirson
Operations Manager – South Bay Energy Corp
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
Phone: (631) 724-9010
Email: Brittany@southbayenergy.com

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

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

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

Please see Appendix D.

8. TECHNICAL FITNESS:

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

- a. **EXPERIENCE, PLAN, STRUCTURE:** such information may include:
- Applicant's previous experience in the natural gas industry.
 - 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.

Please see attachment 8 A.

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.

South Bay will complete a TPV for every/all door to door sales for the purpose of quality control and compliance.

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.

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

See attachment 8. E.

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.

See Appendix E.

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.

Attachment 12

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			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
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(Example Publications are provided at Appendices F and G)

13. SIGNATURE

Applicant: South Bay Energy Corp,
 By: Stephen Mellis
 Title: President
 Signature: 

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: South Bay Energy Corp.

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

PUC Secretary's Bureau Use

Appendix A

APPLICATION AFFIDAVIT

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

[Commonwealth/State] of New York :

ss.

County of Suffolk :

South Bay Energy Corp., Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the President (Office of Affiant) of South Bay Energy Corp. (Name of Applicant);]

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

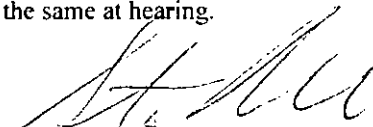
That the Applicant herein _____ has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as a natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

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

That the Applicant herein _____ acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

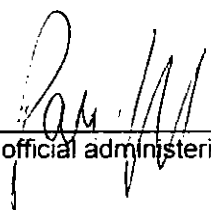
That the Applicant herein _____ acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

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



Signature of Affiant

Sworn and subscribed before me this 12th day of December, 2018.



Signature of official administering oath

My commission expires _____
PATRICIA FLEETHAM
Notary Public, State of New York
No. 01FL6011534
Qualified in Suffolk County
Commission Expires February 24, 2019

Appendix B

RECEIVED

DEC 14 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

OPERATIONS AFFIDAVIT

[Commonwealth/State] of NEW YORK :

ss.

County of Suffolk :

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

[He/she is the president (Office of Affiant) of South Bay Energy Corp.
(Name of Applicant);]

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

That South Bay Energy Corp., 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 South Bay Energy Corp., 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 South Bay Energy Corp., 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).

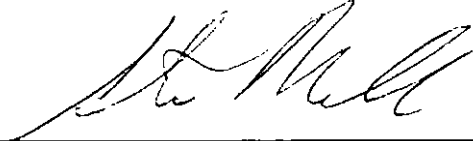
Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility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

Appendix B (Continued)

That South Bay Energy Corp., 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.

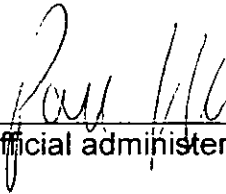
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the 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 12th day of December, 2018.



Signature of official administering oath

My commission expires _____
PATRICIA FLEETHAM
Notary Public, State of New York
No. 01FL6011534
Qualified in Suffolk County
Commission Expires February 24, 2019

Appendix C

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

CERTIFICATE OF SERVICE TEMPLATE

On this the 27 day of November 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:

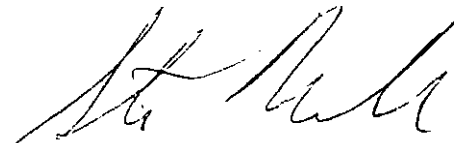
PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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<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 Company LLC – Equitable Division Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@peoples-gas.com</p>	<p>National Fuel Gas Distribution Corp. Joanne E. Maciok 6363 Main Street Williamsville, NY 14221 PH: 716.857.7670 FAX: 716.857.7479 e-mail: maciokj@natfuel.com</p>
<p>Peoples Natural Gas Company LLC Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@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 LLC Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577</p>	<p>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: pgwchoicesupply@pgworks.com</p>

e-mail: Carol.Scanlon@peoples-gas.com	
UGI Central Penn David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com	UGI David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com
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	UGI Penn Natural David Lahoff 2525 N. 12 th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com



Stephen Mellis, President, South Bay Energy Corp.

Variable Rate Pennsylvania Sales Agreement

CUSTOMER ENROLLMENT DETAILS

<u>Product You Wish To Enroll</u>	<u>Natural Gas</u> <input type="checkbox"/> <u>Electricity</u> <input type="checkbox"/> <u>Both</u> <input type="checkbox"/>
<u>Price Structure</u>	<u>Variable</u>

Customer: _____
 Address: _____

 Contact: _____
 Last 4 SS#: _____
 Gas Account #: _____
 Electric Account #: _____

Date: _____
 Gas Utility (NGDC): _____
 Electric Utility (EDC): _____
 Telephone: _____
 Security Question: _____
 Sales Representative: _____
 Signature: _____

Term of Agreement: From: Month to Month

IN WITNESS WHEREOF, Customer and South Bay Energy Corp. have caused this Agreement to be executed as of the date first set forth above.

For: South Bay Energy _____
 By: _____
 Signature

 Customer's Printed Name

 Customer's Signature

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DEC 14 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**PENNSYLVANIA NATURAL GAS SUPPLY
VARIABLE PRICE CONTRACT SUMMARY**

Natural Gas Supplier Information	<p>South Bay Energy Corp. 700 Veterans Memorial Highway, Suite 210 Hauppauge, NY 11788. 1-877-724-9010, Monday through Friday 8:00 a.m. - 5:30 p.m. EST (hours subject to change)</p> <p>You have chosen South Bay as your natural gas supplier. South Bay is not affiliated with your natural gas distribution company ("NGDC"). South Bay is responsible for the natural gas supply charges on your bills. These charges will appear on your NGDC bills separate and apart from <i>your NGDC's distribution charges for delivering your natural gas.</i></p>
Price Structure	<p>Variable Price. The Variable Price for Natural Gas shall reflect South Bay Energy's wholesale cost of natural gas (including capacity, settlement, ancillaries, related transmission and distribution charges and other market-related factors); plus all applicable, fees, charges, costs, and South Bay Energy's expenses and margins. There is no cap on your variable price, and there is no limit on how much the price may change from one billing cycle to the next. You will receive notice of variable price changes when you receive the bill with that price.</p>
Natural Gas Supply Price	<p>Your natural gas supply price for your first billing cycle is{ }¢/Ccf. Thereafter, your price will vary month-to-month based on the factors described above.</p>
Statement Regarding Savings	<p>South Bay's natural gas supply price may be higher or lower than the NGDC's price in any given month, and there is no guarantee of savings.</p>
Contract Start Date	<p>South Bay will begin furnishing natural gas supply service on a date set by the NGDC.</p>
Deposit requirements	<p>None</p>
Incentives/Promotions	<p></p>
Contract Term	<p>Your contract will begin on the first available date that your account is successfully enrolled with your NGDC, and will continue on a month to month basis until terminated by either you or South Bay</p>
Cancellation / Early Termination Fees	<p>None</p>
Renewal Terms	<p>This Agreement will renew on a month-to-month basis with a monthly variable rate methodology with no change to the remaining terms.</p>

**PENNSYLVANIA ELECTRICITY SUPPLY
VARIABLE PRICE CONTRACT SUMMARY**

Electric Generation Supplier Information	<p>South Bay Energy Corp. 700 Veterans Memorial Highway, Suite 210 Hauppauge, NY 11788. 1-877-724-9010, Monday through Friday 8:00 a.m. - 5:30 p.m. EST (hours subject to change)</p> <p>You have chosen South Bay as your electric generation supplier. South Bay is not affiliated with your electric distribution company ("EDC"). South Bay is responsible for the electricity generation charges on your bills. These charges will appear on your EDC bills separate and apart from your EDC's distribution charges for delivering your electricity.</p>																								
Price Structure	<p>Variable Price. The Variable Price for Electricity shall reflect South Bay Energy's wholesale cost of electricity (including the cost of energy, capacity, settlement, ancillaries, related transmission and distribution charges and other market-related factors); plus all applicable, fees, charges, costs, and South Bay Energy's expenses and margins. There is no cap on your variable price, and there is no limit on how much the price may change from one billing cycle to the next. You will receive notice of variable price changes when you receive the bill with that price.</p>																								
Electricity Generation Supply Price	<p>Your electricity supply price for your first billing cycle is { }¢/kWh. Thereafter, your price will vary month-to-month based on the factors described above.</p>																								
Statement Regarding Savings	<p>South Bay's electricity price may be higher or lower than the EDC's price in any given month, and there is no guarantee of savings.</p>																								
Contract Start Date	<p>South Bay will begin furnishing electricity supply service on a date set by the EDC.</p>																								
Deposit requirements	<p>None</p>																								
Incentives/Promotions	<p></p>																								
Contract Term	<p>Your contract will begin on the first available date that your account is successfully enrolled with your EDC, and will continue on a month to month basis until terminated by either you or South Bay</p>																								
Cancellation / Early Termination Fees	<p>None.</p>																								
Renewal Terms	<p>This Agreement will renew on a month-to-month basis with a monthly variable rate methodology with no change to the remaining terms.</p>																								
Electric Distribution Company (Default Service Provider) Information	<p>The EDC is responsible for distribution charges. Your EDC will continue to deliver your electricity and charges you for distribution. In case of emergency, outage, or other service issues, please contact your EDC directly:</p> <table border="0" data-bbox="402 1373 1227 1528"> <tr> <td>Citizen Electric</td> <td>570-524-2231</td> <td>Duquesne Light Co.</td> <td>888-393-7000</td> </tr> <tr> <td>Metropolitan Edison</td> <td>888-544-4877</td> <td>West Penn Power</td> <td>888-544-4877</td> </tr> <tr> <td>Penelec</td> <td>888-544-4877</td> <td>Penn Power</td> <td>888-544-4877</td> </tr> <tr> <td>Pike County Light</td> <td>877-434-4100</td> <td>PPL Electric</td> <td>800-342-5775</td> </tr> <tr> <td>UGI</td> <td>800-276-2722</td> <td>Wellsboro Electric</td> <td>570-724-3516</td> </tr> <tr> <td>PECO Energy</td> <td>800-841-4141</td> <td></td> <td></td> </tr> </table>	Citizen Electric	570-524-2231	Duquesne Light Co.	888-393-7000	Metropolitan Edison	888-544-4877	West Penn Power	888-544-4877	Penelec	888-544-4877	Penn Power	888-544-4877	Pike County Light	877-434-4100	PPL Electric	800-342-5775	UGI	800-276-2722	Wellsboro Electric	570-724-3516	PECO Energy	800-841-4141		
Citizen Electric	570-524-2231	Duquesne Light Co.	888-393-7000																						
Metropolitan Edison	888-544-4877	West Penn Power	888-544-4877																						
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Pike County Light	877-434-4100	PPL Electric	800-342-5775																						
UGI	800-276-2722	Wellsboro Electric	570-724-3516																						
PECO Energy	800-841-4141																								

Agreement to Sell and Purchase Energy: This is an agreement between South Bay Energy Corp. ("South Bay") and the undersigned customer (Customer) under which Customer shall initiate natural gas and/or electricity supply service and begin enrollment with South Bay (the "Agreement"). South Bay Energy is licensed by the Pennsylvania Public Utility Commission as an Electric Generation Supplier and Natural Gas Supplier. Our PA Electricity Supplier License Number is _____ and our Natural Gas Supplier License Number is _____.

Your electricity generation prices and charges will be set by South Bay. The Federal Energy Regulatory Commission regulates electricity transmission prices and services. Natural gas commodity prices and charges are set by South Bay. The Public Utility Commission regulates electricity and natural gas distribution prices and services.

You will continue to receive your bill from your Electric Distribution Company (EDC) for all electricity supply and delivery charges and one bill from your Natural Gas Distribution Company (NGDC) for all natural gas supply and delivery charges. Your EDC and NGDC will continue to provide all emergency repairs and services. South Bay is not affiliated with and does not represent your EDC or NGDC.

Definitions

Generation Charge - Charge for production of electricity. Transmission Charge - Charge for moving high voltage electricity from a generation facility to the distribution lines of an electric distribution company. Interstate Pipeline Charges-Charges for moving natural gas to the distribution lines of a distribution company. Commodity Charges- The charges for the natural gas product which is sold either in cubic feet or dekatherms. Distribution Charges- The charge for the delivery of natural gas from the city gate to the consumer

Subject to the terms and conditions of this Agreement, South Bay agrees to sell and deliver, and Customer agrees to purchase and accept the quantity of energy, as estimated by South Bay, necessary to meet Customer's requirements based upon consumption data obtained by South Bay from the the EDC and NGDC. The amount of energy delivered under this Agreement is subject to change based upon data reflecting Customer's consumption obtained by South Bay.

Right of Rescission - You may cancel this Agreement at any time before midnight of the third business day after receiving this disclosure statement by contacting South Bay by phone at 877-724-9010 or by mail at the address above.

Parties Bound: This Agreement is binding upon the parties hereto and their respective successors and legal assigns.

Term: The services provided by South Bay Energy to Customer are governed by the terms and conditions of this Agreement, including the above stated enrollment details and attached Contract Summary. You will receive a confirmation notice from your EDC and/or NGDC to confirm your choice of South Bay Energy as your supplier. This Agreement shall commence as of the date Customer's change of Customer's supplier to South Bay Energy is deemed effective by the EDC and/or NGDC, and will continue on a month to month basis until terminated by either you or South Bay.

Pricing, Billing, and Termination: The Variable Price for Electricity shall reflect South Bay Energy's wholesale cost of electricity (including the cost of energy, capacity, settlement, ancillaries, related transmission and distribution charges and other market-related factors); plus all applicable, fees, charges, costs, and South Bay Energy's expenses and margins. Your electricity supply price for your first billing cycle is { }¢/kWh. Thereafter, your price will vary month-to-month based on the factors described above. You will receive notice of variable price changes when you receive the bill with that price. This price includes transmission charges and estimated total state taxes (including Gross Receipts Tax), but excludes sales tax. The Variable Price for Natural Gas shall reflect South Bay Energy's wholesale cost of natural gas (including capacity, settlement, ancillaries, related transmission and distribution charges and other market-related factors); plus all applicable, fees, charges, costs, and South Bay Energy's expenses and margins. Your natural gas supply price for your first billing cycle is { }¢/Ccf. Thereafter, your price will vary month-to-month based on the factors described above. You will receive notice of variable price changes when you receive the bill with that

price. Your price includes estimated total state taxes, but excludes Pennsylvania sales tax, if applicable. Our price does not include Distribution Utility service and other Utility-related charges, which are separate amounts that you must pay to the NGDC. South Bay's rate for electricity supply may be higher or lower than your EDC's rate in any particular month, and there is no guarantee of savings. South Bay's rate for natural gas supply may be higher or lower than your NGDC's rate in any particular month, and there is no guarantee of savings. There is no early termination fee for this agreement.

Customer will receive a single bill from the EDC which will include both the EDC's distribution charges and South Bay's charges for electricity supply. Your EDC maintains the right to terminate service for any unpaid utility or supplier charges, pursuant to the regulations of the Pennsylvania Public Utility Commission. Customer will receive a single bill from the NGDC which will include both the NGDC's distribution charges and South Bay charges for natural gas supply. Your NGDC maintains the right to terminate service for any unpaid utility or supplier charges, pursuant to the regulations of the Pennsylvania Public Utility Commission.

Cancellation: Customer may terminate this agreement by contacting South Bay Energy Corp. in writing at 700 Veterans Memorial Highway, Suite 210 Hauppauge, NY 11788 or by phone at 1-877-724-9010, Monday through Friday 8:00 a.m. - 5:30 p.m. EST (hours subject to change). South Bay Energy may cancel this agreement at any time upon providing written notice to Customer. Common reasons for South Bay to cancel this agreement would include: Non-Payment – If your electricity or natural gas service is terminated by your EDC or NGDC, then this agreement is cancelled on the date that your service is terminated. You will owe us for amounts unpaid for our charges for electricity or natural gas supply up to the date of termination. Customer Move – If the customer moves from the address listed above, this agreement is cancelled. If we cancel this agreement for any reason other than for customer non-payment, we will follow applicable rules in providing notice to you.

Assignment: Customer may not assign its interests in and delegate its obligations under this Agreement without the express written consent of South Bay. South Bay may sell, transfer, pledge, or assign the accounts receivable, revenues, or proceeds hereof, in connection with any financing agreement, purchase of accounts receivables program or billing services agreement, and may assign this Agreement and the rights and obligations there under, to another energy supplier, energy services company or other entity as authorized by the PA PUC.

Information Release Authorization: Customer authorizes South Bay to obtain and review the following information from the EDC and NGDC: consumption history; billing determinants; and account number. This information may be used by South Bay to determine whether it will commence and/or continue to provide energy supply service to Customer and will not be disclosed to a third party unless required by law. Customer's execution of this Agreement shall constitute authorization for the release of this information to South Bay. This authorization will remain in effect during the Initial Term and any Renewal Term. Customer may rescind this authorization at any time by providing written notice thereof to South Bay or by calling South Bay at 1-877-724-9010. South Bay reserves the right to cancel this Agreement in the event Customer rescinds the authorization.

Dispute Resolution: In the event of a billing dispute or a disagreement involving South Bay's service hereunder, the parties will use their best efforts to resolve the dispute. Customer should contact South Bay by telephone or in writing as provided below. If you are not satisfied after discussing your concerns with us you may contact the Public Utility Commission (PUC) by phone at: 1-800-692-7380 or in writing at PO Box 3265, Harrisburg, PA 17105-3265.

Contact Information

Supplier Information: South Bay Energy Corp. 700 Veterans Memorial Highway, Suite 210 Hauppauge, NY 11788. 1-877-724-9010, Monday through Friday 8:00 a.m. - 5:30 p.m. EST (hours subject to change)

Public Utility Commission, PO Box 3265, Harrisburg, PA 17105-3265, Phone: 1-800-692-7380

Information about shopping for a gas supplier is available at www.PaGasSwitch.com, by calling the Commission's telephone number at 1-800-692-7380, and at www.oca.state.pa.us

Electric Distribution Co. (Default Service Provider)–Emergency Number /Universal Service Programs Number

Duquesne Light Co., 411 7th Ave., Pittsburgh, PA 15219	888-393-7000 /	888-393-7600
Metropolitan Edison P.O. Box 368, Akron, OH 44309	888-544-4877 /	800-545-7741
PECO, 2301 Market St, Philadelphia, PA 19101	800-841-4141 /	800-774-7040
Penelec, P.O. Box 368, Akron, OH 44309	888-544-4877 /	800-545-7741
Penn Power Co., P.O. Box 368, Akron, OH 44309	888-544-4877 /	800-545-7741
PPL, 827 Hausman Rd, Allentown, PA 18104-9392	800-342-5775 /	800-342-5775
West Penn Power, P.O. Box 368, Akron, OH 44309	888-544-4877 /	800-545-7741

Emergency Services - The EDC and NGDC will continue to respond to leaks and emergencies. In the event of an electricity and/or natural gas emergency or service interruption, contact your EDC or NGDC at one of the telephone numbers listed below.

Notices - If you have a fixed term agreement with us that is longer than 3 months and it is approaching the expiration date or whenever we propose to change the terms of service in any type of contract, you will receive two separate written notifications that precede either the expiration date or the effective date of the proposed changes. These notifications will explain your options going forward. At least 60-75 days prior to the expiration date or proposed change, we will send you the first written notice. A second notice with options for your consideration will be sent to you no later than forty-five (45) days prior to the expiration date or proposed change to your terms of service.

Agency: Customer hereby appoints South Bay as agent for the purposes of (i) acquiring the supplies necessary to meet Customer's energy needs, and (ii) arranging, contracting for and administering transportation and related services over transmission facilities and those of the EDC and NGDC needed to deliver energy to the Customer's premises. These services are provided on an arm's length basis and market-based compensation is included in the price noted above.

Title: All energy sold under this Agreement shall be delivered to a location considered the "Point of Delivery", which for electricity shall be at the PJM South Bay load bus (located outside of the municipality where Customer resides), and for the natural gas transported by interstate pipelines will be the city gate stations of the NGDC and shall constitute the point at which title transfers and the sale occurs. South Bay will indemnify and hold harmless Customer from all taxes, royalties, fees or other charges incurred before title passes with respect to the energy provided hereunder.

Warranty: This Agreement, including applicable attachments, constitutes the entire Agreement between Customer and South Bay. South Bay makes no representations or warranties other than those expressly set forth in this Agreement, and South Bay expressly disclaims all other warranties, express or implied, including merchantability and fitness for a particular use.

Force Majeure: South Bay will make commercially reasonable efforts to provide energy hereunder but South Bay does not guarantee a continuous supply of energy to Customer. Certain causes and events out of the control of South Bay ("Force Majeure Events") may result in interruptions in service. South Bay will not be liable for any such interruptions caused by a Force Majeure Event, and South Bay is not and shall not be liable for damages caused by Force Majeure Events. Force Majeure Events shall include acts of God, fire, flood, storm, terrorism, war, civil disturbance, acts of any governmental authority, accidents, strikes, labor disputes or problems, required maintenance work, inability to access the local distribution utility system, non-performance by the utility (including, but not limited to, a facility outage on its energy distribution lines), changes in laws, rules, or regulations of any governmental authority or any other cause beyond South Bay's control.

Liability: The remedy in any claim or suit by Customer against South Bay will be solely limited to direct actual damages. By entering into this Agreement, Customer waives any right to any other remedy in law or equity. In no event will either TPS or Customer be liable for consequential, incidental, indirect, special or punitive damages. These

limitations apply without regard to the cause of any liability or damages. There are no third-party beneficiaries to this Agreement.

Choice of Laws: Venue for any lawsuit brought to enforce any term or condition of this Agreement or to construe the terms hereof shall lie exclusively in the State of Pennsylvania. This Agreement shall be construed under and shall be governed by the laws of the State of Pennsylvania without regard to the application of its conflicts of law principles.

Regulatory Changes: If at some future date there is a change in any law, rule, regulation or pricing structure whereby South Bay is prevented, prohibited or frustrated from carrying out the terms of the Agreement, at its sole discretion South Bay shall have the right to cancel this Agreement on 30 days' notice to Customer.

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

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU


South Bay Energy Corp. Pennsylvania Natural Gas Application Attachments

Attachment 2. B. Business Entity and Department of State Filings

PA business license:

Entity# : 6659356
Date Filed : 01/25/2018
Robert Torres
Acting Secretary of the Commonwealth

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

Document will be returned to the name and address entered below.			Foreign Registration Statement	
Greg Blume			DSCB: 15-412	
Name			(rev. 2/2017)	
700 Veterans Memorial Hwy #210				
Address			412	
Hauppauge	NY	11788		
City	State	Zip Code		

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

Fee, \$250.00 : qualify for a veteran reservist-owned small business fee exemption (see instructions)

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

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

- Business Corporation Limited Partnership Business Trust
 Nonprofit Corporation Limited Liability (General) Partnership Professional Association
 Limited Liability Company Limited Liability Limited Partnership

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

South Bay Energy Corp

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

3. The jurisdiction of formation: NY

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

700 Veterans Memorial Hwy. #210, Hauppauge NY 11788
 Number and street City State Zip

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

Number and street City State Zip

PENN File: January 25, 2018

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Articles of Incorporation:

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: SOUTH BAY ENERGY CORP.

DOCUMENT TYPE: INCORPORATION (DOM. BUSINESS)

COUNTY: NASS

FILED: 04/06/2011 DURATION: PERPETUAL CASH#: 110406000893 FILM #: 110406000831

FILER:

EXIST DATE

LIPSKY BRESKY & LOWE LLP
585 STEWART AVE STE 440

04/06/2011

GARDEN CITY, NY 11530

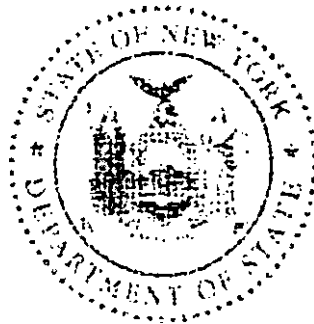
ADDRESS FOR PROCESS:

C/O LIPSKY BRESKY & LOWE, LLP
ATTN: MICHAEL LOWE, ESQ.
GARDEN CITY, NY 11530

585 STEWART AVENUE, SUITE 440

REGISTERED AGENT:

STOCK: 200 NPV



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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD. - 30 SERVICE CODE: 30 *

FEE	195.00
FILING	125.00
TAX	10.00
CERT	0.00
COPIES	10.00
HANDLING	50.00

PAYMENTS	195.00
CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	195.00
OPAL	0.00
REFUND	0.00

DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on April 7, 2011.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

110406000 831

CERTIFICATE OF INCORPORATION

OF

SOUTH BAY ENERGY CORP.

UNDER SECTION 402 OF THE BUSINESS CORPORATION LAW
OF THE STATE OF NEW YORK

The undersigned, being the age of eighteen years or over, for the purpose of forming a corporation pursuant to Section 402 of the Business Corporation Law of the State of New York does hereby certify:

FIRST: The name of the corporation (hereinafter referred to as the

"Corporation") shall be **SOUTH BAY ENERGY CORP.**

SECOND: The purposes for which the Corporation is to engage in

any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that the Corporation is not formed to engage in any act or activity which requires the consent or approval of any state official, department, board, agency or other body, without such consent or approval first being obtained.

THIRD: The office of the Corporation shall be located in the County of

Nassau, State of New York.

FOURTH: The aggregated number of shares which the Corporation

shall have authority to issue is two hundred shares each without par value.

FIFTH: The Secretary of State is designated as the agent of the


Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is: c/o Lipsky Bresky & Lowe, LLP, 585 Stewart Avenue, Suite 440, Garden City, New York 11530, Attn: Michael Lowe, Esq.

110406000831

SIXTH: No director of the Corporation shall be personally liable to the Corporation or its shareholders for damages for any breach of duty in such capacity, provided that nothing contained in this Article shall eliminate or limit the liability of any director if a judgment or final adjudication adverse to him establishes that his act or omissions were in bad faith or involved intentional misconduct or a knowing violation of law to which he was not legally entitled or that his acts violated Section 719 of the New York Business Corporation Law.

SEVENTH: The corporation shall have the right to indemnify any and all directors and officers to the fullest extent of the New York Business Corporation Law.

IN WITNESS WHEREOF, the undersigned has signed this Certificate and does hereby affirm the statements contained therein as true under the penalty of perjury this 4th Day April 2011.



Patricia M. Rice, Incorporator
c/o Delaney Corporate Services, Ltd.
99 Washington Avenue, Suite 805A
Albany, NY 12210

110406000831

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2011 APR -6 PM 1:01

CERTIFICATE OF INCORPORATION

OF

SOUTH BAY ENERGY CORP.

UNDER SECTION 402 OF THE BUSINESS CORPORATION LAW
OF THE STATE OF NEW YORK

1 CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 06 2011

TAXS 1500

BY: ICB

NASS

DRAWDOWN
DELANEY-30

LIPSKY BRESKY & LOWE, LLP
585 STEWART AVENUE, SUITE 440
GARDEN CITY, NEW YORK 11530

2011 APR -6 PM 2:01

FILED

893

RESOLUTIONS ADOPTED BY INCORPORATOR

OF

SOUTH BAY ENERGY CORP.

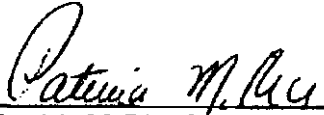
The undersigned, being the sole Incorporator of the corporation hereby adopts the following resolutions:

(1) **RESOLVED**, that a copy of the evidence of the Articles of Incorporation of the Corporation, together with the original receipt showing payment of the statutory organization tax and filing fee, be inserted in the Minute Book of the Corporation.

(2) **RESOLVED**, that the form of First By-Laws submitted to the meeting be, and the same hereby are, adopted as and for the By-Laws of the Corporation, and that a copy thereof be placed in the Minute Book of the Corporation, directly following the Certificate of Incorporation.

(3) **RESOLVED**, that the following persons be, and they hereby are, elected as Directors of the Corporation, to serve until the first annual meeting of shareholders, and until their successors are elected and qualify:

Dated: April 6, 2011



Patricia M. Rice, Incorporator

NYS Department of State

Division of Corporations

Entity Information

The information contained in this database is current through April 7, 2011.

Selected Entity Name: SOUTH BAY ENERGY CORP.

Selected Entity Status Information

Current Entity Name: SOUTH BAY ENERGY CORP.

Initial DOS Filing Date: APRIL 06, 2011

County: NASSAU

Jurisdiction: NEW YORK

Entity Type: DOMESTIC BUSINESS CORPORATION

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

C/O LIPSKY BRESKY & LOWE, LLP

ATTN:MICHAEL LOWE, ESQ.

585 STEWART AVENUE, SUITE 440

GARDEN CITY, NEW YORK, 11530

Registered Agent

NONE

This office does not record information regarding the names and addresses of officers, shareholders or directors of nonprofessional corporations except the chief executive officer, if provided, which would be listed above. Professional corporations must include the name(s) and address(es) of the initial officers, directors, and shareholders in the initial certificate of incorporation, however this information is not recorded and only available by viewing the certificate.

***Stock Information**

of Shares Type of Stock \$ Value per Share

200 No Par Value

* Stock information is applicable to domestic business corporations.

Name History

Filing Date	Name Type	Entity Name
APR 06, 2011	Actual	SOUTH BAY ENERGY CORP.

A **Fictitious** name must be used when the **Actual** name of a foreign entity is unavailable for use in New York State. The entity must use the fictitious name when conducting its activities or business in New York State.

NOTE: New York State does not issue organizational identification numbers.

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Names and addresses of officers:

Brittany Hirson
Operations Manager
700 Veterans Memorial Highway, #210
Hauppauge, NY 1178
Phone: (631) 724-9010
Email: brittany@southbayenergy.com

Stephen Mellis
President
700 Veterans Memorial Highway, #210
Hauppauge, NY 1178
Phone: (631) 724-9010
Email: steve@southbayenergy.com

Greg Blume
President
700 Veterans Memorial Highway, #210
Hauppauge, NY 1178
Phone: (631) 724-9010
Email: greg@southbayenergy.com

Licenses in other states:

Illinois: Docket Number 17-0300 (AGS)

Ohio:

The Public Utilities Commission of Ohio
Ohio Competitive Retail Natural Gas Marketer Certificate

Issued pursuant to Case Number(s):

17-1326-GA-CRS

is

Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate Number:
17-611G(1)

Granted to:

South Bay Energy Corp.

Whose office or principal place of business is located at:

700 Veterans Memorial Highway, #210 Hauppauge, NY 11788

And is hereby certified to provide:

Retail Natural Gas Marketer Services

within the state of Ohio, for a two-year period.

Certification Effective:

June 25, 2017 through June 25, 2019


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

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

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

Witness the seal of the Commission affixed at Columbus, Ohio

Dated: **June 26, 2017**

By Order of
The Public Utilities Commission of Ohio

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

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

State of New Jersey



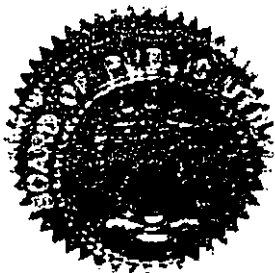
Board of Public Utilities

44 South Clinton Avenue, 3rd Floor, Suite 314, P.O. Box 350, Trenton, New Jersey 08625-0350

HEREBY LICENSES

South Bay Energy Corp.
15 Ames Blvd.
Hamburg, New Jersey 07419

To conduct business in the State of New Jersey as a



Natural Gas Supplier
Irene Kim Asbury
Irene Kim Asbury
Secretary of the Board

License No. GSL-0172
Effective Date: June 30, 2017
Expiration Date: June 29, 2018

NEW Jersey:

State of New Jersey



Board of Public Utilities

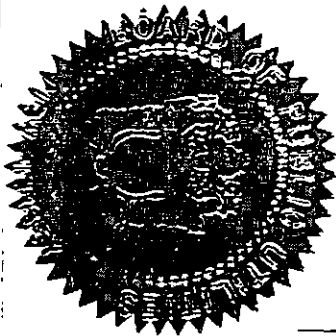
44 South Clinton Avenue, 3rd Floor, Suite 314, P.O. Box 350, Trenton, New Jersey 08625-0350


HEREBY LICENSES

South Bay Energy Corp.
15 Ames Blvd
Hamburg, New Jersey 07419

To conduct business in the State of New Jersey as a

Natural Gas Supplier




Aida Camacho-Welch
Secretary of the Board

License No. GSL-0198
Effective Date: August 29, 2018
Expiration Date: August 28, 2019

New York:

STATE OF NEW YORK DEPARTMENT OF PUBLIC SERVICE
THREE EMPIRE STATE PLAZA, ALBANY, NY 12223-1350
Internet Address: <http://www.dps.state.ny.us>

PUBLIC SERVICE COMMISSION

GARRY A. BROWN
Chairman
PATRICIA L. ACAMPORA
MAUREEN F. HARRIS
ROBERT E. CURRY JR.
JAMES L. LAROCCA
Commissioners



PETER MCGOWAN
General Counsel

JACLYN A. BRILLING
Secretary

July 15, 2011

Mr. Stephen Mellis
South Bay Energy Corp.
700 Veterans Memorial Highway
Suite 210
Hauppauge, New York 11788

RE: South Bay Energy Corp. - ESCO Code SOBA

Dear Mr. Mellis:

Thank you for submitting your Retail Access Application Package to become an Energy Services Company (ESCO) serving residential and nonresidential natural gas customers in New York State. This letter is to inform you that documentation submitted in your application package have been reviewed by Staff and established to be in compliance with the New York State Public Service Commission's ESCO eligibility requirements that are implemented by codes and regulations found in the Uniform Business Practices, the Home Energy Fair Practices and other applicable regulations.

I am also pleased to notify you that South Bay Energy Corp. has successfully met the Commission's EDI Phase I certification requirements for Core, Utility Bill Ready and Utility Rate Ready Transactions effective July 8, 2011. All requirements for this initial stage of your eligibility determination have been satisfied.

Please be advised that you may now continue with the utility approval stage of the eligibility process by contacting those companies in whose service territories you intend to participate. The utility stage normally consists of a creditworthiness determination, completion of Phase III EDI testing and the execution of any operating or billing service agreements. Please note that each utility's eligibility requirements pertain to only their retail access programs.

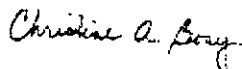
Once you have satisfactorily completed the utility eligibility stage, Staff will be notified by the utility of your success. It would be helpful if South Bay Energy Corp. notified Staff of the actual production date in the utility service territories you intend to enroll customers. At that point I will confirm that your final eligibility requirements have been satisfied.

Be advised that to maintain your ESCO eligibility, you must notify Staff of any substantive legal, financial or business related changes to your company as they occur. If your business plan changes and you decide to expand your service offerings by choosing to participate in any of the ESCO referral programs or move into other utility service territories, you must immediately submit the appropriate documentation for Staff review and determination of how it affects your current eligibility.

If you are using vendors to provide ESCO related services (e.g., EDI), the ESCO remains fully responsible for any activities the vendors perform. If you have not already done so, or if you have changed vendors since last reporting them to us, please provide Staff a list with contact information for all vendors that you are now using. **Finally, you must submit a statement annually, by January 31st, indicating that the information in your original or most recent updated Retail Access Application (RAAF) remains current, or submit a revised RAAF with statement identifying revisions.** Upon completion of our review of new eligibility information, Staff will then update your eligibility status as necessary.

We will only post your company's contact information on our Website once you have completed the eligibility process and are ready to begin enrolling customers. Please do not hesitate to contact me if you have any further questions or concerns at (518) 486-2432 or Christine_Bosy@dps.state.ny.us.

Sincerely,



Christine A. Bosy
Retail Access Section
Office of Consumer Policy

Attachment 8.E. Officers

STEPHEN MELLIS

15 Jeanette Drive
Massapequa, NY 11758
(516) 541-9190

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

South Bay Energy Corp.

700 Veterans Memorial Highway
Hauppauge, NY 11788
631-724-9010
4-6-11 to Present
50% Owner of this New York Sub-S Corp.
Partner = Greg Blume = 50% owner

Greg Blume and I incorporated SBEC on 4-6-11. SBEC operates as an Energy Service Company (ESCO). We are approved by the NY State Public Service Commission to sell natural gas. Our first day of operations will be January 23, 2012.

Metropolitan Energy Solutions Corp.

700 Veterans Memorial Highway
Hauppauge, NY 11788
631-724-9010
1-14-09 to Present
50% Owner of this New York Sub-S Corp.
Partner = Greg Blume = 50% owner

Greg Blume and I incorporated MESC on 1-14-09. MESC operated as a general agent for High Rise Energy Ilc., which is a NY State ESCO. Our agreement with High Rise ended in January, 2009. We collect a residual income on the accounts we generated for High Rise Energy.

Long Island Home Mortgage Corp.

700 Veterans Memorial Highway
Hauppauge, NY 11788
631-724-9010
7-1-02 to 7-31-09
50% Owner of this New York Sub-S Corp.
Partner = Greg Blume = 50% owner 74 Cirrus Rd Holbrook, NY 11741 631-472-2498

Greg Blume and I incorporated LIHM on 11-13-2001. LIHM operated as a NY State mortgage brokerage. We started this company from the ground up and we both worked together on site as owner/operators. We solicited and originated residential mortgages.

Guaranty Residential Lending (No longer in business)

1393 Veterans Memorial Highway
Hauppauge, NY 11788
12-99 to 6-30-2002 Left here to open up Long Island Home Mortgage
Senior Loan Officer
Immediate Supervisor: Mark Koehler - No longer there.

STEPHEN MELLIS

15 Jeanette Drive
Massapequa, NY 11758
(516) 541-9190

Island Federal Mortgage (No longer in business)

11 Oval Drive - Suite #174
Islandia, NY 11722
4-99 to 12-99 left here for higher pay.
Loan Officer
Immediate Supervisor: Steven Baritz

Worked here for a short time while I was waiting for Old Kent (later acquired by Guaranty Residential) to open their office. My duties were solely to originate mortgage-applications.

UC Lending (I believe now doing business as Aegis)

82-17 153 Avenue - Suite 208
Howard Beach, NY 11414 (this office location closed)
4-97 to 4-99 left here for higher pay
Loan Officer
Supervisor: Normand Harnois Jr. - Phone # 800-201-4794 or 973-726-0747

This was my first position as a commissioned sales person.

Avco Financial Services (No longer in business)

229 Jericho Turnpike
New Hyde Park, NY 11040
7-92 to 4-97 left here for higher pay
Branch Manager
Immediate Supervisor: Michael Dikdan - Phone # None

I started out as an account rep. and worked my way up to Branch Manager.

Hofstra University

Full time grad student
9-91 to 5-92
Graduated with MBA with a major in Banking and Finance.

First Card Services, Inc. (now First USA)

60 Charles Lindbergh Blvd
Uniondale, NY 11553
4-89 to 8-91 Left here to go to grad school full time.
Senior Collector
Immediate Supervisor: Barbara Slomin - Phone #888-469-5431

This was my first real job out of college. Here I worked as a credit card collector for a large bank.

Previous to First Card Services I was looking for work while doing various odd jobs after graduating from Hofstra University with my BBA (5-88).

GREG STEPHEN BLUME

74 Cirrus Road
Holbrook, NY 11741
(631) 472-2498

South Bay Energy Corp.

700 Veterans Memorial Highway

Hauppauge, NY 11788

631-724-9010

4-6-11 to Present

50% Owner of this New York Sub-S Corp.

Partner = Stephen Mellis = 50% owner

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Metropolitan Energy Solutions Corp.

700 Veterans Memorial Highway

Hauppauge, NY 11788

631-724-9010

1-14-09 to Present

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Long Island Home Mortgage Corp.

700 Veterans Memorial Highway

Hauppauge, NY 11788

631-724-9010

7-1-02 to 7-31-09

50% Owner of this New York Sub-S Corp.

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Stephen Mellis and I incorporated LIHM on 11-13-2001. LIHM operated as a NY State mortgage brokerage. We started this company from the ground up and we both worked together on site as owner/operators. We solicited and originated residential mortgages..

Guaranty Residential Lending (Formerly Old Kent Mortgage)

1393 Veterans Memorial Highway

Hauppauge, NY 11788

9-99 to 6-30-2002 Left here to open up Long Island Home Mortgage

Senior Loan Officer

Immediate Supervisor: Mark Koehler - No longer there.

GREG STEPHEN BLUME

74 Cirrus Road
Holbrook, NY 11741
(631) 472-2498

Eden Mortgage Corp.

100 Broadhollow Road
Farmingdale, NY 11735
6-99 to 9-99 left here for higher pay.
Loan Officer
Immediate Supervisor: Paul Eden - Phone # 631-753-2655

Worked here for a short time while waiting for Old Kent (Guaranty Residential Lending) to open their office. My duties were to originate mortgage applications. This was a small office where we originated and helped process our own files.

UC Lending (I believe now doing business as Aegis)

1377 Motor Parkway
Hauppauge, NY 11788
8-96 to 6-99 left here for higher pay
Loan Officer
Supervisor: Normand Harnois Jr. - Phone # 800-201-4794 or 973-726-0747

I worked here for almost 3 years as a loan officer. This was my first position as a commissioned sales person. UC Lending was a subprime lender, which mostly did refinances. This company generated business by using telemarketing leads, which were assigned to loan officers. I took applications over the phone and in person, went over disclosures and had them signed and then delivered to the processors. Worked closely with processors, appraisers, attorneys and title companies to ensure a smooth loan approval and closing process. Helped process my own files.

TransAmerica

149 S. Hill, H-350
Los Angeles, CA 90015
5-95 to 7-96 left here for higher pay
Branch Manager
Immediate Supervisor: Jeffrey Siegel - 631-382-7310

I started my mortgage and credit career here. I started out as an account rep. and worked my way up to Branch Manager. At this finance company, I handled the whole loan process from soliciting the customer, processing, closing, servicing and even handling collections and foreclosures. This is the company where I learned the entire mortgage process. I learned how to process the entire loan, from collecting paystubs and W2s to figure out income to clearing an entire title report. I also solicited customers for small personal loans, as well as, offered local stores financing for their customers through our sales finance programs. As branch manager, it was also my duties to recruit, hire and train new personnel.

GABRIEL PHILLIPS

gabe@gprenew.com

212-255-8050 office

Recent Experience

GP Energy Management Managing Director

**New York NY
Jan 2010-Present**

- Managed the daily forecasting, bidding, and scheduling for over 20 ARES with over 500 MW load portfolios in NYISO, ISO-NE, and PJM.
- Created and executed financial hedging strategies for ARES customers with a variety of counterparties
- Procured RECs to satisfy ARES customer RPS needs

Sempra Energy Trading

Stamford CT

Term Power Trader/Assistant Trader

Sep 2007– May 2010

- Traded a portfolio of short and long term financial and physical power and natural gas positions spanning four ISOs - NYISO, ISO-NE, PJM, and Ontario IMO.
- Priced deals to service customer flow business with an average duration of less than 2 years.
- Managed basis risk to 75 different locations using over-the-counter basis markets and Financial Transmission rights (FTR) markets to hedge exposure.
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Managed financial tolling deals for two NY power plants totaling 600 MW modeled as options
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Built various stack and transmission models for day ahead and term trading

Real Time Power Trader

Sep 2006-Sep 2007

- Traded day-ahead and hour-ahead financial and physical power in the WECC region
- Built and capitalized on customer relationships in taking advantage of arbitrage and spread opportunities.
- Took day-ahead transmission positions to be utilized in real time.
- Gained proficiency in creating NERC required tags to represent the flow of energy in real time.

Day-Ahead Power Scheduler

July 2006-Sep 2006

- Coordinated the flow of long term and day-ahead physical power transactions for the West Coast Power Provided the desk with market intelligence
- Learned to make NREC required tags to represent the flow of energy from generator to sink anywhere in the WECC region.

Collateral Analyst

Dec 2005-Jul 2006

- Processed and executed all collateral requests made by and on Sempra Energy Trading Corp, Sempra Energy Europe Ltd and Sempra Oil Trading Sarl, covering all counter parties worldwide.
- Managed basic liquidity needs by coordinating with CCO and Treasury department in the deployment of cash collateral and letters of credit.
- Reconciled the value of all types of transactions in all of SET's portfolios against the counter parties for the purpose of increasing the coverage of our credit exposure during a margin call dispute resolution. This process must be accomplished in a timely fashion without divulging sensitive information.

Business Analyst

Sep 2005-Dec 2005

- Translated elements of the trading business from settlements and trade entry to P&L calculation

Education

Johns Hopkins University, School of Engineering
Bachelor of Science, Engineering Mechanics

Baltimore, MD
2005

JONATHAN SPIVAK

jon@gprenew.com
212-255-8050 office

Recent Experience

GP Energy Management

Senior Director, Risk Management & Operations

**New York NY
Apr 2011-Present**

- Structure and negotiate unique power hedging transactions for clientele.
- Daily load forecasting, bidding and scheduling for over 20 competitive retail electric suppliers in PJM, ISO-NE, and NYISO with over 3,000 MWh of average hourly load and spanning over ten states, with a combined customer book of ~1,000,000 residential and commercial customers.
- Forecast and maintain physical and financial power hedges in the forward market.
- Create daily, weekly, and monthly settlements reports in order to analyze costs to minimize risks.

RBS Sempra Commodities

New York NY

Financial Risk Analyst

Nov 2009-Apr 2011

- Maintained firm-wide official profit and loss, generating integral and time-sensitive company reports pivotal to all of risk management
- Prepare and maintain excel based reports using various data sources such as pricing, P&L, positions, VaR, stress etc. under rapidly changing requirements
- Verified and corrected in-house trades within various trading platforms, implemented process to verify and track explanations on trades generating substantial revenue, submitted external price reporting of physical basis and fixed natural gas trading activities on regular schedules
- Provide daily profit and loss explanations for physical and financial natural gas revenue

Margin/Credit Analyst

Aug 2008–Nov 2009

- Responsible for all margin activities including daily calls to over fifty counterparties, confirm settlements, and manage letter of credit activities.
- Primary contact for dispute resolution including exposure, interest rate and contract discrepancies
- Identify forward pricing issues via Excel pivot table analyses
- Generate ideas to improve the efficiency and accuracy of the Credit Management System
- Communicate daily cash flow and letter of credit movements through intraday reports.

Education

Bucknell University
Bachelor of Arts, Major in Economics & Minor in Political Science

**Lewisburg PA
2005**

Dean's List

ALEXANDRE BALDASSANO

alex@gprenew.com
212-255-8050 office

EXPERIENCE

GP Energy Management

Senior Director, Regulatory & Renewable Energy Services

New York NY
Nov 2010-Present

- Analyze federal and regional renewable energy and environmental policy
- Create and market compliance and voluntary environmental credit products
- Expand renewable generation project pipeline
- Analyze state Renewable Portfolio Standard market fundamentals
- Develop spot and futures environmental credit trading strategies for managed accounts and proprietary portfolios

Natsource Asset Management LLC

New York NY

Contract Manager

Oct 2009-Oct 2010

- Manage all worldwide institutional relationships for \$500mm carbon commodity fund
- Compose monthly and quarterly investor reports for all hedge funds, managed accounts, and commodity funds
- Supervise ongoing contractual commitments between institutional investors, investment manager, and underlying investment

Operations, Sales, and Risk Associate

Apr 2008-Oct 2009

- Determined end of month beta exposures and asset allocation breakdowns for all portfolios
- Acted as a liaison between existing and potential investors, and the Director of Marketing and Sales
- Researched and grew marketing distribution channels for the Director of Marketing and Sales
- Analyzed and communicated daily carbon and FX beta exposure for largest fund directly to Senior Management
- Identified and rectified daily trade and cash reconciliations while acting as liaison between the trading desk and prime brokerage

Education

Fordham University Graduate School of Business

Master of Business Administration, Finance & Marketing concentration

New York NY
2013

Haverford College

Bachelor of Arts, Economics

Haverford PA
2003

Temple University

General Coursework

Rome, Italy
Aug 2001-Dec 2001

JAMES W. GALE

EXPERIENCE

GP ENERGY MANAGEMENT– New York, NY

Oct 2013 –

Present

Director Natural Gas

- Built a retail natural gas consulting and risk management business, integrating it into the existing power and REC model.
- Develop reporting to display open risk to clients in utilities and on pipelines in the US and Canada.
- Trade out of forward open risk positions and utilize assets provided to maximize retail positions in spot markets.
- Developed a customizable forward curve for every utility for retail serving clients.
- Lead the development of a physical and financial natural gas trading business.
- Set up new entities on utilities and pipelines working with credit, operations and legal to commence business.

ENERGY CONSULTANT - Singapore

May 2011- July

2013

- Established lasting relationships with traders, brokers, shipping operators, and others employed in a variety of aspects in the physical energy business covering LNG, oil, its products and other commodities.
- Attended World LNG Series: Asia Pacific Summit.

SEMPRA ENERGY TRADING CORPORATION - Stamford, CT

Oct 2000 - Mar

2011

AVP Natural Gas Pipe Options Trader

Oct 2007 – Mar

2011

- Managed delta, gamma, theta, and vega risk in book adjusting position based on market research and fundamentals.
- Active market maker, entering into fixed-price location options, basis options, Index Gas Daily options and fixed price Gas Daily options using comprehensive knowledge of physical markets.
- Developed option strategies for producers and end users to help them mitigate risk.

AVP Gas Scheduler/Short Term Trader – West Region

June 2004 – Oct

2007

- Primary cash trader optimizing transportation, storage assets and pipeline tolerances to maximize daily profits.
- Learned from senior traders to maximize storage facility injection and withdrawal opportunities against future markets.
- Scheduled every pipeline in the western U.S. and Canada, learning physical details to improve trading optimization
- Managed delivery requirements and tracked actual usage for dozens of end users, keeping them within pipeline tolerances.

Middle Office Analyst

Oct 2000 – June

2004

- Verified domestic natural gas forward curves reflected current market value.
- Engaged traders and clerks to understand all deals and positions in books.
- Communicated with credit and risk management about any concerns.
- Reconciled all exchange-traded futures and options using multiple clearing houses, NYMEX floor brokers, and traders for SET companies world wide verifying position limits approaching expiry.

EDUCATION

FAIRFIELD UNIVERSITY - Fairfield, CT August 1999
Bachelor of Science in Mathematics, Minor in Physics

Awarded Fairfield University Presidential Scholarship
Member of Fairfield University Honors Program
Four Year Division I Varsity Baseball Team

Attachment 12

COMMONWEALTH OF PENNSYLVANIA }
County of Cambria } SS

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier 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.

South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as a supplier of natural gas. South Bay Energy Corp. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a generator and supplier of electric power. South Bay Energy Corp. proposes to sell electricity, natural gas, and related services in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples TWP, LLC, Peoples Natural Gas - Equitable Division, UGI Utilities, PECO, Philadelphia Gas Works, PPL, Duquesne Light Co., Metropolitan Edison, Penelec, Penn Power, West Penn Power, Pike County Light & Power Co., Citizens Electric Company, and Wellsboro Electric Company 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 South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.

published in
that the and
of The John
in the subject
of said publ

By and through Counsel:
Michael A. Grun
STEVENS & LEE

17 N. 2nd Street, 16th Fl., Harrisburg, PA 17101
Phone: (717) 255-7365 Fax: (610) 988-0852
mag@stevenslee.com

Signed and
26th day of

by Christine Marhefka making the statement.

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

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

On this 26th day of March A.D.
2018, before me, the subscriber, a
Notary Public in and for said
County and State, personally
appeared Christine Marhefka, who
being duly sworn according to law,
deposes and says as Sales Manager /
Major Accounts of the Tribune-
Democrat, Johnstown, PA, a
newspaper of general circulation as
defined by the "Newspaper
Advertising Act", a merger
September 8, 1952, of the Johnstown
Tribune, established
December 7, 1853; and of the
Johnstown Democrat, established
March 5, 1863,

f Cambria, and Commonwealth of Pennsylvania and
atter published in said publication in the regular issues
n March 22, 2018; and that the Affiant is not interested
it all of the allegations as to time, place and character

TATEMENT OF ADVERTISING COSTS

0.00 Lines @ \$2.50 per line	0.00
8 Inches @ \$25.00 per inch	200.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	207.50

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

(Name of Newspaper)

By _____

RECEIVED

DEC 14 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Proof of Publication of Notice in Pittsburgh Post-Gazette

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

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

22 of March, 2018

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

D. Rullo
PG Publishing Company

Sworn to and subscribed before me this day of:
March 22, 2018

Elizabeth R. Chmura

Commonwealth of Pennsylvania - Notary Seal
Elizabeth R. Chmura, Notary Public
Allegheny County
My commission expires February 8, 2022
Commission number 1326781
Member, Pennsylvania Association of Notaries

STATEMENT OF ADVERTISING COSTS

South Bay Energy
700 VETERANS HWY STE 210
Attn: Brittany Hirson
Hauppauge NY 11788-2985

To PG Publishing Company

Total _____ \$596.75

Publisher's Receipt for Advertising Costs

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

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

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

By [Signature] General J. Arbuthnot

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

COPY OF NOTICE OR PUBLICATION

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier 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.
South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as a supplier of natural gas. South Bay Energy Corp. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a generator and supplier of electric power. South Bay Energy Corp. proposes to self electricity, natural gas, and related services in in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples TWP, LLC, Peoples Natural Gas - Equitable Division, UGI Utilities, PECCO, Philadelphia Gas Works, PPL, Duquesne Light Co., Metropolitan Edison, Penelec, Penn Power, West Penn Power, Pike County Light & Power Co., Citizens Electric Company, and Wellsboro Electric company 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 South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.
By and through Counsel: Michael A. Grum, STEVENS & LEE, 17 N. 2nd Street, 16th Fl., Harrisburg, PA 17101, Phone: (717) 255-7365, Fax: (610) 988-0852
mag@stevenslee.com

PROOF OF PUBLICATON OF NOTICE IN THE WILLIAMSPORT
SUN-GAZETTE UNDER ACT NO. 587, APPROVED MAY 16, 1929

STATE OF PENNSYLVANIA
COUNTY OF LYCOMING

SS:

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

March 23, 2018

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

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

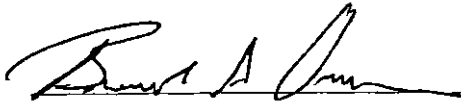
Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier Engaged In The Business Of Supplying Natural Gas Supply Services And Electricity Supply or Electric Generation Services To The Public In The Commonwealth Of Pennsylvania.

South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as a supplier of natural gas. South Bay Energy Corp. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a generator and supplier of electric power. South Bay Energy Corp. proposes to sell electricity, natural gas, and related services in in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples TWP, LLC, Peoples Natural Gas - Equitable Divi-

sion, UGI, Utilities, PECO, Philadelphia Gas Works, PPL, Duquesne Light Co., Metropolitan Edison, Penelec, Penn Power, West Penn Power, Pike County Light & Power Co., Citizens Electric Company, and Watsboro Electric Company 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 South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.

By and through Counsel:
Michael A. Gruin
STEVENS & LEE
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Phone: (717) 255-7365
Fax: (610) 968-0852
mag@stevenslee.com



SUN-GAZETTE LLC

Sworn to and subscribed before me

The 23rd day of March, 2018



COMMONWEALTH OF PENNSYLVANIA

Notary Public

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

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette LLC, Dr.:

For publishing the notice attached

Hereto on the above state dates.....\$ 299.84

Probated same.....\$

Total.....\$ 299.84

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

SUN-GAZETTE LLC

BY Bernard A. Oravec

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

SOUTH BAY ENERGY
BRITTANY HIRSON
700 VETERANS HWY STE 210 HAUPPAUGE NY 11788

Account # 628216
Order # 82191135
Ad Price: 319.40

LEGAL NOTICE PENNSYLVANIA

Ann Marie Fortese

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

03/22/2018

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

Sworn and subscribed to before me
this 22nd day of March A.D., 2018

Sharon Venturi
(Notary Public)

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

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier 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.

South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to supply natural gas and supply services to the public of natural gas.

Corp. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a generator and supplier of electric power. South Bay Energy Corp. proposes to sell electricity, natural gas, and related services in in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples TWP, LLC, Peoples Natural Gas Equitable Division, UGI Utilities, FECO, Philadelphia Gas Works, PPL, Duquesne Light Co., Metropolitan Edison, Penelec, Penn Power, West Penn Power, Pike County Light & Power Co., Citizens Electric Company, and Wellsboro Electric Company 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 South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.

By and through Counsel:
Michael A. Grzin
STEVENS & LEE
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Phone: (717) 265-7368
Fax: (610) 868-0862
mag@stevenslee.com

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

South Bay Energy
700 Veterans Hwy Suite 210
Hauppauge NY 11788

REFERENCE: 95589 307674
PUC Notice

STATE OF PENNSYLVANIA)
COUNTY OF ERIE) SS:

Jennifer L. Trott, being duly sworn, deposes and says that: (1) he/she is a designated agent of the Times Publishing Company (TPC) to execute Proofs of Publication on behalf of the TPC; (2) the TPC, whose principal place of business is at 205 W. 12th Street, Erie, Pennsylvania, owns and publishes the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, and published at Erie, Erie County Pennsylvania; (3) the subject notice or advertisement, a true and correct copy of which is attached, was published in the regular edition(s) of said newspaper on the date(s) referred to below. Affiant further deposes that he/she is duly authorized by the TPC, owner and publisher of the Erie Times-News, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statement as to time, place and character of publication are true.

PUBLISHED ON: 03/22/18

TOTAL COST: \$677.00 AD SPACE: 0 Lines

FILED ON: 03/22/18

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Applications Of South Bay Energy Corp. For Approval To Operate, Render, or Furnish Services As A Supplier Engaged In The Business Of Supplying Natural Gas Supply Services And Electricity Supply or Electric Generation Services To The Public Utility Customers of Pennsylvania.

South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) to provide natural gas supply services as a supplier. South Bay Energy Corp. will also be filing an application with the PUC for a license to supply electricity for electric generation as a generator and supplier of electric power. South Bay Energy Corp. proposes to sell electricity, natural gas and related services in the service territories of Columbia Gas of Pennsylvania, Peoples Gas Company, Peoples TWP, LLC, Peoples Gas Service - Erie, Erie, Dutchess, USEC Utilities, PECO, Philadelphia Gas Works, Duquesne Light Co., Metropolitan Edison, Allegheny Power, West Penn Power, Pike County Light & Gas, and Williams-Sonoma Company, and Wellborn Electric Company under the provisions of the new Natural Gas Choice and Competition Act and the Electric Generation Customers Choice and Competition Act.

The PUC may consider this application without a hearing. Requests directed to the technical or financial issues of South Bay Energy Corp. may be filed within 10 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 South Bay Energy Corp. attorney at the address listed below.

By and through Counsel:
Michael A. Grun
STEVENS & LEE,
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Phone: (717) 655-7365
Fax: (810) 858-0852
mag@stevenslee.com

EP307674

Sworn to and subscribed before me this 22nd day of March 2018

Affiant: Jennifer L. Trott
NOTARY: Barbara J. Moore

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

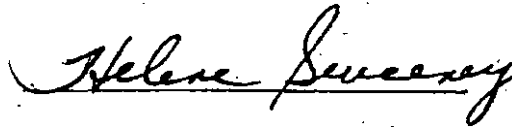
Proof of Publication in The Philadelphia Daily News
Under Act. No 587, Approved May 16, 1929

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

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

March 22, 2018

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

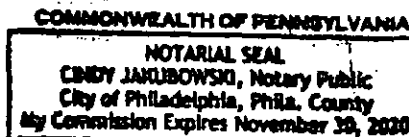


Sworn to and subscribed before me this 22nd day of
March, 2018.



Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier 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.

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The PUC may consider this application without a hearing. Protests directed to the technical or financial interests of South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.

By and through Counsel:
Michael A. Grish
STEVENS & LEE
17 N. 2nd Street, 16th FL
Harrisburg, PA 17101
Phone: (717) 255-7365
Fax: (610) 688-0652
man@stevenslee.com



The Patriot News

LEGAL AFFIDAVIT

AD#: 0008571310

Commonwealth of Pennsylvania,) ss
County of Cumberland)

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

The Patriot News 03/22/2018

Victoria Soto

Principal Clerk of the Publisher

Sworn to and subscribed before me this 23th day of March 2018

Donna M. Maldonado
Notary Public

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

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Applications Of South Bay Energy Corp. For Approval To Offer, Render, or Furnish Services As A Supplier 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.

South Bay Energy Corp. will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as a supplier of natural gas. South Bay Energy Corp. will also be filing an application with the PUC for a license to supply electricity or electric generation services as a generator and supplier of electric power. South Bay Energy Corp. proposes to sell electricity, natural gas, and related services in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples TWP, LLC, Peoples Natural Gas - Equitable Division, UGI Utilities, PECC, Philadelphia Gas Works, PPL, Duquesne Light Co., Metropolitan Edison, Penelac, Penn Power, West Penn Power, Pike County Light & Power Co., Citizens Electric Company, and Wellsboro Electric Company 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 South Bay Energy Corp. 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 South Bay Energy Corp. attorney at the address listed below.

By and through Counsel:
Michael A. Gruin
STEVENS & LEE
17 N. 2nd Street, 16th Fl.
Harrisburg, PA 17101
Phone: (717) 255-7365
Fax: (610) 988-0852
mag@stevenslee.com

PA Media Group
2020 Technology Parkway
Mechanicsburg, PA 17050



The Patriot News

INVOICE

INV#: 0008571310

SOUTH BAY ENERGY
700 VETERANS HWY STE 210
HAUPPAUGE, NY 11788

Sales Rep: Marianna Aldridge
Account Number: 1000838346
INV#: 0008571310

Remit Payment to:
PA Media Group
Dept 77571
P.O. Box 77000
Detroit, MI 48277-0571

Page 1 of 2

Date	Position	Description	P.O. Number	Ad Size	Costs
03/22/2018	Misc Legal Notice PA	PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Applications Of		1 x 56 L	
				Affidavit Notary Fee - 03/22/2018	\$5.00
				Basic Ad Charge - 03/22/2018	\$262.42
				Total	\$267.42

FOR QUESTIONS CONCERNING THIS AFFIDAVIT, PLEASE CALL 717-255-6119



PHILADELPHIA GAS WORKS

800 West Montgomery Avenue • Philadelphia, PA 19122

September 27, 2018

Mr. Steve Mellis
President
South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788
Brittany@southbayenergy.com
Steve@southbayenergy.com

RECEIVED

DEC 14 2018

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Dear Mr. Mellis:

Re: Security Requirement for South Bay Energy Corp.

Philadelphia Gas Works ("PGW") is aware that South Bay Energy Corp. has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the service territory of Philadelphia Gas Works. You have stated that, in performing these services, South Bay Energy Corp. will take title to any delivered natural gas.

Under its tariff, Philadelphia Gas Works could require South Bay Energy Corp. to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate. Upon final approval of your application to PGW and prior to enrolling customers, security in the first year for firm pools will be required based on your estimated firm pool size. It will be updated annually based on actual firm pool size.

At this time, South Bay Energy Corp. does not need to post a bond or other form of security.

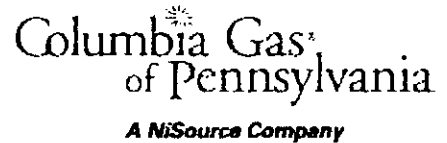
If you have any questions concerning the foregoing, please contact me at 215-684-6405.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ray M. Snyder', written over a white background.

Raymond M. Snyder
Sr. Vice President, Gas Management

NL/dls



March 13, 2018

Steve Mellis
President
South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788

Dear Steve Mellis:

We are pleased that South Bay Energy Corp. has applied for a license to provide Natural Gas Supply Service on the distribution system of Columbia Gas of Pennsylvania, Inc. ("Columbia Gas").

Columbia Gas has performed a creditworthiness evaluation for South Bay Energy Corp..

Under Paragraph 2.4.1 of the Rules Applicable to Distribution Service section of the Tariff of Columbia Gas will require the Natural Gas Supplier to provide financial information in order for the Company to establish the Natural Gas Supplier's creditworthiness.

We have determined that South Bay Energy Corp. currently meets Columbia Gas' creditworthiness requirement.

Upon receipt of the required security requirement and the execution of the required agreements South Bay Energy Corp. will satisfy the financial security requirement to provide Natural Gas Supply Service to Columbia Gas customers.

Please feel free to contact me at 614-460-4217 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,

Patricia Chang
Patricia Chang
Manager of Choice and Transportation Support Services



An Exelon Company

March 14, 2018
PECO - Exelon Corporation
Energy Acquisition
2301 Market Street
Philadelphia, PA. 19101

South Bay Energy Corp.
Attn: Steve Mellis - President
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788

Energy Acquisition is providing this notification letter that South Bay Energy Corp. has met the creditworthiness business requirement involved with the Pennsylvania Gas Choice - Low Volume Transportation program, pursuant to the receipt of an initial Surety of \$35,000.00 Guaranty. The Surety may be submitted to PECO via three acceptable forms; a Cash Deposit, a Letter of Credit, or a Surety bond. PECO will hold any surety to cover potential obligations to PECO and other system costs that could result from failure of a Supplier to meet its competitive Natural Gas Supply service delivery obligations.

Please note, although the creditworthiness requirements were met, as referenced within Section 7.13 (Creditworthiness of a Natural Gas Supplier (NGS) Serving Low Volume Transportation Customers) of the Gas Service Tariff, PECO has the right to re-assess the creditworthiness of the company if PECO has any reason to suspect a change in the marketer's financial condition.

If you should have any questions regarding this matter, please contact the Electric & Gas Choice Hotline at 215-841-3700.

Sincerely,

A handwritten signature in black ink that reads "Carol Kelly".

Carol Kelly
Manager
Energy Acquisition



375 North Shore Drive
Pittsburgh, Pennsylvania 15212

www.peoples-gas.com

Lynda W. Petrichevich
Vice President, Regulatory Affairs

Peoples Service Company LLC
Phone: 412-208-6528; Fax: 412-208-6577
Email: lpetrichevich@peoples-gas.com

March 1, 2018

Steve Mellis
President
South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788

Dear Mr. Mellis:

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

Since South Bay Energy Corp. is not currently serving customers on the Peoples systems, we have determined at this time that South Bay Energy Corp. does not need a bond or other financial security requirement to provide these services to the Company’s customers.

If a Pool is established, and customers are enrolled which alters the creditworthiness requirement or the Company’s exposure to South Bay Energy Corp. provision of services on the Peoples’ system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

If you have any questions feel free to contact me at 412-208-6528 or by email at Lynda.W.Petrichevich@peoples-gas.com.

Sincerely,

Lynda W. Petrichevich
Vice President – Regulatory Affairs
Peoples Natural Gas Company LLC

Cc: Carol Scanlon
Stephen Kelly



UGI Utilities, Inc.
2525 North 12th Street
Suite 360
Post Office Box 12677
Reading, PA 19612-2677

February 27, 2018

Steve Mellis - President
South Bay Energy Corp.
700 Veterans Memorial Highway, #210
Hauppauge, NY 11788

RE: UGI Financial Security Requirements

Dear Mr. Mellis,

UGI Utilities, Inc. ("UGIU") has reviewed the request of South Bay Energy Corp. ("SOUTH BAY") for approval to operate as a Natural Gas Supplier. Based on this review and the requirement that SOUTH BAY must post security as specified in the UGI Utilities, Inc.-Gas Division ("UGI") Supplier Coordination Tariff before it serves customers on the UGI distribution system, UGIU has determined that SOUTH BAY has demonstrated adequate creditworthiness to satisfy any costs UGI may incur in the event it operates as a supplier of last resort due to a default on the part of SOUTH BAY.

This determination may change in the event there is a material deterioration in SOUTH BAY's financial condition, if SOUTH BAY's obligations to UGI exceed the amount of the financial security provided, if the financial security is withdrawn or is deemed to be null and void or inadequate due to the material financial deterioration of any guarantor, or if SOUTH BAY fails to abide by the terms and conditions of the UGI Natural Gas Supplier Coordination Tariff.

Please feel free to contact me with any additional questions that you may have. I can be reached at (610) 796-3520

Sincerely,

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

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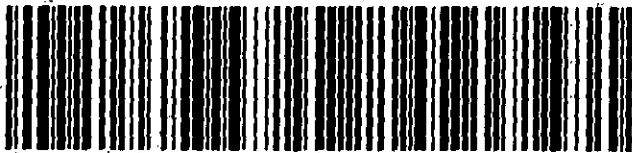
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Commission

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Label 228, March 2016

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