

Deanne M. O'Dell
717.255.3744
dodell@eckertseamans.com

September 9, 2019

Via Hand Delivery

Rosemary Chiavetta, Secretary
PA Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

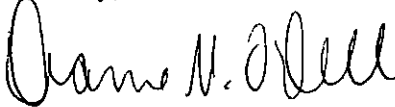
Re: Application of USource, LLC for approval to offer, render, furnish or supply natural gas supply services as a Broker/Marketer to the public in the Commonwealth of Pennsylvania
Docket No. A-2019 _____

Dear Secretary Chiavetta:

On behalf of USource, LLC enclosed for filing please find the original application to offer, render, furnish, or supply natural gas supply services as a Broker/Marketer to the public in the Commonwealth of Pennsylvania along with a cashiers check in the amount of \$350 for the filing fee. Please note that Appendix D and Exhibit 7b contain confidential material and should be handled accordingly. Also enclosed is a CD-ROM containing the entire Application. The confidential attachments are in a separate file on the CD-ROM.

Parties have been served in accordance with the attached Certificate of Service. The confidential attachments are only being provided to the parties listed on the attached Certificate of Service by request only.

Sincerely,



Deanne M. O'Dell

DMO/lww
Enclosure

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BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of USource, LLC, for approval to offer, render, furnish, or supply natural gas supply services as a Broker/Marketer 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:

USource, LLC
1 Liberty Lane East, Suite 220, Hampton, NH 03842
myadvisor@usourceenergy.com
www.usourceenergy.com
Phone: 888.686.4845
Fax: 877.547.3537

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- 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.

Corporation Service Company
2595 Interstate Drive, Suite 103, Harrisburg, PA 17110

- 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.

John H. Ritch
20455 State Highway 249, Suite 200, Houston, TX 77070
Phone: 713.401.5738 Fax: 713.401.5842
John.ritch@usourceenergy.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.

Deanne O'Dell, Eckert Seamans
213 Market Street, 8th Floor, Harrisburg, PA 17101
(P) 717.255.3744
dodell@eckertseamans.com

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

Gabrielle Morrison
Marketing Coordinator
1 Liberty Lane East, Suite 220
Hampton, NH 03842
Phone: (603) 294-5030
morrisong@usourceenergy.com

Shannon Monroe-Davis
Director, Operations
1 Liberty Lane East, Suite 220
Hampton, NH 03842
Phone: (603) 294-5198
monroe-davis@usourceenergy.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

X 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.

See Exhibit 2 – Business Entity Filings & Registration

- Give name and address of officers.

See Exhibit 8 – Technical Fitness

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.

See EXHIBIT 3a: AFFILIATES

- 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.

Unitil Resources, Inc. dba USource, LLC (NGS: A-125078)
1 Liberty Lane East, Suite 220
Hampton, NH 03842
www.usourceenergy.com
Phone: 888.686.4845
Fax: 877.547.3537

Applicant understands that Unitil Resources will be submitting a request to have its current license cancelled subject to the approval of this application.

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 – **Applicant proposes to provide services previously provided by Unitil Resources, Inc. d/b/a/ Usource, LLC at Docket Number (NGS: A-125078) upon cancellation of its license and approval of this application**

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.

Usource, L.L.C. (Usource) manages an energy procurement system that provides commercial, industrial and institutional customers an efficient way to procure energy, taking advantage of commodity market volatility and leveraging Usource's energy expertise. Usource, L.L.C. technical staff creates a customize energy plan in concert with the customer. An RFP is created to secure energy supplies consistent with the customer's objectives. The customer realizes significant time and dollar savings using the Usource platform. Only suppliers qualified by the state and the local distribution company are allowed to submit bids to serve the customers' energy needs. Once a bid for gas or electricity that

meets the customers' pre-specified parameters is accepted, a transaction is executed.

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

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

USource, LLC will begin actively marketing upon approval of this application.

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.

USource, LLC nor any of its affiliates, predecessor of either, or a person identified in this Application, have been or is currently a defendant of a criminal or civil proceeding within the last five (5) years.

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

Not Applicable

- 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.

Please see Exhibit 5 c-d: Compliance

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

Please see Exhibit 5 c-d: Compliance

6. PROOF OF SERVICE

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

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

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

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

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

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

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

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

<p>Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com</p>	
<p>Peoples Natural Gas 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 Ryan Reeves, Director Supply Transportation & Control 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.787.5103 email: pgwchoicesupply@pgworks.com</p>
<p>Valley Energy Inc. Ed Rogers 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: erogers@ctenterprises.org</p>	<p>UGI Utilities, Inc. – Gas Division David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>

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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.

See Exhibit 7a - Bonding

- 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: **See CONFIDENTIAL Exhibit 7b – Financial Fitness**

- 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.

USource, LLC will be acting as a Broker/Marketer only.

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

USource receives a brokerage fee from the supplier for our services that is built into the price which the customer pays to the supplier for their energy. The fee that is charged will vary, but will be disclosed to the end customer. If the customer does not elect to enter an energy contract that we recommend with a competitive energy supplier, USource will receive no fees for the work performed for the customer.

- 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.

Richard Chapman, Controller
20455 State Highway 249, Suite 200, Houston, TX 77070
(P) - (713) 401.5711 (F) - (713) 401.5882
richard.chapman@nee.com

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

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

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

See CONFIDENTIAL 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:

See Exhibit 8 – Technical Fitness

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

- b. **PROPOSED MARKETING METHOD** (*check all that apply*)

- Internal – Applicant will use its own internal resources/employees for marketing
- External NGS – Applicant will contract with a **PUC LICENSED NGS**
- Affiliate – Applicant will use a **NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant**
- External Third-Party – Applicant will contract with a **NON-NGS third party nontraditional marketer and/or non-selling marketer**
- Other (Describe):

c. **DOOR TO DOOR SALES:** Will the Applicant be implementing door to door sales activities?

- Yes
- No

If yes, will the Applicant be using verification procedures?

- Yes
 - No
- Not applicable**

If yes, describe the Applicant's verification procedures.

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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.

See Exhibit 8 – Technical Fitness

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 Exhibit 8 – Technical Fitness

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.

USource, LLC will be acting as a Broker/Marketer only.

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.

X 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.

X 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.

X 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.

X 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.

X 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.

X **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.

X **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.

X **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.**

X **PAYMENT ENCLOSED**

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

- a.) APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.

See Appendix A

- b.) OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

See Appendix B

12. NEWSPAPER PUBLICATIONS

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

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

The chart below dictates which newspapers are necessary for each EDC. For example, an applicant that wants to operate in Penn Power 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
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices K and L)

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13. SIGNATURE

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Applicant: **Usource, L.L.C.**

By: _____



Kenneth Matula

Title: **Vice President, Usource, L.L.C.**

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: Usource, LLC

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

Applicant's Use

PUC Secretary's Bureau Use

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**Index Of Appendices And Exhibits To Natural Gas Supplier
Application Of Usource, LLC.**

Appendix A	Application Affidavit
Appendix B	Operations Affidavit
Appendix C	Certificate of Service
Appendix D CONFIDENTIAL	Tax Certification Statement
Exhibit 2	Pennsylvania Registration as a Foreign LLC and Delaware Certificate of Formation
Exhibit 3a	List of Affiliates
Exhibits 5 c-d	Formal Complaints and Present Status
Exhibit 7a	Letters from NGDCs Regarding Bonding Requirements
Exhibit 7b CONFIDENTIAL	Information in Support of Applicant's Financial Fitness
Exhibit 8	Information in Support of Applicant's Technical Fitness
Exhibit 12	Proofs of Publication

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Appendix A

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Appendix A

APPLICATION AFFIDAVIT

State of Texas :

ss.

County of Harris :

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

He is the Vice President of Usource, L.L.C.;

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

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

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

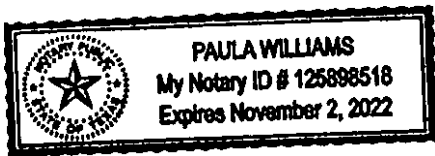
That the Applicant herein Usource, L.L.C. acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

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

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

Signature of Affiant

Sworn and subscribed before me this 28th day of August, 2019.



Signature of official administering oath

My commission expires November 2, 2022.

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Appendix B

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Appendix B

OPERATIONS AFFIDAVIT

State of Texas :
 :
 : ss.
County of Harris :

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

He is the Vice President of Usource, L.L.C.;

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

That Usource, L.L.C., the Applicant herein, acknowledges that Usource, L.L.C. 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 Usource, L.L.C., the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render electric service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

That Usource, L.L.C., the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 28 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28, shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional Gross Receipts and power sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

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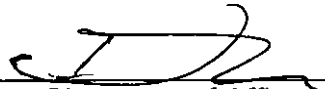
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Appendix B (Continued)

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

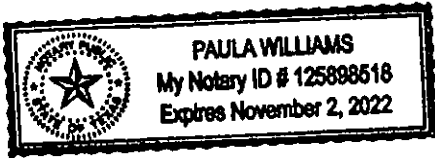
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the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

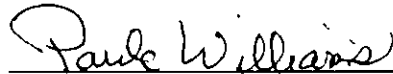
That the facts above set forth are true and correct to the best of his knowledge, information, and belief.



Signature of Affiant

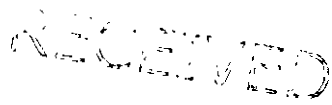
Sworn and subscribed before me this 28th day of August, 2019.





Signature of official administering oath

My commission expires November 2, 2022.


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Appendix C

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Appendix C

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

CERTIFICATE OF SERVICE TEMPLATE

On this the 9th day of September 2019, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

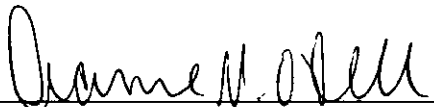
Office of Consumer Advocate 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120	Office of the Attorney General Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120
Office of the Small Business Advocate Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101	Commonwealth of Pennsylvania Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946
Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841 FAX: 614.460.8447 e-mail: mcaddell@nisource.com	Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120
Peoples Natural Gas 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	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
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	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

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<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 Ryan Reeves, Director Supply Transportation & Control 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.787.5103 email: pgwchoicesupply@pgworks.com</p>
<p>Valley Energy Inc. Ed Rogers 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: erogers@ctenterprises.org</p>	<p>UGI Utilities, Inc. – Gas Division David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>



Deanne M. O'Dell, Esq.

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Exhibit 2

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200052-1410

Microfilm Number _____

Filed with the Department of State on JUL 05 2000

Entity Number 2952933

Kim Fitzgerald
Secretary of the Commonwealth

APPLICATION FOR REGISTRATION AS A FOREIGN LIMITED LIABILITY COMPANY
DSCB-15-8981 (Rev 95)

In compliance with the requirements of 15 Pa.C.S. § 8981 (relating to registration), the undersigned foreign limited liability company, desiring to register to do business in this Commonwealth, hereby states that:

1. The **name** of the limited liability company is: Usource, L.L.C.

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following): The name under which the limited liability company proposes to register and do business in this Commonwealth is:

3. The **name** of the **jurisdiction** under the laws of which the limited liability company was organized and the date of its formation are:

Jurisdiction: Delaware **Date of Formation:** March 31, 2000

4. The (a) **address** of this limited liability company's initial registered office in this Commonwealth or (b) **name** of its commercial registered office provider and the county of venue is:

(a)	_____	_____	_____	_____	_____
	Number and Street	City	State	Zip	County
(b)	<u>Corporation Service Company</u>				<u>Dauphin</u>
	Name of Commercial Registered Office Provider				County

For a limited liability company represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the limited liability company is located for venue and official publication purposes.

5. (Check and complete one of the following):

_____ The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

_____	_____	_____	_____
number and Street	City	State	Zip

_____ It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

<u>6 Liberty Lane West</u>	<u>Hampton, NH</u>	<u>03842-1720</u>	
Number and Street	City	State	Zip

6. (Strike out if inapplicable): The company is a restricted professional company organized to render the following restricted professional service(s):

N/A

200052-1411

EXHIBIT 2: Business Entity
Usource, LLC

DSCB:15-8981 (Rev 95)-2

Natural Gas Broker/Marketer License Application

IN TESTIMONY WHEREOF, the undersigned limited liability company has caused this Application for Registration as a Foreign Limited Liability Company to be signed by a duly authorized member or manager thereof this 22nd day of June, 2000.

Usource, L.L.C.


(Name of Limited Liability Company)

BY:

(Signature)

TITLE: Managing Director

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

<p>Document will be returned to the name and address entered below.</p> <hr/> <p>Name 700 Universe Boulevard.</p> <hr/> <p>Address Juno Beach FL 33408</p> <hr/> <p>City State Zip Code</p>	<p>Amendment of Foreign Registration</p> <p>DSCB: 15-413 (rev. 2/2017)</p>  <p>413</p>
---	--

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

Fee: \$250

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

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

USOURCE, L.L.C.

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

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

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

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

(a) _____

Number and street	City	State	Zip	Country
-------------------	------	-------	-----	---------

OR

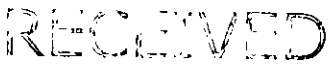
(b) C/O: CORPORATION SERVICE COMPANY Dauphin

Name of Commercial Registered Office Provider	County
---	--------

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

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

PENN File: April 17, 2019



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

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

Principal address is: 700 Universe Blvd., Juno Beach, FL 33408

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

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

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this _____ 17th day of April, 2019

USOURCE, L.L.C.

Name of Association

Melissa A. Plotsky

Signature

Secretary

Title

EXHIBIT 2: Business Entity
Usource, LLC
Natural Gas Broker/Marketer License Application

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

08/08/2019

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

USOURCE, L.L.C.

is duly registered to do business under the laws of the Commonwealth of Pennsylvania and remains a registered Foreign Limited Liability Company so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT this Certificate of Registration shall not imply that all fees, taxes and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set
my hand and caused the Seal of the Secretary's
Office to be affixed, the day and year above written

Katly Bookman

Acting Secretary of the Commonwealth

Certification Number: TSC190808120960-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify>

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "USOURCE, L.L.C.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3205239 8100

001165595

AUTHENTICATION: 0355468

DATE: 04-03-00

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/31/2000
001165595 - 3205239

**CERTIFICATE OF FORMATION
OF
USOURCE, L.L.C.**

This Certificate of Formation of Usource, L.L.C. (the "Company"), dated as of March 31, 2000, is being duly executed and filed by Stacey Wruble Seowald as an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Usource, L.L.C.

SECOND. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 1013 Centre Road, Wilmington, New Castle County, Delaware 19805.

THIRD. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 1013 Centre Road, Wilmington, New Castle County, Delaware 19805.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.


Stacey Wruble Seowald
Authorized Person

AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P.

ATTORNEYS AT LAW

A REGISTERED LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

1333 NEW HAMPSHIRE AVENUE, N.W.

SUITE 400

WASHINGTON, DC 20036

(202) 887-4000

FAX (202) 887-4256

www.akingump.com

AMSTERDAM
BALTIMORE
DALLAS
HOUSTON
LONDON
LOS ANGELES
MOSCOW
NEW YORK
PHILADELPHIA
SAN ANTONIO
WASHINGTON, D.C.

WORLD'S DIRECT DIAL NUMBER (202) 887-4473
WORLD'S EMAIL ADDRESS info@akingump.com

MEMBER - BY AFFILIATION WITH
THE LAW OFFICE OF ABULAZIZ H. FAYAD

March 31, 2000

RE FACSIMILE

Secretary of State of the
State of Delaware
Division of Corporations
John G. Townsend Bldg.
Dover, Delaware 19903

Re: Usource, L.L.C.

To whom it may concern:

The undersigned, as counsel to Usource, Inc., a Delaware corporation (the "Corporation") incorporated of even date herewith, hereby confirms that the Corporation consents to the use of the name "Usource, L.L.C.," by Usource, L.L.C., an entity seeking to file a Certificate of Formation with the Secretary of State of the State of Delaware dated of even date herewith.

If you have any questions regarding the above, please do not hesitate to contact me at (202) 887-4473.

Sincerely,

Stacey Wruble Secwold

DC 37244 v4

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SECRETARY'S BUREAU

Exhibit 3a

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EXHIBIT 3a: Affiliates
Usource, LLC
Natural Gas Broker/Marketer License Application

- 3a. AFFILIATES:** Give name and address of any affiliate(s) currently doing business and state whether the affiliate(s) are jurisdictional public utilities. If the Applicant does not have any affiliates doing business, explicitly state so. Also, state whether the applicant has any affiliates that are currently applying to do business in Pennsylvania.

The following affiliates are FERC jurisdictional public utilities:

FPL Energy Marcus Hook, L.P.; ER02-1903 and ER05-316
FPL Energy MH 50 L.P.; ER99-2917-000
Meyersdale Windpower, LLC; ER04-290-000
Mill Run Windpower, LLC; ER02-256-000
NEPM II, LLC; ER11-4462-002
NextEra Energy Power Marketing, LLC; ER98-3566-000
Pennsylvania Windfarms, Inc.; ER02-2166-000
Somereast Windpower, LLC; ER02-258-000
Waymart Wind Farm, L.P.; ER03-1375-000

Other Affiliate(s) of the Applicant doing business in Pennsylvania are:

Boulevard Associates, LLC
FPL Energy Services, Inc.
Generation Repair and Service, LLC
NextEra Energy Operating Services, LLC
NextEra Energy Project Management, LLC
NextEra Energy Solutions, LLC
NextEra Energy Services Pennsylvania, LLC
Premier Power Solutions, LLC
Sentry Solar, LLC

Additional affiliates can be found within NextEra Energy Inc.'s 10-K.

Usource, LLC does not have any affiliates applying to do business in Pennsylvania.

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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Exhibit 5c-d

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

5c. 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.

There are no existing investigations or regulatory actions of Usource, LLC by any public utility commission, or any other governing, regulatory or standards body. The Commission has not previously cancelled any licenses of Usource.

An affiliate, NextEra Energy Services Pennsylvania has had the following formal complaints over the last five year:

- Docket C-2015-2480805
- Docket C-2015-2511978
- Docket C-2015-2460948
- Docket C-2015-2482185
- Docket C-2015-2482173
- Docket C-2015-2482188
- Docket C-2015-2472483
- Docket C-2015-2495216
- Docket F-2015-2514745
- Docket C-2016-2547108
- Docket F-2017-265031
- Docket F-2017-2636032
- Docket F-2018-3000576
- Docket F-2018-300260

5d. SUMMARY: If applicable; provide a statement as to the resolution or present status of any actions listed above.

Each of these formal consumer complaints against NextEra Energy Services Pennsylvania, LLC, an affiliate of Usource, L.L.C, have been closed pursuant to the filing of a Certification of Satisfaction.

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Exhibit 7a

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**EXHIBIT 7a: Financial Fitness –
Financial Records, Statements & Ratings**
Usource, LLC
Natural Gas Broker/Marketer License Application

- 7a. **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.

Enclosed please find the letters to Usource, LLC from Columbia Gas of Pennsylvania, Inc., PECO Gas, Peoples Natural Gas (inclusive of PNG, Equitable & TWP), Philadelphia Gas Works, National Fuel Gas, Valley Energy and UGI Utilities (inclusive of UGI, Central Penn & Penn Natural Gas) stating the bonding requirements for each NGDC.

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SECRETARY'S BUREAU

August 7, 2019

Paula Williams
Usource, LLC
1 Liberty Ln Suite 220
Hampton, NH 03842

Dear Paula Williams:

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

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

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

Please feel free to contact me at 614-460-4881 should you have any questions regarding a bond or other financial security instrument requirements of Columbia Gas.

Sincerely,



Debbie Vair
Manager, Gas Transportation and Sales Support

August 9, 2019

Usource, LLC
Brian Landrum
1 Liberty Lane East
Suite 220
Hampton, NH 03842

Re: Broker Requirements


Dear Usource, LLC:

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

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

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

Respectfully submitted,



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



375 North Shore Drive
Pittsburgh, Pennsylvania 15212

www.peoples-gas.com

Carol Scanlon
Manager, Rates & Regulation

Peoples Service Company LLC
Phone: 412-208-6931
Email: Carol.Scanlon@peoples-gas.com

August 7, 2019

Brian Landrum
President
Usource, LLC
1 Liberty Lane East, Suite 220
Hampton, NH 03842

Dear Mr. Landrum:

We are pleased that Usource, LLC 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 Usource, LLC is not currently serving customers on the Peoples systems, we have determined at this time that Usource, LLC 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 Usource, LLC provision of services on the Peoples' system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

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

Sincerely,

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

Cc: Stephen Kelly
Mina Speicher



PHILADELPHIA GAS WORKS

800 West Montgomery Avenue • Philadelphia, PA 19122

August 7, 2019

Ms. Paula Williams
Usource, LLC
1 Liberty Lane East
Suite 220
Hampton, NH 03842
Email: paula.williams@usourceenergy.com

RE: Security Requirement Bond for Usource, LLC

Dear Ms. Williams:

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

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

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

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

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

Sincerely,

A handwritten signature in black ink, appearing to read 'John Zuk', is written above the printed name.

JOHN ZUK
Vice President, Gas Supply

/dls



National Fuel

August 15, 2019

Brian Landrum, President
USource, LLC
1 Liberty Lane East, Suite 220
Hampton, NH 03842

Re: USource, LLC

Dear Brian,

National Fuel Gas Distribution Corporation ("NFGDC") is aware USource, LLC (USR) has filed an application with the Pennsylvania Public Utility Commission to supply natural gas service to the public in Pennsylvania and specifically within the service territory of NFGDC.

As you know, in making such an application, USR must furnish acceptable security to each utility where USR will do business. As such, under its tariff, NFGDC could require USR to provide a bond or other financial security instrument in an amount that NFGDC determines to be appropriate.

However, you have indicated, and it is NFGDC's understanding that USR intends only to provide natural gas aggregating, brokering and consulting services at this time. You have stated that, in performing these services, USR will never take title to any delivered natural gas.

Based upon your representations, NFGDC has determined that, at this time, USR does not need to post a bond or other form of security to operate in its service territory. However, if the services provided by USR change in the future, NFGDC reserves the right to require security from USR as it deems appropriate.

If you have any questions concerning the foregoing, please contact me at 716-857-7541.

Yours truly,

Nicole Barker
Transportation Services Department



VALLEY ENERGY

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

August 12, 2019

VIA EMAIL

Paula Williams
Senior Regulatory Analyst
USource, LLC
20455 State Highway 249, Suite 200
Houston, TX 77070
paula.williams@usourceenergy.com

Dear Ms. Williams:

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

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

If you have any questions, please contact Jamie Levering at 570-888-9664 (Ext. 5232).

Sincerely,

Edward E. Rogers
President & CEO

EER/ss

cc: J. Levering, Valley Energy



UGI Utilities, Inc.
1 UGI Drive
Denver, PA 17517

610-796-3400

VIA E-MAIL

August 23, 2019

USource, LLC
20455 State Highway 249
Suite 200
Houston, TX 77070

ATTENTION: Paula Williams

**RE: USource, LLC
Application to Serve as a Natural Gas Broker**

Dear Ms. Williams,

Based on your assertion that USource, LLC ("USource") is applying with the State of Pennsylvania to operate as a natural gas broker/marketer, UGI Utilities, Inc. ("UGIU") has concluded that USource will not need to post security with UGI Utilities, Inc. – South Rate District ("UGI South"), UGI Utilities, Inc. – North Rate District ("UGI North") or UGI Utilities, Inc. – Central Rate District ("UGI Central"). This is based on the declaration that USource will be acting in conjunction with a licensed Natural Gas Supplier who has been approved by the Pennsylvania Public Utility Commission to serve in the applicable UGIU service territories and who has posted the required financial security as specified in the respective UGIU Tariffs. If USource wishes to directly serve Choice customers in the service territories of UGI South, UGI North and/or UGI Central in the future as a natural gas supplier, it will have to post security as specified in the respective UGI Tariffs prior to the commencement of the service.

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

Sincerely,

A handwritten signature in black ink, appearing to read "David E. Lahoff".

David E. Lahoff
Senior Manager
Tariff & Supplier Administration

Exhibit 8

8. EXPERIENCE, PLAN, STRUCTURE and OVERSIGHT OF MARKETING:

Usource, LLC ("Usource) will provide broker/marketer services engaged as an intermediary in the sale and purchase of natural gas to small/large commercial, industrial and governmental customers without taking title to the natural gas.

Usource through its predecessor has been in business since 1999. Usource operates in 23 states including key competitive energy markets including New England, New York, PJM and Texas, with customers behind 56 utility distribution companies. Its client volumes under management include approximately 4 MWH of power and approximately 7 BCF of natural gas with retention rates in excess of 85%.

Usource will provide services inclusive of the following to its customers:

- B2B energy cost management solutions
- Power and gas procurement through a proprietary bidding platform
- Evaluation and procurement of renewables, energy efficiency and demand response services
- Risk management strategy
- Supplier and utility bill auditing

Any customer with a question or complaint regarding service matters may contact Usource Customer Care at a dedicated toll free number or email address provided in the customer contract and on its website. Usource Customer Care personnel will make every effort to respond to the customer's inquiry or resolve its complaint in a timely and satisfactory fashion. If a mutually agreeable resolution cannot be reached the Customer Care manager or supervisor will review the complaint and then notify the customer of the outcome. At that time, the customer will also be notified of its right to file a complaint with the PAPUC and Usource will provide the telephone number, facsimile number and website of the PAPUC for the customer's convenience.

Usource will exercise rigorous quality control over the services rendered and will ensure that its customer service representatives are well trained in applicable law and PAPUC rules governing the provision of retail gas service.

Usource provides training to all personnel and stresses the importance and understanding of each of the following objectives:

EXHIBIT 8: Technical Fitness
Usource, LLC
Natural Gas Broker/Marketer License Application

- Knowledge and awareness of applicable Pennsylvania laws and regulations governing marketing and consumer protection.
- Knowledge and understanding of responsible and ethical sales practices.
- Knowledge of the Company's products and services.
- Knowledge of relevant terms and definitions.
- Knowledge of how to assist customers in obtaining information from their supplier about billing, disputes, and complaints.

NextEra Energy Services' Chief Officers:

Brian Landrum, President
Richard Cribbs, Chief Financial Officer
Melissa Plotsky, Secretary
W. Scott Seeley, Assistant Secretary
Kathy A. Beilhart, Vice President and Treasurer
Kenneth Matula, Vice President
Paul I. Cutler, Vice President
Michael O'Sullivan, Vice President

Resumes are included for the following officers directly responsible for operations:

Brian Landrum, President
Kenneth Matula, Vice President of Mass Markets
Scott McDonald, Vice President of Sales

BRIAN LANDRUM**EXECUTIVE PROFILE**

Executive with extensive leadership background in the energy, technology and consulting industries and a long, distinguished track record of delivering distinctive operating and financial results. Led in creating high-performing culture across functions and in hiring and development of current and future leaders. Unique ability to develop broad-based strategies and identify key financial/operating levers, then work directly with front-line teams to implement the most impactful performance improvements. Significant leadership roles in strategy, commercial operations in natural gas and power, business development, generation asset portfolio management, government and regulatory affairs, investor and media relations. Proven competencies and expertise in:

- ▣ Leadership with Strategic Vision
- ▣ Driving Performance and Integrity Culture
- ▣ Turnaround Management
- ▣ Energy Efficiency and Demand Response
- ▣ Asset Portfolio and Commodity Management
- ▣ Human Capital Development

PROFESSIONAL EXPERIENCE

CALERA CORPORATION, Los Gatos, California
Chief Business Officer

2010

Leading business development and strategy for start-up carbon capture and sequestration company. Company technology captures CO₂ directly from flue gas from fossil fuel burning sources and converts and stores the carbon in stable building materials such as cement. Creating the business model and building partnerships with CO₂ emitters, technology partners, and the building materials markets.

RELIANT ENERGY, INC., (now RRI Energy), Houston, Texas
Chief Operating Officer, 2007 to 2009

1999 to 2009

Entrusted with full P&L responsibility for Wholesale generation and Retail electricity business units with \$12.5 billion in revenue and over 3,800 employees. In partnership with CEO and leadership team, shaped corporate strategy, optimized asset portfolio, and set company policies.

Executive Vice President, Operations, 2006 to 2007

Directed Wholesale and Retail electricity business units with full P&L responsibility. Played key role in defining new company strategy presented at March 2007 investor conference.

- Launched key wholesale initiative that redefined company culture. Team delivered over \$1 billion in NPV months ahead of schedule by focusing efforts at the intersection of plant operations, commercial operations, and regulatory/legislative functions.
- Delivered Wholesale generation results that met or beat expectations since 4th quarter 2005. Improved plant availability and cost of operations to top quartile levels by 2008. Increased contribution margin from commodity management in gas transportation and storage, coal procurement, emissions credits, and capacity markets.
- Played significant role in shaping the generation portfolio strategy in light of potential changes in emissions regulation, competitive market rules, and climate change legislation
- Motivated retail team to achieve industry leading results, with over \$500mm in contribution margin in both 2006 and 2007, in a highly competitive environment. Successfully grew Retail business by expanding into new commercial and industrial retail markets outside of Texas.

BRIAN LANDRUM
Page 2

Senior Vice President, Commercial & Retail Operations and Information Technology, 2004 to 2005

Drove high level of performance and engendered an associated culture of excellence in performance that proved instrumental in company turnaround after a near bankruptcy in 2002/3.

- Lowered cost by \$80mm (close to 40%), reduced process cycle times and enhanced quality, improved customer service levels and satisfaction, and raised employee retention and survey results.
- Assumed incremental responsibility for Wholesale Commercial operations in Feb. 2005, which included all hedging, transmission basis, fuel procurement, gas management, and plant dispatch and scheduling.
- Led and gained business unit buy-in for strategy reset after exiting proprietary trading.

President, Reliant Energy Retail Services, 2003 to 2004

Held overall P&L responsibility for >\$3 billion residential and small commercial segments, as well Retail Customer Operations.

- Achieved unprecedented customer growth and increased margins.

Senior Vice President, Retail Customer Operations, 2001 to 2003

Oversaw operations required for successful opening and stabilization of the ERCOT competitive retail electricity market.

- Built IT solution, cross-functional processes, and relationships with external service providers that led to Reliant leadership.

Vice President, Internet and e-Commerce, 1999 to 2001

Laid foundation for Reliant's on-line presence for next decade.

- Founding and board member of Pantellos, provider of e-supply chain solutions through an e-marketplace to the utility industry.

COMPAQ COMPUTER CORPORATION, (acquired by HP in 2002), Houston, TX 1996 to 1999

General Manager, Worldwide Commercial Displays

Responsible for \$1.5 billion P&L. Led team in business turnaround over 3 quarters from -66% to 125+% ROIC. Held additional roles in strategy, new technology evaluation, and internet services.

MCKINSEY & COMPANY, INC., Houston, Texas

1991 to 1996

Senior Engagement Manager, Texas Office

Led various engagements in energy and technology in U.S. and Mexico.

ANDERSEN CONSULTING, (now Accenture), San Francisco, California

1984 to 1989

Manager, Consulting

Served on projects in telecommunications, personnel services, and financial institutions in the U.S. and Europe. Played key role in the development and launch of the world's first fully electronic financial options and futures exchange in Switzerland and Germany (now known as Eurex).

BOARD MEMBERSHIPS

Rebuilding Together Houston (current)

Central Houston, Inc.

Electric Power Supply Association

EDUCATION

UNIVERSITY OF CHICAGO, Chicago, Illinois
MBA, Masters of Business Administration; Finance, International Business, 1991

STANFORD UNIVERSITY, Palo Alto, California
BS, Bachelor of Science, Industrial Engineering, 1984

KENNETH J. MATULA

CAREER SUMMARY

Creative, confident and high performing executive leader with 18 plus year's competitive retail energy experience, building new markets, driving revenue growth, and improving market positioning. Successful in start-up, turn around and high growth markets across diverse business segments. Major strengths include:

- Executive Leadership Operations & Systems
- Business Strategy & Planning Business Transformation & Culture
- New Market Development Channel Development
- Business Partnering & Alliances Customer Experience

PROFESSIONAL EXPERIENCE

CONSTELLATION ENERGY, Houston, Texas 2004-2013

Senior Vice President – Mass Markets Segment (2010- Present)

Responsible for leading the Mass Market business segment for North America focusing on residential and small commercial customers. Manage all aspects of the day to day business including P&L responsibility, strategic & financial planning, sales, marketing, pricing & forecasting, business reporting & analytics and operational aspects of the business.

- Started the company's first mass market business in 2010 and grew it into the 7th largest national mass market business within the retail energy segment with over 1M residential and 100K small commercial customers.
- Built business model and capabilities to support business growth in 16 different states in 60 electric & natural gas markets including business & financial analytics, sales capabilities, marketing, branding and front office operations & systems.
- Implemented integrated campaign management structure with specific strategies focused on residential and small commercial acquisition, retention and lifecycle management. Included customer segmentation, offer development, product positioning, sales channel strategy, and campaign performance & analytics
- Commercial lead for the mergers & acquisitions due diligence team that successfully completed the acquisitions of MX Energy and StarTex Power.
- Led the business integration including platform integration, organization realignment, real estate, data warehouse migration realizing business synergies of \$30M.

Senior Vice President – Commercial & Industrial Business Segment (2008-2010)

Responsible for leading the commercial and industrial business segment for the retail business. Duties included P&L responsibility, strategic & financial planning, sales, marketing and sales support.

- Took on additional responsibility for leading the company's underperforming commercial and industrial segment successfully turning around the business performance by achieving 110% of plan in 2008, 120% of plan for 2009 and 115% of plan for 2010.
- Developed and implemented sales and sales management training programs resulting in improved sales performance and sales management effectiveness. Sales training program later adopted as the model across the entire retail business.

- Developed and implemented alternative sales channel strategy decreasing cost of acquisition and retention, while increasing customer satisfaction and sales force effectiveness.
- Site leader for Houston based retail operations and employees responsible for business continuity, office, office management, site meetings, and employee & community events

Vice President – Small & Medium Business Segment (2007-2010)

Responsible for leading the small & medium business segment for the retail business. Duties included P&L responsibility, strategic & financial planning, sales, marketing, and operations.

- Developed and implemented the company's national business strategy for expanding the small & medium business segment for the retail business achieving 102% of plan for 2007, 115% of plan for 2008, and 105% of plan for 2009.
- Successfully developed and implemented new sales channels (telesales, inside sales, direct sales) and marketing capabilities to support customer acquisition, retention and cross/upsell activities. Included vendor contract negotiations & onboarding, sales training, sale coaching, sales reporting & performance metrics, and sales operations
- Implemented new transactional web based sales and customer care model including daily pricing matrixes, automated credit checks, paperless contracts, and customer self service portal.
- Retail commercial lead for \$250M company sponsored Siebel CRM project responsible for defining the business and platform requirements to support retail sales and marketing functions.

Director – Small & Medium Business Segment (2005-2006)

Responsible for leading the small & medium business segment for the Texas retail business. Duties included strategic & financial planning, sales, marketing and sales operations.

- Developed and implemented the company's small & medium business strategy for the Texas market achieving 110% of plan for 2005 and 125% of plan for 2006

Senior Business Development Manager – Commercial & Industrial Segment (2004-2005)

Responsible for business development targeting commercial & industrial customers in the Texas. Duties included prospecting, pipeline management, product & risk management strategies, presentations, contract negotiations, and account management.

- Came to Constellation as an individual contributor and exceeded sales quota for 2005 (103%) & 2006 (120%).
- Key accounts included McDonalds, Texas Medical Center, Enterprise Products, Anadarko, and Praxair

RELIANT ENERGY, INC., Houston, Texas 1996 -2004

Director Business Development (2001-2004)

Responsible for leading the business services sales team targeting commercial business segment for Texas. Duties include developing & implementing direct sales & marketing strategy for the Texas retail electric market. Drove market development, product positioning, and sales execution strategies and tactics, risk management, legal, operations, credit, marketing communications.

- Created, trained and managed direct sales teams consisting of seven regional sales offices and 65 direct sales representatives and support staff targeting the TXU, CPL, WTU, and TNP utilities in ERCOT.
- Responsible for managing the CNP PTB account base with a designated account management group.

EXHIBIT 8: Technical Fitness
Usource, LLC
Natural Gas Broker/Marketer License Application

Group was responsible for working with high value customers through retention based activities, crossing selling non-commodity products & services, and providing differentiated levels of customer service.

- Responsible for managing sales channel for aggregators and brokers. Negotiated strategic agreements between Reliant Energy and third-party aggregator & brokers to sell energy products to end-use business customers, developed operational process & procedures, and sales tracking.

Manager - Strategic Planning & Development (1999-2000)

- Coordinated the sell of external customer book of business & physical assets which included operational transfer & enrollment of transitioned customer accounts, development & execution of customer communication program, and book of business valuation.
- Member of the team responsible for the development and implementation of sales & marketing plan for Texas Retail Pilot Program.
- Managed direct & indirect third party vendors (telemarketing, D2D, channel partners). Responsibilities included vendor contract negotiations, sales training, sale coaching, sales reporting & performance metrics, and sales operations.
- Member of the PUCT Pilot Implementation Committee responsible for the Texas Retail Pilot Program structure and regulatory guidelines.

Manager - Commercial & Industrial Sales (1996-1999)

- Developed, trained and managed direct sales team consisting of 15 sales representatives targeting out of state deregulated electric and natural gas utilities. Deregulated energy markets included natural gas & electric utilities in Ohio, New Jersey, New York, Pennsylvania, Connecticut, Rhode Island, California and Georgia.
- Sales teams targeted medium to large commercial and industrial customer segment selling semi-configured and customized energy products and services.
- Developed sales training materials & trained sales staff on commodity products & services, utility rate & tariff analysis, telephone selling skills & techniques, and competitive selling strategies.
- From 1996 through 1999, the direct sales team rank number 1 out 5 regional offices, accounting for over 58% of the deal closures and 52% of the booked & term gross margin for the department.

EDUCATION

TEXAS STATE UNIVERSITY, San Marcos, Texas
Bachelor of Business Administration – Finance 1991

AFFILIATIONS

National Energy Marketer's Association (NEM)
Gulf Coast Power Association (GCPA)
Customer Experience Professionals Association (CXPA)
Candelighters Childhood Family Alliance – Board Member
Marnie Rose Foundation – Advisory Board

SCOTT C. MACDONALD**Senior Executive – Energy, Utilities, Financial Services**

Established track record developing and executing market growth strategies in the energy industry. Senior finance executive in Fortune 500 Company. Management Consulting.

Core Competencies

P&L LEADERSHIP

- Started and built one of largest home services businesses in the U.S. utility channel.
- Lead strategy and operations for a premier commercial & industrial energy broker/consultant.

STRATEGY

- Developed and executed market growth, corporate portfolio, new business, M&A, and operational excellence strategies as a P&L leader, senior strategy executive, and management consultant.

LEADERSHIP DEVELOPMENT

- Developed leaders to enable business growth. Implemented coaching, talent review, succession planning, performance management processes.

FINANCIAL PLANNING AND MANAGEMENT

- Developed and led processes to coordinate strategy, capital allocation, budgeting, and performance management in three successively larger organizations.

Career Chronology

USOURCE, LLC Hampton, NH	
Managing Director	05/14 – present
COO	08/13 – 04/14
NISOURCE RETAIL SERVICES, INC. , Portsmouth, NH	11/03 – 04/13
President	
NISOURCE INC. , Merrillville, IN	
Vice President, Corporate Planning	03/02 – 11/03
Vice President, Finance, Energy Distribution Group	11/00 – 03/02
BAY STATE GAS COMPANY , Westborough, MA	
Vice President, Finance and Strategy, Treasurer	12/99 - 10/00
Senior Director, Strategy & Finance	03/99 - 11/99
Director, Energy Ventures	03/97 - 03/99
Project Director, Energy Ventures	11/96 - 02/97
ARTHUR D. LITTLE, INC. , Cambridge, MA	
Manager, Management Consulting – Energy Practice	06/95 - 11/96
Consultant, Management Consulting - Energy Practice	05/94 - 06/95

Education

MIT Sloan School of Management, MS Management, 1994
 University of New Hampshire, BA Economics, 1990

Career Highlights

USOURCE, LLC

Natural Gas Broker/Marketer License Application

Managing Director, Hampton, NH

05/14-present

Chief executive of broker/consultant business providing customized energy procurement services to medium and large commercial and industrial clients across the U.S.

- Achieved 60% increase in booked revenues and 26% increase in EBITDA over 3 years.
- Restructured sales and marketing to improve ROI of new business development. Implemented channel partner program. Brought marketing in-house and implemented web based lead nurturing.
- Implemented client management strategy including deploying cloud-based energy reporting system for large clients.
- Developed and executed alliance agreements with strategic service partners in energy management services (energy efficiency, solar, CHP, demand response)
- Implemented operation processes and performance management structure. Increased employee engagement scores from 78% to 83% in 3 years.

NISOURCE, INC.

President, NiSource Retail Services, Inc., Portsmouth, NH

11/03-04/13

Vice President, Retail Services

General management responsibility for the NiSource Retail Services and NiSource's natural gas marketing businesses with several million dollars in annual revenue in three business lines: home service plans, appliance leasing and retail natural gas marketing.

- Built the NiSource Retail Services business into one of the largest home service plan and leasing service providers in the U.S. utility market channel. Grew to half million policies and EBIT of \$15 million. Sold the business for \$120 million.
- Implemented a direct marketing strategy, organization and process to continuously test and refine consumer marketing to improve response, ROI and increase marketing opportunities. Developed and launched new services for cross-sell and up-sell to increase value per customer. Increased marketing budget from \$1 million to \$4 million, funding the increase in marketing expenditures through growing revenues while maintaining year over year EBIT growth.
- Built a scalable, growth platform balancing internal employee/organization development with outsource services to efficiently grow the business. Implemented talent review, succession planning and performance management processes to develop employees. Developed proprietary systems and processes to enable effective delivery of contractor based services. Implemented Net Promoter Score methodology to enhance customer satisfaction. Negotiated outsourcing arrangements for after-hours and overflow work with third party providers to ensure cost-effective scalability.
- Developed enhanced risk management procedures and policies to improve hedging process of the fixed gas price and bill programs. Delivered \$49 million in gross margins from the programs over nine years.
- In 2010, took on leadership of EnergyUSA-TPC, the commercial and industrial gas marketing operation of NiSource with over \$600 million of annual revenue, and charged with effectively winding down the business operation. Negotiated, restructured, settled fixed price contract disputes to accommodate customer transitions. Established an outsourcing arrangement to support on-going supply requirements with reduced operating costs. Developed and evaluated divestitures opportunities.

Vice President, Corporate Planning, Merrillville, IN

03/02-11/03

Led Corporate Planning group for a \$7 billion energy holding company reporting to the NiSource CFO.

Developed, implemented and led new corporate planning processes including portfolio evaluation, capital allocation, budgeting, and performance measurement. Supported Corporate M&A activity.

- Developed Corporate Planning process linking strategic portfolio objectives with financial plan setting and operational performance management. Supported newly created COO position by integrating planning processes across formerly decentralized business units.
- Developed and executed Portfolio Evaluation process to review business unit performance, evaluate long range financial plans, and set objectives and targets. Evaluated changes in portfolio to better achieve overall Corporate goals. Facilitated monthly strategic discussion with CEO and his executive team.
- Developed Corporate Scorecard designed to measure key financial and operational performance indicators. Established and facilitated performance management process for COO and CFO involving monthly Profit Planning meetings with operating groups to review measures and take action.
- Supported Corporate M&A activities. Developed financial plans and valuations, evaluated synergy opportunities, performed due diligence.

EXHIBIT 8: Technical Fitness
Usource, LLC
Natural Gas Broker/Marketer License Application

Vice President, Finance, Energy Distribution Group, Merrillville, IN

11/00-03/02

Led Finance organization for \$3 billion natural gas utility group consisting of 10 distribution companies across 9 states with 3.5 million customers. Reported to Group President.

- Evaluated performance of distribution companies and scoped productivity improvement opportunities. Facilitated leadership team in strategy development leading to strategic focus on operational excellence.
- Directed meter-to-cash team. Developed performance management framework to align field, call centers, and revenue recovery to manage resources to optimize cost. Assumed operational responsibility for billing and collections. Write-off/revenue dropped from 1.19% in 2001 to 0.86% in 2002.

BAY STATE GAS COMPANY, Westborough, MA

Vice President, Finance and Strategy, Treasurer

12/99-10/00

Senior Director, Strategy & Finance

03/99-11/99

Director, Energy Ventures

03/97-03/99

Project Director, Energy Ventures

11/96-02/97

Led Finance and Strategy organizations for a \$400 million natural gas utility reporting to President.

- Implemented enhanced budgeting process and directed \$10 million (10%) in operating cost savings.
- Developed M&A strategy for New England and led effort to evaluate targets. Organized and led due diligence teams. Coordinated efforts with investment bankers.
- Developed strategy for the company's service business, including refocusing on the most profitable services and setting up organization and reporting structure that would enable accountability for results. The service business EBIT contribution went from break-even in 1999 to \$1.6 million in 2002.
- Managed the company's investment in the development of the \$350 million Portland Natural Gas Transmission System (PNGTS), including representing the company's interest on the PNGTS Management Committee. Negotiated and closed sale of one half of original partnership interest.
- Led project to develop and execute a strategy to implement interim emergency gas supply measures to maintain delivery of service under impending termination of a leased pipeline that was a critical supply source to the company's northern division in NH and ME. Reported monthly to ad hoc committee of Board of Directors. Led multi-disciplined team to set up tactical supply plan measures.

ARTHUR D. LITTLE, INC., Cambridge, MA

Manager, Energy Practice

06/95-11/96

Consultant, Energy Practice

05/94-06/95

- Developed strategy and business plan for implementing a retail gas marketing subsidiary. Analyzed retail gas marketing competition on the east coast and screened attractive acquisition candidates. Developed detailed financial pro formas for the new business.
- Led and facilitated client team in developing wholesale marketing strategy and business plan for an east coast electric utility. Developed marketing strategy, alliance and acquisition strategy, and financials.
- Developed market study for financing of major LNG project demonstrating price effectiveness of new spot market pricing dynamics

OTHER RELEVANT EXPERIENCE

- **J. MAKOWSKI ASSOCIATES, INC., Consultant part-time, 93-94**
- **DRI/MCGRAW-HILL, Associate Economist, Energy Group, 90-92**
- **UNIVERSITY OF NEW HAMPSHIRE ALUMNI ASSOCIATION, Board of Directors, 00-06**

Exhibit 12

RECEIVED

SEP - 9 2019

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

EXHIBIT 12: Proofs of Publications
Usource, LLC
Natural Gas Broker/Marketer License Application

Enclosed are the Proof of Publications on behalf of Usource, LLC from the following Newspapers:

- Erie Times-News
- Harrisburg Patriot-News
- Philadelphia Daily News
- Pittsburgh Post-Gazette
- Scranton Times-Tribune
- Williamsport Sun-Gazette
- Johnstown Tribune-Democrat

RECEIVED

SEP - 9 2019

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

Gexa Energy
20455 State Highway 249 Suite 200
Houston TX 77070

REFERENCE: 83012 370789
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: 07/18/19

TOTAL COST: \$610.00 AD SPACE: 0 Lines

FILED ON: 07/18/19

NOTIFIED

SEP - 9 2019

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Applications of USource, L.L.C. For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public In The Commonwealth Of Pennsylvania.

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. USource, L.L.C. will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. USource, L.L.C. proposes to sell electricity, natural gas, and related services in Citizen's Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellsboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples, Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 USource, L.L.C. 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 USource, L.L.C. attorney at the address listed below.

By and through Counsel: Attorney's Name

Derek Rykaczewski

1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.294.5017
603.918.4057

EP-320789

Sworn to and subscribed before me this 27th day of August 2019

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



AD#: 0009252512

Commonwealth of Pennsylvania,) ss
County of Cumberland)

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

The Patriot News 07/23/2019

Victoria Soto
Principal Clerk of the Publisher

Sworn to and subscribed before me this 24th day of July 2019

Crystal B. Rosensteel
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Crystal B. Rosensteel, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires June 27, 2020
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Applications of **USource, L.L.C.** For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public in The Commonwealth Of Pennsylvania.

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. USource L.L.C. will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. USource L.L.C. proposes to sell electricity, natural gas, and related services in Citizen's Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellsboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 USource, L.L.C. 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 USource, L.L.C. attorney at the address listed below.

By and through Counsel:
Attorney's Name
Derek Rykaczewski
1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.294.5017
603.918.4057

RECEIVED

SEP - 9 2019

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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:

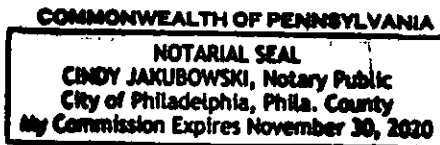
July 19, 2019

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 19th, day of July, 2019.

Notary Public

My Commission Expires:



Copy of Notice of Publication

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Applications of **USource, L.L.C.** For Approval To Offer, Render, or Furnish Services as a **Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public in The Commonwealth Of Pennsylvania.**

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. **USource L.L.C.** will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. **USource L.L.C.** proposes to sell electricity, natural gas, and related services in Citizen's Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 **USource, L.L.C.** 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 **USource, L.L.C.** attorney at the address listed below.

By and through Counsel: Attorney's Name
Derek Rykaczewski
1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.204.5017
603.918.4057

RECEIVED

SEP - 9 2019

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:

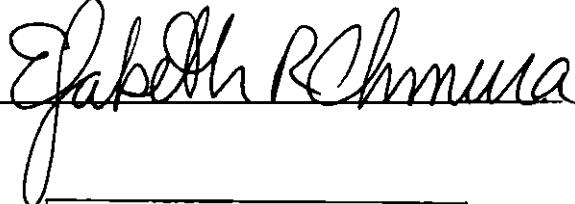
22 of July, 2019

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.



PG Publishing Company

Sworn to and subscribed before me this day of:
July 22, 2019



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

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

SEP - 9 2019

STATEMENT OF ADVERTISING COSTS
USource, LLC
20455 State Highway 249, Suite 2
Houston Texas 77070

To PG Publishing Company

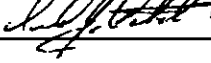
Total ----- \$511.50

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  Samuel J. Arbutina

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 USource, LLC For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged in The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public in The Commonwealth Of Pennsylvania.
USource, LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. USource LLC will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. USource LLC proposes to sell electricity, natural gas, and related services in Citizens Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellsboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples, Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 USource, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to USource, LLC attorney at the address listed below.
By and through Counsel:
Attorney's Name
Derek Rykaczewski
1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.294.5017
603.918.4057

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

GEXA ENERGY
PAULA WILLIAMS
20455 STATE HIGHWAY 249, SUITE HOUSTON TX 7707

Account # 602623
Order # 82357773
Ad Price: 301.20

RECEIVED

SEP - 9 2019

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:

07/18/2019

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 18th day of July A.D., 2019

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

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

LEGAL NOTICE

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE
Applications of USource, L.L.C. For Approval To Offer, Render, or Furnish Services as a Marketer/ Broker Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public In The Commonwealth Of Pennsylvania.

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. USource L.L.C. will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. USource L.L.C. proposes to sell electricity, natural gas, and related services in Citizens Electric, Duquesne, Mat Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellisboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 USource, L.L.C. 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 USource, L.L.C. attorney at the address listed below.

By and through Counsel:
Derek Rykaczewski
1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.294.5017
603.918.4057

**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:

Robert O. Rolley, Jr., 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:

July 19, 2019

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 USource, L.L.C. For Approval To Offer, Render, or Furnish Services as a Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public In The Commonwealth Of Pennsylvania.

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. USource L.L.C. will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. USource L.L.C. proposes to sell electricity, natural gas, and related services in Citizen's Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellsboro, West Penn, Columbia Gas, National Fuel Gas,

Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 USource, L.L.C. 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 USource, L.L.C. attorney at the address listed below.

By and through Counsel:
Attorney's Name
Derek Ryzaczewski
1 Liberty Lane East
Suite 200
Hampton, NH 03842
603.294.5017
603.918.4057



SUN-GAZETTE LLC

Sworn to and subscribed before me

The 26th day of July 20 19

Beth A Miller
COMMONWEALTH OF PENNSYLVANIA Notary Public

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

STATEMENT OF ADVERTISING COSTS

To the Sun-Gazette LLC, Dr.:

For publishing the notice attached

Hereto on the above state dates.....\$ 296.56

Probated same.....\$

Total.....\$ 296.56

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 Robert O. Rolley, Jr.

RECEIVED

SEP - 9 2019

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA }
 County of Cambria } SS

**PENNSYLVANIA
 PUBLIC UTILITY COMMISSION
 NOTICE**

Applications of **USource, L.L.C.** For Approval To Offer, Render, or Furnish Services as a **Marketer/Broker** Engaged In The Business Of Supplying Natural Gas Supply Services and Electricity Supply To The Public In The Commonwealth Of Pennsylvania.

USource, L.L.C. will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a broker/marketer engaged in the business of providing natural gas services. **USource L.L.C.** will also be filing an application with the PUC for a license to supply electricity services as a broker/marketer engaged in the business of supplying electricity. **USource L.L.C.** proposes to sell electricity, natural gas, and related services in Citizen's Electric, Duquesne, Met Ed, PECO, Penelec, Penn Power, Pike, PPL, UGI Wellsboro, West Penn, Columbia Gas, National Fuel Gas, Peoples - Equitable, Peoples Natural Gas, Peoples Gas Company, Peoples, Gas Works, UGI Utilities - Gas Division and Valley Energy, 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 **USource, L.L.C.** 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 **USource, L.L.C.** attorney at the address listed below.

By and through Counsel: Attorney's Name
Derek Rykaczewski
 1 Liberty Lane East
 Suite 200
 Hampton, NH 03842
 603.284.5017
 603.918.4057

publish
 that the
 of The J
 the subj
 said pub

Signed :
 31st day
 by Mary Anne Rizzo making the statement.

[Handwritten Signature]

On this 31st day of July A.D. 2019, before me, the subscriber, a Notary Public in and for said County and State, personally appeared **Mary Anne Rizzo**, who being duly sworn according to law, deposes and says as Advertising Director of the **Tribune-Democrat, Johnstown, PA**, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the **Johnstown Tribune**, established December 7, 1853; and of the **Johnstown Democrat**, established March 5, 1863.

County of Cambria, and Commonwealth of Pennsylvania and one matter published in said publication in the regular issues of 'A' on July 19, 2019; and that the Affiant is not interested in that all of the allegations as to time, place and character of

[Handwritten Signature: Mary Anne Rizzo]
STATEMENT 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

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

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

 (Name of Newspaper)

SECRETARY'S BUREAU
 PA PUC
 NOTARY DESK

2019 SEP -9 PM 1:48

RECEIVED