

1521 Hightower Drive • Uniontown, OH 44685

Kathy J. Kolich
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March 31, 2020

CONTAINS ONE CONFIDENTIAL ATTACHMENT

VIA E-FILING

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

RE: Application of Energy Harbor LLC for approval of a license to offer, render, furnish, or supply natural gas services to the public in the Commonwealth of Pennsylvania as a Natural Gas Service Supplier.

Dear Secretary Chiavetta:

On March 13, 2020, Energy Harbor LLC (“Energy Harbor”) mailed, via overnight delivery, the enclosed application for a license to become a Natural Gas Service Supplier, along with a check in the amount of \$350. Unfortunately, delivery to the Commission office was made the day after the Commission closed its office due to the corona virus pandemic that is sweeping the nation. As a result, Energy Harbor is resubmitting the application via the Commission’s E-file system. Please disregard the hard copy filing upon returning to the Commission offices. Also please note that all necessary parties were served at the time the hard copy application was originally mailed.

Pursuant to 52 Pa Code § 62.103, enclosed for filing and approval is the Application of Energy Harbor for a License to offer, render, furnish or supply as a Natural Gas Service Supplier natural gas services to the public throughout the entire Commonwealth of Pennsylvania. The filing fee of \$350 will be paid electronically consistent with Commission procedures.

The Application includes one (1) document (Attachment 7(f) – Tax Certification Statement) that contains confidential tax-related information of Energy Harbor, which has been redacted as **CONFIDENTIAL. An un-redacted version of this document has been e-mailed to Secretary Chiavetta consistent with Commission instructions.**

Should you or the Staff have any questions or require any additional information to support the enclosed Application, please contact me as indicated above.

Respectfully submitted,



Kathy J. Kolich
PA Attorney No. 92203

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Energy Harbor LLC for approval to offer, render, furnish, or supply natural gas supply services as a Supplier of Natural Gas Services to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

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

Name: Energy Harbor LLC

D/B/A Names: None

Primary address: 341 White Pond Drive, B3, Akron, Ohio 44320

Web address: www.energyharbor.com

Telephone number: 888-254-4769

- 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.

Name of registered agent in Pennsylvania: CT Corporation System

Registered agent address: 600 North Second Street, Suite 401, Harrisburg, PA 17101

Registered agent telephone number: 614-280-3338

Registered agent fax number: none

- 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.

Name: Kim Pelc

Title: Analyst III, Structuring & Pricing

Address: 341 White Pond Drive, B3, Akron, Ohio 44320

Telephone number: 330-315-7385

Fax number: None

Email: kpelc@firstenergycorp.com (until May 2020); kpelc@energyharbor.com (post May 2020)*

Please note that Energy Harbor LLC will continue to use the FirstEnergy email addresses until May 2020 due to system testing of the new email accounts.

- 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.

Attorney name: Kathy J. Kolich

Address: 1521 Hightower Drive, Uniontown, OH 44685

Telephone number: 330-316-2378

Fax number: 330-315-6844

Email: kjklaw@yahoo.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.

Name: Amanda Withem
Title: Analyst III, Transaction Management
Address: 341 White Pond Drive, B3, Akron, OH 44320
Telephone number: 330-315-7368
Fax number: None
Email: awithem@firstenergycorp.com (until May 2020); awithem@energyharbor.com (post May 2020)

Name: Jorie Justice
Title: Analyst IV, Customer Care
Address: 341 White Pond Drive, B3, Akron, OH 44320
Telephone number: 330-315-6772
Fax number: None
Email: jmjustice@firstenergycorp.com (until May 2020); jmjustice@energyharbor.com (post May 2020)

2. **BUSINESS ENTITY FILINGS AND REGISTRATION**

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

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

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

Or

The Applicant will not be using a fictitious name.

- b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**
(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)

The Applicant is a sole proprietor.

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

Or

The Applicant is a:

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

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

or

The Applicant is a:

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

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

Response: Please see Attachment 2(b)

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

Response: Energy Harbor LLC is organized in Delaware. Energy Harbor LLC's certificate of conversion and operating agreement are attached as Attachment 2(b).

- Give name and address of officers.

Response:

John W. Judge, President and Chief Executive Officer
341 White Pond Drive, A-WAC-B3, Akron, OH 44320

David Faranetta, Chief Financial Officer, Treasurer, and Chief Risk Officer
341 White Pond Drive, A-WAC-B3, Akron, OH 44320

Stephen E. Burnazian, Corporate Secretary
341 White Pond Drive, A-WAC-B3, Akron, OH 44320

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.

Response: Energy Harbor LLC has provided its list of affiliates currently doing business and their addresses below. No affiliate is a jurisdictional public utility, and no affiliate is currently applying to do business in Pennsylvania.

1. Energy Harbor Corp.
Address: 341 White Pond Drive, B3, Akron, OH 44320
2. Energy Harbor Generation, LLC
Address: 341 White Pond Drive, B3, Akron, OH 44320
3. Energy Harbor Nuclear Generation, LLC
Address: 341 White Pond Drive, B3, Akron, OH 44320
4. Energy Harbor Nuclear Corp.
Address: 341 White Pond Drive, B3, Akron, OH 44320
5. Norton Energy Storage L.L.C.
Address: 341 White Pond Drive, B3, Akron, OH 44320
6. Pleasants Corp.
Address: 341 White Pond Drive, B3, Akron, OH 44320

- 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.

Response: Please see Attachment 3(b)

4. OPERATIONS

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

Definitions

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

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

Response: Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) is a licensed electric generation supplier ("EGS") in Pennsylvania (License No. A-110078).

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.

Energy Harbor LLC proposes to serve residential, commercial, industrial, and governmental customers in every Commission-certificated natural gas distribution company territory within the Commonwealth of Pennsylvania.

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

- | | |
|--|---|
| <input type="checkbox"/> Columbia | <input type="checkbox"/> 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 | <input checked="" type="checkbox"/> All of the above |

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

- Residential Customers
- Small Commercial Customers - (Less than 6,000 Mcf annually)
- Residential and Small Commercial as Mixed Meter **ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)**
- Large Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above (Except Mixed Meter)
- Other (Describe):

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

Response: Energy Harbor LLC intends to actively market within the Commonwealth as soon as it receives the required regulatory approval from the Commission, as well as any approvals needed from any Commission-certified NGDC.

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.

Response: Please see Attachment 5

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

Response: Please see Attachment 5

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.

Response: Please see Attachment 5

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

Response: Please see Attachment 5

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

Response: Please see attached Certificate of Service. (after page 16)

- 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 mailto: 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>

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

Response: Please see attached Certificate of Service. (after page 16)

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.

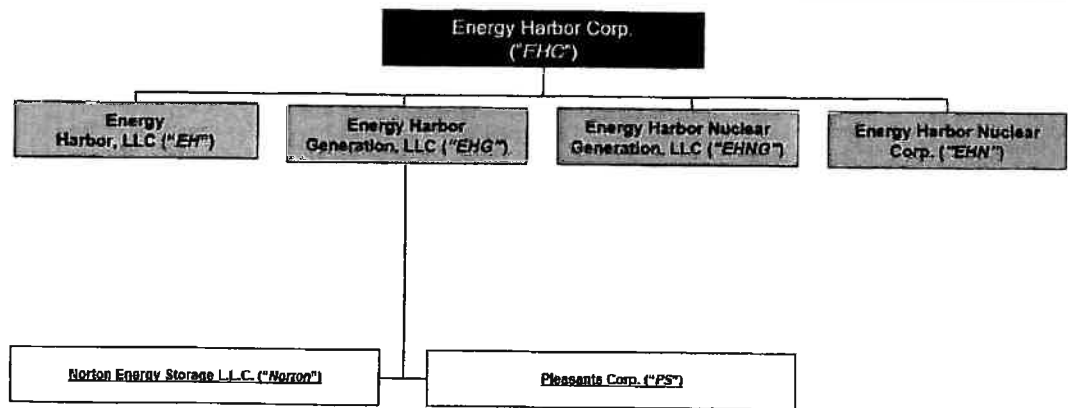
Response: Please see Attachment 7(a).

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

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.

Response: Energy Harbor LLC's organizational structure is as follows:

Energy Harbor Corporate Organizational Structure



- 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.

Response: Please see Attachment 7(b)

- 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.

Response: Please see Attachment 7(b).

- 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.

Response: Please see Attachment 7(b).

- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

Response: Please see Attachment 7(b).

- 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.

Response: Energy Harbor LLC currently funds operations from its cash position, which is very strong as evidenced by its most recent bank statement provided in Attachment 7(b). Going forward, Energy Harbor also intends to establish lines of credit with several banking institutions from which it will post financial assurance to its counterparts. Currently, however, Energy Harbor does not have any active lines of credit in place.

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

Response: Energy Harbor is not applying to be a broker/marketer; thus, this section does not apply.

- 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.

Response:

Name: Jason Petrik

Title: Controller

Address: 341 White Pond Drive, Akron, OH 44320

Telephone: 330-315-6747

Fax: None

Email: Jason.petrik@firstenergycorp.com (until May 2020); Jason.petrik@energyharbor.com (post May 2020)

- 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.

Response: Please see Attachment 7(f) (**CONFIDENTIAL**)

8. TECHNICAL FITNESS:

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

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

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

Response: Please see Attachment 8(a)

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

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

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

- Yes
 No

If yes, will the Applicant be using verification procedures?

- Yes
 No

Response: Energy Harbor LLC will use independent third-party verification on all sales. Further, sales will be processed on GPS-enabled, secured tablet, and all sales will have independent call back feature for quality control purposes.

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.

Response: Energy Harbor LLC ("Energy Harbor") provides a comprehensive, updated training program to all its sales/marketing representatives. The training program applies quality assurance practices to ensure that the sales/marketing teams are providing clear and correct information about the services to be rendered. Sales/Marketing representatives will be trained to be conversant with the competitive retail energy market and the products and services offered by Energy Harbor. Agents will be trained to provide customers with accurate, relevant and understandable information. For internet-based sales/marketing, the written material is intuitive, straightforward, and customer friendly. Energy Harbor's materials mimic best practices in the industry and adhere to all requirements prescribed by Pennsylvania law and by natural gas distribution companies. Specifically, training will cover the Uniform Standards of Conduct and Disclosure as set forth by the Commission, as well as compliance training on the standards of conduct and disclosure set out in Commission regulations. Further, Energy Harbor's marketing/sales practices are overseen by an internal department and channel management team to ensure ongoing, complete compliance with federal, state, and jurisdictional requirements. Finally, the training program will be constantly upgraded, modified, or revised to accommodate changing business operations, regulatory requirements, and interactions with customers.

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.

Response: Energy Harbor LLC's chief officers are identified below. The professional resumes for officers directly responsible for operations are provided in Attachment 8(e).

John W. Judge, Chief Executive Officer

David Faranetta, Chief Financial Officer and Chief Risk Officer

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.

Response: Please see Attachment 9.

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

AGREED

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

AGREED

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

AGREED

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

ACKNOWLEDGED

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

AGREED

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

AGREED

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

AGREED

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

AGREED

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

PAYMENT ENCLOSED

11. AFFIDAVITS

(All affidavits must be notarized before filing.)

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

Response: Please see Attachment 11(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.

Response: Please see Attachment 11(b)

12. NEWSPAPER PUBLICATIONS

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

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

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

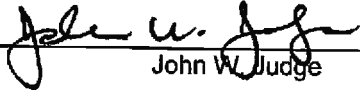
The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this application. Applicants do not need a docket number in their publication. Docket numbers will be issued when all criteria on the item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

Response: Please see Attachment 12

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

13. SIGNATURE

Applicant: Energy Harbor LLC

By: 
John W. Judge

Title: President & Chief Executive Officer

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: Energy Harbor LLC

Applicant's Use	Signature	
	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	

PUC Secretary's Bureau Use

CERTIFICATE OF SERVICE

On this the 13th day of March, 2020, I certify that a true and correct copy of the foregoing Application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a CD-ROM, upon the following:

<p>Office of Consumer Advocate 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120</p>	<p>Office of the Attorney General Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120</p>
<p>Office of the Small Business Advocate Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101</p>	<p>Commonwealth of Pennsylvania Department of Revenue Bureau of Compliance 4th & Walnut Street Harrisburg, PA 17128-0946</p>
<p>Columbia Gas of PA, Inc. Michele Caddell 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.6841mailto: FAX: 614.460.8447 e-mail: mcaddell@nisource.com</p>	<p>Bureau of Investigation & Enforcement Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120</p>
<p>Peoples Natural Gas Company LLC – Equitable Division Carol Scanlon 375 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6931 FAX: 412.208.6577 e-mail: Carol.Scanlon@peoples-gas.com</p>	<p>National Fuel Gas Distribution Corp. Joanne E. Maciok 6363 Main Street Williamsville, NY 14221 PH: 716.857.7670 FAX: 716.857.7479 e-mail: maciokj@natfuel.com</p>

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

March 13, 2020

Date

Kathy J. Kolich

Kathy Kolich

Counsel for Energy Harbor LLC

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 2(b)

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 208
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV**

**CT Corporation System
COUNTER**

Energy Harbor LLC


The Bureau of Corporations and Charitable Organizations is happy to send your filed document. The Bureau is here to serve you and we would like to thank you for doing business in Pennsylvania.

If you have any questions pertaining to the Bureau, please visit our website at www.dos.pa.gov/BusinessCharities Or you may contact us by telephone at (717)787-1057. Information regarding business and UCC filings can be found on our searchable database at www.corporations.pa.gov/Search/CorpSearch .

Entity number : 2820789

Entity# : 2820799
Date Filed : 02/28/2020
Pennsylvania Department of State

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to: CT - COUNTER Name <u>12742790</u> ^{Fee} <u>107</u> Address <u>nicole.grimme@wolkersakhrwar.com</u> City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: _____	Transfer of Foreign Registration DSCB:15-41B (rev. 2/2017)  TC0200228MC0384
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 418 (relating to transfer of registration), 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 and before the merger or conversion is:

FirstEnergy Solutions Corp.

2. The type of association before the merger or conversion is (check only one):

- | | | |
|--|--|---|
| <input checked="" 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 type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | |

3. The name of the association following the merger or conversion:

Energy Harbor LLC

3A. If the name in 3 does not contain a required designator or if the name in 3 is not available for use in the Commonwealth, the alternate name under which the association is registering in this Commonwealth is:

4. The type of association after the merger or conversion (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 | |

5. The jurisdiction of formation of the association after the merger or conversion is: Delaware

2020 FEB 28 AM 9:52
PA DEPT OF STATE

If different than the information for the registered foreign association before the merger or conversion, all of the following information for the association after the merger or conversion:

6A. The street and mailing address of the association's principal office is:

341 White Pond Drive Akron OH 44320
Number and street City State Zip

6B. The street and mailing address of the office, if any, required to be maintained by the law of the association's jurisdiction of formation in that jurisdiction is:

Number and street City State Zip

7. 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 OR State Zip County

(b) c/o: CT Corporation System Unknown
Name of Commercial Registered Office Provider County

8. Effective date of transfer of foreign registration is (check, and if appropriate complete, one of the following):

[X] The Transfer of Foreign Registration shall be effective upon filing in the Department of State.

[] The Transfer of Foreign Registration shall be effective on: Date (MM/DD/YYYY) at Hour (if any)

IN TESTIMONY WHEREOF, the undersigned registered foreign association has caused this Transfer of Foreign Registration to be signed by a duly authorized representative of the surviving or converted association this

27th day of February 2020

Energy Harbor LLC
Name of Association

John W. Judge
Signature

John Judge, President
Title

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENERGY HARBOR LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



7873170 8300

SR# 20201614185

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202472612

Date: 02-27-20

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN OHIO CORPORATION UNDER THE NAME OF "FIRSTENERGY SOLUTIONS CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FIRSTENERGY SOLUTIONS CORP." TO "ENERGY HARBOR LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2020, AT 9:35 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7873170 8100F
SR# 20201609630

Authentication: 202472097
Date: 02-27-20


You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:35 AM 02/27/2020
FILED 09:35 AM 02/27/2020
SR 20201609630 - File Number 7873170

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

- The jurisdiction where the Corporation was first formed is the State of Ohio.
- The jurisdiction immediately prior to filing this Certificate is the State of Ohio.
- The date the Corporation was first formed is August 8, 1997.
- The name of the Corporation immediately prior to filing this certificate is FirstEnergy Solutions Corp.
- The name of the Limited Liability Company as set forth in the Certificate of Formation is Energy Harbor LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on
the 27th day of February, 2020.

By: 
Authorized Person

Name: John W. Judge

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ENERGY HARBOR LLC" FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2020, AT 9:35 O'CLOCK A.M.



7873170 8100F
SR# 20201609630

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202472097
Date: 02-27-20

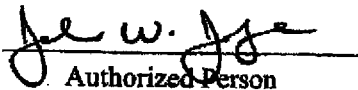
State of Delaware
Secretary of State
Division of Corporations
Delivered 09:35 AM 02/27/2020
FILED 09:35 AM 02/27/2020
SR 20201609630 - File Number 7873170

STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION

This Certificate of Formation of Energy Harbor LLC (the "LLC"), dated as of February 27, 2020, is being duly executed and filed to form a limited liability company pursuant to Section 18-201 of the Delaware Limited Liability Company Act.

- **First:** The name of the limited liability company formed hereby is Energy Harbor LLC.
- **Second:** The address of the registered office of the LLC in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, postal code 19801.
- **Third:** The name of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company.

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

By: 
Authorized Person

Name: John W. Judge

LIMITED LIABILITY COMPANY OPERATING AGREEMENT
OF
ENERGY HARBOR LLC

This Limited Liability Company Operating Agreement (this "*Agreement*") of Energy Harbor LLC, a Delaware limited liability company (the "*Company*"), is entered into by Energy Harbor Corp., a Delaware corporation, as the sole member of the Company (the "*Member*"), this 27th day of February, 2020.

1. Formation; Conversion. The Company was originally formed as a corporation under the laws of the State of Ohio on August 8, 1997. The Company was converted to a limited liability company organized under the Delaware Limited Liability Company Act (6 Del. C. §§ 18-101, et seq.), as amended from time to time (the "*Delaware Act*") upon the execution and filing of the Certificate of Conversion and the Certificate of Formation with the office of the Secretary of State of the State of Delaware on February 27, 2020.

2. Name. The name of the Company is Energy Harbor LLC. The business of the Company shall be conducted under such name or such other names that comply with applicable law as the Member may from time to time deem necessary or desirable.

3. Purpose and Powers. The purpose of the Company shall be to engage in any lawful business or activity for which limited liability companies may be formed under the Delaware Act and to engage in any and all activities necessary or incidental thereto. The Company shall possess and may exercise all of the powers and privileges granted by the Delaware Act or by any other law or by this Agreement, together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the purpose of the Company.

4. Registered Office and Registered Agent. The address of the registered agent of the Company in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801 and the name of the registered agent of the Company for service of process on the Company at such address is The Corporation Trust Company.

5. Member; Interest. The Member is the sole member of the Company and agrees to be bound by the terms of this Agreement. The Member shall have the sole limited liability company interest (as defined in the Delaware Act) in the Company (the "*Interest*") and the respective other rights, powers, duties and obligations provided in the Delaware Act, except, to the extent permitted by the Delaware Act, as otherwise provided herein. The Company will not issue any certificates to evidence ownership of the Interest.

6. Prohibitions on Non-Voting Securities. For the avoidance of doubt, notwithstanding anything herein to the contrary, pursuant to Section 1123(a)(6) of Title II of United States Code, the Company shall not issue non-voting equity securities; provided, however, that the foregoing restriction (a) shall have no further force or effect beyond that required under such Section 1123, (b) shall have such force and effect, if any, only for so long as

such section is in effect and applicable to the Company and (c) in all events may be amended or eliminated in accordance with applicable law as from time to time in effect.

7. **Capital Contribution.** The Member shall not be obligated to make any capital contribution to the Company and the Interest held by the Member shall not be assessable by the Company.

8. **Allocations and Distributions.** The net profits and net losses of the Company, and other items of income, gain, loss, deduction and credit, will be allocated 100 percent to the Member for capital account and federal income tax purposes, and the Company, as a separate entity, is to be disregarded for federal income tax purposes. Subject to the Delaware Act, the Company shall make such distributions to the Member as the Board determines.

9. **Management.**

(a) **Board of Managers.** The Company shall be managed by a Board of Managers (the "**Board**") initially composed of three managers (each, a "**Manager**"). The initial Managers appointed by the Member are John Judge, Stephen E. Burnazian, and David Faranetta. From time to time, the Member may elect additional Managers to serve on the Board. Each Manager is to serve until the earlier of their death, resignation or removal. The Member may remove or replace a Manager at any time. Any Manager may resign at any time by delivering their written resignation to the Member.

(b) **Authority of the Board.** Except as specifically reserved to the Member in this Agreement or as provided by the Delaware Act, the Board has all power and authority to manage, and to direct the management of, the business and affairs of the Company in the ordinary course of its business consistent with applicable law. Approval or action taken by the Board in accordance with this Agreement is the approval or action of the Company and is binding on each Manager and the Company. The Board may delegate to the officers, other employees and agents of the Company the authority to conduct the business of the Company in the ordinary course, in accordance with this Agreement and any policy of delegation which may be adopted and revised from time to time by the Board. Any power not delegated by the Board remains with the Board.

(c) **Board Meetings.**

(i) All meetings of the Board may be held at any place that has been designated from time to time by resolution of the Board or in any notice properly given with respect to such meeting. In the absence of such a designation, regular meetings shall be held at the principal place of business of the Company. Any meeting, regular or special, may be held by conference telephone or similar communication equipment; provided, that all Managers participating in the meeting can hear one another, and all Managers participating by telephone or similar communication equipment shall be deemed to be present in person at the meeting.

(ii) Regular meetings of the Board shall be held at such times and at such places as shall be fixed by approval of the Managers. Such regular meetings may not be held without written notice.

(iii) Special meetings of the Board for any purpose or purposes may be called at any time by any of the Managers. Notice of the time and place of a special meeting shall be delivered personally to each Manager and sent by first class mail, by telegram, telecopy or email (or similar electronic means) or by nationally recognized overnight courier, charges prepaid, addressed to each Manager at that Manager's address as it is shown on the records of the Company. If the notice is mailed, it shall be deposited in the United States mail at least five business days before the date of the meeting. If the notice is delivered personally or by telegram, telecopy or email (or similar electronic means) or overnight courier, it shall be given at least 48 hours before the time of the holding of the meeting. Any notice of a special meeting shall be in writing and shall state generally the nature of the business to be transacted at such meeting.

(iv) The presence of at least two Managers shall constitute a quorum for the transaction of business. Every act done or decision made by the affirmative vote of the Managers holding a majority of the votes present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board, except to the extent that the vote of a higher number is required by the Delaware Act.

(v) Notice of any meeting need not be given to any Manager who either before or after the meeting signs a written waiver of notice or a consent to holding the meeting. The waiver of notice or consent shall specify the purpose of the meeting. All such waivers, consents and approvals shall be filed with the records of the Company. Notice of a meeting shall also be deemed given to any Manager who attends the meeting without protesting at or prior to its commencement the lack of notice to that Manager.

(vi) Managers present at any meeting entitled to cast a majority of all votes entitled to be cast by such Managers, whether or not constituting a quorum, may adjourn any meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given unless the meeting is adjourned for more than 48 hours, in which case notice of the time and place shall be given before the time of the adjourned meeting in the manner specified in Section 9(c)(iii).

(vii) Any action to be taken by the Board at a meeting may be taken without such meeting by the written consent of a majority of the Managers entitled to act at such meeting; provided, that written notice of such actions shall be provided to each Manager no more than 30 days after the date on which such actions became effective. Any such written consent may be executed and given by telecopy, email or similar electronic means.

(d) Election of Officers; Delegation of Authority. The Board may, from time to time, designate one or more officers with such titles as may be designated by the Board to act in the name of the Company with such authority as may be delegated to such officers by the Board (each such designated person, an "*Officer*"). Any such Officer shall act pursuant to such delegated authority until such Officer is removed by the Board. Any action taken by an Officer designated by the Board pursuant to authority delegated to such Officer shall constitute the act of and serve to bind the Company. Persons dealing with the Company are entitled to rely

conclusively on the power and authority of any officer set forth in this Agreement and any instrument designating such officer and the authority delegated to him or her.

10. Transfer of Interest; Admission of Additional Members. The Member may assign its Interest in whole or in part at any time. Upon assignment of the Member's entire Interest to a transferee, the transferee shall automatically be deemed admitted to the Company as a substituted member of the Company, the Member shall simultaneously be deemed to have resigned from the Company as a member of the Company, and the Company shall continue without dissolution (and all applicable references herein to the "Member" shall be read as references to the transferee as the substituted member of the Company); provided, in any event, that the transferee must agree in a document or instrument to be bound by the terms of this Agreement. One or more additional members of the Company may be admitted to the Company with the consent of the Board. Upon the admission to the Company of any additional member(s), the members of the Company shall cause this Agreement to be amended and restated to reflect the admission of such additional member(s) and the initial capital contribution, if any, of such additional member(s) and the intention of the members to cause the Company to be classified as a partnership or corporation for federal income tax purposes, and to include such other provisions as the members may agree to reflect the change of status of the Company from a single member limited liability company to a limited liability company with two or more members.

11. Resignation of Members; Events of Bankruptcy. Except as provided in the mandatory provisions of the Delaware Act and pursuant to the second sentence of Section 10, no right is given to any member of the Company to resign from the Company. The Member shall not cease to be a member of the Company upon the happening of any of the events specified in Section 18-304 of the Delaware Act.

12. Dissolution and Term of the Company. The Company shall dissolve upon any act or event causing the dissolution of the Company under the Delaware Act, unless, if permitted by the Delaware Act, the Company is continued in accordance with the Delaware Act. Subject to an earlier dissolution as described in the preceding sentence, the Company shall have a perpetual existence.

13. Limitation of Liability and Indemnification of Member.

(a) Except as otherwise required by the Delaware Act, the Member shall not be liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort, or otherwise, solely by reason of being a member of the Company.

(b) The Member shall not be liable to the Company or to any other member of the Company or other person or entity who may become a party to or bound by this Agreement for any breach of this Agreement or of any duties (including fiduciary duties) arising under or in connection with this Agreement or the Company other than for any act or omission that constitutes a bad faith violation of the implied contractual covenant of good faith and fair dealing.

(c) To the extent not prohibited by law, the Company shall indemnify any individual, partnership, corporation, unincorporated organization, joint stock company, limited liability company, limited liability partnership, limited liability limited partnership, association, trust or joint venture, or governmental agency or political subdivision thereof ("*Person*") who is or was made, or threatened to be made, a party to any threatened, pending or completed action, suit or proceeding (a "*Proceeding*"), whether civil, criminal, administrative or investigative, including, without limitation, an action by or in the right of the Company to procure a judgment in its favor, by reason of the fact that such Person, or a Person of whom such Person is the legal representative, is or was a manager or officer of the Company, or is or was serving as a director, officer, manager, member, employee or agent or in any other capacity at the request of the Company, for any other corporation, company, partnership, joint venture, trust, employee benefit plan or other enterprise (an "*Other Entity*") while serving as a manager or officer of the Company, against judgments, fines, penalties, excise taxes, amounts paid in settlement and costs, charges and expenses (including attorneys' fees and disbursements) actually and reasonably incurred by such Person in connection with such Proceeding, if such Person acted in good faith and in a manner such Person believed to be in or not opposed to the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. To the extent specified by the Board at any time and to the extent not prohibited by law, the Company may indemnify any Person who is or was made, or threatened to be made, a party to any threatened, pending or completed Proceeding, whether civil, criminal, administrative or investigative, including, without limitation, an action by or in the right of the Company to procure a judgment in its favor, by reason of the fact that such Person is or was an employee or agent of the Company, or is or was serving as a director, officer, manager, member, employee or agent or in any other capacity at the request of the Company for any Other Entity, against judgments, fines, penalties, excise taxes, amounts paid in settlement and costs, charges and expenses (including attorneys' fees and disbursements) actually and reasonably incurred by such Person in connection with such Proceeding, if such Person acted in good faith and in a manner such Person believed to be in or not opposed to the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

(d) The Company shall, from time to time, reimburse or advance to any manager or officer or other Person entitled to indemnification hereunder the funds necessary for payment of expenses, including attorneys' fees and disbursements, incurred in connection with any Proceeding, in advance of the final disposition of such Proceeding; provided, however, that, if required by the Delaware Act, such expenses incurred by or on behalf of any manager or officer or other Person may be paid in advance of the final disposition of a Proceeding only upon receipt by the Company of an undertaking by or on behalf of such manager or officer (or other such indemnified person) to repay any such amount so advanced if it shall ultimately be determined by final judicial decision from which there is no further right of appeal that such manager, officer or other Person is not entitled to be indemnified for such expenses.

(e) The rights to indemnification and reimbursement or advancement of expenses provided by, or granted pursuant to, this Section 13 shall not be deemed exclusive of any other rights to which a Person seeking indemnification or reimbursement or advancement of expenses may have or hereafter be entitled under any statute, this Agreement, any agreement (including any policy of insurance purchased or provided by the Company under which managers, officers,

employees and other agents of the Company are covered), any vote of the Members or disinterested managers or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office.

(f) The rights to indemnification and reimbursement or advancement of expenses provided by, or granted pursuant to, this Section 13 shall continue as to a Person who has ceased to be a manager or officer (or other Person indemnified hereunder) and shall inure to the benefit of the executors, administrators, legatees and distributees of such Person.

(g) The Company shall have the power to purchase and maintain insurance on behalf of any Person who is or was a manager, officer, employee or agent of the Company, or is or was serving at the request of the Company as a director, officer, member, manager, employee or agent of an Other Entity, against any liability asserted against such Person and incurred by such Person in any such capacity, or arising out of such Person's status as such, whether or not the Company would have the power to indemnify such Person against such liability under the provisions of this Section 13 or any provision of law.

(h) The provisions of this Section 13 shall be a contract between the Company, on the one hand, and each manager and officer who serves in such capacity at any time while this Section 13 is in effect and any other Person indemnified hereunder, on the other hand, pursuant to which the Company and each such manager, officer or other Person intend to be legally bound. No repeal or modification of this Section 13 shall affect any rights or obligations with respect to any state of facts then or theretofore existing or thereafter arising or any proceeding theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts.

(i) The rights to indemnification and reimbursement or advancement of expenses provided by, or granted pursuant to, this Section 13 shall be enforceable by any Person entitled to such indemnification or reimbursement or advancement of expenses in any court of competent jurisdiction. Neither the failure of the Company (including its Board, its independent legal counsel and its Members) to have made a determination prior to the commencement of such action that such indemnification or reimbursement or advancement of expenses is proper in the circumstances nor an actual determination by the Company (including its Board, its independent legal counsel and its Members) that such Person is not entitled to such indemnification or reimbursement or advancement of expenses shall constitute a defense to the action or create a presumption that such Person is not so entitled. Such a Person shall also be indemnified, to the fullest extent permitted by law, for any expenses incurred in connection with successfully establishing his or her right to such indemnification or reimbursement or advancement of expenses, in whole or in part, in any such proceeding.

(j) Any manager or officer of the Company serving in any capacity in (i) another corporation of which a majority of the shares entitled to vote in the election of its directors is held, directly or indirectly, by the Company or (ii) any employee benefit plan of the Company or any corporation referred to in clause (i) shall be deemed to be doing so at the request of the Company.

(k) Any Person entitled to be indemnified or to reimbursement or advancement of expenses as a matter of right pursuant to this Section 13 may elect to have the right to indemnification or reimbursement or advancement of expenses interpreted on the basis of the applicable law in effect at the time of the occurrence of the event or events giving rise to the applicable Proceeding, to the extent permitted by law, or on the basis of the applicable law in effect at the time such indemnification or reimbursement or advancement of expenses is sought. Such election shall be made, by a notice in writing to the Company, at the time indemnification or reimbursement or advancement of expenses is sought; provided, however, that if no such notice is given, the right to indemnification or reimbursement or advancement of expenses shall be determined by the law in effect at the time indemnification or reimbursement or advancement of expenses is sought.

14. Amendment. Amendments to this Agreement may be made only with the written consent of the Member.

15. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without giving effect to any choice of law principles.

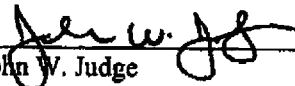
16. Severability. The provisions of this Agreement will be deemed severable and the invalidity or unenforceability of any provision will not affect the validity or enforceability of the other provisions hereof; provided that if any provision of this Agreement, as applied to any party or to any circumstance, is judicially determined not to be enforceable in accordance with its terms, the court judicially making such determination may modify the provision in a manner consistent with its objectives such that it is enforceable, and/or to delete specific words or phrases, and in its modified form, such provision will then be enforceable and will be enforced.

17. Effectiveness. This Agreement shall be effective as of the date set forth above.

IN WITNESS WHEREOF, the undersigned has executed this Limited Liability Company Operating Agreement as of the date first written above.

SOLE MEMBER:

ENERGY HARBOR CORP.

By: 
Name: John W. Judge
Title: President and Chief Executive Officer

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 3(b)

Attachment 3(b)

3. AFFILIATES AND PREDECESSORS

- 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.

Response:

Energy Harbor LLC was formerly known as FirstEnergy Solutions Corp. ("FES") prior to emerging from Chapter 11 bankruptcy on February 27, 2020, as explained in more detail below.

On March 31, 2018, FES, its subsidiaries, and its affiliate FirstEnergy Nuclear Operating Company ("FENOC") (collectively, "Debtors") filed voluntary petitions in the United States Bankruptcy Court for the Northern District of Ohio, Eastern Division ("Bankruptcy Court") for relief pursuant to Chapter 11 of Title 11 of the United States Bankruptcy Code ("Bankruptcy Proceeding"). Throughout the Bankruptcy Proceeding, FES continued to perform under its contracts and serve its customers.

On October 16, 2019, the Bankruptcy Court confirmed the Debtor's Eighth Amended Plan of Reorganization ("Plan"). A copy of the Plan is publicly accessible at <https://cases.primeclerk.com/FES/Home-DocketInfo?DocAttribute=3744&DocAttrName=PLANDISCLOSURESTATEMENT>. While the Plan is a voluminous document that speaks for itself, to briefly summarize the Plan, a newly formed holding company was created to operate as the parent of four (4) direct subsidiaries: (1) Energy Harbor LLC (i.e., f/k/a FES); (2) Energy Harbor Generation, LLC; (3) Energy Harbor Nuclear Generation, LLC; and (4) Energy Harbor Nuclear Corp. Energy Harbor continues to purchase power from its affiliates that own fossil and nuclear generation assets, continues to serve its existing customers under their current contracts, continues to provide all customer programs/services, and has maintained most of its workforce.

On February 27, 2020, FES emerged from bankruptcy as Energy Harbor LLC with a clean bill of financial health. For docketing or other information or documentation related to the Bankruptcy Proceeding, please visit <https://cases.primeclerk.com/FES/>. FES' mailing address and telephone number(s) are the same as Energy Harbor. FES' website, www.fes.com, redirects users to the new website, www.energyharbor.com.

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ATTACHMENT 5

Attachment 5

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.

Response:

Energy Harbor LLC, then operating as FirstEnergy Solutions Corp. ("FES") was named a defendant in the following civil proceedings within the last five years:

1. Case Name: Schwebel Baking Company v. FirstEnergy Solutions Corp.

Case Number: No. 4:17-cv-00974-BYP

Jurisdiction/Forum: United States District Court for the Northern District of Ohio

Subject: Breach of contract regarding Polar Vortex Surcharges.

Status: Pending settlement approval

Summary: On May 8, 2017, Schwebel Baking Company ("Schwebel") filed a putative class action complaint against FirstEnergy Solutions Corp. ("FES") in which Schwebel alleged that FES breached its customer supply agreement and related contract documents with certain fixed-rate business customers by passing-through certain expense surcharges relating to the Polar Vortex conditions experienced in FES' service region during January 2014 ("Polar Vortex Surcharges"), and asserted those breach of contract claims on behalf of itself and a putative class consisting of those FES business customers who paid all or part of invoices for the Polar Vortex Surcharges.

On March 31, 2018, FES, its subsidiaries, and an affiliate commenced voluntary cases under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Ohio, Eastern Division ("Bankruptcy Court"). On April 5, 2018, in light of FES' bankruptcy filing, the District Court entered an order staying and closing the Schwebel case (subject to reopening on motion by a party if deemed necessary or appropriate). On August 20, 2018, Schwebel filed a motion requesting, among other things, that the Bankruptcy Court allow Schwebel to file a class proof of claim on behalf of a putative class and certify a proposed class under the bankruptcy rules. FES contested Schwebel's motion. After the parties negotiated a stipulation concerning Schwebel's motion and after exchanging discovery, the parties eventually reached agreement on the material terms of a settlement. The parties then entered into a settlement agreement, wherein, among other things, the parties agreed that neither side conceded to any claims raised and that the settlement shall not be construed as an admission of liability. The Bankruptcy Court approved FES entering into the settlement agreement and also preliminarily approved the class certification and approved the notice process for the members of the class. Final approval of the class certification is set for hearing in May, 2020.

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2. Case Name: Tunnel Ridge v. Allegheny Supply Company, LLC, FES, et al.

Case Number: GD-15-000772

Jurisdiction/Forum: Allegheny County Court of Common Pleas (PA)

Subject: Breach of Contract by FES subsidiary

Status: Discontinued with prejudice.

Summary: Plaintiff initially filed suit against a subsidiary of FES, Allegheny Supply Company, LLC, alleging breach of contract. Plaintiff amended its complaint to add FES as a defendant despite FES not being a party to the contract in question.

3. Case Name: Swagelok Company v. FES

Case Number: CV-15-848916

Jurisdiction/Forum: Cuyahoga County Court of Common Pleas (OH)

Subject: Breach of Contract; Negligent Misrepresentation

Status: Stayed

Summary: Plaintiff filed a complaint against FES for breach of contract and negligent misrepresentation regarding a customer supply agreement for supply of electricity because FES allegedly charged Plaintiff "Increased Ancillary Costs" during certain months. FES filed an unopposed motion to stay. Subsequently, FES filed a notice of FES' petition for relief under Chapter 11 of the Bankruptcy Code and automatic stay of proceedings.

4. Case Name: J. Andrew Associates v. FES

Case Number: CV-2016-06-2831

Jurisdiction/Forum: Summit County Court of Common Pleas (OH)

Subject: Breach of Contract

Status: Stayed

Summary: Plaintiff, an electricity broker, sued FES alleging that it failed to pay full amount of commission owed to it under an Energy Services Agent Agreement. FES denied the allegations and counterclaimed alleging breach of contract. Both parties denied the allegations. Subsequently, FES filed a notice of FES' petition for relief under Chapter 11 of the Bankruptcy Code and automatic stay of proceedings.

Energy Harbor LLC (including while operating under its predecessor name, FES) was never named a defendant in any criminal proceeding within the last five years. None of the officers or other persons identified in this Application have been named a defendant in criminal and/or civil proceedings within the last five years.

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FirstEnergy Solutions Corp. (i.e., the predecessor of Energy Harbor LLC) filed for Chapter 11 bankruptcy along with its debtor affiliates (the "Debtors"). Upon emergence from Chapter 11 bankruptcy on February 27, 2020, the Plan of Reorganization releases and discharged the Debtor affiliates from debts, liabilities and causes of action that accrued prior to Chapter 11 proceedings. Accordingly, Energy Harbor LLC's predecessor company and affiliates have no active criminal and/or civil proceedings to disclose.

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

Response:

See "Summary" descriptions in Section 5(a) above.

- 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.

Response:

Energy Harbor LLC, including while operating as FirstEnergy Solutions Corp. ("FES"), has never had its EGS or NGS license cancelled by the Commission.

In late 2015, Energy Harbor LLC (then operating as FES) voluntarily surrendered its NGS license (License No. A-125020). Specifically, Energy Harbor/FES was initially licensed as an NGS by the Commission on October 19, 1999, to serve residential, commercial, industrial and governmental customers in every Commission-certificated natural gas distribution company in the Commonwealth of Pennsylvania. On October 20, 2015, Energy Harbor/FES filed an application to voluntarily abandon its natural gas supplier license in Pennsylvania, which the Commission subsequently granted on December 15, 2015.

The following formal or escalated actions or complaints were filed with or by a customer, regulatory agency, or prosecutor agency against Energy Harbor LLC (then operating as FES) within the past five years:

1. Date of Investigation/Proceeding: April 4, 2018
Regulatory Body/Authority: Public Utilities Commission of Ohio ("PUCO")
Case Number: 18-569-EL-UNC
Resolution/Outcome: The PUCO directed FES to file a report (as well as updates to the report) explaining how, if at all, the filing for Chapter 11 bankruptcy would impact its ability to serve customers in Ohio and meet the financial requirements of various utilities in Ohio, as well as regional transmission organizations ("RTOs"). FES filed several reports explaining that its bankruptcy would have no impact on its ability to reliably and effectively serve customers, nor would the bankruptcy impair FES' ability to honor its obligations to customers or meet financial requirements of RTOs or Ohio utilities in whose territories FES operates. To date, the PUCO has not taken any action, formal or otherwise, in response to FES' updates or status in bankruptcy.
2. Date of Investigation/Proceeding: May 8, 2015
Regulatory Body/Authority: PUCO
Case Number: 15-0896-EL-CSS

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Resolution/Outcome: Customer filed a complaint alleging FES improperly billed it for an RTO expense surcharge. FES denied the allegations. The parties eventually settled and agreed to voluntarily dismiss the complaint.

3. Date of Investigation/Proceeding: March 2, 2015
Regulatory Body/Authority: PUCO
Case Number: 15-0455-EL-CSS
Resolution/Outcome: Customers filed a complaint alleging FES improperly billed it for an RTO expense surcharge. FES denied the allegations. The parties eventually settled and agreed to voluntarily dismiss the complaint.
4. Date of Investigation/Proceeding: November 4, 2014
Regulatory Body/Authority: PUCO
Case Number: 14-1944-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging FES improperly billed it for an RTO expense surcharge. FES denied the allegations. The parties eventually settled and agreed to voluntarily dismiss the complaint.
5. Date of Investigation/Proceeding: November 2, 2014
Regulatory Body/Authority: PUCO
Case Number: 14-1938-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that FES wrongfully billed an RTO expense surcharge. FES denied the allegations. The parties eventually settled and agreed to voluntarily dismiss the complaint.
6. Date of Investigation/Proceeding: September 12, 2014
Regulatory Body/Authority: PUCO
Case Number: 14-1610-EL-CSS
Resolution/Outcome: Customers filed a complaint alleging that FES improperly billed them for an RTO expense surcharge. FES denied the allegations. The parties eventually settled and agreed to voluntarily dismiss the complaint.
7. Date of Investigation/Proceeding: July 3, 2014
Regulatory Body/Authority: PUCO
Case Number: 14-1182-EL-CSS
Resolution/Outcome: Customers filed a complaint alleging that (i) FES improperly charged pass-through costs, (ii) failed to disclose the potential additional pass-through charges, (iii) and that even if it did disclose the potential charges, it was unlawful and deceptive to do so. FES denied all allegations. The parties eventually agreed to dismiss the complaint.
8. Date of Investigation/Proceeding: July 5, 2013
Regulatory Body/Authority: PUCO
Case Number: 13-1583-EL-CSS
Resolution/Outcome: Customers filed a complaint alleging that the electric distribution utility unlawfully switched their electric supplier to FES without their consent and failed to provide them with a copy of their bill. Customers also contested the accuracy of their bill. The parties eventually settled and agreed to voluntarily dismiss the complaint.
9. Date of Investigation/Proceeding: April 29, 2013
Regulatory Body/Authority: PUCO
Case Number: 13-1062-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that (a) he never received a gift card to which, he alleges, he was entitled for becoming an FES customer; (b) that he was

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charged a service cancellation fee for early termination of his service contract, without prior notice from FES that such a fee would be charged; and (c) that he was sent a collection notice as an act of intimidation and threat. FES denied the allegations. Less than a month later, the parties agreed to dismiss the case with prejudice.

10. Date of Investigation/Proceeding: October 2, 2013
Regulatory Body/Authority: PUCO
Case Number: 13-2031-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that FES enrolled him at the wrong rate, that FES failed to provide a status report to him about his complaint, that FES did not provide copies of his recorded conversations with FES representatives, and that FES did not act in good faith while attempting to resolve the dispute. FES denied the allegations. Although the PUCO found that FES did not provide a status report to him and enrolled at the wrong rate, the PUCO rejected his other allegations, including that there was no evidence FES failed to act in good faith to resolve the dispute.
11. Date of Investigation/Proceeding: January 17, 2012
Regulatory Body/Authority: PUCO
Case Number: 12-335-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that FES improperly charged it a termination fee. Customer and FES eventually agreed to file a joint motion to dismiss, which the PUCO granted.
12. Date of Investigation/Proceeding: November 5, 2010
Regulatory Body/Authority: PUCO
Case Number: 10-2520-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that the electric distribution utility's equipment failure caused it to suffer damages. FES moved to dismiss since the complaint did not concern competitive retail service, only distribution service. The PUCO granted FES' motion and dismissed it from the case.
13. Date of Investigation/Proceeding: June 4, 2010
Regulatory Body/Authority: PUCO
Case Number: 10-0764-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that FES' billing practices were unfair and unjust. FES denied the allegations. Several months later, the parties agreed to dismiss the case with prejudice.
14. Date of Investigation/Proceeding: October 6, 2005
Regulatory Body/Authority: PUCO
Case Number: 05-1248-EL-CSS
Resolution/Outcome: Customer filed a complaint alleging that the electric distribution utility and FES (i.e., the customer's competitive retail electric supplier) improperly disconnected service, improperly charged a late fee, and required payment of an excessive amount to reconnect service. FES denied the allegations. Later, the customer filed a motion to voluntarily dismiss FES before eventually settling the case with the electric distribution utility and dismissing the case with prejudice.
15. Date of Investigation/Proceeding: January 27, 2016
Regulatory Body/Authority: Federal Energy Regulatory Commission ("FERC")
Case Number: EL16-34-000
Resolution/Outcome: Complainants filed a complaint against FES and FES' regulated utility affiliates requesting FERC rescind the waiver of its affiliate power sales restrictions previously granted to FirstEnergy Corp.'s market-regulated power sales affiliates, as that

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waiver relates to a particular power sales contract. FES and its regulated affiliates requested FERC deny the complaint on the merits. FERC granted the complaint, thereby rescinding the waiver.

16. Date of Investigation/Proceeding: 3/6/2019
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2019-3008278
Resolution/Outcome: Customer filed complaint against FES. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
17. Date of Investigation/Proceeding: 08/15/2016
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2016-2562430
Resolution/Outcome: Complainant stated that FES was improperly charging an early termination fee. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
18. Date of Investigation/Proceeding: 5/4/2015
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2015-2482158
Resolution/Outcome: Complainant stated that they were charged an unfair cancellation fee. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
19. Date of Investigation/Proceeding: 11/7/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2452687
Resolution/Outcome: Customer had a billing dispute with FES. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
20. Date of Investigation/Proceeding: 9/3/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2445500
Resolution/Outcome: Complainant stated fraudulent & deceptive billing procedures. FES denied allegations. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
21. Date of Investigation/Proceeding: 7/7/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2431674
Resolution/Outcome: Complainant stated that FES did not honor verbal agreement. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
22. Date of Investigation/Proceeding: 6/9/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2425989
Resolution/Outcome: Complaint stated that FES took out "ancillary costs" that were unwarranted. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
23. Date of Investigation/Proceeding: 4/8/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2417566

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Resolution/Outcome: Complainant stated FES wanted to charge her termination fees. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.

24. Date of Investigation/Proceeding: 4/7/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2415345
Resolution/Outcome: Complainant stated she signed up for a fixed rate, not a variable rate and is now being charged a variable rate. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
25. Date of Investigation/Proceeding: 4/7/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2014-2418204
Resolution/Outcome: Complainant refused to pay for excess banked kilowatt hours produced. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
26. Date of Investigation/Proceeding: 4/4/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2414814
Resolution/Outcome: Complainant stated he signed up for a fixed rate contract, but FES did not want to honor that fixed rate. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
27. Date of Investigation/Proceeding: 3/28/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2415286
Resolution/Outcome: Complainant claimed FES' charging of RTO Surcharge was breach of contract. FES denied allegations. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
28. Date of Investigation/Proceeding: 3/17/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2412331
Resolution/Outcome: Complainant stated FES was charging improperly. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
29. Date of Investigation/Proceeding: 1/13/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2402555
Resolution/Outcome: Complainant stated that there were incorrect charges on the bill. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
30. Date of Investigation/Proceeding: 12/6/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2013-2396292
Resolution/Outcome: Complainant stated that FES was threatening to shut off service and that she was being charged double. A mediator was arranged for the parties to resolve this matter amongst themselves. Then, a telephonic hearing was scheduled in front of Administrative Law Judge Conrad A. Johnson. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.

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31. Date of Investigation/Proceeding: 8/29/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2013-2380983
Resolution/Outcome: Complainant disputed collection of early termination fee. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
32. Date of Investigation/Proceeding: 8/23/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2013-2380613
Resolution/Outcome: Complainant stated FES had a shut-off notice and incorrect charges on their bill. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
33. Date of Investigation/Proceeding: 7/1/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2013-2373017
Resolution/Outcome: Complainant stated he would like a payment agreement. He claimed FES had taken advantage of him. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
34. Date of Investigation/Proceeding: 3/18/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2013-2356595
Resolution/Outcome: Complainant stated he received a \$150 cancellation fee from FES. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
35. Date of Investigation/Proceeding: 3/13/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2013-2355925
Resolution/Outcome: Complainant stated they had issues with monthly statements after their solar panel was installed. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
36. Date of Investigation/Proceeding: 3/7/2013
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2013-2356785
Resolution/Outcome: Complainant stated there were incorrect charges on her bill. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
37. Date of Investigation/Proceeding: 9/1/2012
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: F-2012-2324823
Resolution/Outcome: Complainant stated they requested to have service returned from FES to Wes Penn Power, but after two billing cycles, FES failed to have service switched back to West Penn Power. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
38. Date of Investigation/Proceeding: 5/7/2012
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2012-2304230

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Resolution/Outcome: Complainant stated that she opposed the cancellation fee and wanted the cancellation fee removed. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.

39. Date of Investigation/Proceeding: 12/27/2011
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2012-2281957
Resolution/Outcome: Complainant had a contract dispute with FES. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
40. Date of Investigation/Proceeding: 7/24/2007
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-20078016
Resolution/Outcome: Complainants stated they gave incorrect phone info about their income and need to have their case reopened. The case was entered in error and was re-docketed.
41. Date of Investigation/Proceeding: 5/13/2005
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-20054770
Resolution/Outcome: Complainant improper billing and credits owed to him. FES denied the allegations and motion to dismiss complaint.
42. Date of Investigation/Proceeding: 10/2/2002
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-20028614
Resolution/Outcome: Complainant stated she was unable to pay the amount required to keep her service and wanted a payment plan. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
43. Date of Investigation/Proceeding: 10/23/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: C-2014-2449992
Resolution/Outcome: Customer filed complaint against FES. The details are not available. The parties eventually settled and agreed to voluntarily file a Certificate of Satisfaction to close the matter.
44. Date of Investigation/Proceeding: 5/15/2014
Regulatory Body/Authority: Pennsylvania Public Utility Commission
Case Number: P-2014-2421556
Resolution/Outcome: Complainant filed Declaratory Order Petition and Verification on behalf of Office of Small Business Advocate. The Commission declared it lacked subject matter jurisdiction to grant Complainant's Declaratory Order Petition.

FirstEnergy Solutions Corp. (i.e., the predecessor of Energy Harbor LLC) filed for Chapter 11 bankruptcy along with its debtor affiliates (the "Debtors"). Upon emergence from Chapter 11 bankruptcy on February 27, 2020, the Plan of Reorganization releases and discharged the Debtor affiliates from debts, liabilities and causes of action that accrued prior to Chapter 11 proceedings. Accordingly, Energy Harbor LLC's predecessor company and affiliates have no active formal or escalated actions or complaints filed with or by a customer, regulatory agency, or prosecutorial agency to disclose.

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

Response:

See "Summary" descriptions in Section 5(c) above.

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ATTACHMENT 7(a)



March 12, 2020

David Faranetta
CFO
Energy Harbor LLC
341 White Pond Drive,
Akron, OH 44320

Dear David Faranetta:

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

Columbia Gas has performed a creditworthiness evaluation for Energy Harbor LLC.

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

We have determined that Energy Harbor LLC currently meets Columbia Gas' creditworthiness requirement.

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

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

Sincerely,

A handwritten signature in cursive script that reads 'Kyhia Davis'.

Kyhia Davis
Manager of Choice and Transportation Support Services



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

March 9, 2020

David Faranetta
VP FES CFO, Treasurer and CRO
Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
341 White Pond Drive
Akron Oh. 44320

Dear Mr. Faranetta:

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

Since Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) is not currently serving customers on the Peoples systems, we have determined at this time that Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) does not need a bond or other financial security requirement to provide these services to the Company’s customers.

If a Pool is established, and customers are enrolled which alters the creditworthiness requirement or the Company’s exposure to Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) provision of services on the Peoples’ system changes in the future, the Companies may deem it appropriate to require a bond or other financial instrument.

If you have any questions feel free to contact me at 412-208-6931 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



National Fuel

March 11, 2020

John W. Judge
President & Chief Executive Officer
Energy Harbor LLC
341 White Pond Drive, B3
Akron, OH 44320

RE: Energy Harbor LLC

Dear John,

Pursuant to 66 Pa. C. S. § 2208 (c), an applicant for a natural gas supplier license in the Commonwealth of Pennsylvania must furnish security to each utility where the supplier will do business to ensure the financial responsibility of such natural gas supplier. To this end, National Fuel Gas Distribution Corporation ("National Fuel") will perform a credit review and analysis of Energy Harbor LLC ("EH") and determine at the appropriate time whether EH must post a security deposit acceptable to National Fuel in order to operate as a supplier on National Fuel's system.

EH's security requirement to serve Pennsylvania customers is dependent on the type of transportation service utilized by EH. There is no Natural Gas Supplier (NGS) security requirement for customers that will be enrolled in National Fuel's Purchase of Receivable (POR) program. As such, EH will not be required to post security for customers enrolled in the POR program. A security deposit will be required for transportation customers not enrolled in the POR program.

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

Yours truly,

Nicole Barker
Transportation Service Department



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

March 10, 2020

Mr. David Faranetta, CFO
Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
341 White Pond Drive
Akron, OH 44320
Email: dfaranetta@firstenergycorp.com
livery@firstenergycorp.com

Dear Mr. Faranetta:

Re: Security Requirement for Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)

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

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

At this time, Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) does not need to post a bond or other form of security.

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

Sincerely,

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

John Zuk
Sr. Vice President, Gas Management

/dls



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

610-796-3400

VIA E-MAIL

March 11, 2020

Energy Harbor LLC
341 White Pond Drive
A-WAC-B3
Akron, OH 44320

ATTENTION: David Faranetta, CFO

RE: UGI Financial Security Requirements

Dear Mr. Faranetta,

UGI Utilities, Inc.–Gas Division (hereinafter “UGIU”) has reviewed the application of Energy Harbor LLC (hereinafter “Energy Harbor”) for approval to operate as a Natural Gas Supplier. Based on this review and the requirement that Energy Harbor must post security as specified in the UGIU Supplier Coordination Tariff before it serves customers on the UGIU distribution systems, UGIU has determined that Energy Harbor has demonstrated adequate creditworthiness to satisfy any costs UGIU may incur in the event they operate as a supplier of last resort due to a default on the part of Energy Harbor.

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

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

Sincerely,

Sherry Epler
Senior Manager
Tariff & Supplier Administration

SE/rks



VALLEY ENERGY

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

March 10, 2020

VIA EMAIL

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Attn: Loral Ivary
livary@firstenergycorp.com

Dear Ms. Ivary:

We understand that Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) has applied for a license to provide natural gas services within Valley Energy's (Valley) service area. Specifically, you have requested to be licensed as a supplier on Valley's distribution system.

Since Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) is not currently serving customers on Valley's system, we have determined at this time that Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) does not need a bond or other financial security requirement to provide these services to Valley's customers. However, if the services provided change in the future, we reserve the right to require security from Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.) 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



An Exelon Company

March 9, 2020
PECO - Exelon Corporation
Energy Acquisition
2301 Market Street
Philadelphia, PA. 19101

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
341 White Pond Drive
Akron, OH 44320

Email: dfaranetta@firstenergycorp.com; livery@firstenergycorp.com

Attn: Mr. David Faranetta, CFO

Energy Acquisition is providing this notification letter that Energy Harbor LLC has met the creditworthiness business requirement involved with the Pennsylvania Gas Choice - Low Volume Transportation program, pursuant to the receipt of an initial Surety of \$150,000.00 Guaranty. The Surety may be submitted to PECO via three acceptable forms; a Cash Deposit, a Letter of Credit, or a Surety bond. PECO will hold any surety to cover potential obligations to PECO and other system costs that could result from failure of a Supplier to meet its competitive Natural Gas Supply service delivery obligations.

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

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

Sincerely,

A handwritten signature in cursive script that reads "Carol Reilly".

Carol Reilly
Manager

Energy Acquisition

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 7(b)

Attachment 7(b)

7. FINANCIAL FITNESS

- 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:
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
 - Audited financial statements exhibiting accounts over a minimum two year period.
 - 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.
 - Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

Energy Harbor LLC ("Energy Harbor"), formerly known as FirstEnergy Solutions Corp. ("FES") prior to emerging from bankruptcy as more fully described in Attachment 3(b), has enclosed its most recent audited financial statements for the year ended 2017, which are also certified by the Chief Financial Officer, Treasurer, and Chief Risk Officer of Energy Harbor.

Following FES' Chapter 11 bankruptcy filing on March 31, 2018 and after FES deconsolidated from its then-parent company, FirstEnergy Corp., FES/Energy Harbor was no longer required to provide audited financials to the Securities and Exchange Commission. As a result, in lieu of audited financial statements for the years ending 2018 and 2019, Energy Harbor has submitted unaudited financial statements for the year ended 2018 but that are certified by the Chief Financial Officer, Treasurer, and Chief Risk Officer of Energy Harbor. Energy Harbor has also enclosed the balance sheet for the period ended December 31, 2019, which are also certified by the Chief Financial Officer, Treasurer, and Chief Risk Officer of Energy Harbor. In addition, there are officer-certified Monthly Operating Reports that FES was required to submit to the Bankruptcy Court under the penalty of perjury. Those Monthly Operating Reports are publicly available online at <https://cases.primeclerk.com/FES/Home-Index>. Further, Energy Harbor has provided additional financial information on its website at <https://energyharbor.com/ir>.

Energy Harbor has also enclosed its most recent credit report from Experian, which largely contains information applicable to FES. As Energy Harbor continues to establish itself as a reorganized company that only recently emerged from Chapter 11 bankruptcy on February 27, 2020, Energy Harbor anticipates that its credit report will be continually refined and updated to reflect the most current and accurate information of the company.

Finally, Energy Harbor has enclosed the cover page to its most recent bank statement (February 1, 2020 through February 28, 2020), which provides the commercial checking account summary. Note that although FES emerged from bankruptcy under the new name, Energy Harbor LLC, on February 27, 2020, the company's bank account statements still reflect that the bank account is in the name of FES. Effectuating a name change on the bank account is anticipated to take several weeks.

FirstEnergy Solutions
Unaudited Consolidated Statement of Operations
For the Three-Months Ended December 31, 2019
As of: January 16, 2020

	QTD 12/31/2019
Electric Retail	238,619,148
Muni & CO-OP	9,720,321
POLR	35,862,770
Total Segment Sales	284,202,238
Wholesale	85,572,906
Capacity Revenue	54,154,042
Total Sales and Revenues	423,929,186
Fuel - Total	(66,189,123)
Physical Purchased Power	(14,625,227)
Non-MWH Based Expense - Net	(7,466,332)
Delivery, net	(14,456,664)
Capacity Expense	(45,536,655)
Total Cost	(148,274,002)
Variable Margin	275,655,184
Other Revenue	325,789
O&M - Total	(214,924,673)
Pension and OPEB Service Costs	(1,098,013)
Mark to Market	2,884,198
Depreciation	(42,720,810)
Gross Receipt / CAT Tax	(4,148,251)
Other General Taxes	(5,136,404)
Associated Company Expense	(773,868)
Operating Margin	10,063,152
Service Company Billings	(15,228,002)
Sale-Leaseback Charges	(90,621,043)
Interest Expense	(15,745,122)
Pension and OPEB Non-Service Cost	1,625,296
AFUDC / COLI / Other Expenses	135,949,761
Pre-Tax Income	26,044,042
Income Taxes	(133,804,923)
Net Income	(107,760,881)

Note: These unaudited internal financial statements do not reflect all bankruptcy activity/adjustments.

FirstEnergy Solutions
Unaudited Consolidated Balance Sheet
For the Three-Months Ended December 31, 2019
As of: January 16, 2020

ASSETS	
CURRENT ASSETS	
Cash and Cash Equivalents	\$932,067,704.70
Accounts Receivable	\$496,878,576.26
Notes Receivable from Associated Companies	\$4,222,082,155.51
Materials and Supplies	\$94,669,116.38
Total Derivatives	\$37,145,049.29
Prepayments and Other	\$294,544,329.37
Current Assets	\$6,077,386,922.51
PROPERTY, PLANT AND EQUIPMENT	
Net Plant, excluding CWP	\$93,733,179.13
CWIP	\$31,806,315.47
Electric Plant Purchased or Sold	\$0.00
Property, Plant and Equipment	\$125,539,494.60
INVESTMENTS	
Nuclear Plant Decommissioning Trusts	\$2,085,888,527.71
Investment in Subsidiaries	\$947,580,825.20
Nonutility Plant, Net	\$8,262,735.59
Other Investments	\$4,590.68
Other Property and Investments	\$3,041,736,679.18
DEFERRED CHARGES AND OTHER ASSETS	
Accumulated Deferred Income Taxes	\$1,917,450,213.05
Deferred Operating Lease Costs	\$311,556,244.97
Derivatives	\$19,556,375.01
Prepaid Pension Costs	\$62,513,619.57
Property Taxes	\$18,700,000.00
Other Deferred Charges	\$11,056,680.63
Deferred Charges	\$2,340,833,132.23
Total Assets	\$11,585,496,228.52
LIABILITIES AND CAPITALIZATION	
CURRENT LIABILITIES	
Current Payable LT Debt and Pref Stock	\$1,512,180,298.91
Short-term Borrowings	\$4,935,707,571.75
Accounts Payable - Other	\$514,118,690.47
Accounts Payable to Assoc Companies	\$123,116,134.29
Accrued Taxes	\$207,095,129.69
Accrued compensation & benefits	\$11,117,102.43
Derivatives	\$25,311,516.24
Interest Accrued	\$68,821,887.37
Customer Deposits	\$160,447.21
Other Current Liabilities	\$244,140,114.31
Current Liabilities	\$7,841,788,892.67
CAPITALIZATION	
Equity	(\$1,693,873,991.33)
Long-term Debt	\$1,312,987,868.47
Capitalization	(\$380,886,122.86)
NONCURRENT LIABILITIES	
Accumulated Deferred Income Taxes	\$182,539,261.63
Other Postretirement Benefits	\$141,139,471.61
Asset Retirement Obligation	\$2,189,298,351.65
Deferred Gain on Sale/Leaseback	\$655,719,729.94
Derivatives	\$11,063,774.27
Accumulated Deferred Investment Tax Credit	\$18,637,607.92
Property Tax Credits	\$18,700,000.00
Other Noncurrent Liabilities	\$1,107,415,261.69
Noncurrent Liabilities	\$4,324,613,458.71
Liabilities and Capitalization	\$11,585,496,228.52

Note: These unaudited Internal financial statements do not reflect all bankruptcy activity/adjustments.

FIRSTENERGY SOLUTIONS CORP.
CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)

(In millions)	For the Years Ended December 31		
	2017	2016	2015
STATEMENTS OF INCOME (LOSS)			
REVENUES:			
Electric sales to non-affiliates	\$ 2,667	\$ 3,779	\$ 4,151
Electric sales to affiliates	366	459	666
Other	65	160	188
Total revenues*	3,098	4,398	5,005
OPERATING EXPENSES:			
Fuel	599	780	871
Purchased power from affiliates	201	624	353
Purchased power from non-affiliates	628	1,020	1,684
Other operating expenses	1,514	1,277	1,308
Pension and OPEB mark-to-market adjustment	24	48	57
Provision for depreciation	109	336	324
General taxes	58	88	98
Impairment of assets and related charges (Note 2)	2,031	8,622	33
Total operating expenses	5,164	12,795	4,728
OPERATING INCOME (LOSS)	(2,066)	(8,397)	277
OTHER INCOME (EXPENSE):			
Investment income (loss)	94	67	(14)
Miscellaneous income	7	7	3
Interest expense — affiliates	(19)	(7)	(7)
Interest expense — other	(138)	(147)	(147)
Capitalized interest	26	34	35
Total other expense	(30)	(46)	(130)
INCOME (LOSS) BEFORE INCOME TAXES (BENEFITS)	(2,096)	(8,443)	147
INCOME TAXES (BENEFITS)	295	(2,988)	65
NET INCOME (LOSS)	\$ (2,391)	\$ (5,455)	\$ 82
STATEMENTS OF COMPREHENSIVE INCOME (LOSS)			
NET INCOME (LOSS)	\$ (2,391)	\$ (5,455)	\$ 82
OTHER COMPREHENSIVE INCOME (LOSS):			
Pension and OPEB prior service costs	(14)	(14)	(6)
Amortized gains on derivative hedges	2	—	(3)
Change in unrealized gain on available-for-sale securities	30	52	(9)
Other comprehensive income (loss)	18	38	(18)
Income taxes (benefits) on other comprehensive income (loss)	6	15	(7)
Other comprehensive income (loss), net of tax	12	23	(11)
COMPREHENSIVE INCOME (LOSS)	\$ (2,379)	\$ (5,432)	\$ 71

* Includes excise tax collections of \$20 million, \$28 million and \$44 million in 2017, 2016 and 2015, respectively.

The accompanying Combined Notes to Consolidated Financial Statements are an integral part of these financial statements.

**FIRSTENERGY SOLUTIONS CORP.
CONSOLIDATED BALANCE SHEETS**

<i>(In millions, except share amounts)</i>	December 31, 2017	December 31, 2016
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 1	\$ 2
Receivables-		
Customers, net of allowance for uncollectible accounts of \$2 in 2017 and \$5 in 2016	181	213
Affiliated companies	224	452
Other	21	27
Notes receivable from affiliated companies	—	29
Materials and supplies	183	267
Derivatives	34	137
Collateral	130	157
Prepaid taxes and other	22	63
	<u>796</u>	<u>1,347</u>
PROPERTY, PLANT AND EQUIPMENT:		
In service	2,495	7,057
Less — Accumulated provision for depreciation	1,823	5,929
	<u>672</u>	<u>1,128</u>
Construction work in progress	22	427
	<u>694</u>	<u>1,555</u>
INVESTMENTS:		
Nuclear plant decommissioning trusts	1,856	1,552
Other	9	10
	<u>1,865</u>	<u>1,562</u>
DEFERRED CHARGES AND OTHER ASSETS:		
Accumulated deferred income taxes	1,754	2,279
Property taxes	25	40
Derivatives	—	77
Other	380	381
	<u>2,159</u>	<u>2,777</u>
	<u>\$ 5,514</u>	<u>\$ 7,241</u>
LIABILITIES AND CAPITALIZATION		
CURRENT LIABILITIES:		
Currently payable long-term debt	\$ 524	\$ 179
Short-term borrowings - affiliated companies	105	101
Accounts payable-		
Affiliated companies	255	550
Other	105	110
Accrued taxes	72	143
Derivatives	24	77
Other	169	166
	<u>1,254</u>	<u>1,316</u>
CAPITALIZATION:		
Common stockholder's equity (deficit) -		
Common stock, without par value, authorized 750 shares - 7 shares outstanding as of December 31, 2017 and 2016	3,749	3,658
Accumulated other comprehensive income	81	69
Accumulated deficit	(5,900)	(3,509)
Total common stockholder's equity (deficit)	<u>(2,070)</u>	<u>218</u>

Long-term debt and other long-term obligations	2,296	2,813
	<u>229</u>	<u>3,031</u>
NONCURRENT LIABILITIES:		
Deferred gain on sale and leaseback transaction	723	757
Retirement benefits	153	197
Asset retirement obligations	1,945	901
Other	1,210	1,039
	<u>4,031</u>	<u>2,894</u>
COMMITMENTS, GUARANTEES AND CONTINGENCIES (Note 16)		
	<u>\$ 5,514</u>	<u>\$ 7,241</u>

The accompanying Combined Notes to Consolidated Financial Statements are an integral part of these financial statements.

FIRSTENERGY SOLUTIONS CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF LOSS AND COMPREHENSIVE LOSS
DEBTOR-IN-POSSESSION

<i>(In millions)</i>	For the Year Ended December 31, 2018
STATEMENT OF LOSS	
REVENUES* (Note 4)	\$ 2,620
OPERATING EXPENSES:	
Fuel	327
Purchased power from non-affiliates	622
Other operating expenses	1,332
Provision for depreciation	181
General taxes	52
Impairment of assets (Note 3)	503
Total operating expenses	3,017
OPERATING LOSS	(397)
OTHER INCOME (EXPENSE):	
Miscellaneous income, net	(20)
Pension and OPEB mark-to-market adjustment	(28)
Interest expense - affiliates	(24)
Interest expense - other (contractual interest of \$122 million)	(53)
Capitalized interest	1
Total other expense	(124)
Reorganization items, net (Note 2)	2,322
LOSS BEFORE INCOME TAX BENEFITS	(2,843)
INCOME TAX BENEFITS	1,694
NET LOSS	\$ (4,537)
STATEMENT OF COMPREHENSIVE LOSS	
NET LOSS	\$ (4,537)
OTHER COMPREHENSIVE LOSS:	
Pension and OPEB prior service costs	(14)
Amortized gains on derivative hedges	3
Change in unrealized gain on available-for-sale securities	12
Other comprehensive income	1
Income taxes on other comprehensive income	18
Other comprehensive loss, net of tax	(17)
COMPREHENSIVE LOSS	\$ (4,554)

* Includes excise tax collections of \$18 million.

The accompanying Notes to Consolidated Financial Statements are an integral part of these financial statements.

FIRSTENERGY SOLUTIONS CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
DEBTOR-IN-POSSESSION

(In millions, except share amounts)

December 31,
2018

ASSETS	
CURRENT ASSETS:	
Cash and cash equivalents	\$ 1,092
Restricted cash	3
Receivables:	
Customers, net of allowance for uncollectible accounts of \$2	169
Other	107
Materials and supplies	94
Derivatives	11
Collateral	124
Prepaid taxes and other	31
	<u>1,631</u>
PROPERTY, PLANT AND EQUIPMENT:	
In service	370
Less — Accumulated provision for depreciation	166
	<u>204</u>
Construction work in progress	7
	<u>211</u>
INVESTMENTS:	
Nuclear plant decommissioning trusts	1,781
Other	9
	<u>1,790</u>
DEFERRED CHARGES AND OTHER ASSETS:	
Property taxes	21
Other	381
	<u>402</u>
	<u>\$ 4,034</u>
LIABILITIES AND CAPITALIZATION	
CURRENT LIABILITIES:	
Short-term borrowings - affiliated companies	\$ 164
Accounts payable	333
Accrued taxes	127
Derivatives	9
Other	183
	<u>816</u>
CAPITALIZATION:	
Common stockholder's deficit -	
Common stock, without par value, authorized 750 shares - 7 shares outstanding	3,751
Accumulated other comprehensive income	13
Accumulated deficit	(10,386)
Total common stockholder's deficit	<u>(6,622)</u>
NONCURRENT LIABILITIES:	
Deferred gain on sale and leaseback transaction	689
Retirement benefits	74
Asset retirement obligations	2,044
Other	323
Liabilities subject to compromise (Note 2)	6,710
	<u>9,840</u>
COMMITMENTS AND CONTINGENCIES (NOTE 15)	
	<u>\$ 4,034</u>

The accompanying Notes to Consolidated Financial Statements are an integral part of these financial statements.



341 White Pond Drive
Akron, OH 44320

OFFICER'S CERTIFICATION OF FINANCIAL STATEMENTS

**Energy Harbor LLC formerly known as FirstEnergy Solutions Corp.
Financial Statements for the Year Ended 2017 and 2018**

I hereby certify that I am the Chief Financial Officer, Treasurer, and Chief Risk Officer of Energy Harbor LLC and that the enclosed financial statements for the year ended 2017 have been prepared X individually or _____ as part of a consolidated statement in accordance with generally accepted accounting principles in the United States, and are in, in my opinion, correct. Further, while the enclosed financial statements for the year ended 2018 have not been audited, they are, to the best of my knowledge, correct in all material respects.

Energy Harbor LLC
Market Participant Name

David Faranetta
Signature

Date: 3.3.2020

David Faranetta
Name of Officer

CFO, Treasurer, and Chief Risk Officer
Title

State of Ohio
Summit County

On this 3rd day of March 2020, before me, the undersigned notary public, personally appeared David Faranetta, proved to me through satisfactory evidence of personal knowledge of identity, to be the person who signed the preceding or attached document in my presence, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his/her knowledge or belief.

Kimberly D. Anders
Kimberly D. Anders, Notary Public
My Commission Expires: December 27, 2022



KIMBERLY D. ANDERS
Notary Public, State of Ohio
My Commission Expires
December 27, 2022




341 White Pond Drive
Akron, OH 44320

OFFICER'S CERTIFICATION OF FINANCIAL STATEMENTS

**Energy Harbor LLC formerly known as FirstEnergy Solutions Corp.
Financial Statements for the Quarter Ended 12/31/2019**

I hereby certify that I am the Chief Financial Officer, Treasurer, and Chief Risk Officer of Energy Harbor LLC and that the enclosed balance sheet as of December 31, 2019 is, in my opinion, correct in all material respects.

Energy Harbor LLC
Market Participant Name


Signature

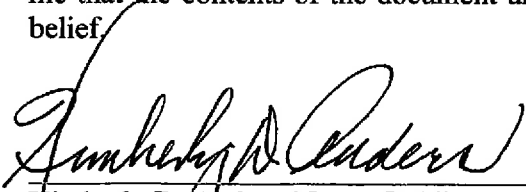
Date: 3-3-2020

David Faranetta
Name of Officer

CFO, Treasurer, and Chief Risk Officer
Title

State of Ohio
Summit County

On this 3rd day of March 2020, before me, the undersigned notary public, personally appeared David Faranetta, proved to me through satisfactory evidence of personal knowledge of identity, to be the person who signed the preceding or attached document in my presence, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his/her knowledge or belief.


Kimberly D. Anders, Notary Public
My Commission Expires: December 27, 2022



KIMBERLY D. ANDERS
Notary Public, State of Ohio
My Commission Expires
December 27, 2022



JPMorgan Chase Bank, N.A.
 P O Box 182051
 Columbus, OH 43218-2051

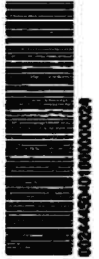
February 01, 2020 through February 28, 2020

Account Number: [REDACTED]

CUSTOMER SERVICE INFORMATION

If you have any questions about your statement, please contact your Customer Service Professional.

00024445 DDA 802 211 06020 NNNNNNNNNN 1 00000000 61 0000
 FIRSTENERGY SOLUTIONS CORP.
 341 WHITE POND DRIVE
 AKRON OH 44320-1119



CHECKING SUMMARY Commercial Checking With Interest

	INSTANCES	AMOUNT
Beginning Balance		\$253,462,077.64
Deposits and Additions	55	12,320,908,150.45
Electronic Withdrawals	44	- 977,730,602.97
Other Withdrawals, Fees & Charges	19	- 11,364,492,948.28
Ending Balance	118	\$232,146,676.84

Annual Percentage Yield Earned This Period	1.66%
Interest Paid This Period	\$306,922.82
Interest Paid Year-to-Date	\$646,199.01

Interest paid in 2019 for account 000000100055604 was \$4,937,988.63.

DEPOSITS AND ADDITIONS

DATE	DESCRIPTION	AMOUNT
02/03	JPMorgan Mmmf Redemption 100% US Treasury Capital 3163 29921900 Trn: 0341013502Xj	\$614,153,065.74
02/03	Book Transfer Credit B/O: Firstenergy Service Company Akron OH 44308-1812 US Trn: 1156200034Zm	11,487,146.80
02/03	JPMorgan Mmmf Dividend 100% US Treasury Capital 3163 29921900 Trn: 0341009619Xj	823,634.11
02/04	JPMorgan Mmmf Redemption 100% US Treasury Capital 3163 29921900 Trn: 0351000161Xj	618,438,777.49
02/04	Book Transfer Credit B/O: Firstenergy Service Company Akron OH 44308-1812 US Trn: 1113200035Zm	2,558,469.01
02/05	JPMorgan Mmmf Redemption 100% US Treasury Capital 3163 29921900 Trn: 0361000157Xj	629,925,924.29

Premier Profile - ENERGY HARBOR

Subcode: 563477
 Transaction Number: C707673734
 Search Inquiry: energy harb/76 S MAIN ST BSMT/AKRON/OH/44308/US/Phone 330-315-6910/753252788
 Model Description: IntelliScore Plus V2

Ordered: 03/03/2020 08:26:13 CST



Business Name FIRSTENERGY SOLUTIONS CORP				Business Identification Number 753252788	
Doing Business As: FIRSTENERGY SERVICE CO Primary Address: 76 S MAIN ST BSMT AKRON, OH 44308-1817		Website: fes.com Phone: (330) 315-6910 Tax ID: 31-1560186			
Ultimate Parent: FIRSTENERGY CORP		This business is a member of a corporate family. See the corporate hierarchy by clicking here			

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Risk Scores and Credit Limit Recommendation		Days Beyond Terms	Derogatory/Legal	Fraud Alerts
Intelliscore Plus Score unavailable. Bankruptcy on file.	Financial Stability Risk Score unavailable. Bankruptcy on file.	Company DBT Industry DBT: 3	Original Filings 	High Risk Alerts 1
Credit Limit Recommendation: N/A				

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Business Facts

FirstEnergy Solutions Corp. was founded in 1997 and is headquartered in Akron, OH. The company, through its subsidiaries, is engaged in the generation, transmission, and distribution of electricity. Its transmission operations include approximately 24,500 miles of lines and two regional transmission operation centers. The company serves about six million customers in the Midwest and Mid-Atlantic regions.

Years on File:	23 (FILE ESTABLISHED 06/1997)	SIC Code:	ELECTRIC SERVICES - 4911
State of Incorporation:	OH		PLUMBING, HEATING & A/C CONTRACTORS - 1711
Date of Incorporation:	02/01/2000		SECURITY & COMMODITIES SERVICES, NEC - 6289
Business Type:	Unknown	NAICS Code:	Electric Power Generation, Transmission and Distribution - 221100
Contacts:	DONALD R SCHNEIDER - PRESIDENT JOHN W JUDGE - PRESIDENT CHARLES EDWARD JONES - PRESIDENT		Plumbing, Heating, and Air-Conditioning Contractors - 238220 All Other Financial Investment Activities - 523990

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Commercial Fraud Shield
 Evaluation for: ENERGY HARBOR, 76 S MAIN ST BSMT, AKRON, OH44308-1817

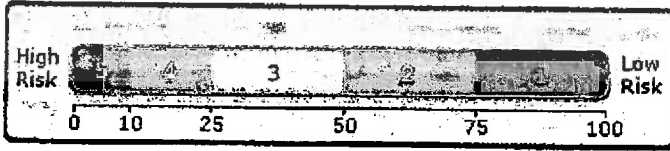
Business Alerts	Verification Triggers
Active Business Indicator: Experian shows this business as active	BUSINESS ADDRESS IDENTIFIED AS VACANT BUSINESS ADDRESS
Possible OFAC Match: No OFAC match found	
Business Victim Statement: No victim statement on file	

TOP

Credit Risk Score and Credit Limit Recommendation

Credit Risk Score: Intelliscore Plus

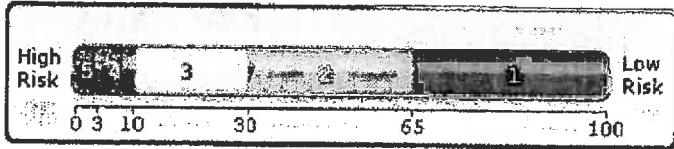
Current Intelliscore Plus Score: Score and Risk Class Unavailable due to Bankruptcy (998)



This score predicts the likelihood of serious credit delinquencies for this business within the next 12 months. This report includes a bankruptcy within the last 24 months. Therefore the Intelliscore Plus score and the risk class are unavailable.

Credit Risk Score: Financial Stability Risk

Current Financial Stability Risk Score: Score and Risk Class Unavailable due to Bankruptcy (998)



This score predicts the likelihood of financial stability risk within the next 12 months. This report includes a bankruptcy within the last 24 months. Therefore a Financial Stability Risk score cannot be created.

Credit Limit Recommendation

Credit Limit Recommendation
Not available - A credit limit recommendation is not available for a business with a bankruptcy filing within the last 24 months.

This recommendation compares this business against similar businesses in the Experian business credit database. It is based on trade information, industry, age of business and the Intelliscore Plus. The recommendation is a guide. The final decision must be made based on your company's business policies.

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Payment and Legal Filings Summary

Payment Performance		Trade and Collection Balance		Legal Filings	
Current DBT:	21	Total trade and collection (8):	\$12,500	Bankruptcy:	Yes
Predicted DBT as 04/29/2020 :	15	All trades (8):	\$12,500	Tax Lien filings:	4
Monthly Average DBT:	13	All collections (0):	\$0	Judgment filings:	0
Highest DBT Previous 6 Months:	26	Continuous trade (6):	\$12,500	Sum of legal filings:	\$133,207
Highest DBT Previous 5 Quarters:	45	6 month average:	\$6,400 - \$14,600	UCC filings:	5
Payment Trend Indication:	Payments are increasingly late	Highest credit amount extended:	\$530,200	Cautionary UCC filings:	No
		Most frequent industry purchasing terms:	NET 30,CREDIT,REVOLVE		

Industry Comparison

Industry DBT Range Comparison
The current DBT of this business is 21. 9% of businesses have a DBT range of 16+.

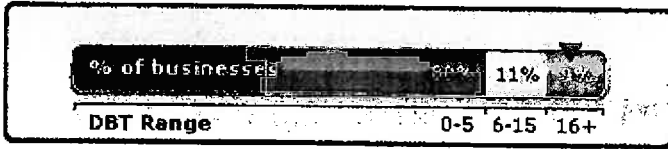
DBT Norms

All Industry: 3
Same Industry: 3

DBT for this business: 21

Industry Payment Comparison

Has paid slower than 70% of similar businesses

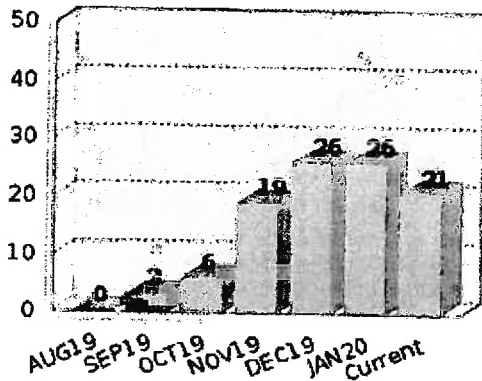


TOP

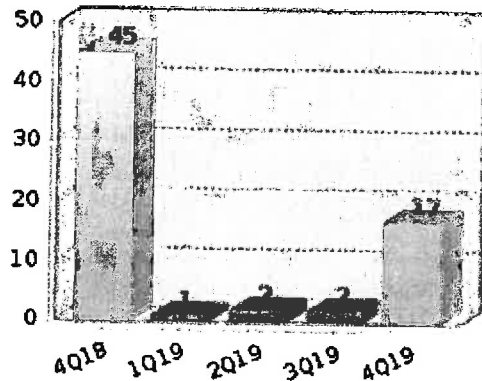
Payment Trending

DBT Trends

Monthly DBT Trends



Quarterly DBT Trends



Monthly Payment Trends

Payment Trends Analysis ELECTRIC SERVICES - 4911					Account Status Days Beyond Terms					
Date Reported	Industry		Business		Balance	Cur	1-30	31-60	61-90	91+
	Cur	DBT	DBT	DBT						
CURRENT	N/A	N/A		21	\$12,500	67%	5%	6%	17%	5%
JAN20	91%	3		26	\$6,400	64%		3%	33%	
DEC19	89%	4		26	\$6,400	64%		3%	33%	
NOV19	92%	3		19	\$12,300	42%	24%	34%		
OCT19	93%	3		6	\$9,100	61%	39%			
SEP19	92%	3		3	\$7,000	83%	17%			
AUG19	92%	3		0	\$12,500	100%				

Quarterly Payment Trends

Payment History - Quarterly Averages					Account Status Days Beyond Terms				
Quarter	Months	DBT	Balance	Cur	1-30	31-60	61-90	91+	
Q4 - 19	OCT - DEC	17	\$9,300	53%	23%	16%	8%		
Q3 - 19	JUL - SEP	2	\$11,800	86%	14%				
Q2 - 19	APR - JUN	2	\$6,200	86%	14%				
Q1 - 19	JAN - MAR	1	\$5,600	92%	8%				
Q4 - 18	OCT - DEC	45	\$537,800	1%		99%			

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Trade Payment Summary

Trade Line Type	Lines Reported	DBT	Recent High Credit	Balance	Current	01-30	31-60	61-90	91+
Continuous	6	21	\$563,800	\$12,500	67%	5%	6%	17%	5%
New	0			\$0					
Combined Trade	6	21	\$563,800	\$12,500	67%	5%	6%	17%	5%
Additional	2			\$0					
Total Trade	8		\$563,800	\$12,500	67%	5%	6%	17%	5%

TOP

Trade Payment - New and Continuously Reported Trade Details

Payment Experiences	

(Trade Lines with an (*) after the date are newly reported)

Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	Account Status				Comments
							Days Beyond Terms				
							1-30	31-60	61-90	91+	
BUREAU	02/2020	02/2020	NET 30	\$15,200	\$0						
ELEC DISTR	02/2020		NET 30		\$0						
FINCL SVCS	02/2020		CONTRCT	\$6,100	\$6,100	70%	10%	10%		10%	
FOOD DISTR	12/2019		VARIED	\$12,300	\$6,400	64%		3%	33%		
PACKAGING	02/2020		NET 30		\$0						CUST 9 YR
TRANSPORTN	01/2020		NET 15	\$530,200	\$0						

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Trade Payment - Additional Trade Details

(Trade Lines with an (*) after the date are newly reported)

Business Category	Date Reported	Last Sale	Payment Terms	Recent High Credit	Balance	Cur	Account Status				Comments
							Days Beyond Terms				
							1-30	31-60	61-90	91+	
ACCT SVCS	07/2018		VARIED		\$0						
MED EQUIP	09/2019		NET 30		\$0						

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Legal Filings

Bankruptcy					
File Date	Filing Type	Status	Filing Number	Jurisdiction	
03/31/2018	Chapler 11	Filed	1850757	U.S. BANKRUPTCY COURT-NORTHERN AKRON	
03/31/2018	Chapter 11	Filed	1850760	U.S. BANKRUPTCY COURT-NORTHERN AKRON	
03/31/2018	Chapter 11	Filed	1850763	U.S. BANKRUPTCY COURT-NORTHERN AKRON	
Tax Liens					
File Date	Filing Type	Status	Amount	Filing Number	Jurisdiction
04/24/2018	State Tax Lien	Released	\$29,829	JL20152811	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
04/24/2018	State Tax Lien	Released	\$47,944	JL20156063	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
04/24/2018	State Tax Lien	Released	\$52,498	JL20156067	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
08/06/2015	State Tax Lien	Filed	\$47,944	J20156063	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
08/06/2015	State Tax Lien	Filed	\$52,498	J20156067	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
04/02/2015	State Tax Lien	Filed	\$29,829	J20152811	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
11/29/2014	State Tax Lien	Released	\$2,936	J20140838	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				
01/30/2014	State Tax Lien	Filed	\$2,936	J20140838	SUMMIT COUNTY COMMON PLEAS
	Filed by: STATE OF OHIO				

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Uniform Commercial Code (UCC) Filings

UCC Filing Summary						
Date Range	Year	Cautionary UCCs **	Total Filled	Released / Termination	Continuous	Amended / Assigned

JAN - PRESENT	2020			
JUL - DEC	2019			
JAN - JUN	2019			
JUL - DEC	2018			
JAN - JUN	2018			
PRIOR TO JAN	2018		5	6
Total		0	5	0

** Cautionary UCC Filings include one or more of the following collateral:
Accounts, Accounts Receivables, Contract Rights, Hereafter Acquired Property, Inventory, Leases, Notes Receivable or Proceeds.

UCC Details

UCC FILED Date: 03/23/2018
Filing Number: OH00219711909
Jurisdiction: SEC OF STATE OH
Secured Party: MIDCONTINENT INDEPENDENT SYSTEM OPERATOR IN CARMEL 46032 720

UCC CONTINUED Date: 08/11/2016
Filing Number: 20162280098
Original Filing Date: 08/29/2006
Original Filing Number: OH00106030
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC CONTINUED Date: 08/11/2016
Filing Number: 20162280096
Original Filing Date: 08/29/2006
Original Filing Number: OH00106031
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC CONTINUED Date: 08/11/2016
Filing Number: 20162280144
Original Filing Date: 08/29/2006
Original Filing Number: OH00106031
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC FILED Date: 02/02/2016
Filing Number: OH00197337998
Jurisdiction: SEC OF STATE OH
Secured Party: DE LAGE LANDEN FINANCIAL SERVICES, INC PA WAYNE 19087 1111

UCC CONTINUED Date: 08/25/2011
Filing Number: 20112380115
Original Filing Date: 08/29/2006
Original Filing Number: OH00106030
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC CONTINUED Date: 08/25/2011
Filing Number: 20112380100
Original Filing Date: 08/29/2006
Original Filing Number: OH00106031
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC CONTINUED Date: 08/25/2011
Filing Number: 20112380120
Original Filing Date: 08/29/2006
Original Filing Number: OH00106031
Original Filing State: OH
Jurisdiction: SEC OF STATE OH
Secured Party:

UCC FILED Date: 08/29/2006
Filing Number: OH00106030777
Jurisdiction: SEC OF STATE OH
Secured Party: DEUTSCHE BANK AG NEW YORK BRANCH NY NEW YORK 10005 60 WALL S

UCC FILED Date: 08/29/2006
Filing Number: OH00106031123
Jurisdiction: SEC OF STATE OH
Secured Party: THE BANK OF NEW YORK, AS COLLATERAL AGEN NY NEW YORK 10286 1

[View Additional UCC Details](#)

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Additional Business Facts

Corporate Registration

THE FOLLOWING INFORMATION WAS PROVIDED BY THE STATE OF INDIANA. THE DATA IS CURRENT AS OF 03/03/2020.

State of Origin: OH
Date of Incorporation: 02/01/2000
Current Status: Active
Business Type: Unknown
Charter Number: 2000020100
Agent: C T CORPORATION SYSTEM
Agent Address: 150 WEST MARKET STREET INDIANAPOLIS, IN

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Corporate Linkage

Business Name	Location	BIN
Ultimate Parent of the Inquired upon business and the top entity within the corporate family:		
FIRSTENERGY CORP	76 S MAIN ST - AKRON,OH	748149298
Immediate Parent of the Inquired upon business:		
FIRSTENERGY CORP	76 S MAIN ST - AKRON,OH	748149298
Subsidiaries of the Inquired upon business:		
FIRSTENERGY NUCLEAR GENERATION CORP	76 S MAIN ST - AKRON,OH	420377564
Branches of the Inquired upon business:		
ENERGY HARBOR	2602 OAKSTONE DR - COLUMBUS,OH	749497164
ENERGY HARBOR	395 GHENT RD - FAIRLAWN,OH	753985321

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Inquiries									
Summary of Inquiries									
Business Category	MAR20	FEB20	JAN20	DEC19	NOV19	OCT19	SEP19	AUG19	JUL19
BUREAU							1		
FINCL SVCS				1					
GENERAL		1			1				
INSURANCE					2				
TELECOM			1						
UTILITY			1		1				
Totals		1	2	1	4		1		

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Experian prides itself on the depth and accuracy of the data maintained on our databases. Reporting your customer's payment behavior to Experian will further strengthen and enhance the power of the information available for making sound credit decisions. Give credit where credit is due. Call 1-800-520-1221, option #4 for more information.

End of report

1 of 1 report

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Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 7(f)

Public - Redacted

**COMMONWEALTH OF
PENNSYLVANIA
PUBLIC UTILITY COMMISSION**

**Appendix D (CONFIDENTIAL)
TAX CERTIFICATION
STATEMENT**

A completed Tax Certification Statement must accompany all applications for new licenses, renewals or transfers. Failure to provide the requested information and/or any outstanding state income, corporation, and sales (including failure to file or register) will cause your application to be rejected. If additional space is needed, please use white 8 1/2" x 11" paper. Type or print all information requested.

1. CORPORATE OR APPLICANT NAME
Energy Harbor LLC

2. BUSINESS PHONE NO. (330) 315-6747
CONTACT PERSON(S) FOR TAX ACCOUNTS:
Jason Petrik

3. TRADE/FICTITIOUS NAME (IF ANY)
None

4. LICENSED ADDRESS (STREET, RURAL ROUTE, P.O. BOX NO.) (POST OFFICE) STATE)
(ZIP)
341 White Pond Drive, B3, Akron, OH 44320

5. TYPE OF ENTITY SOLE PROPRIETOR PARTNERSHIP CORPORATION LLC
 OTHER (Describe...)

6. LIST OWNER(S), GENERAL PARTNERS, OR CORPORATE OFFICERS(S)

NAME (PRINT)	SOCIAL SECURITY NUMBER - For Sole Proprietor with NO EIN ONLY
John Judge, President & CEO	_____ - _____ - _____
David Faranetta, CFO, Chief Risk Officer, Treasurer	
Stephen Bumazian, Corporate Secretary	
NAME (PRINT)	
NAME (PRINT)	

7. LIST THE FOLLOWING STATE & FEDERAL TAX IDENTIFICATION NUMBERS (ALL ITEMS A, B, & C MUST BE COMPLETED)
Applicant must provide explanation if submitting N/A for any items
Item A - Designated by the Pennsylvania Department of Revenue.
Item B - Designated by the Internal Revenue Service.
Item C - Designated by the Pennsylvania Department of Revenue. The Corporate Box number may also be referred to as the Corporate Account number.

A. SALES TAX LICENSE (8 DIGITS) [REDACTED]	APPLICATION PENDING	C. CORPORATE BOX No. (7 DIGITS) [REDACTED]	APPLICATION PENDING
B. EMPLOYER ID (EIN) (9 DIGITS) [REDACTED]	APPLICATION PENDING N/A	-OR- REVENUE ID NUMBER (10 DIGITS) [REDACTED]	

8. Do you have PA employees, resident or non-resident? YES NO
9. Do you own any assets or have an office in PA? YES NO

NAME AND PHONE NUMBER OF PERSON(S) RESPONSIBLE FOR FILING TAX RETURNS

Jason Petrik PA SALES AND USE TAX PHONE 330-315-6747	Jason Petrik EMPLOYER TAXES PHONE 330-315-6747	Jason Petrik CORPORATE TAXES PHONE 330-315-6747
--	--	---

Telephone inquiries about this form may be directed to the Pennsylvania Department of Revenue at the following numbers: (717) 787-1064, TDD# (800) 447-3020 (Hearing Impaired Only)

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 8(a)

Attachment 8(a)

8. TECHNICAL FITNESS:

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

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

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

Response:

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp. or "FES") is an electric generation supplier ("EGS") in Pennsylvania (License No. A-110078) and, at one time, a licensed natural gas supplier ("NGS") in Pennsylvania (License No. A-125020). Currently, Energy Harbor provides electric generation service to retail customers in Pennsylvania, but no longer provides retail natural gas service because Energy Harbor (then operating as FES) voluntarily surrendered its NGS license in late 2015. Specifically, Energy Harbor/FES was initially licensed as an NGS by the Pennsylvania Public Utility Commission ("PPUC") on October 19, 1999, to serve residential, commercial, industrial and governmental customers in every Commission-certificated natural gas distribution company in the Commonwealth of Pennsylvania. On October 20, 2015, Energy Harbor/FES voluntarily filed an application to abandon its natural gas supplier license in Pennsylvania, which the PPUC subsequently granted on December 15, 2015.

In addition, Energy Harbor/FES previously provided retail natural gas service to end-use customers in Ohio, New Jersey, West Virginia, New York, New Jersey, Texas, and Illinois until FES sold its retail natural gas business to Amerada Hess Energy Trading ("Hess") in 2005. Energy Harbor has enclosed copies of its now-expired Ohio, Pennsylvania, and New Jersey natural gas supplier licenses. Due to record retention requirements, Energy Harbor no longer possesses FES' long-expired gas supplier licenses in the other remaining states.

Importantly, in those states in which it sought and obtained certification/licensure as a competitive retail natural gas supplier, Energy Harbor/FES was never compelled by any regulatory agency to surrender or rescind its license/certificate, nor was it ever ordered to conditionally rescind or suspend its license/certification. During its time as a certified/licensed retail natural gas supplier in the foregoing states, Energy Harbor/FES maintained regulatory compliance with applicable rules and regulations governing competitive retail natural gas suppliers.

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

Now that Energy Harbor intends to re-enter the retail natural gas market, Energy Harbor has filed or intends to file applications seeking certification/licensure as a retail natural gas supplier in Ohio, Pennsylvania, Illinois, New Jersey, Maryland, Massachusetts, and New York.

With respect to its business plans for operations in Pennsylvania, Energy Harbor will contract with customers, provide contracted services, provide billing statements, and respond to customer inquiries and complaints in accordance with Pennsylvania law and Commission orders. Energy Harbor has widespread and deep experience in customer operations and retail energy business management in Pennsylvania as a licensed EGS and as a formerly licensed NGS, and intends to leverage its substantial managerial, technical, and operational expertise, in combination with its longstanding relationships with experts in the Pennsylvania market, to successfully develop and implement the infrastructure, systems, and processes to reliably provide natural gas service to Pennsylvania consumers.

Furthermore, Energy Harbor possesses experienced marketing and sales personnel that will work with customers to understand their needs, negotiate mutually-satisfactory terms and conditions, and comply with all legal requirements governing marketing and sales that are applicable to NGSs in Pennsylvania. Energy Harbor will also provide in-depth training to its customer service personnel to ensure that customer inquiries and complaints are fully investigated and adequately addressed in a timely and responsive manner as required by Pennsylvania law.

Energy Harbor intends to offer a wide range of natural gas supply and related products and services to residential, commercial, industrial, and governmental customers in Pennsylvania. Energy Harbor intends to dedicate significant resources toward quality, oversight, and regulatory compliance. In an effort to improve its services, Energy Harbor's policies and procedures will continue to evolve and be adjusted, as needed, based on response to customer feedback, regulatory agent feedback, and changes in regulatory compliance requirements and technology. Energy Harbor will constantly strive to improve its operations and engage in extensive oversight to ensure full regulatory compliance.

Finally, for its technical operations, Energy Harbor has contracted with a third-party, Mobius Risk Group, LLC ("Mobius"), to perform all the technical functions of a competitive retail natural gas supplier, including the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of ancillary services, as well as other services used to supply natural gas to the local distribution utility city gate for retail customers. On November 6, 2019, Energy Harbor (then operating as FES) and Mobius entered into an Advisory Master Services Agreement ("Agreement"), a valid and binding contract, whereby Mobius will provide the requisite technical experience and expertise on behalf of Energy Harbor. Specifically, on Energy Harbor's behalf, Mobius will supply procurement (i.e., negotiate market pricing and execution transactions), nominate, schedule, and transport natural gas, monitor and resolve gas imbalances, conduct any required utility flight tests, provide access to physical operations desk (24/7), optimize imbalance allowances, transportation, and storage, provide required FERC reporting (as applicable), negotiate counterparty credit assurances, provide monthly reporting, forecast/analyze customer consumption, provide or assist with real-time market trade execution services, and coordinate with Pennsylvania NGDCs for invoice preparation.

Mobius is an independent commodity and energy enterprise, risk, compliance and advisory firm that provides market strategic analysis, guidance, and enterprise velocity and scale to producers, consumers, and capital participants. Mobius retains highly qualified personnel with decades of experience in retail natural gas risk management, regulatory compliance, scheduling, and physical operations. For documentation and evidence of Mobius' technical and managerial experience in the retail natural gas industry, please see the attached information about Mobius.

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

RENEWAL

Issued pursuant to Case Number(s):
02-1864-GA-CRS

Is

Ohio Competitive Retail Natural Gas Supplier Certificate Number:
02-027(2)

Granted to:
FIRSTENERGY SOLUTIONS CORP.

Whose office or principal place of business is located at:
395 Ghent Road, Suite 408, Akron, Ohio 44333

And is certified to provide:
Retail Natural Gas Marketer

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

Certification Effective:
August 22, 2004 through August 21, 2006

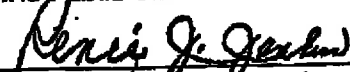
The certification of Ohio competitive retail natural gas suppliers is governed by Chapter 4901:1-27 of the Ohio Administrative Code and section 4929.20 of the Ohio Revised Code.

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

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

Witness the seal of the Commission affixed at Columbus, Ohio
Dated: August 18, 2004

By Order of
The Public Utilities Commission of Ohio



Renee J. Jenkins, Secretary
Betty McCauley, Acting Secretary
Mariruth C Wright, Acting Secretary

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
Technician _____ And Case Processed 8/19/04

CRNGS AUTOMATIC CASE ACTION FORM

Company Name and dba: FirstEnergy Solutions Corp.	Case No. 02-1884-GA-CRS
Certificate Number: G02-027 (2)	Date Case Action Form Submitted: 8/16/04

Action Needed

Issue Certificate to: FirstEnergy Solutions Corp.
At (address): 396 Ghent Road, Ste 408, Akron, Ohio 44333
Effective Date: August 22, 2004 **to:** August 21, 2006

Certify To Provide the Following Services:
 Retail Natural Gas Marketer
 Retail Natural Gas Broker
 Retail Natural Gas Aggregator
 Governmental Aggregator

Revise Certificate No. _____ **to:** _____

Reflect Name Change from: _____ **to:** _____

Reflect Transfer from: _____ **to:** _____

Reflect Change of Ownership from: _____ **to:** _____
New address: _____

Other: _____

Renew Certificate No. G02-027(1) **Effective Date:** Aug 23, 2002 **to:** Aug 22, 2004

Suspend Certificate No. _____ **Effective Date:** _____ **to:** _____
Service Areas: CGE CGO DEO VEDO

Rescind Certificate No. _____ **Effective Date:** _____ **to:** _____
Service Areas: CGE CGO DEO VEDO

Conditionally Rescind Certificate No. _____ **Effective Date:** _____ **to:** _____
Service Areas: CGE CGO DEO VEDO

Cancel Certificate Due to Abandonment Notice Filed on: _____

Cancel Certificate due to Merger with: _____ **Effective Date:** _____ **to:** _____
That has Certificate No.: _____

Close Case File - Withdrawn at Applicant's Request on Date: _____

Close Case File - Reason: _____

Protect Unredacted Copies Until: _____

State of New Jersey



Board of Public Utilities

Two Gateway Center, Newark, New Jersey 07102

HEREBY LICENSES

FirstEnergy Services Corp.
1989 Arena Drive, Suite 2
Trenton, New Jersey 08610

To conduct business in the State of New Jersey as a

Gas Supplier



Frances L. Smith

Frances L. Smith
Secretary of the Board

License No. GSL-0021
Effective Date: October 25, 2000
Expiration Date: October 24, 2001

PENNSYLVANIA PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF: A-125020

Application of FirstEnergy Solutions Corp. for the right to begin to offer, render, furnish or supply natural gas supply services to the public, within the service territories of Columbia Gas of Pennsylvania, Inc.; The Peoples Natural Gas Company; PG Energy, Inc.; Equitable Gas Company; National Fuel Gas Distribution Corporation; UGI Utilities, Inc.; PECO Energy Company; Penn Fuel Gas Company; Carnegie Natural Gas Company; T. W. Phillips Gas & Oil Company; and NUI Valley Cities Gas within the Commonwealth of Pennsylvania.

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing, it has, by its report and order made and entered, found and determined that the granting of the application is necessary or proper for the service, accommodation, convenience and safety of the public and hereby issues, evidencing the Commission's approval, to the applicant this:

LICENSE FOR NATURAL GAS SUPPLIER.

In Witness Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 15th day of October, 1999.



James F. McNulty

Secretary

MOBIUS

RISK GROUP

EXPERIENCE. INNOVATION. IMPACT.

COMPANY OVERVIEW

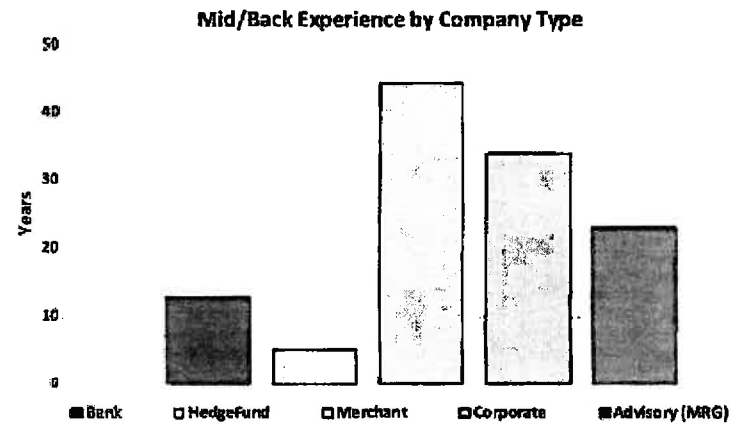
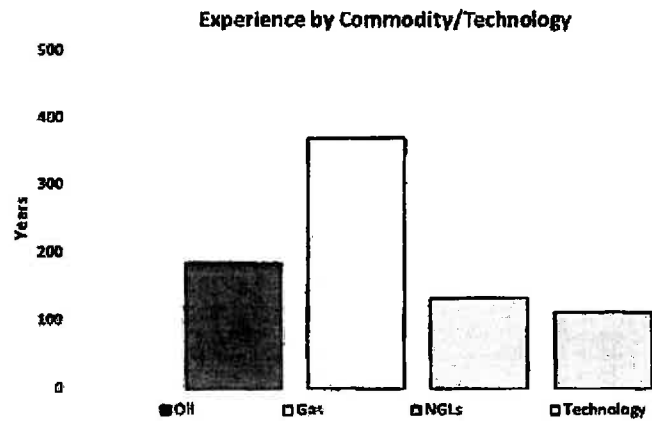
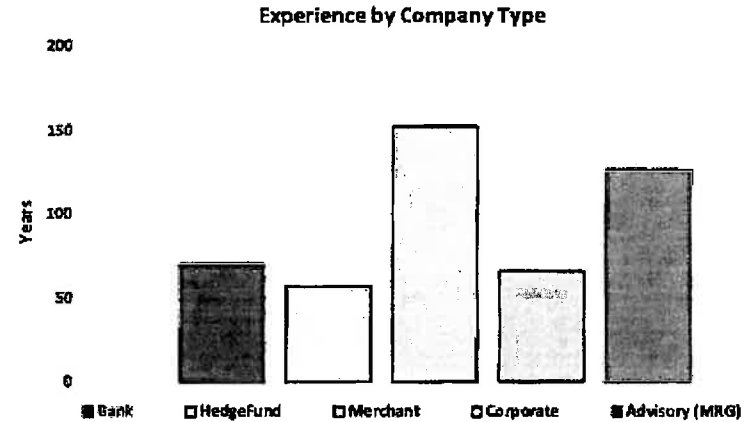
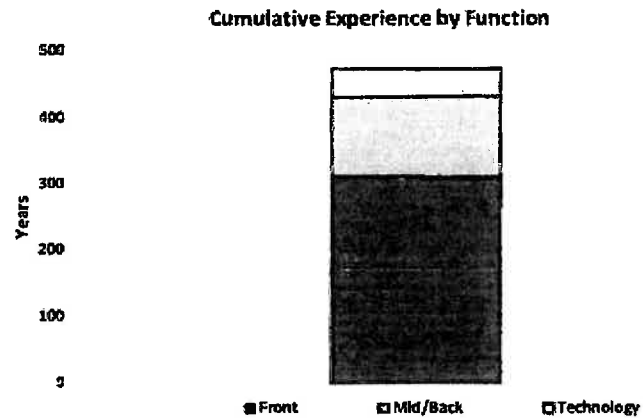
QUICK FACTS

Mobius Risk Group is an independent commodity and energy enterprise, risk, compliance and advisory firm providing market strategic analysis, guidance, enterprise velocity and scale to producers, consumers, and capital participants needing timely, actionable and impactful insight for commodities and energy impacted commodities

- **Founded:** 2002
- **Annual Transactions:** \$20 Billion in 2019 ytd
- **Ownership:** Privately Held
- **Office Headquarters:** Houston, Texas
- **SSAE 18**
- **SOC I Type II (Formerly SAS 70)**
- **> 800 curves and proprietary curves marked daily**
- **Average Employee Industry Experience:** 20 Years
- **M-risk™ – Industry Leading Proprietary Risk Module**
- **Corporate Confidentiality Policy**
- **Corporate Conflict of Interest Policy**
- **Non-Conflicted Advice**
- **100% Retainer Based Services**

TEAM EXPERIENCE

Average Experience Of >20 Years Informs Our Technology



CLIENT INDUSTRY VERTICALS

Industrial & Manufacturing

- Steel
- Chemical
- Pulp and Paper
- Aluminum
- Auto
- Glass
- Mining
- Building Materials
- Packaging
- Pharmaceutical
- Methanol
- Fertilizer
- Aerospace

Exploration & Production

- Crude Producers
- Natural Gas Producers
- Refiners
- Gathering, Processing, & Transportation

Capital Providers

- Investment Banks
- Private Equity
- Hedge Funds

Regulated Companies

- Utilities
- Cooperatives
- Pipelines
- Oversight Committees

Commercial

- Airlines
- Gaming
- Supercenters
- Education
- Real Estate
- Restaurants

COMMODITIES & SECTORS

Commodities Managed

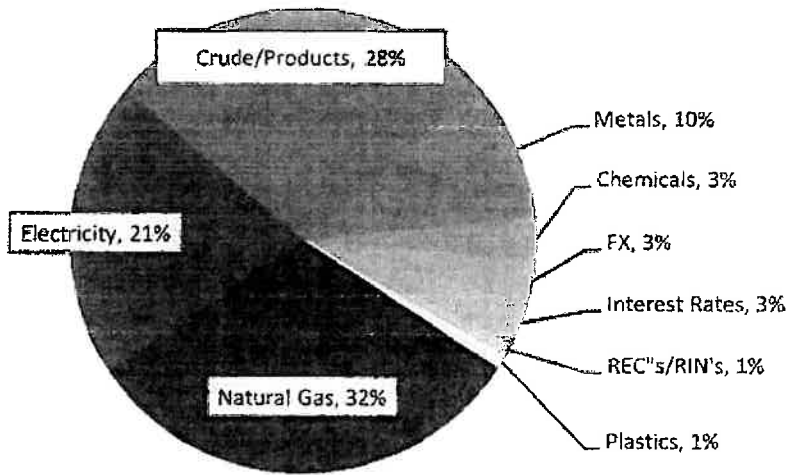
- Natural Gas
- Electricity
- Coal
- Crude
- Diesel
- NGL's
- Fuel Oil
- Plastics
- Chemicals
- Interest Rates
- Foreign Exchange
- Ferrous and Non-Ferrous Metals
- REC's/RIN's
- Softs

Sectors Served

- Energy Management
- Energy & Commodity Marketing
- Utilities
- Investment Banks
- Private Equity
- Hedge Funds
- Producers & Consumers
- Gaming
- Agriculture
- Commodities

FINANCIAL RISK MANAGEMENT SOLUTIONS

- Quantification and Assessment of Financial Exposure
- Customized Risk Strategy Development
- Policy and Protocol Development
- Risk Strategy Management
- Volume Forecasting and Budgeting
- Market Analysis and Monitoring
- Market Forecasting
- Market Updates
- Decision Support
- Negotiation
- Execution (as Agent)



FINANCIAL SOLUTIONS – PRODUCERS & END USERS

Solutions

- ISDA Negotiation
- Credit Negotiation
- Dodd Frank Compliance
- Risk Quantification
- NYMEX & Basis Hedging
- Strategy Execution (**as Agent**)
- Trade Verification
- Data Capture
- Monitoring
- Reporting
- Communication

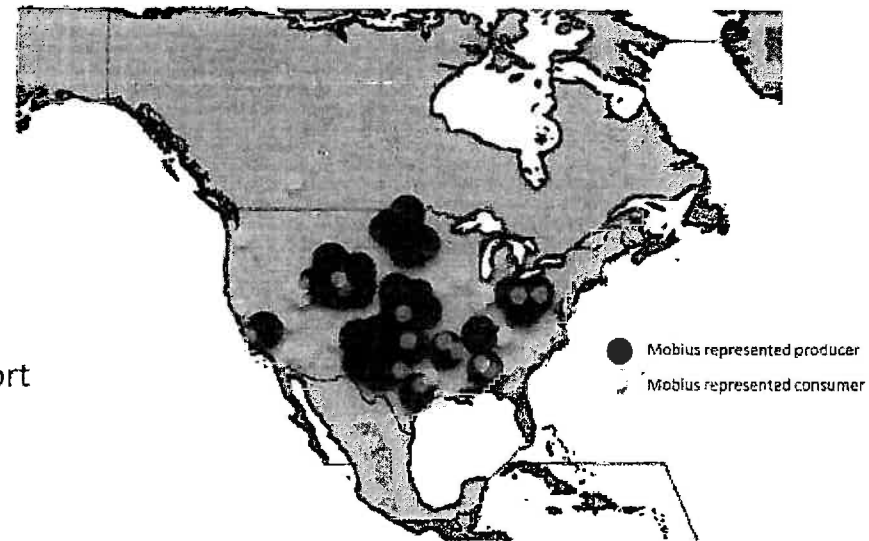
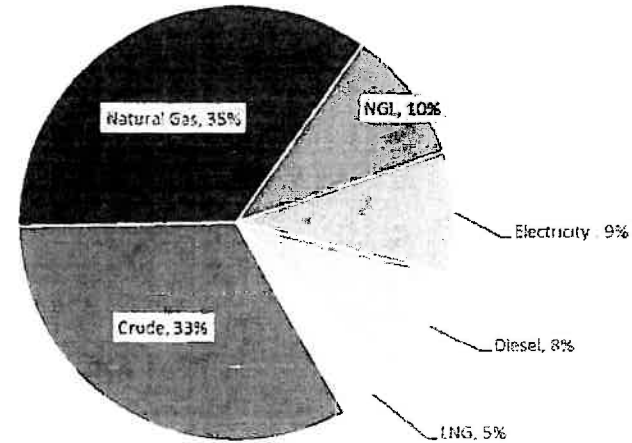
Value to Client

- Scale
- Experience
- Capacity
- Market Intelligence
- Drive Price Transparency
- Best Practices
- Economic Return
 - **\$.01-\$.05 per MMBtu**
 - **\$.10-\$.50 per Bbl**

PHYSICAL PRODUCER & END USER SOLUTIONS

Solutions

- Physical Market Intelligence
- Market Qualification, Comparison and Analysis
- Nominating, Scheduling and Balancing
- Transportation Pipeline Analysis
- Basis Hedge Strategy Development
- Market Negotiation
- Decision Support
- Execution (as Agent)
- Pipeline Tie-In Negotiations
- Gas Processing
 - Economic Evaluation
 - Contract Negotiation
- Accounting and Invoicing
- Gathering System Valuation & Negotiation Support



PHYSICAL SOLUTIONS – PRODUCERS & END USERS

Solutions

- Contract Terms
- Credit Execution
- Nom & Balancing
- Phys Marketing **(as Agent)**
- Processing Agreements
- Distribution Agmts
- Execution **(as Agent)**
- Basis Hedging (Fin & Phys)
- Trade Verification
- Data Capture
- Monitoring
- Reporting
- Communication

Value to Client

- Scale
- Experience
- Capacity
- Market Intelligence
- Drive Price Transparency
- Best Practices
- Economic return
 - **\$.03-\$1.25 per MMBtu**
 - **\$.10-\$2.50 per Bbl**

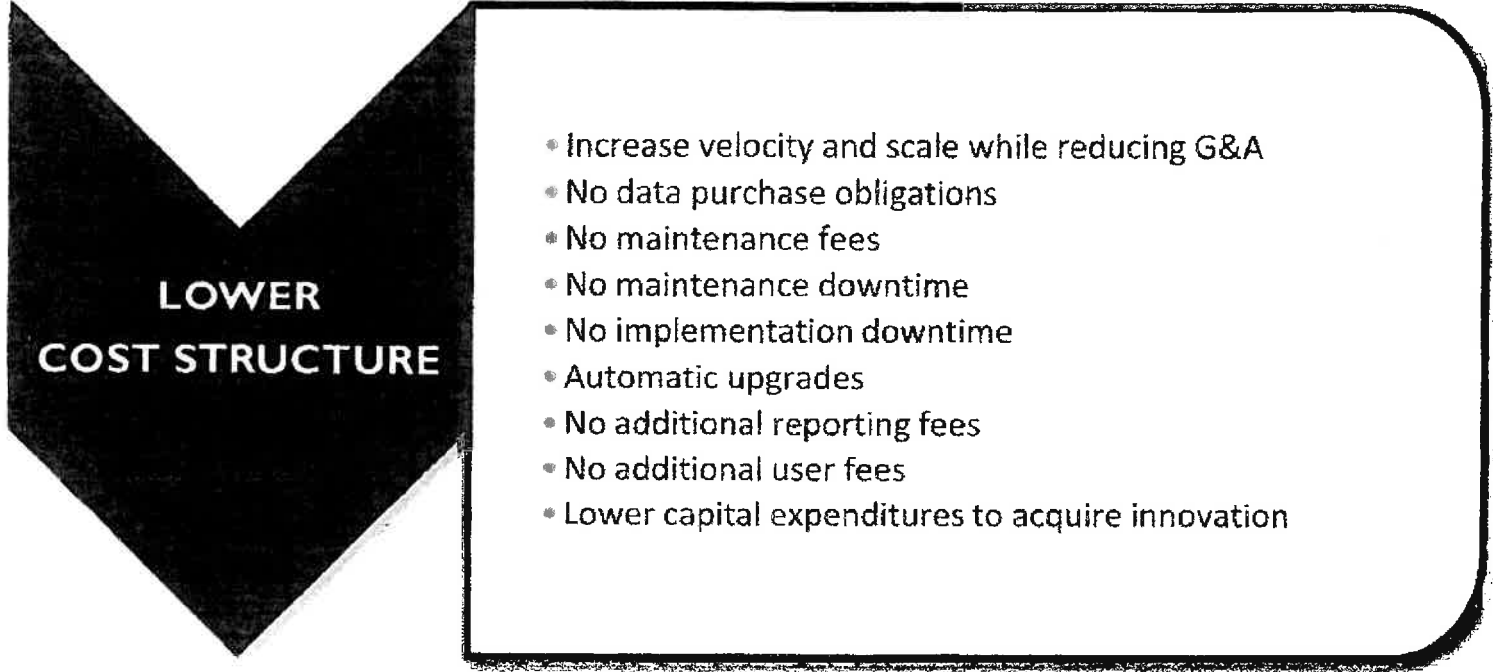
MOBIUS RISKNET™

Web Based Dashboard, Enterprise Physical and Financial Risk, Reporting and Document Management System

Security	Secure offsite backup and disaster recovery
Accessibility	99.99% Service level agreement
Mobility	Data security through encryption Instantaneous access to market/pricing information
Platforms Supported:	Portfolio, commodity and site level information
Google Chrome	Sensitivity analyses, exposures (M-risk™, VaR & PFE), risk levels and compliance (FERC, Dodd Frank, EMIR, FAS and SOX)
Mozilla Firefox	Scenario analysis/risk exposure models
	Access to contract and invoice database
	Customized reporting
	Option pricing models
	Third party valuations
	Deal capture

Developed and informed by our platinum team of risk managers, market experts, and super users

WHY RISKNET™?



WHY RISKNET™?

Full Time Equivalent (FTE) Reductions

- Reductions across front/mid/back office & IT
- Reduced infrastructure requirements
- Reduced audit requirements
- Reduced data requirements

Reduce costs.
Increase controls.

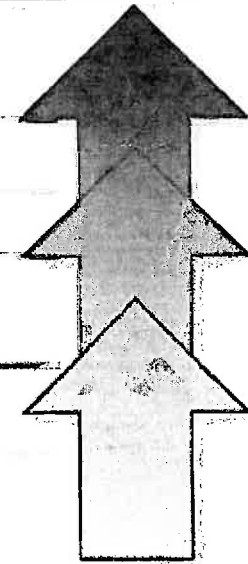
Enhanced risk control with respect to internal reporting and customer compliance

Independent/objective 3rd party position validation

Leverage and aggregate information flow

Rigorous audit around risk controls and processes (SSAE18 SOC 1 Type II Attestation)

One data truth for the entire organization

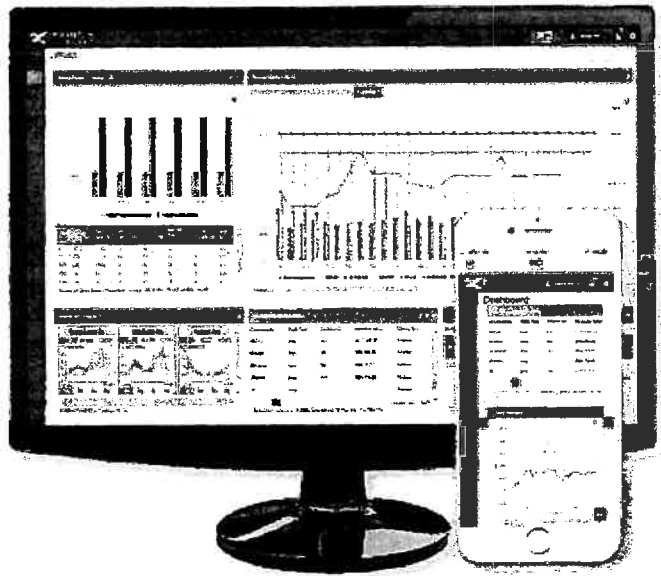


RISKNET™: STRATEGIC DASHBOARD

Daily Triage. Avoid surprises.

Clear and transparent data for both proactive and reactive response

From the C-suite to the back office an accurate picture of the organization daily



- M-risk™ and VaR (Value at Risk)
- Counterparty MTM
- Hedge Position
- Cash Flow
- Forward & Historical Market Pricing
- Action Items Pending
 - Confirmations for execution
 - Settlement invoices posted
- Proximity to Target Levels
- Proximity to Risk Limits

RISKNET™ : SCALE, ACCURACY, CONTROLS

Eliminate time consuming and error prone processes

Processes:

- Deal capture
- Deal entry audit and reporting
- Transaction confirmation processing and review
 - Electronic signature capabilities
 - Configure or upload signature and initials
- Settlements tracking and reporting
 - Invoice review
- Official month-end MTM reporting
- Counterparty MTM reconciliation

Internal Controls:

- Audited trail of all user activity (constant monitoring)
- New action alerts (i.e. transactions, confirms, invoices, accounting statements, etc.)
- User permission reports
- Audit and compliance Reporting
- User and business unit based permissions

Maintain/Amend Signature

Type Signature	Initials
John Doe	JD
<i>John Doe</i>	JD
<i>John Doe</i>	JD
<i>John Doe</i>	JD
<i>John Doe</i>	JD

Clear Initials Clear Signature Save

Download Your Active Signature Download Your Active Initials

MOBIUS APPROVED FOR SIGNATURE
2017/02/13 10:55:55

Accepted and confirmed as of date first written above: Blue Energy, LLC

John Doe
Feb/13/2017 10:55:55
By: _____
Name:
Title:

RISKNET™ : COMMUNICATION

Step away from your desk and let RiskNet™ keep you informed



Type	SMS	Email
Trades	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Confirmation	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Invoice	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Contracts	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Files	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Alerts	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All
Risk	<input checked="" type="checkbox"/> Select All	<input checked="" type="checkbox"/> Select All

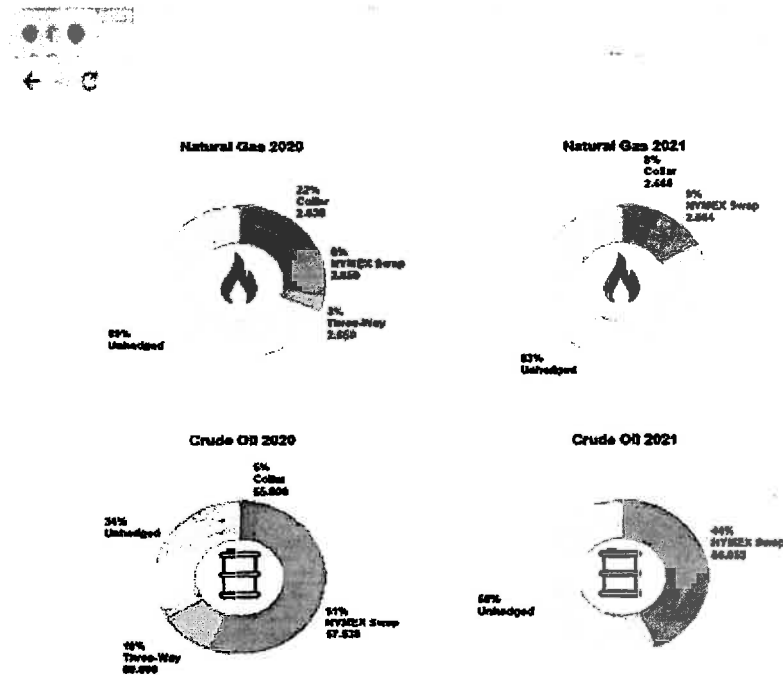
- Subscribe to be alerted via SMS Text or email when activity occurs within RiskNet
- Customizable by user
- Accessible on multiple platforms
- Report driven
- Comprehensive market/counterparty exposure

Commodity	Trade Type	2019	2020	2021	2022	Total
Aluminum	COMEX Swap	\$39,419	(\$1,235,679)			(\$1,196,260)
	LME Futures	\$4,513	(\$28,714)			(\$24,201)
	LME Swap	(\$115,111)	(\$682,934)			(\$798,045)
	Total	(\$71,179)	(\$2,147,327)			(\$2,218,506)
Copper	COMEX Futures	\$131,495	\$141,578			\$273,073
	Total	\$131,495	\$141,578			\$273,073
Crude Oil	Basis Swap	(\$305,025)				(\$305,025)
	Monthly Index Physical	(\$412,374)				(\$412,374)
	NYMEX Swap	\$14,296,904				\$14,296,904
	Total	\$13,579,604				\$13,579,604
NatGas Liquids	Monthly Index Physical	(\$358,868)	(\$1,065,196)			(\$1,424,064)
	OPIS Swap		\$727,896			\$727,896
	Total	(\$358,868)	(\$337,300)			(\$696,168)
Natural Gas	Basis Swap	(\$155,786)	\$925			(\$154,861)
	Monthly Index Physical	\$30,172	\$112,918	\$110,950	\$109,307	\$363,347
	NYMEX Swap	(\$107,493)	\$1,916,628			\$1,809,135
	Total	(\$123,107)	\$2,030,471	\$110,950	\$109,307	\$2,017,621
Steel	COMEX Swap	\$51,837	\$225,975			\$277,812
	Total	\$51,837	\$225,975			\$277,812
Steel Scrap	COMEX Swap	(\$60,573)				(\$60,573)
	Total	(\$60,573)				(\$60,573)
Total		\$1,019,208	(\$265,931)	\$110,950	\$109,307	\$1,122,801



RISKNET™ : REPORTING

Informed by a best in class client base and our combined 400+ years of experience, our robust best practices reports deliver key organizational metrics from financial and physical transaction analysis (revenue/cost), to hedge summaries, and charts which can be easily dropped into investor and board presentations (public/private)



Best practices reports:

- P&L
- Summary
- Position
- Commodity Usage
- Physical Revenue Report

Custom reporting:

- Full configuration of data and reporting based on all information in RiskNet
- Customized base report templates can be edited

All reports:

- Easily export into MS Excel or PDF
- Automatically run and send updated reports on customized timelines

M(β) RISK™ (commonly called **M-risk™**)

Proprietary, cutting edge framework that provides a holistic view of risk

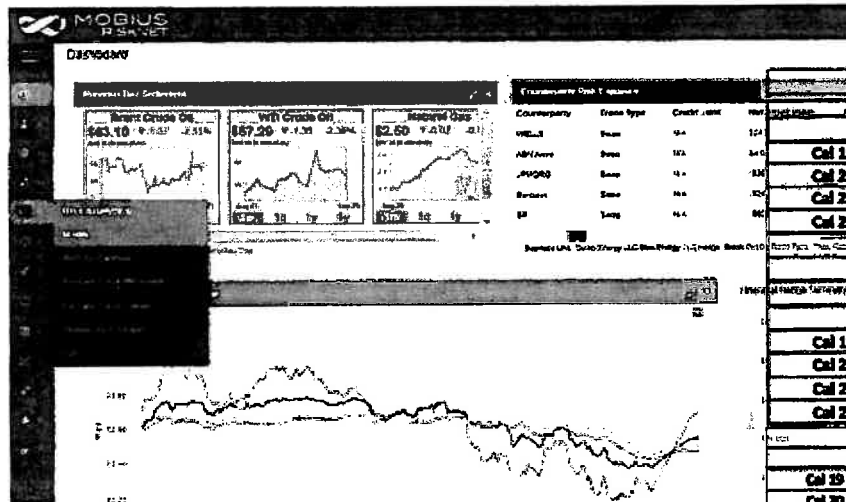
- **Why M-risk™? Traditional risk measurement has critical flaws (price forecasts, VaR etc)**
 - Price forecasting is rarely correct and ignores the path dependency of price (*which can be catastrophic*)
 - VaR has severe limitations such as the assumption of a normal distribution (*symmetric up/down moves and mispricing of tails – a 4 sigma event per a normal distribution happens 1/100 years – observed reality is 2-4 times/year*)
 - VaR also assumes constant volatilities and correlations, leading to mismeasurement of risk
- **How does M-risk™ improve the effectiveness of risk assessment?**
 - Uses 5-10 years of historical data and simulates all prices forward 1000's of times – these price paths (simulations) provide insight into what is possible in the future (probabilities)
 - Correctly captures asymmetric up/down skew, changing volatilities/correlations, and path dependence
- **What information does M-risk™ provide?**
 - Quantified NYMEX exposure. Quantified basis/differential exposure. Risk attribution by commodity/year
 - Quantification and articulation of benchmark only (NYMEX) risk management
 - Miscalculating basis/differential risk often results in over hedging with NYMEX – frequently risk additive
 - Identification of the most efficient instruments to use in achieving hedging objectives
 - Computation of the optimal allocation of your next hedge dollar (*avoid betting on price*)
 - Integration with internal financial projections to determine appropriate risk mitigation measures

M-risk™ combines rigorous quantitative analytics, extensive transactional experience, and deep fundamental knowledge, to comprehensively assess your portfolio risk

RISKNET: ANALYTICS

M(β) RISK™

EFFECTIVE HEDGING: OPTIMAL ALLOCATION OF YOUR NEXT HEDGE DOLLAR



PDP (starting) Fixed Price M-risk by location (\$MM)						
	Gas Portfolio				Oil Portfolio	
	CIG	HSC	Waha	NH	Mid	Cush
Cal 19	3.2	3.5	2.1	6.3	4.1	16.2
Cal 20	3.5	4.4	2.1	6.7	9.2	42.0
Cal 21	4.0	3.2	2.4	6.5	11.8	19.5
Cal 22	2.5	3.7	2.2	6.6	12.8	10.9

Current (remaining) Fixed Price M-risk by location (\$MM)						
	Gas Portfolio				Oil Portfolio	
	CIG	HSC	Waha	NH	Mid	Cush
Cal 19	3.6	2.5	0.4	0.7	2.0	5.8
Cal 20	3.5	4.4	0.4	0.9	5.7	23.8
Cal 21	4.0	3.2	1.7	6.9	11.8	19.5
Cal 22	2.5	3.7	2.2	0.4	12.8	10.9

Most Efficient Unit Hedges (hedges that reduce most risk) for Gas							
	CIG	HSC	Waha	NH	CIG diff	HSC diff	Waha diff
Cal 19	-3.2%	-2.8%	-2.1%	-3.1%	2.5%	0.3%	0.5%
Cal 20	-1.3%	-2.8%	-2.3%	-3.1%	2.1%	0.2%	0.5%
Cal 21	-1.9%	-2.0%	-3.2%	-2.2%	0.3%	0.2%	-1.5%
Cal 22	-0.9%	-1.4%	-1.7%	-1.2%	0.5%	0.0%	-0.4%

Most Efficient Unit Hedges (hedges that reduce most risk) for Oil			
	Mid	Cush	MidCush
Cal 19	-1.3%	-1.1%	0.1%
Cal 20	-1.4%	-1.1%	0.2%
Cal 21	-1.1%	-1.2%	0.0%
Cal 22	-0.8%	-0.8%	0.0%

- Tables at right show basis/differential hedges alone do NOT provide significant risk reduction for this portfolio; in fact, reducing (buying back) the CIG hedges is risk reductive
- The M-risk™ framework identifies and quantifies the sources of risk in your portfolio (by commodity/tenor), and the Mobius team collaborates to determine the most efficient portfolio risk mitigants (i.e., clearly illustrating where your hedge dollar is best allocated for optimal risk reduction)

REPORTING & COMPLIANCE SOLUTIONS

Reports

- Weekly Newsletter and Market Analysis
- Quarterly Market Overview
- Budgeting and Forecasting
- Forward Pricing
- Market to Budget and Mark to Market (133)
- Benchmarking
- M-risk™ or Value at Risk
- Producer and Operator Reports
- Daily and Monthly Imbalance
- Daily Production
- Production and Receivable Forecast
- Risk Management
- Risk Policy Compliance Monitoring
- Credit Exposure
- CFO, Treasury and Controller Reporting (Public & Private)
- Settlement and Month End Reconciliation

Reporting Compliance

- Sarbanes-Oxley Support
- Dodd Frank Required Reporting
- EMIR
- FAS 133/157 Support
- FERC Order 704 – Report 552

MOBIUS RISK GROUP

5847 San Felipe St, Suite 2502
Houston, Texas 77057
info@mobiusriskgroup.com
713-877-0404



LEADERSHIP TEAM

ERIC MELVIN

Chief Executive Officer

Eric brings more than 20 years of finance, energy risk management and trading experience to Mobius Risk Group. His extensive trading and marketing experience includes natural gas (physical and financial), power, crude, products, coal, weather, fixed income and foreign exchange. Eric has a proven record of accomplishment in developing and managing profitable energy trading, marketing and origination groups. He has extensive knowledge in corporate governance, hedging strategies, trading processes, physical and financial trading systems and energy accounting matters. Eric received his bachelors from the University of Michigan, Ann Arbor and a JD from the University of Detroit School of Law.

CASEY RAGSDALE

President

Casey brings more than 24 years of risk management, technology development, regulatory compliance, and retail energy structuring experience to Mobius Risk Group. His areas of expertise include power, natural gas, crude oil, crude products and metals. Casey's experience prior to Mobius Risk Group involved the development of processes to value and structure commodity transactions in both the power and natural gas markets throughout the U.S. as well as the development and implementation of risk management systems and risk management policies and procedures for various commodities in a large energy merchant environment. Casey holds a BBA in economics from Baylor University.

CHRISTINE ANDERSON

Chief Operating Officer

Christine has more than 25 years of professional experience in the physical energy arena. She currently works with clients to develop self-sustaining physical energy programs for producers and consumers. Primary responsibilities include working objectively to advise clients in developing portfolios that manage physical risk and volatility, while optimizing the assets on behalf of the client. Anderson is vastly experienced in physical procurement, marketing, transportation, structured transactions and contract negotiations across the entire U.S. as well as in South America. Previously Christine worked for Energy USA, a Nisource Company; Transcanada Energy Marketing; and TXU Energy. She was responsible for analyzing and executing structured transactions with pipelines, utilities, industrials and municipalities specializing in transportation and storage optimization. She holds a BBA in Marketing from Henderson State University.

PAUL SMITH

Chief Risk Officer

Paul has over 17 years of financial markets trading and structuring experience. Most recently, Paul was with one of the world's top 5 producers of oil and natural gas, where he ran the North American financial derivatives trading desk. His previous experience includes structured product sales for a large Houston energy marketer. Prior to sales he traded physical and financial gas for a large utility marketing company. He has marketing and trading experience in natural gas, electricity, crude and crude products, natural gas liquids and LNG. Paul moved to Houston in from Chicago where he traded equities, options and financial futures for a city center hedge fund. Paul holds a BA from Syracuse University and an MS from Illinois Institute of Technology

DAN CLARK

Vice President, Commodities and Analysis

Dan has an engineering background with forty years of commercial and operations experience in the energy industry with oil and gas production companies, producer affiliated gas marketing companies, and sixteen years' service at Mobius and other consulting firms. He provides conceptual and analytical support for energy and commodity risk management and is proficient in the formulation of specialized market assessments and analytical models relevant to natural gas, crude oil and refined products, renewable energy, monetization of landfill gas-to-energy projects including LNG and CNG motor fuel applications, RFS2, and electric utility rate review and optimization. Dan holds a BS in Chemical Engineering from the University of Arkansas.

ZANE CURRY

Vice President, Markets and Research

Zane has been with Mobius Risk Group since February of 2016. His primary responsibility is fundamental analysis of the North American natural gas market. Additionally, he assists in the valuation of gathering, processing, transportation, and physical sales agreements. His experience in energy has been focused on natural gas, however, as the North American hydrocarbon value chain has become a more integrated system his knowledge has expanded to crude oil, petroleum products, and seaborne LNG. Prior to joining Mobius, Zane spent 6.5 years with a Houston based hedge fund (Goldfinch Capital) with AUM of approximately \$750M. In his time with Goldfinch Capital, Zane was tasked with developing detailed models of the North American natural gas market, including 1st derivative components such as power generation by fuel source, supply side impacts of liquids focused drilling, etc. Zane is a graduate of Rice University, and a former member of his alma mater's baseball program as both a player and coach.

TJ POOL

Vice President & Co-Head, Commodity Risk

TJ has spent over 20 years in the energy industry concentrating primarily on natural gas fundamental analysis and trading. He started his career in at The Williams Companies where he moved from risk control, project analysis, and fundamental modelling to ultimately managing all the forward price exposure to natural gas in the West and Midcontinent regions for the company, as well as operating a successful proprietary trading portfolio. TJ next moved into the energy hedge fund world when he was hired by Centaurus Energy in Houston to trade natural gas financials for the West and Midcontinent regions. From there, and just prior to starting at the Mobius Risk Group, TJ spent five years at Goldfinch Energy (a hedge fund started by a former Centaurus trader)

where he performed natural gas fundamental analysis for the entire country. TJ is a graduate of The University of Texas with a degree in Finance.

JOHN SAUCER

Vice President, Research and Analysis

Prior to joining Mobius Risk Group as Vice President of Research and Analysis, John spent 13 years at the Houston based energy fund AAA Capital Management Advisors as a Trading Principal and Petroleum Specialist. Previously, he was a Vice President of Commodity Futures Sales at Citigroup. During his 12-year career at Citigroup, he also spent 7 years as a Vice President of Energy Analysis, responsible for fundamental research in the firm's Futures Research Department. Prior to his work at Citigroup, John spent 5 years as a senior editor at Petroleum Argus, a leading international oil market publication. John is a graduate of The University of Texas with a BA in Economics.

BILL SIEGER

Vice President, Technology

Bill has over 20 years of experience developing, deploying, and supporting client-facing technology. Over his more than 17 years in the financial services industry Bill has worked closely with front-office, mid-office, and back-office users in the commodities, FX, and derivatives fields. As Vice President, Technology, Bill leads the technology team building Mobius RiskNet, an in-house proprietary commodity risk management tool. Before joining Mobius in 2014 Bill spent almost fourteen years at J.P. Morgan and UBS. Bill holds a Bachelor of Science in Mathematics from the University of Notre Dame.

PHIL THOMPSON

Vice President & Co-Head, Commodity Risk

Phil has over 12 years of private finance, financial markets trading and structuring experience. Prior to joining Mobius Risk Group, he spent 18 months as an analyst for Donovan Capital, an energy banking firm that specializes in raising private capital and providing advisory services for oil and gas companies. Prior to Donovan, he worked in advisory and structuring roles at the UK's largest mortgage lender HBOS for 2 years and 1 year at the Zurich Insurance Group. Phil holds an MA in International Business from the University of Edinburgh in Scotland.

MOHIT ARORA

Director, Risk Management and Technology

Mohit has more than 20 years of quantitative analysis, trading, structuring, and risk management experience across the energy spectrum (crude, products, natural gas and NGL's). Prior to joining Mobius, he was designing option strategies and trading crude and product options at Koch Supply & Trading. He also constructed portfolio risk mitigation option structures for the crude, products/fuel and NGL desks. Before Koch, he traded crude and products at AAA Capital Management, with a focus on options. He moved to AAA from Entergy Koch/Merrill Lynch Commodities where he developed and traded natural gas option strategies,

proposed trades as well as enhanced return/index strategies to hedge funds and was the primary hedge structurer for corporate clients (producers, consumers and refiners). Mohit received his BTech from the Indian Institute of Technology Kanpur and a dual PhD (Aerospace Engineering and Scientific Computing) from the University of Michigan, Ann Arbor.

JULIE BERTILLION

Director, Client Success

Julie has 8 years of senior level expertise in natural gas commercial activities including marketing, scheduling, field and pipeline operations, and imbalance management across the U.S., primarily the Gulf Coast and Rockies. Julie has worked closely with our clients managing production volumes, pipeline nominations, gas sales and contract administration. Before her time at Mobius, Julie spent 3 years in a mid-office/back office risk administration role for a Houston based hedge fund. Currently, Julie works with both clients and prospective clients as an advocate and communication link. Focused on the RiskNet platform, she performs system testing, facilitates client onboarding, and provides training and support resources for clients to ensure their maximum success with existing and future services. Julie holds a Bachelor of Science in Sociology from the University of Houston.

ROSS BOYCE

Director, Commodity Risk

Ross has more than 4 years of experience in financial markets. His experience in energy has been focused on crude oil, natural gas, petroleum products and NGLs. Ross focuses on commodity risk strategy and risk model development, along with execution and valuation of an array of different OTC derivative products for producers, end users, and fund portfolios. Other areas of focus include foreign exchange, interest rates, and fundamental analysis. Ross holds a BA in Finance from the University of Missouri – Kansas City.

CHUCK CARLTON

Director, Commodity Risk

Chuck has over 20 years of experience in energy trading and analytics positions covering Natural Gas, NGLs, LNG, and Crude Oil. Chuck's experience has included 7 years at Williams in both risk control and natural gas derivatives trading, 7 years at Citibank as a trading manager on the natural gas desk within their energy trading business, 5 years as a portfolio manager and strategist in both Natural Gas and NGL hedge funds, and 2 years as a financial analyst at Golar LNG. Chuck holds both an MBA and a BSBA in finance from the University of Tulsa.

JASON DEVON

Director, Physical Operations

Jason is an accomplished energy trader with over 18 years of experience in the natural gas industry with an extensive knowledge of physical and financial trading. Jason has a proven track record of creating value through identifying and executing natural gas

trading opportunities as well as comprehensive experience managing both a speculative trading book and a large asset portfolio. Jason holds a BBA in Finance from University of Houston.

JON HONG

Director, Technology

Jon has over 10 years of experience in the technology industry working at multiple Fortune 500 companies. Prior to joining Mobius, he was a senior software engineer and worked on development for web applications. His expertise includes system automation, infrastructure design and software development. As Director of Technology, Jon currently works on Mobius RiskNet. He holds a Bachelor of Science in Electrical Engineering from the University of Texas.

CHARLES LIU

Director, Risk Control

Chuck brings more than 23 years of experience in the energy industry with primary emphasis in mid-office risk management, controls and compliance. Prior to joining Mobius four years ago, his focus was on Dodd-Frank compliance and natural gas controls with Enbridge and BP. Prior to his tenure with BP, Chuck served as a Vice President at JP Morgan within the mid office division. With Mobius, Chuck's primary focus is on the process and risk controls for physical and financial confirmations, financial invoices, financial settlements, and financial desk support and interacting with, and providing business level support, to the Mobius team. Chuck holds a BBA in accounting and finance from Houston Baptist University

MARK MCKEOWN

Director, Physical Operations

An industry veteran, Mark spent 27 years at BP concentrated in the Midcontinent and Gulf Coast natural gas trading groups. At BP (including Amoco) Mark specialized in acquiring and trading around storage and transportation assets as well as trading speculative positions. Since joining Mobius 9 years ago, Mark has concentrated his efforts on buying natural gas for industrial clients and as well as managing and scheduling their transportation assets. Mark holds a BBA in Finance from Stephen F. Austin State University.

MATT PARKER

Director, Commodity Risk

Matt has 15 years of experience trading natural gas and crude oil derivatives at energy hedge funds, investment banks, and energy merchants. Matt's primary responsibilities include evaluating market risk, derivative hedging, and physical marketing of both

natural gas and crude oil. Prior to joining Mobius, Matt was a portfolio manager for Goldfinch Capital and Sandridge Capital in Houston, Texas. He also has experience as a natural gas option trader at Merrill Lynch and Koch Industries, and as an auditor at Price Waterhouse. Matt holds an MBA from the University of Texas, is a CFA charterholder, and a Certified Public Accountant.

LAWRENCE SAENZ

Director, Commodity Risk

Lawrence has more than 12 years of experience in the physical natural gas market. His experience in energy has been focused on natural gas, primarily in asset optimization, scheduling, trading, and transportation analysis. Other areas of emphasis include monitoring and managing daily load requirements for various power plants and retail customers, along with identifying arbitrage opportunities supported by those asset positions. Lawrence specializes in providing market guidance and intelligence to both producers and end users. He also identifies pipeline transportation opportunities supported by the client's asset position. Prior to working at Mobius Risk Group, he was a physical gas trader with EDF Trading North America, responsible for trading and position management on numerous pipelines in the Eastern United States. Lawrence holds a BBA in General Business from Sam Houston State University and an MBA from Drury University.

Resume of
MARK MCKEOWN
3211 Windmoor Dr.
Katy, TX 77449
(281) 380-0387

SUMMARY

- **Seasoned Gas Trader and Scheduler with experience in numerous gas markets**
- **Ability to and manage Force Majeure events such as Hurricanes and Freeze-offs**
- **Specializing in Optimizing Transportation and Storage Assets**
- **Experienced in multiple aspects of Natural Gas Trading including Front, Mid and Back-Office**

EDUCATION

BBA in Finance from Stephen F. Austin State University

PROFESSIONAL EXPERIENCE

2008 – Present
MOBIUS RISK GROUP
Houston, TX

Physical & Operational Energy Services

- Responsible for procuring both long term and spot natural gas supplies for industrial clients in various markets located coast to coast.
- Additional duties include, managing transportation assets, nominations, balancing, and contract negotiations.
- Currently scheduling gas on Transco, Enable Gas Transmission, Gulf South, Panhandle Eastern, Puget Sound, Vectren, and Piedmont, Carolina Gas Transmission and Black Hills. Experienced in scheduling gas on numerous other pipelines including, Sonat, NGPL, Oklahoma Gas Transmission, Trunkline, Questar Gas, and Nipsco.
- Familiar with the terms and conditions presented in the standard NAESB sales and purchase agreement and have transacted and scheduled gas under such for 10 plus years.

1982 – 2008
BP ENERGY COMPANY (includes Amoco)
Houston, TX

Natural Gas Trader (2000 – 2008)

- Physical Gas Trader for ANR, Trunkline, Texas Gas, NGPL, Centerpoint, Ozark, OGT, MRT, PEPL, Southern Star and Enogex.
- Responsible for the acquisition and optimization of 250,000 MMBtu/D of Firm Transportation, and 10 bcf of Storage in the Mid-Continent and Gulf regions.
- Duties also included speculative trading of Time Spreads and Basis Spreads
- Traded and optimized equity production around company owned and third party processing plants and gathering systems.

- Responsible for the Park and Lend book.

Transportation Services Representative (1998 – 2,000)

- Scheduled gas nominations on Trunkline, Centerpoint, Nipsco, AOG, NGPL, Nicor, Texas Gas and Panhandle Eastern.

Operation Services Representative (1995 – 1997)

- Handled wellhead nominations and wellhead balancing for equity production in the Arkoma Basin.

Contracts and Compliance Analyst (1990 – 1995)

- Duties included the drafting of gas sales agreements, compliance of conventional contract issues such as Take-or-Pay calculations, and settlement negotiations, and the negotiation of Percent-of-Proceeds Contracts.
- For a brief period, duties included invoicing and cash collection for all long term gas sold in the California market.

Lease Analyst (1982– 1990)

- Duties included setting up and maintaining lease records, shut-in royalty payments, division order work and Due Diligence for acquisitions and divestments.

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 8(e)

John W. Judge
750 Ridgecrest Road
Akron, Ohio 44303
330-697-7289

WORK EXPERIENCE

Energy Harbor, LLC (f/k/a FirstEnergy Solutions Corp.) (Akron, Ohio) March, 2019 to Present

Energy Harbor, LLC (f/k/a FirstEnergy Solutions Corp.) is a privately held, independent power producer and fully integrated retail energy provider. The company has a fleet of 3 nuclear plants and 2 coal plants capable of producing nearly 50 million megawatt hours of electricity and more than \$2 billion in annual revenue.

President and Chief Executive Officer March, 2019 to Present

- Led a company of more than 2500 employees through the final stages of restructuring and preparation for separation of all corporate functions from the previous parent.
- Implemented cost improvements and business growth initiatives to position the emerged company for long term success.

FirstEnergy Corp. (Akron, Ohio) April, 1998 to March, 2019

FirstEnergy (NYSE: FE) is one of the nation's largest investor-owned electric systems serving 6 million customers in Ohio, Pennsylvania, New Jersey, West Virginia, and Maryland. FirstEnergy has approximately \$40 billion in assets and \$11 billion in annual revenue.

Chief Risk Officer and Vice President, Corporate Risk August, 2012 to March, 2019

- Led FirstEnergy's enterprise risk management, commodity risk control, credit, insurance, and financial risk management functions.
- Reported directly to both the Chief Financial Officer and the Audit Committee of the Board of Directors.
- Oversaw >\$10 billion in investments (pension, 401k, trusts) as Chair of the Investment Committee.

Chief Procurement Officer and Vice President, Supply Chain February, 2011 to August, 2012
Director, Supply Chain October, 2009 to February, 2011

- Led 240 employees involved in the purchasing, contracting, warehouse operations, and logistics functions for all non-fuel goods and materials purchased by FirstEnergy.
- Responsible for procurement of more than \$3 billion per year in goods and materials.
- Drove more than \$70 million in annual merger savings from sourcing and inventory related projects.

Director, Integrated Business Planning September, 2007 to October, 2009

- Led the team that developed FirstEnergy's 3 year business plan including financial projections and performance metrics. Prepared corporate level financial projections for executive leadership, the board of directors, and credit rating agencies.
- Led the development of earnings improvement plans to drive annual results that exceeded target levels
- Worked closely with CFO and Treasurer on corporate financial strategy including capital structure, dividend policy, and investment policy.

Director, Commodity Supply Planning October, 2004 to September, 2007

- Directed a department with responsibility for the long-term power portfolio, generation asset strategy, renewable energy, and market price forecasting.
- Led development of the \$1.7 billion Air Quality Compliance investment strategy. Developed a compliance plan with an incremental NPV that was \$200 million better than the original plan.
- Developed a renewable energy portfolio strategy and completed nearly \$1.5 billion in wind power purchase agreements.

John W. Judge

WORK EXPERIENCE (Continued)

FirstEnergy Corp. – Previous Positions

Director Gas Product Line August, 2002 to October, 2004
Director, Information Technology Strategy November, 2001 to August, 2002
Manager, Cross Business Initiatives December, 1998 to November, 2001
Senior Staff Analyst, Generation Strategy April, 1998 to December, 1998

Bell Atlantic Corp. (Arlington, Virginia)

Business Analyst (various levels with roles in new product portfolio management and corporate development) July, 1993 to April, 1998

EDUCATION

Master of Business Administration, Georgetown University

May, 1993

- Member of the MBA Presidents Council, Toastmasters public speaking club (President), and MBA Volunteers (Project Leader).

Bachelor of Arts, University of Miami

May, 1991

- Degree with Honors in Economics and International Studies.
- Received the Henry King Stanford Scholarship
- Inducted into Phi Kappa Phi and Golden Key National Honor Society.
- Member of the International Business Association, Golf Club, and Intramural Basketball.

Study Abroad Program, Glasgow University (Scotland)

October, 1989 to June, 1990

Nuclear Reactor Technology Course, MIT

June, 2015

ACADEMIC, PROFESSIONAL, AND COMMUNITY INVOLVEMENT

Nuclear Energy Institute

- Board member (2019-Present)

University of Akron, member of the Graduate Faculty, Department of Finance (2000 to Present)

- Instructor for the MBA level courses in Capital Budgeting, Financial Risk Management, Derivatives
- Recipient of the Professional Honor Society award from the Financial Management Association

Ohio and Erie Canalway Coalition

- Board member (2008 to Present)
- Board chairman (2015 to 2019), vice chairman (2010 to 2015)

Boy Scouts of America

- Executive Board Member, Great Trail Council (2019 to Present)
- Troop Committee Chair (Troop 1, 2017 to Present)
- Cub Scout Den Leader (Pack 3390, 2012 to 2017)

Leadership Akron

- Graduate Class XXV (2008)
- Board member (2016 to Present)

Habitat for Humanity of Summit County

- Board president (2013-14), vice president (2012-13)

- **Board member and finance committee member (2010-16)**

DAVID D. FARANETTA

608 Comanche Drive • Allen, TX 75013 • Cell: 214.558.2916 • dfaranetta@tx.rr.com

CHIEF FINANCIAL OFFICER

**Financial, Treasury and Operations Management • Performance & Risk Management • Investor & Customer Communication
Mergers & Acquisitions • Banking, Board, & Regulatory Relations • Financial & Operational Integration
Process Improvement • Investment Management • Customer & Staff Satisfaction & Retention**

Strategic/entrepreneurial leader and change agent with strong operational experience and demonstrated ability to clearly and effectively communicate across the entire business landscape. Motivational leader known for clearly defining mission and goals, aligning people and resources, and consistently delivering results that exceed expectations. MBA and BA in Economics. Highlights:

- **Treasury and capital structure/allocation:** Managed banking and treasury matters including cash management, loan re-pricings, and interest rate hedging. Reduced annual cash interest by ~\$45M. Developed and implemented enterprise capital allocation strategy that optimized ~\$600M spend.
- **Performance management:** Instituted disciplined scorecard development and financial performance management process that led to best 5-year performance in the history of the company.
- **Growth:** Created and executed growth opportunities across the electricity value chain from competitive retail to wholesale power, leading to material enterprise value creation. Led mergers and acquisitions, jumpstarted new business divisions and was involved in completing one of the largest leveraged buyouts in US history.
- **Cost savings:** Drove ~\$250M in operational efficiencies over 5 years. Successfully integrated financials of five major lines of business into newly formed company; led significant reductions in capital spending as well as increased project financial and operational results.
- **Investor & Customer Relations:** Effectively advocated businesses to investors and large customers. Crafted and delivered materials that convincingly conveyed key investment thesis as well as addressed financial health and business performance trends. Audiences included large corporate investors and key decision makers of major Texas cities and corporations.

EXPERIENCE

ENERGY HARBOR, LLC (F/K/A FIRSTENERGY SOLUTIONS CORP.), 2020 – Present

Chief Financial Officer, Treasurer and Chief Risk Officer

First Energy Solutions (FES) Corp. is a leading energy supplier serving residential, commercial and industrial customers throughout the Northeast, Midwest and Mid-Atlantic regions of the U.S. FES will soon emerge from restructuring as a privately held, independent power producer and fully integrated retail energy provider named Energy Harbor. The company will have a fleet of 3 nuclear plants and 2 coal plants capable of producing nearly 50 million megawatt hours of electricity and more than \$2 billion in annual revenue.

Responsible for the financial operations of the company, including all financial accounting and analysis, treasury, and debt management, forecasting and budgeting, audit, tax and reporting. Provides the strategic vision, tactical execution, and leadership necessary to enable effective cost management. Leads commodity operations including wholesale transactions, pricing and structuring, load forecasting, and portfolio management/analytics. Serves as the Chief Risk Officer of the corporation with oversight over risk controls, credit, insurance, and enterprise risk management.

STREAM GAS & ELECTRIC, LTD., 2017 – Oct 2019

Executive Vice President and Chief Financial Officer

Stream Gas and Electric, Ltd. (SGE), one of the largest direct selling companies in the energy market and among the nation's fastest growing retailers, serving more than 600,000 residential customer equivalents across nine states and the District of Columbia. In addition to electricity and natural gas products, SGE offers wireless, protective and home services products. SGE's primary sales channel is through its network of 10,000+ Independent Associates generating annual revenue of over \$750M. SGE's growth is robust achieving over 4% of the Texas electricity market and over 3% of the Georgia retail natural gas market. On May 20th, 2019, SGE announced the sale of its energy business to NRG for \$300M cash plus working capital.

Led all financial aspects of SGE including cash management, accounting, accounts payable, insurance, planning and analysis, wholesale settlements, and risk. Improved profitability and stabilized cash flows through diligent management of product pricing, hedging strategies, operating expenses.

Maximized unitholder value with the \$300M sale of the SGE energy business to NRG Energy (closed July 31)

- Innovative approach of spinning off energy segment from ongoing direct selling business. Via a marketing agreement, ongoing business will focus on its core direct selling competency as an energy acquisition channel for NRG Energy in addition to providing other products such as wireless services.
- Led valuation, negotiation of key transaction agreements, creation/delivery of stakeholder/board communication materials and transition activities.

DAVID D. FARANETTA

PAGE 2

• EXPERIENCE (CONTINUED)

Recognized a trend of dramatically increasing bad debt expense and proactively established a team that rapidly implemented appropriate credit policy and practice changes resulting in a significant bad debt expense reduction and an increase in cash collections.

- As the result of a failed customer acquisition strategy, Stream incurred dramatic increases in customer bad debt expense.
- Established a team that developed credit policy and operational improvements resulting in a ~40% reduction in bad debt expense and a solid improvement in customer quality.

Revamped an ineffective long range planning and budgeting process.

- Developed a collaborative and integrated process that consolidated three separate processes into one.
- Led the creation of a robust cross functional process that integrated input from key subject matter experts while fully utilizing the existing Adaptive Planning platform.
- Upgraded planning team and implemented training to improve technical capabilities.

VISTRA ENERGY/ENERGY FUTURE HOLDINGS/TXU CORPORATION, 2000 – 2017

Senior Vice President Planning and Treasury (2016 – 2017)

Vistra Energy (NYSE: VST) is a premier Texas-based energy company focused on the competitive energy and power generation markets through operation of the largest retailer of electricity and generator in the growing Texas market. Vistra Energy has revenue of \$5B+, adjusted EBITDA of ~\$1.4B+, adjusted free cash flow of \$840M+ and 4,000+ employees.

Re-organized the Treasury and Financial Planning functions to reduce expense by 45% and refocus team on capital structure optimization, insurance, cash and liquidity management, short and long range financial and operational planning, management and financial reporting, bank and rating agency relationships, debt covenant compliance, and business performance management.

Established credit ratings, issued ~\$7B of equity and \$1B term loan, re-priced term loans, implemented interest rate hedges, managed cash and liquidity and optimized insurance portfolio

- Worked with rating agencies to achieve favorable post-emergence credit ratings leading to issuance of incremental \$1B+ term loan while listing equity on the OTC QX then NYSE
- Re-priced ~\$3.5B term loans saving ~\$45M+ annual cash interest and implemented \$3B of interest rate swaps
- Analyzed minimum liquidity levels and effectively implemented cash strategies resulting in efficient capital allocation
- Optimized property, business interruption, D&O and liability insurance resulting in improved coverage and \$4M+ annual savings
- Implemented WACC and hurdle rates for capital allocation, growth initiatives and normal course projects

Led the development of EBITDA and FCF guidance and long range financial and operational budgets

- Worked collaboratively across all levels of Vistra Energy to develop and approve by the Board of Directors, annual EBITDA and FCF guidance ranges, annual internal budget, and associated incentive metrics.
- Utilized multiple wholesale price scenarios to financially model plants leading to decisions to operate or close facilities.
- Implemented monthly Board and Management reporting framework and quarterly Reg G reconciliations for use with investors

Senior Vice President & Chief Financial Officer: TXU Energy (2012 – 2016)

TXU powers the lives of more Texans than any other retailer, has 1.5M residential customers and 200,000+ commercial/industrial customers, revenue of \$4B+, \$300M+ in working capital, 1,000+ employees, and 800 contractors.

Selected by Executive Committee and Board for role leading 100+ employees and encompassing finance, planning, accounting, large business customer and revenue operations. Routinely interacted with Board and senior corporate executives; represented company to outside counsel in key lawsuits and regulatory investigations.

Led customer support and invoicing functions for 3,000+ large commercial and industrial customers with 40,000+ electric meters and a revenue stream of \$850M+.

- Generated a 99%+ customer satisfaction rate, custom invoice accuracy, and billing timeliness.
- Drove process improvements that resulted in a 10% reduction in staff while continuing to maintain high customer satisfaction.

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 9

Attachment 9: Energy Harbor Disclosure Statement Template

Natural Gas - Residential and Small Business Customer Disclosure Statement Summary – Fixed Price	
Natural Gas Supplier ("NGS") Information	Energy Harbor LLC - 341 White Pond Dr. B3, Akron, OH 44320
	1-888-254-6359 (8:00 AM – 5:00 PM EST), excluding holidays and weekends
	PA License No. _____
	www.energyharbor.com
	As the NGS, Energy Harbor is responsible for the gas commodity /supply charges.
Price Structure	Fixed Price. Your price is fixed for the initial length of your Agreement and includes the cost of gas supply. This price includes natural gas commodity charges, estimated total state taxes, but excludes applicable stand and local sales tax. This price does not include distribution charges from your local natural gas distribution company ("NGDC"). Commodity prices are set by Energy Harbor LLC. The Pennsylvania Public Utility Commission ("PPUC") regulates distribution or delivery prices and services. Commodity charges are the charges for basic gas supply that is sold either by volume (ccf or Mcf) or heating value (Dekatherms or therms). Distribution Charges are the charges for the delivery of natural gas from the point of receipt into the NGDC's system.
Generation/Supply Price	X.XX ¢/CCF
Statement Regarding Savings	During the period your Agreement is in effect, the above price may be higher or lower than the NGDC's price, which changes over time based upon your NGDC's procurement structure. Therefore, SAVINGS ARE NOT GUARANTEED.
Deposit Requirements	None
Incentives	There are no offers currently available.
Agreement Start Date	Energy Harbor will begin supplying gas to your account beginning on a date set by your NGDC after the NGDC processes your enrollment, which may take up to two billing cycles.
Agreement Duration/ Length	_____ months
Cancellation / Early Termination Fees ("ETF")	If you are a new or returning customer, you have the right to rescind this Agreement within three (3) business days after receipt of the attached disclosure statement by contacting Energy Harbor at the telephone number listed above. You will not be charged an ETF if cancelled during this rescission period, or within thirty days prior to the expiration of your Agreement or the date on which a material change in the terms and conditions becomes effective. In all other situations Energy Harbor may charge you an ETF of \$_____ if the Agreement is cancelled or terminated for cause prior to its expiration. [The ETF will be determined based on product being offered]
End of Agreement	If you have a fixed duration Agreement approaching the expiration date, or whenever we propose to change the terms of service, you will receive two separate written notifications, the first approximately 60 to 75 days in advance, and the second, 45 days in advance of either the expiration date or the effective date of the proposed changes. These notifications will explain your options going forward. If you fail to respond to these notices, your contract will automatically renew as described in the notices that you receive.
NGDC Contact Information	Your NGDC is responsible for delivering natural gas to you and any related charges for this service. In cases of emergencies relating to your service, such as a natural gas leak, please call your NGDC, which is identified at the end of the Disclosure Statement.
Shopping for a Gas Supplier	Information about shopping for a natural gas supplier is available 1) at www.PaGasSwitch.com or other successor media platforms as determined by the PPUC; 2) by calling the PPUC at 1-800-692-7380; and 3) by visiting the Office of Consumer Advocate website at www.oca.state.pa.us .

DISCLOSURE STATEMENT

Purchase of Natural Gas Supply Service

ENERGY HARBOR LLC ("Energy Harbor") agrees to sell, and you agree to buy, your full requirements for natural gas supply service for your home or business at the price and on the terms and conditions specified in this Disclosure Statement ("Agreement"). Price and other terms of this Agreement are subject to change as provided below. Energy Harbor reserves the right to revoke its natural gas offer for any reason at any time prior to your acceptance of this Agreement. Throughout this Agreement, the words "you" and "your" refer to the customer who has entered into this Agreement. The words "we", "us" and "our" refer to Energy Harbor.

Energy Harbor is an independent seller of natural gas supply service licensed by the Pennsylvania Public Utility Commission ("PPUC") and is not representing or acting on behalf of your local natural gas distribution company identified at the end of this Agreement (the "NGDC"), any governmental bodies, or consumer groups. You will receive written notification from the NGDC confirming a pending switch of your natural gas supply service to Energy Harbor. Commodity prices and charges are set by Energy Harbor. The PPUC regulates distribution or delivery prices and services. You will receive a single bill that will contain NGDC charges and Energy Harbor charges.

Eligibility - Only residential customer accounts or Small Business Customers (as defined below) are eligible to enroll in this offer from Energy Harbor. Customers who participate in energy assistance or low-income rate programs, or are served by a natural gas cooperative or municipally owned utility are not eligible for this offer. Supplying you under this Agreement is conditioned on the NGDC accepting our enrollment of your account and your continued eligibility for consolidated billing by the NGDC. If you are not eligible for consolidated billing, you need to remedy that restriction with the NGDC before we can serve you. Energy Harbor reserves the right to refuse enrollment to any Customer for any of the reasons set forth in the "Termination" section below.

Right of Rescission - You have the right to cancel this Agreement without any fees or charges within three (3) Business Days after receipt of this Disclosure Statement ("Rescission Period") by contacting Energy Harbor at 1-888-254-6359.

Term - You will buy your natural gas commodity service for the length of time indicated on your Disclosure Statement Summary (the "Initial Term") beginning on a date set by your NGDC after the NGDC processes your enrollment. Your switch to Energy Harbor as your natural gas supplier may take up to two (2) billing cycles to take effect. This Agreement will automatically renew if not cancelled consistent with the terms and conditions set forth in the "Automatic Renewal of Agreement" Section.

Definitions - *Business Days* - Monday through Friday, excluding holidays. *CCF* - A measure of gas usage that equated to 100 cubic feet of natural gas. *Commodity Charges* - The charges for basic gas supply service that is sold by heating value or volume (CCF). *Distribution Charges* - The charges for the delivery of natural gas from the point of receipt into the NGDC's system. *Mcf* - A measure of gas usage that equates to 1,000 cubic feet of gas. *Natural Gas Distribution Company* - A state regulated natural gas utility that owns the gas lines and equipment necessary to deliver natural gas to the consumer (Formerly called local distribution company). *NGS - Natural Gas Supplier* - An entity that sells or arranges to sell natural gas to customers that is delivered through the distribution lines of an NGDC. *Small Business Customer* - business entities that receives natural gas service under a small commercial, small industrial or small business rate classification, and whose aggregate maximum registered annual consumption with the NGDC was less than 300 Mcfs, or equivalent, over the last 12 months.

Pricing and Bill Calculation - You will pay the amount per CCF indicated on your Disclosure Statement Summary for the commodity of natural gas and this rate will not change during the Initial Term except as set forth in "Change in Pricing and Other Terms" below. This price includes natural gas commodity charges and related transportation costs to the Delivery Point as defined in the "Delivery and Taxes" Section below. The price also includes estimated total state taxes, but excludes applicable stand and local sales tax. The total amount that is due to Energy Harbor will be calculated by multiplying your fixed price by your natural gas usage as measured by the NGDC meter during the applicable billing period, plus any pass through charges permitted in this Agreement. You agree to accept the measurements as determined by the NGDC for purposes of accounting for the amount of natural gas supply services provided by us under this Agreement. If the NGDC is unable to read your meter, the NGDC will estimate your usage and your charges will be calculated accordingly and adjusted on a future bill.

Price to Compare - The NGDC's current price to compare may change from time to time. Energy Harbor cannot guarantee savings over the NGDC's rates for the entire period this Agreement is in effect. Any potential savings are limited to a comparison against the NGDC's price to compare applicable at the time you enter into this Agreement.

Notice of Expiration or Material Change - Unless terminated earlier as provided in the "Termination" section, if you have a fixed duration Agreement approaching the expiration date, or whenever we propose to change the terms of service, you will receive two separate written notifications, the first approximately 60 to 75 days in advance, and the second, 45 days in advance ("Final Notice Period") of either the expiration date or the effective date of the proposed changes. **UNLESS OTHERWISE PROPERLY CANCELLED, THIS AGREEMENT WILL AUTOMATICALLY RENEW AS DESCRIBED IN THE NOTICES THAT YOU RECEIVE. IN ORDER TO PROPERLY CANCEL BEFORE AN AUTOMATIC RENEWAL,**

PLEASE REFER TO THE INSTRUCTIONS IN THE NOTICES THAT YOU RECEIVE.

Start of Service - THE PURPOSE OF THIS DOCUMENT IS TO AUTHORIZE ENERGY HARBOR TO CHANGE YOUR NATURAL GAS SUPPLIER. BY ENTERING INTO THIS AGREEMENT, YOU AUTHORIZE ENERGY HARBOR TO UNDERTAKE WHATEVER STEPS NECESSARY TO ACCOMPLISH YOUR SWITCH TO ENERGY HARBOR. Energy Harbor will begin providing natural gas supply service to you on a date set by your NGDC after the NGDC processes your enrollment and your service will continue for the number of months as set forth in the Disclosure Statement Summary, or any renewal period thereafter. Energy Harbor's natural gas supply service will be delivered to your residence or business using the NGDC's natural gas distribution system. Energy Harbor's obligations under this Agreement are conditioned on you providing complete and accurate information and on you remaining a NGDC distribution customer throughout the period this Agreement is in effect.

Billing and Payment - The cost of your natural gas supply service will be included on your bill from the NGDC, and is due and payable when your NGDC bill is due at the billing address provided in your NGDC bill. You acknowledge that the NGDC may provide us with your billing and payment information. Should the NGDC cease providing consolidated billing for your account and/or commence billing us for any charges relating to you, we will bill you and you will pay us for all such charges. You will be billed additional charges, including taxes and charges to distribute the natural gas to your home or business, from the NGDC consistent with its filed tariffs. You are responsible for paying any new or increased taxes, fees or other charges imposed on you or us in connection with our supply of natural gas to you during the period this Agreement is in effect.

Late or Insufficient Payment - When the NGDC issues you a consolidated bill, all invoiced balances under this Agreement that are not paid in full by the due date will be subject to the NGDC's late payment policies and procedures, including imposition of late fees, interest and other charges as described in the NGDC's filed tariff(s).

Termination - Energy Harbor may terminate this Agreement for any nonpayment or any other breach of this Agreement upon thirty (30) days' prior written notice to you of such termination. If you fail to cure any nonpayment or breach of this Agreement within the thirty (30) day notice period, we may terminate the Agreement, even if you subsequently cure the nonpayment or breach after such period has expired. Energy Harbor may also terminate this Agreement upon thirty (30) days' prior written notice to you if there is a change in law or other act beyond our reasonable control or if we are no longer able to serve you. We also reserve the right to reject your enrollment or terminate this Agreement if:

- You fail to meet or maintain satisfactory credit standing as determined solely by us. Energy Harbor uses uniform income, deposit and credit requirements in determining whether your credit is satisfactory. By entering into this Agreement, you authorize Energy Harbor to perform a credit check on you.
- You fail to meet minimum or maximum threshold consumption levels as determined by us;
- You fail to be eligible for NGDC consolidated billing throughout the term;
- You provide any false, inaccurate or misleading information to Energy Harbor or the NGDC;
- You move within or outside of the NGDC's service territory or you fail to remain a NGDC distribution customer throughout the term under the applicable rate class; or
- You rescind your authorization for release of information provided in the "Information Release Authorization" section below.

Upon termination of this Agreement for any reason, you will return to receiving default supply service from the NGDC unless you have selected another natural gas supplier. The effective date of any termination will be the next applicable meter read date after expiration of the required notice period. Upon any termination, you will remain responsible for all obligations, including payment for natural gas charges incurred under this Agreement prior to the effective date of termination including any applicable termination fee.

Termination Fees - You may cancel this Agreement during the Rescission Period, or within the last thirty (30) days of the Final Notice Period without incurring an early termination fee. **IN ALL OTHER SITUATIONS YOU MAY TERMINATE THIS AGREEMENT PRIOR TO ITS EXPIRATION, IN WHICH CASE, UNLESS OTHERWISE REQUIRED BY LAW, YOU MAY BE CHARGED AN EARLY TERMINATION FEE OF \$[REDACTED]. IN ADDITION, YOU MAY BE CHARGED A TERMINATION FEE OF \$[REDACTED] IF WE TERMINATE THIS AGREEMENT AS A RESULT OF ANY NON-PAYMENT OR OTHER BREACH OF THIS AGREEMENT OR IF YOU PROVIDE ANY FALSE, INACCURATE OR MISLEADING INFORMATION.** [NOTE -- The ETF will be determined based on the type of product]

Assignment - Upon 60 days' prior written notice to you, Energy Harbor may assign, subcontract or delegate all or any part of our rights and/or obligations under this Agreement, including your payment obligations under this Agreement, without your consent. Your assignment notice will include a reminder that your terms and conditions will not change upon assignment. You may not assign any of your rights or obligations under this Agreement without our prior written consent. You will be responsible for paying for all natural gas supplied to the service address of this Agreement until the date this Agreement is terminated in accordance with its terms.

Change in Pricing and Other Terms - In addition to Energy Harbor's right to revise the price, terms and conditions of this Agreement as provided in the "Renewal" section above, this Agreement may be revised at any time by Energy Harbor upon the occurrence of any event beyond its reasonable control that materially increases the obligations of Energy Harbor or the cost of performing such obligations under this Agreement. In such an event, you will receive notices similar to those described in the "Renewal" Section above (e.g., two separate notices, one 60-75 days in advance; and the other, at least 45 days in advance of any such changes). If you do not consent to these changes, your natural gas supply service with Energy Harbor will terminate effective as of the next meter read date after expiration of the required notice period. You will remain responsible for any unpaid balance as of the termination date but we will not assess a termination fee.

Authority to Obtain / Release Personal Information - Throughout the period this Agreement is in effect, you authorize Energy Harbor to obtain information from the NGDC that includes, but is not limited to, account name, account number, billing address, service address, standard offer service type, historical and future natural gas usage, rate classification, meter readings, characteristics of natural gas service and, when charges hereunder are included on your NGDC bill, billing and payment information from the NGDC. You authorize Energy Harbor to release such information to third parties that need to know such information in connection with your natural gas supply service and to Energy Harbor's affiliates and subcontractors. These authorizations will remain in effect as long as this Agreement is in effect. You may revoke these authorizations at any time by either calling or providing written notice to us at the number and/or address provided below under the "Contact Information" section of the Agreement. We reserve the right to the extent permitted by law to reject your enrollment or terminate this Agreement in the event these authorizations are revoked.

Dispute Resolution / Class Action and Jury Trial Waiver – If you have any questions or concerns regarding the terms of service, you may contact us by telephone at 1-888-254-6359 (toll-free) Monday through Friday (8:00 am to 5:00 pm EST) or in writing at Energy Harbor LLC, Attn: Contract Administration, 341 White Pond Dr. B3, Akron, OH 44320. Our web address is www.energyharbor.com. **BOTH YOU AND ENERGY HARBOR AGREE IRREVOCABLY AND UNCONDITIONALLY TO WAIVE ANY RIGHT TO A TRIAL BY JURY OR TO INITIATE OR BECOME A PARTY TO ANY CLASS ACTION CLAIMS IN RESPECT OF ANY ACTION, SUIT OR PROCEEDING DIRECTLY OR INDIRECTLY ARISING OUT OF OR RELATING TO THIS AGREEMENT.** Nothing in this Agreement shall impair your right to make an informal or a formal complaint to the PPUC or to a court with appropriate authority to hear the complaint.

Delivery Point and Taxes - We will deliver natural gas to an existing or future point of interconnection between your NGDC distribution system and a third party pipeline supplying natural gas to the NGDC (the "Delivery Point"). Title and risk of loss related to natural gas transfer to you at the Delivery Point and you will be responsible for all transmission, distribution and other costs related to the distribution of the gas through your local NGDC. The fixed price offered by Energy Harbor includes an estimate of all taxes other than State and Local sales tax.

Limitation of Liability - **YOU AGREE THAT NEITHER ENERGY HARBOR NOR ANY OF ITS AFFILIATES OR SUBCONTRACTORS WILL BE LIABLE FOR ANY DAMAGES OR CLAIMS FOR MATTERS WITHIN THE CONTROL OF THE NGDC, WHICH INCLUDE MAINTENANCE OF PIPELINES AND SYSTEMS, SERVICE INTERRUPTIONS, LOSS OR TERMINATION OF SERVICE, DETERIORATION OF NATURAL GAS SUPPLY SERVICES, METER READINGS OR INJURY TO PERSONS OR DAMAGE TO PROPERTY CAUSED BY THE DELIVERY OR SUPPLY OF NATURAL GAS. NEITHER ENERGY HARBOR NOR ANY OF ITS AFFILIATES OR SUBCONTRACTORS WILL BE RESPONSIBLE FOR ANY FAILURE TO COMMENCE OR TERMINATE NATURAL GAS SUPPLY SERVICE ON THE DATE SPECIFIED HEREIN DUE TO ANY FAILURE OR DELAY IN ENROLLING YOU WITH THE NGDC. ENERGY HARBOR'S LIABILITY WILL BE LIMITED TO DIRECT ACTUAL DAMAGES ONLY, WHICH WILL NOT EXCEED THE AMOUNT OF YOUR SINGLE LARGEST MONTHLY INVOICE DURING THE PRECEDING TWELVE (12) MONTHS. IN NO EVENT WILL ENERGY HARBOR OR ANY OF ITS AFFILIATES OR SUBCONTRACTORS BE LIABLE FOR ANY PUNITIVE, INCIDENTAL, CONSEQUENTIAL, EXEMPLARY, INDIRECT, THIRD-PARTY CLAIMS OR OTHER DAMAGES WHETHER BASED ON AGREEMENT, WARRANTY, TORT, NEGLIGENCE, STRICT LIABILITY OR OTHERWISE, OR FOR LOST PROFITS ARISING FROM ANY BREACH OR NONPERFORMANCE OF THIS AGREEMENT.**

Events Beyond Our Control - Causes and events out of our reasonable control ("Force Majeure Events") may result in interruptions in service or our failure to deliver or distribute natural gas. We will not be liable for any such interruptions or any other failure to perform under this Agreement caused by a Force Majeure Event. We are not and will not be liable for damages caused by Force Majeure Events including but not limited to: acts of God; acts of any governmental authority; accidents; strikes; labor disputes; required maintenance work; changes in laws, rules or regulations of any governmental authority; lack of access to the NGDC's system; and non-performance by the NGDC.

Miscellaneous - Except with respect to Energy Harbor's affiliates and subcontractors under the "Limitation of Liability" section, there are no third party beneficiaries of this Agreement. Any payments due under this Agreement, and all provisions relating to the payment and collection thereof, and the provisions contained in the "Limitation of Liability" and "Dispute Resolution/ Class

Action and Jury Trial Waiver" sections above, will survive expiration or termination for any reason. This Agreement constitutes the entire agreement between you and Energy Harbor. No statement, promise or inducement made by either party not contained in this Agreement will be valid or binding. Unless otherwise stated, any reference to days will mean calendar days.

Contact Information: Information about shopping for a natural gas supplier is available i) at www.pagasswitch.com or other successor media platforms as determined by the PUC; ii) by calling the PUC at (800) 692-7380; or iii) by visiting the Pennsylvania Office of Consumer Advocate website at www.oca.state.pa.us.

IN THE EVENT OF AN EMERGENCY YOU SHOULD IMMEDIATELY CALL YOUR LOCAL NATURAL GAS DISTRIBUTION COMPANY IDENTIFIED BELOW.

Below is the contact information for FES, the PPUC and your local NGDC (which is identified with an X). Your NGDC is also your default service provider and can also provide you with information on Universal / Customer Assistance programs.

Natural Gas Supplier – Energy Harbor LLC.
341 White Pond Dr. B2
Akron, OH 44320
1-888-254-6359
www.energyharbor.com
PA License No. _____

Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265
1-888-PUC-FACT or 1-800-782-1110
www.puc.state.pa.us

NGDC / Default Service Provider:
(Your local NGDC is identified with an "X")

____ **Columbia Gas of Pennsylvania, Inc.**
P.O. Box 2318
Columbus, OH 43216-2318
www.columbiagaspa.com
1-888-460-4332

____ **Philadelphia Gas Works**
800 W. Montgomery Avenue
Philadelphia, PA 19122
www.pgworks.com
1-215-235-1000

____ **Valley Energy**
523 S. Keystone Avenue
Sayre, PA 18840
www.valley-energy.com
1-800-998-4427

____ **National Fuel Gas Distribution Corp**
6363 Main Street
Williamsville, NY 14221
www.nationalfuelgas.com
1-814-871-8200

____ **UGI Central Penn Gas**
P.O. Box 508
Lock Haven, PA 17745
www.ugi.com
1-800-276-2722

____ **PECO Gas**
2301 Market St.
Philadelphia, PA 19101
www.peco.com
1-800-494-4000

____ **UGI Penn Natural Gas**
One UGI Center
Wilkes-Barre, PA 18711
www.ugi.com
1-800-276-2722

____ **Peoples Natural Gas Company LLC**
P.O. Box 535323
Pittsburgh, PA 15253-5323
www.peoples-gas.com
1-800-764-0111

____ **UGI Utilities Inc.**
2525 North 12th Street Suite 360
Reading, PA 19605
www.ugi.com
1-800-276-2722

Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 11(a)

APPLICATION AFFIDAVIT

State of Ohio

⋮
⋮
⋮

ss.

County of Summit

John W. Judge, Affiant, being duly sworn according to law, deposes and says that:

He is the President and Chief Executive Officer (Office of Affiant) of Energy Harbor LLC ("Energy Harbor" or "Applicant");

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

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

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

That the Applicant herein Energy Harbor 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 Energy Harbor 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.

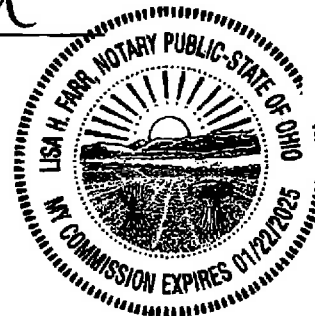
That the facts above set forth are true and correct to the best of his knowledge, information, and belief, and that he expects said Applicant to be able to prove the same at hearing.

John W. Judge
Signature of Affiant

Sworn and subscribed before me this 9th day of March 2020.

Lisa H. Farr
Signature of official administering oath

My commission expires Jan 22, 2025



Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 11(b)

OPERATIONS AFFIDAVIT

State of Ohio

⋮
⋮
⋮

ss.

County of Summit

John W. Judge, Affiant, being duly sworn according to law, deposes and says that:

He is the President and Chief Executive Officer of Energy Harbor LLC ("Energy Harbor" or "Applicant");

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

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

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

That Energy Harbor, the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28 shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

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

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

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

[continued on next page]

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

John W. [Signature]
Signature of Affiant

Sworn and subscribed before me this 9th day of March, 2020.

[Signature]
Signature of official administering oath

My commission expires 1-22-2025



Energy Harbor LLC (f/k/a FirstEnergy Solutions Corp.)
Natural Gas Supplier License Application - Attachments
Pennsylvania Public Utilities Commission

ATTACHMENT 12

PROOF OF PUBLICATION
In
THE ERIE TIMES-NEWS
COMBINATION EDITION

Calfee Halter Griswold, LLP
1200 Huntington Center
41 South High Street
Columbus OH 43215

REFERENCE: 99850 395228
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: 02/12/20

TOTAL COST: \$543.00 AD SPACE: 0 Lines

FILED ON: 02/12/20

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should also send copies of any protest, or direct any questions related to the filing, to FirstEnergy Solutions Corp.'s attorney at Calfee, Halter & Griswold, LLP, 1200 Huntington Center, 41 South High Street, Columbus, OH 43215-3465, Attn: Mark Kearney (614-621-7757).

FirstEnergy Solutions Corp.
(Restructuring as Energy Harbor, LLC)
341 White Pond Drive, Building B-3
Akron, OH 44320
330-254-4789 (Telephone)
330-515-8944 (Fax)

Sworn to and subscribed before me this 13th day of February 2020

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



The Patriot News
LEGAL AFFIDAVIT

AD#: 0009510563

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 02/13/2020

Victoria Soto

Principal Clerk of the Publisher

Sworn to and subscribed before me this 14th day of February 2020

Crystal B. Rosenstiel

Notary Public

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

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

Application of ~~FirstEnergy Solutions Corp.~~ For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17128. You should also send copies of any protest, or direct any questions related to the filing, to FirstEnergy Solutions Corp.'s attorney of choice, Hottel & Griswold, LLP, 1290 Huntington Center, 41 South High Street, Columbus, OH 43215-3465, Attn: Mark Keoney (614-621-7757)

FirstEnergy Solutions Corp.
(Restructuring as Energy Harbor, LLC)
341 White Pond Drive, Building B-3
Akron, OH 44320
888-254-4769 (Telephone)
334-315-6844 (Fax)

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

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

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

February 14, 2020

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

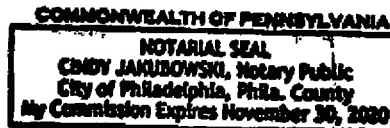


Sworn to and subscribed before me this 14th day of
February, 2020.



Cindy Jakubowski
Notary Public

My Commission Expires:



Copy of Notice of Publication

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE
Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services To The Public in The Commonwealth of Pennsylvania.
FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier or purveyor of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act. The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17128. You should also send copies of any protest, or direct any questions related to the filing, to FirstEnergy Solutions Corp.'s attorney at Calfee, Hatter & Griswold, LLP, 1200 Huntington Center, 41 South High Street, Columbus, OH 43216-3465, Attn: Mark Keaney (614-521-7767).
FirstEnergy Solutions Corp.
(Restructuring as Energy Harbor, LLC)
941 White Pond Drive, Building B-3
Akron, OH 44320
333-254-4730 (Telephone)
333-318-6944 (Fax)

No. _____ Term, _____

Proof of Publication of Notice in Pittsburgh Post-Gazette

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

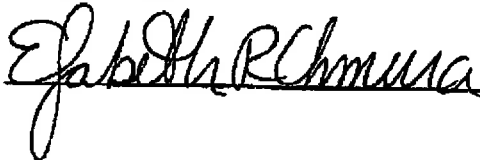
Commonwealth of Pennsylvania, County of Allegheny, ss K. Flaherty, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette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

14 of February, 2020

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:
February 14, 2020



Commonwealth of Pennsylvania - Notary Seal
Elizabeth R. Chmura, Notary Public
Allegheny County
My commission expires February 8, 2022
Commission number 1328781
Member, Pennsylvania Association of Notaries

STATEMENT OF ADVERTISING COSTS
FirstEnergy Solutions Corp.
341 White Pond Dr., Building B3
Akron Ohio 44320

To PG Publishing Company


Total \$465.00

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  Edward J. Arbaton

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

Attorney For

**COPY OF NOTICE
OR PUBLICATION**

PENNSYLVANIA
PUBLIC UTILITY
COMMISSION

NOTICE

Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in the Business of Supplying Natural Gas Supply Services To The Public in The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp. which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission (PUC) for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Process related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said process sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should also send copies of any protest, or direct any questions related to the filing to FirstEnergy Solutions Corp's attorney at Coffey, Heiter & Griswold, LLP, 1200 Huntington Center, 41 South High Street, Columbus, OH 43215-3465, Attn: Mark Keaney (614-421-7757).

FirstEnergy Solutions Corp
Restructuring as Energy
Harbor, LLC
341 White Pond Drive,
Building B-3
Akron, OH 44320
888-254-4749 (Telephone)
330-315-6834 (Fax)

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

FIRSTENERGY SOLUTIONS GROUP
TODD MORGANO
341 WHITE POND DR., BLDG B3 AKRON OH 44320

Account # 637000
Order # 82420341
Ad Price: 287.55

LEGAL NOTICE PENNSYLVANIA

Lisa Burke

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:

02/11/2020

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 Lisa Burke

Sworn and subscribed to before me
this 11th day of February A.D., 2020

Sharon Venturi
(Notary Public)

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

LEGAL NOTICE

PENNSYLVANIA PUBLIC
UTILITY COMMISSION NOTICE

Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/market maker engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should also send copies of any protest, or direct any questions related to the filing, to FirstEnergy Solutions Corp.'s attorney at Cleeve, Hafer & Ginzvold, LLP, 1200 Huntington Center, 61 South High Street, Columbus, OH 43215-3465, Attn: Mark Keane (614-821-7757).

FirstEnergy Solutions Corp.
(Restructuring as
Energy Harbor, LLC)
341 White Pond Drive,
Building B-3
Akron, OH 44320
698-284-4789 (Telephone)
330-315-8844 (Fax)

**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:

February 13, 2020

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

**PENNSYLVANIA
PUBLIC UTILITY
COMMISSION
NOTICE**

Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier/Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should also send copies of any protest or direct any questions related to the filing to FirstEnergy Solutions Corp.'s attorney at Caffee, Haller & Griswold, LLP, 1200 Huntington Center, 41 South High Street, Columbus, OH 43215-3465. Attn: Mark Keane (614-821-7757)

FirstEnergy Solutions Corp.
(Restructuring as Energy Harbor, LLC)
341 White Pond Drive, Building B-3
Aron, OH 44320
888-254-4769
(Telephone)
330-315-8844 (Fax)

[Signature]

SUN-GAZETTE LLC

Sworn to and subscribed before me:

The 13th day of February 2020

[Signature]
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

I hereto on the above state dates.....\$ 300.28

Probated same.....\$

Total.....\$ 300.28

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.

COMMONWEALTH OF PENNSYLVANIA } SS
County of Cambria

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**

Application of FirstEnergy Solutions Corp. For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth of Pennsylvania.

FirstEnergy Solutions Corp., which will soon be known as Energy Harbor, LLC, will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as (1) a supplier or aggregator of natural gas, and (2) a broker/marketer engaged in the business of providing natural gas services. FirstEnergy Solutions Corp. proposes to sell natural gas and related services throughout the entire Commonwealth of Pennsylvania under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests related to the technical or financial fitness of FirstEnergy Solutions Corp. may be filed within 15 days of the publication date of this notice with said protests sent to the Secretary of the PUC, 400 North Street, Harrisburg, PA 17180. You should also send copies of any protest, or direct any questions related to the filing, to FirstEnergy Solutions Corp.'s attorney at Calfas, Haker & Griswold, LLP, 1200 Huntington Center, 41 South High Street, Columbus, OH 43215-3455, Attn: Mark Kearney (614-621-7767).

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FirstEnergy Solutions Corp.
(Restructuring as Energy Harbor, LLC)
341 White Pond Drive, Building B-3
Akron, OH 44320
888-254-4769 (Telephone)
330-315-8844 (Fax)

On this 11th day of February A.D. 2020, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Sales Manager / Major Accounts of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and above matter published in said publication in the regular issues PA, on February 11, 2020; and that the Affiant is not advertising and that all of the allegations as to time, place and

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Signed and sworn to before me on
11th day of February, 2020,
by Christine Marhefka making the statement.

[Signature]

0.00 Lines @ \$2.50 per line	0.00
7 Inches @ \$25.00 per inch	175.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	182.50

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

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

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

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

(Name of Newspaper)

By _____