



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Pennsylvania Public Utility Commission
Attn: Secretary
400 North Street, Keystone Building
Harrisburg, PA 17120

RE: Power Up Energy Pennsylvania, LLC response to Data Requests received for a License to Supply Electricity under Docket No. A-2021-3027018

To Whom it May Concern,

Power Up Energy Pennsylvania, LLC ("Power Up Energy") respectfully requests the Pennsylvania Public Utility Commission to find the enclosed responses to the data requests received in response to the recently filed application for a license to supply electricity in the Commonwealth of Pennsylvania under Docket No. A-2021-3027018.

Please keep under seal as "Confidential" and not make part of the public record Exhibits 7B-b.

The electric utility business is highly competitive, and it is imperative that public disclosure of the confidential information contained in the documents identified above be avoided. Power Up Energy, is privately held and not a publicly traded company therefore, all its information is highly confidential. The public disclosure of Power Up Energy's information as disclosed in response to the questions and provided exhibits noted above would create a hardship for Power Up Energy because it would give an unfair advantage to Power Up Energy's competitors and would likely result in economic damages to Power Up Energy.

Thank you for your time and consideration.

Sincerely

Joseph Pane

President

Power Up Energy Pennsylvania, LLC



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Verification

I, Joseph Pane hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

Joseph Pane



President

Power Up Energy Pennsylvania, LLC



Power Up Energy, LLC
148 New Dorp Lane, Staten Island, NY 10306
(855) 593-0089 | support@powerupenergyus.com | powerupenergyus.com

Data Request Responses

(Public)



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 1

EGS Application Package – Applicant filed an outdated EGS Application. Please file an updated EGS Application being sure to address the missing information listed below.

Power Up Energy Pennsylvania, LLC submitted the application prior to the updated format was publicly available. Therefore, Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find an updated copy of the EGS application for Power Up Energy Pennsylvania, LLC

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Power Up Energy Pennsylvania, LLC, d/b/a Power Up Energy, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) Supplier of Electricity 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:

Power Up Energy Pennsylvania, LLC
148 New Dorp Lane Staten Island NY, 10312
www.powerupenergyus.com
1-866-223-9166

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

INCorp SERVICES INC.
7208 Red Top Road Hummelstown PA, 17036
(T) 702 866-2500
(F) 702-866-2689

- 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.

Joseph Pane: President
148 New Dorp Lane Staten Island NY, 10312
www.powerupenergyus.com
1-866-223-9166 (F) 347-514-9910
compliance@powerupenergyus.com

- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

Christopher R. Travis. Travis Law PLLC
www.travislawny.com
(212)-248-2120
80 Maiden Lane, Suite 304
New York, New York 10038

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

Joseph Pane: President
148 New Dorp Lane Staten Island NY, 10312
www.powerupenergyus.com
1-866-223-9166 (F) 347-514-9910
compliance@powerupenergyus.com

Louis Padilla: Customer Service Manager
148 New Dorp Lane Staten Island, NY 10306
Telephone: 347-934-2969
Email: complaints@powerupenergyus.com

2. BUSINESS ENTITY FILINGS AND REGISTRATION

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

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

Provide a copy of the Applicant's filing with Pennsylvania's Department of State pursuant to 54 Pa. C.S. §311, Form PA-953. **Please See Attached Exhibit 2-A**

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: **Please See Attached Exhibit 2-B**

- ☐ 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. **Please See Attached Exhibit 2-B**
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. **Please See Attached Exhibit 2-B**
- Give name and address of officers. **Please See Attached Exhibit 2-B**

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.

Power Up Energy Pennsylvania, LLC does not have any affiliates currently applying to do business in Pennsylvania or is a jurisdictional utility.

- 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.

Power Up Energy Pennsylvania, LLC does not have any predecessors

4. OPERATIONS

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

Definitions

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

☐ The Applicant is presently doing business in Pennsylvania as a

- ☐ municipal electric corporation
- ☐ electric cooperative
- ☐ local gas distribution company
- ☐ provider of electric generation, transmission or distribution services
- ☐ broker/marketer engaged in the business of supplying electricity services
- ☐ Other; Identify the nature of service being rendered.

or

☒ The Applicant is not presently doing business in Pennsylvania.

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

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

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

Power Up Energy Pennsylvania, LLC intends to serve retail electricity products throughout all electric service territories and all customer classes within the Commonwealth of Pennsylvania.

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

☐ Citizens' Electric
☐ Duquesne Light
☐ Met-Ed
☐ PECO
☐ Penelec
☐ Penn Power

☐ Pike
☐ PPL
☐ UGI Utilities
☐ Wellsboro
☐ West Penn

☒ Entire Commonwealth of PA

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

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

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

June 1st 2021

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.

Power Up Energy nor any affiliate or predecessor has been or currently the defendant of a criminal or civil proceeding within the last five years

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

NA

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

Power Up Energy has no escalated actions or complaints in the commonwealth of Pennsylvania or any other licensed service territory.

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

NA

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:

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

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

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

Department of Revenue
Bureau of Compliance
PO Box 281230
Harrisburg, PA 17128-1230

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

- b. **EDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Electric Distribution Companies the Applicant 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 EDC is as follows.

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

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

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

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

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

Met-Ed, Penelec, and Penn Power:

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI:

UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
1 UGI Drive
Denver, PA 17517

Citizens' Electric Company:

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

Wellsboro Electric Company:

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

7. FINANCIAL FITNESS

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

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

CRITICAL BONDING NOTES:

Applicant is required to maintain a bond or other financial instrument the entire time it maintains an EGS license with the Commonwealth of Pennsylvania. If Applicant's security instrument is not continuous, Applicant **MUST** submit a Rider, Amendment, or Continuation Certificate annually based on the expiration date of its security instrument.

At least sixty days (60) prior to the security instrument's expiration date, Applicant should contact Stephen Jakab at sjakab@pa.gov to determine the appropriate bonding amount based on a percentage of Applicant's gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. Once the amount has been determined, Applicant should overnight the updated security instrument(s) at least thirty (30) days prior to the expiration date to ensure adequate time for staff review and approval of the security instrument(s).

Template versions of a continuous bond, fixed-term bond, continuous letter of credit, and parental guarantee are attached at Appendix E, F, G, & H, respectively. Applicant's security must follow language from these examples, and must include the unmodified language outlined in Appendix D. Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.

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

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
See Exhibit 7B-a
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
Power Up Energy Pennsylvania, LLC is a privately held company and is not required to file a 10Q or 10K
- Applicant's accounting statements, including balance sheet and income statements for the past two years. **Power Up Energy Pennsylvania, LLC is a start up entity therefore, there are no accounting records for the prior (2) years. Therefore, please find the P&L and balance for the previous (2) years. Please see Exhibit 7B-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.
Power Up Energy Pennsylvania PA, LLC does not currently have a D&B report or any other evidence of Moody's S&P or Fitch ratings
- 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.
Please see Exhibit 7B-c
- Audited financial statements exhibiting accounts over a minimum two year period.
Power Up Energy Pennsylvania, LLC does not currently have audited financials
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness. **Power Up Energy Pennsylvania, LLC is a start up entity therefore, there are no bank statements for the prior (2) years. Therefore, please find the Parent Co. Bank Statements for the previous (2) years. Please see Exhibit 7B-D**

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.

Please See Exhibit 7C **Confidential**

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

NA

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.

Joseph Pane;
President Power Up Energy, LLC
148 New Dorp Lane, Staten Island, NY 10312
Telephone: 1-866-223-9166 Fax: 347-514-9910
Email: compliance@powerupenergyus.com

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

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

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

8. TECHNICAL FITNESS:

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

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

- Applicant's previous experience in the electricity industry.
Please See Exhibit 8A-a Experience
- Summary and proof of licenses as a supplier of electric services in other states or jurisdictions.
Please See Exhibit 8A-b License Evidence
- Type of customers and number of customers Applicant currently serves in other jurisdictions.
Please See Exhibit 8A-c Confidential
- Staffing structure and numbers as well as employee training commitments.
Please See Exhibit 8A-d Confidential
- Business plans for operations within the Commonwealth.
Please See Exhibit 8A-e Confidential
- Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS within the Commonwealth. **Please See Exhibit 8A-f**
- Any other information appropriate to ensure the technical capabilities of the Applicant.
Please See Exhibit 8A-g Confidential

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

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

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

- ☒ Yes
- ☐ No

If yes, will the Applicant be using verification procedures?

- ☐ Yes
- ☐ No

If yes, describe the Applicant's verification procedures.

- 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.

Please See Exhibit 8A-e Confidential

- 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.

Please See Exhibit 8-E

- f. **FERC FILING:** Applicant has:

- ☐ Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- ☒ Received approval from FERC to be a Power Marketer at Docket or Case Number ER18-1813-000.
- ☐ Not applicable

9. DISCLOSURE STATEMENTS:

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

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

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

Please See Exhibit 9-A Confidential

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

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

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

Please See Exhibit 10-a

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

(Select only one of the following)

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

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

☒ AGREED

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

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

☒ AGREED

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



AGREED

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



ACKNOWLEDGED

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



AGREED

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



AGREED

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



AGREED

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



AGREED

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



AGREED

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



PAYMENT ENCLOSED

11. AFFIDAVITS

Must be notarized before filing.

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

12. NEWSPAPER PUBLICATIONS

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

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

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

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

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News or Philadelphia Inquirer	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices K and L)

13. SIGNATURE

Applicant: Power Up Energy Pennsylvania, LLC

By: 

Title: President

14. CHECKLIST

For the applicant's convenience, please use the following checklist to ensure all relevant sections are complete. The Commission Secretary's Bureau will not accept an application unless each of the following sections are complete.

Applicant: Power Up Energy Pennsylvania, LLC

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

PUC Secretary's Bureau Use



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 2

Reference Application, Section 1.a, Identity of Applicant – Applicant failed to provide the Applicant's Name. Please provide an updated application page with the appropriate corrections.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 1.a, Identity of Applicant within the updated copy of the EGS application for Power Up Energy Pennsylvania, LLC in Data Request No.1



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 3

Reference Application, Section 1.b, Registered Agent – Applicant failed to provide a Name for the Applicant's Registered Agent. Please provide an updated application page with the appropriate corrections.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 1.b, Registered Agent within the updated copy of the EGS application for Power Up Energy Pennsylvania, LLC in Data Request No.1



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 4

Reference Application, Section 1.c, Regulatory Contact – Applicant failed to provide a Title and Email Address for the Regulatory Contact. Please provide an updated application page with the appropriate corrections

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 1.c, Regulatory Contact within the updated copy of the EGS application for Power Up Energy Pennsylvania, LLC in Data Request No.1



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 5

Reference Application, Section 1.e, Customer Complaints Contact Info –
Applicant failed to provide the titles for the contacts. The application requires the full contact information for a primary and an alternate contact. Please provide an updated application page with the appropriate corrections.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 1.e, Customer Complaints Contact within the updated copy of the EGS application for Power Up Energy Pennsylvania, LLC in Data Request No.1



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 6

Reference Application, Section 2.b, Chief Officers – Applicant failed to provide its chief officers names and addresses. Please provide an updated application page with the requested information.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 2.b, Chief Officers Contact information within Exhibit 2-b.



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Exhibit 2B

**Department of State Filing
and Charter Documentation**

including

Officer Information

Officer Information

Joseph Pane: President
148 New Dorp Lane
Staten Island, NY 103012

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

Luna Licensing Service Inc.
PO Box 265
Hershey PA 17033

Power Up Energy Pennsylvania, 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.

Thank you for registering with the Department of State to do business in Pennsylvania. Like many other businesses, you may have employees, sell taxable products, or provide a taxable service to consumers in Pennsylvania. Please visit www.pa100.state.pa.us to register for Business Taxes with the PA Department of Revenue & Labor and Industry or visit www.Business.pa.gov to find answers to most common registration questions.

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 : 7200801

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

☐ Return document by mail to: Name _____ Address _____ City _____ State _____ Zip Code _____ ☒ Return document by email to: <u>processing@incorp.com</u>	Foreign Registration Statement DSCB:15-412 (rev. 2/2017)  TML210122JD1221
---	--

Read all instructions prior to completing. This form may be :

Fee: \$250

☐ I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

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

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

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

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

Power Up Energy Pennsylvania, LLC

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

3. The jurisdiction of formation is: Delaware

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

148 New Dorp Lane	Staten Island	New York	10312
Number and street	City	State	Zip

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

Number and street	City	State	Zip

DEPT OF STATE

JAN 22 2021

5. The (a) address of the association's proposed registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

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

(a) _____
 Number and street City State Zip County

OR

(b) c/o: InCorp Services, Inc. Dauphin
 Name of Commercial Registered Office Provider County

6. Check one of the following:

- ☒ The association may not have series.
☐ The association may have one or more series.

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

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

8. To be completed by **Limited Liability Companies only**. Check, and if appropriate complete, one of the following:

☒ The association is a limited liability company which is not organized to render any of the below professional service(s).

☐ The association is a restricted professional limited liability company organized to render one or more of the following professional service(s): (If this box is checked, one or more of the fields below must be checked.)

☐ Chiropractic	☐ Dentistry	☐ Law	☐ Medicine and surgery
☐ Optometry	☐ Osteopathic medicine and surgery	☐ Podiatric medicine	☐ Public accounting
☐ Psychology	☐ Veterinary medicine		

IN TESTIMONY WHEREOF, the undersigned association has caused this Foreign Registration Statement to be signed by a duly authorized representative thereof this 14th day of January, 20 21.

Power Up Energy Pennsylvania, LLC

Name of Association

 Joseph Pane

Signature

Managing Member

Title

Commonwealth of Pennsylvania
Department of Revenue

REV-1S10009 APP (8-17)

SALES TAX LICENSE

POWER UP ENERGY
148 NEW DORP LANE
STATEN ISLAND NY 10306 USA

Account ID: 67720525



License Type: Retail

Expiration Date: 04/30/2026

This license authorizes the holder to collect state and/or local sales, use and hotel occupancy tax. Licenses are issued for tax collection purposes and shall remain in force as specified herein unless sooner surrendered, suspended or revoked.

THIS LICENSE MUST BE PROMINENTLY DISPLAYED.
This license is not assignable or transferable.

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Power Up Energy Pennsylvania, LLC

2. The Registered Office of the limited liability company in the State of Delaware is located at 919 North Market Street, Suite 950 (street), in the City of Wilmington, Zip Code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is InCorp Services, Inc.

By  _____
Authorized Person

Name: Jennifer Shaw
Print or Type



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 8

Reference Application, Section 7.e, Financial Fitness – Applicant failed to provide an E-mail address for their custodian of accounting records. Please provide an updated application page with the appropriate corrections.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 7.e, Custodian Email within the updated copy of the EGS application for Power Up Energy Pennsylvania, LLC in Data Request No.1



Power Up Energy, LLC
148 New Dorp Lane Staten Island, NY10306
(855) 593-0089

Data Request No. 9

Reference Application, Section 11, Affidavits – The Affidavits submitted contain errors and missing signatures. Commission approved Affidavit templates are found in the EGS Application Package. Please resubmit the Application Affidavit and the Operations Affidavit with the appropriate corrections.

Power Up Energy Pennsylvania, LLC respectfully asks the commission to please find the updated Section 11, Affidavits. See Attached

Appendix A

APPLICATION AFFIDAVIT

[Commonwealth/State] of NY :

: SS.

County of Richmond :

Joseph Pane

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

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

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

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

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

That the Applicant herein Power Up Energy Pennsylvania, LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

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

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

[Signature]
Signature of Affiant

Sworn and subscribed before me this 21 day of July, 2021



[Signature]
Signature of official administering oath

My commission expires 10/3/2022

Appendix B

OPERATIONS AFFIDAVIT

[Commonwealth/State] of NY :

County of Richmond : SS.

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

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

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

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

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

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

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

Appendix B (Continued)

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

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

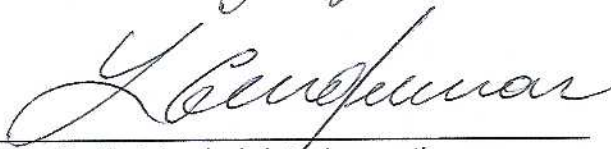
That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.



Signature of Affiant

Sworn and subscribed before me this 21 day of July, 2021.





Signature of official administering oath

My commission expires 10/31/22.