

FILE

The Public Utilities Commission of Ohio**RETAIL NATURAL GAS SUPPLIER/GOVERNMENTAL AGGREGATOR
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2012 JUN -5 AM 10:49
PUCO

In the Matter of the Application of

MXenergy Inc.

Case No. 02 - 1773 -GA- CRS

to: Notify the Commission of a Material Change

Name of Applicant: MXenergy Inc.

Applicant's Address: 4 Houston Center, 1221 Lamar Street, Suite 750, Houston TX 77010

Contact Person or Counsel: Lisa M. Simpkins

Telephone Number: 410-470-5148

Mark the reason for filing this form, application, and supporting information. Check only one of the six main categories. Use separate copies of this form for each type of application.

1. ☐ Certification Renewal Application (to be filed 30 to 120 days prior to expiration of current certificate) per Rules 4901:1-27-09 and 4901:1-27-04 of the Ohio Administrative Code.

2. ☒ Notification of Material Change in Business (to be filed in the initial or most recent certification docket and within 30 days of the material change occurring) per Rule 4901:1-27-10 of the Ohio Administrative Code. Please check the following material change(s) that is(are) involved with this filing:

- ☐ Change in ownership of five percent or more
☐ Affiliation with public utility or change in affiliation with a public utility in this state
☐ Retirement or other long-term changes to supply sources
☐ Revocation, restriction, or termination of interconnection or service agreement with pipeline company or natural gas company
☐ Fall of bond rating below BBB-
☐ Fall of bond rating below Baa3
☐ Filed or intend to file for some form of bankruptcy
☐ Receipt of judgment, finding, or ruling that could affect fitness or ability to provide service
☒ Other (please describe): See enclosed Letter

3. ☐ Certificate Transfer Application per Rule 4901:1-27-11 of the Ohio Administrative Code.

4. ☐ Abandonment Application (to be filed at least 90 days prior the effective date of the abandonment) per Rule 4901:1-27-11 of the Ohio Administrative Code. Please indicate which of the following two situations applies to the proposed abandonment:

- ☐ Seek to abandon operations with no existing customers
☐ Seek to abandon operations with existing customers

5. ☒ Name/Address/Telephone Change ☒ Regulatory Contact Change (See Item 3 above if ownership has changed.)

6. ☐ Other application (please describe):

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 _____ Date Processed JUN 05 2012



100 Constellation Way
5th Floor
Baltimore, MD 21202

www.constellation.com

June 1, 2012

Ms. Barcy McNeal, Secretary
Public Utilities Commission of Ohio
180 East Broad Street, 11th Floor
Columbus, Ohio 43215-3793

Re: Case No. 02-1773-GA-CRS
MXenergy Inc. – Certificate Number 02-021G(5)
Notice of Material Change

Dear Ms. McNeal:

Pursuant to Rule 4901:1-27-10 of the Ohio Administrative Code, MXenergy Inc. ("Licensee") hereby notifies the Public Utilities Commission of Ohio ("Commission") that Licensee will change its name effective June 1, 2012, to Constellation Energy Gas Choice, Inc. In addition, as of June 1, 2012, Licensee will also be making certain other changes to the information provided in its July 12, 2010 Renewal Certification Application, including changing the location of its principal office, and changing certain other contact information as more fully described below. The changes described in this letter will become effective June 1, 2012, under Licensee's current certificate. Licensee also intends to file an application for certification renewal on or before July 16, 2012, as required by Rule 4901:1-27-09, under Licensee's new name and incorporating these changes.

Other than as expressly described herein, no other changes to the Licensee have occurred. Licensee remains the same standalone corporate entity and its DUNS Number and Federal Taxpayer Identification Number remain the same. Licensee's license was not transferred as a result of the name change, nor has it merged or undergone a corporate reorganization. Licensee will continue to abide by the terms and conditions of its existing retail contracts and has provided notice to all of its customers of the new name.

Attached hereto as Exhibit A is the Certificate of Amendment to Licensee's Certificate of Incorporation changing the name of Licensee to "Constellation Energy Gas Choice, Inc.," as filed with the Secretary of State of the State of Delaware. Attached hereto as Exhibit B is a copy of the Application for Certificate of Amendment to Foreign Corporation Application for License filed with the Ohio Secretary of State's Office. Exhibit A and Exhibit B update the information provided in Sections A-17 and A-18 of the 2010 Renewal Certification Application, respectively. Licensee will begin using its new name from and after June 1, 2012. Licensee is also providing a revised Exhibit A-15 corporate structure chart reflecting the name change as Exhibit C.

Please update the contact information for the Licensee as follows:

Constellation Energy Gas Choice, Inc.

4 Houston Center
1221 Lamar Street, Suite 750
Houston, TX 77010
Tel: (713) 652-5545
Fax: (713) 222-6082
feedback@constellation.com

Licensee is changing the individual(s) and/or contact information of the individual(s) identified in Sections A-5, A-6, and A-7 of the current certificate application as follows:

A-5 Contact person for regulatory or emergency matters:

Lisa M. Simpkins
Environmental & Fuels Policy Manager
100 Constellation Way, Suite 500C
Baltimore, MD 21202
Telephone: (410) 470-5148
Fax: (410) 470-2600
Email: lisa.simpkins@constellation.com

A-6 Contact person for Commission Staff use in investigating customer complaints:

Josh Stibrich
Complaint Manager
4 Houston Center
1221 Lamar Street, Suite 750
Houston, TX 77010
Telephone: (713) 357-2907
Fax: (713) 222-6082
Email: choicecompliance@constellation.com

A-7 Applicant's address and toll-free number for customer service and complaints:

4 Houston Center
1221 Lamar Street, Suite 750
Houston, TX 77010
Toll Free Telephone: (800) 785-4373
Fax: (888) 383-4942
Email: feedback@constellation.com

Pursuant to Rule 4901:1-27-10(A)(1) of the Ohio Administrative Code, a copy of this filing is being served upon all natural gas companies in whose service territory Licensee serves customers.

Thank you for your assistance with this matter. Please feel free to contact me with any questions.

Sincerely,

Joseph Donovan by SB

Joseph Donovan
Senior Counsel
Constellation Energy Resources, LLC on
behalf of MXenergy Inc.

Enclosures

cc: Paula Garrettson, PUCO Staff
Heather Bauer, Director Gas Transportation, Columbia Gas of Ohio
Jeffrey Murphy, Managing Director, Commercial Operations, Dominion East Ohio
Ron Christian, Gas Transportation Department, Vectren Energy Delivery of Ohio

EXHIBIT A

UPDATED EXHIBIT A-17

**Certificate of Amendment to Certificate of Incorporation as
filed with the Secretary of State of the State of Delaware**

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONSTELLATION ENERGY GAS CHOICE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF JUNE, A.D. 2012.

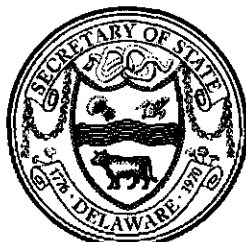
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3028709 8300

120690475

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9611702

DATE: 06-01-12

EXHIBIT B

UPDATED EXHIBIT A-18

Certificate of Amendment to Foreign Corporation Application for License



Prescribed by:

The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Call Form or Fax to Expedite

PO Box 1390

☐ Expedite

Columbus, OH 43216

*** Requires an additional fee of \$100 ***

PO Box 1329

☐ Non Expedite

Columbus, OH 43216

**CERTIFICATE OF AMENDMENT TO
FOREIGN CORPORATION APPLICATION
FOR LICENSE**

(For Foreign, Profit or Nonprofit)
Filing Fee \$50.00

(1) ☒ Foreign for Profit

License No. 1186267

(179-FAM)

(2) ☐ Foreign Nonprofit

License No. _____

(179-FAM)

Complete the following information in this section if box (1) or (2) is checked.

MxEnergy Inc.

Name of Corporation - Including Assumed Name if Applicable

CHAITANYA PARIKH, President

Authorized Officer and Title

Corporation formed in the state of Delaware

has modified the information set forth in the original Application for License or any Amendment thereto with the following:

The name of the corporation has been amended to

Constellation Energy Gas Choice, Inc.

The corporation's principal office shall be located in

Street Address

NOTE: P.O. Box Addresses are NOT acceptable.

City, Township, or Village

State

Zip Code

The corporation's state of formation shall be _____

The corporation's principal office within Ohio shall be located in ☐ Check box if there is no Ohio Location

Street Address

NOTE: P.O. Box Addresses are NOT acceptable.

City, Township, or Village

County

, Ohio

Zip Code

Complete the following information in this section if box (1) or (2) is checked Cont.

The corporation will exercise the following corporate purpose(s) in Ohio:

This certificate of amendment supersedes the information currently on file with the Secretary of State of Ohio.

This Certificate of Amendment to the Foreign Corporation Application for License has been adopted in accordance with the laws of the state of domestication.

REQUIRED

Must be authenticated (signed)
by an authorized representative



Authorized Representative
CHAITANYA PARIKH

6/1/2012

Date

EXHIBIT C

UPDATED EXHIBIT A-15

Revised Corporate Structure Chart

Organizational Structure Chart

