



*The Public Utilities Commission of Ohio*

PUCO USE ONLY		
Date Received	Case Number	Version
	13-148-EL-CRS	August 2004

## **CERTIFICATION APPLICATION FOR RETAIL GENERATION PROVIDERS AND POWER MARKETERS**

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-13 Company History). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

### **A. APPLICANT INFORMATION**

#### **A-1 Applicant intends to be certified as: (check all that apply)**

- |   |                                       |
|---|---------------------------------------|
| <input type="checkbox"/> Retail Generation Provider | <input type="checkbox"/> Power Broker |
| <input checked="" type="checkbox"/> Power Marketer  | <input type="checkbox"/> Aggregator   |

#### **A-2 Applicant's legal name, address, telephone number and web site address**

Legal Name BFE Scheduling, LLC  
Address 450 South 3rd St., Suite 204, Louisville, KY 40202  
Telephone # (502) 581-0003 Web site address (if any) www.bfescheduling.com

#### **A-3 List name, address, telephone number and web site address under which Applicant will do business in Ohio**

Legal Name BFE Scheduling, LLC  
Address 450 South 3rd St., Suite 204, Louisville, KY 40202  
Telephone # (502) 581-0003 Web site address (if any) www.bfescheduling.com

#### **A-4 List all names under which the applicant does business in North America**

n/a  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**A-5 Contact person for regulatory or emergency matters**

Name Patrick W. Frazier  
Title President & CEO  
Business address 450 South 3rd St., Suite 204, Louisville, KY 40202  
Telephone # (502) 581-0003 Fax # (502) 415-7118  
E-mail address (if any) pat.frazier@beachfrontenergy.com

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

Name John Gant  
Title Chief Technology Office  
Business address 450 South 3rd St., Suite 204, Louisville, KY 40202  
Telephone # (502) 581-0003 Fax # (502) 415-7118  
E-mail address (if any) john.gant@beachfrontenergy.com

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

Customer Service address 450 South 3rd St., Suite 204, Louisville, KY 40202  
Toll-free Telephone # (888) 362-9014 Fax # (502) 415-7118  
E-mail address (if any) electricity@beachfrontenergy.com

**A-8 Applicant's federal employer identification number # 455527779**

**A-9 Applicant's form of ownership (check one)**

- |  |   |
|--|---|
| <input type="checkbox"/> Sole Proprietorship                 | <input type="checkbox"/> Partnership                                |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input checked="" type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation                         | <input type="checkbox"/> Other _____                                |

**A-10 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).**

- |   |                                      |                                     |  |  |
|---|--------------------------------------|-------------------------------------|--|--|
| <input checked="" type="checkbox"/> <b>First Energy</b>             |                                      |                                     |  |  |
| <input checked="" type="checkbox"/> Ohio Edison                     | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Toledo Edison                   | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Cleveland Electric Illuminating | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Cincinnati Gas & Electric       | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Monongahela Power               | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> American Electric Power         |                                      |                                     |  |  |
| <input checked="" type="checkbox"/> Ohio Power                      | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |

<input checked="" type="checkbox"/> Columbus Southern Power	<input type="checkbox"/> Residential	<input type="checkbox"/> Commercial	<input checked="" type="checkbox"/> Mercantile	<input checked="" type="checkbox"/> Industrial
<input checked="" type="checkbox"/> Dayton Power and Light	<input type="checkbox"/> Residential	<input type="checkbox"/> Commercial	<input checked="" type="checkbox"/> Mercantile	<input checked="" type="checkbox"/> Industrial

A-11 Provide the approximate start date that the applicant proposes to begin delivering services

March 1, 2013

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

A-12 **Exhibit A-12 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

A-13 **Exhibit A-13 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America.

A-14 **Exhibit A-14 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

A-15 **Exhibit A-15 "Articles of Incorporation and Bylaws,"** if applicable provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.

A-16 **Exhibit A-16 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

## **B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE**

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

B-1 **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services.

B-2 **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

- B-3** **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing the service(s) it is seeking to be certified to provide (e.g. number and types of customers served, utility service areas, amount of load, etc.).
- B-4** **Exhibit B-4 "Environmental Disclosure,"** provide a detailed description of how the applicant intends to determine its (a) generation resource mix, and (b) environmental characteristics, including air emissions and radioactive waste. This information shall include sufficient discussion so as to detail both the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. Additional details on this requirement may be obtained by referring to 4901:1-21-09.
- B-5** **Exhibit B-5 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.
- B-6** Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.  
☐ No                      ☐ Yes
- If yes, provide a separate attachment labeled as **Exhibit B-6 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.
- B-7** Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service denied, curtailed, suspended, revoked, or cancelled within the past two years.  
☐ No                      ☐ Yes
- If yes, provide a separate attachment labeled as **Exhibit B-7 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

## **C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE**

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

- C-1** **Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why.

- C-2 **Exhibit C-2 “SEC Filings,”** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3 **Exhibit C-3 “Financial Statements,”** provide copies of the applicant’s two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business.
- C-4 **Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).
- C-5 **Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant’s CRES operation, along with a list of assumptions, and the name, address, e-mail address, and telephone number of the preparer.
- C-6 **Exhibit C-6 “Credit Rating,”** provide a statement disclosing the applicant’s credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody’s Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant’s parent or affiliate organization that guarantees the obligations of the applicant.
- C-7 **Exhibit C-7 “Credit Report,”** provide a copy of the applicant’s credit report from Experian, Dun and Bradstreet or a similar organization.
- C-8 **Exhibit C-8 “Bankruptcy Information,”** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.

- C-9 Exhibit C-9 "Merger Information," provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.

#### D. APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- D-1 Exhibit D-1 "Operations" provide a written description of the operational nature of the applicant's business. Please include whether the applicant's operations will include the generation of power for retail sales, the scheduling of retail power for transmission and delivery, the provision of retail ancillary services as well as other services used to arrange for the purchase and delivery of electricity to retail customers.
- D-2 Exhibit D-2 "Operations Expertise," given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations.
- D-3 Exhibit D-3 "Key Technical Personnel," provide the names, titles, e-mail addresses, telephone numbers, and the background of key personnel involved in the operational aspects of the applicant's business.
- D-4 Exhibit D-4 "FERC Power Marketer License Number," provide a statement disclosing the applicant's FERC Power Marketer License number. (Power Marketers only)

Patrick Frazier President & CEO  
Signature of Applicant and Title

Sworn and subscribed before me this 8<sup>TH</sup> day of Jan., 2013  
Month Year

Patricia Frazier  
Signature of official administering oath

Patricia Frazier, Notary  
Print Name and Title

My commission expires on Aug 6, 2014

# **AFFIDAVIT**

State of **Kentucky**:

**Louisville** ss.

(Town)

County of **Jefferson**:

**Patrick Frazier**, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the **President & CEO** (Office of Affiant) of **BFE Scheduling, LLC** (Name of Applicant);

That he/she is authorized to and does make this affidavit for said Applicant,

1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

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 any hearing hereof.

Patrick Frazier President & CEO  
Signature of Affiant & Title

Sworn and subscribed before me this 8<sup>th</sup> day of Jan., 2013  
Month Year

Patricia Frazier  
Signature of official administering oath

Patricia Frazier, Notary  
Print Name and Title

My commission expires on Aug. 6, 2014

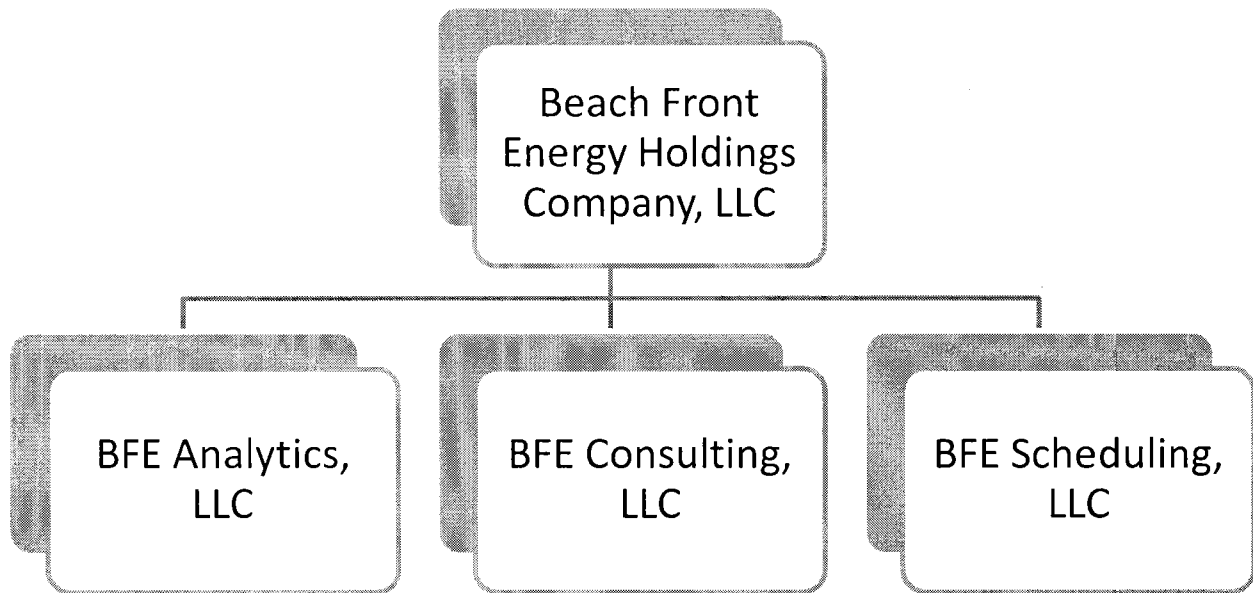


## Exhibit A-12 Principal Officers, Directors & Partners

Name	Title	Address	Phone No.	Fax No.	Email Address
Patrick Frazier	President & CEO	450 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:pat.frazier@beachfrontenergy.com">pat.frazier@beachfrontenergy.com</a>
John Gant	Chief Technology Office	451 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:john.gant@beachfrontenergy.com">john.gant@beachfrontenergy.com</a>
Dale Rector	Chief Consulting Officer	452 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:dale.rector@beachfrontenergy.com">dale.rector@beachfrontenergy.com</a>
Mark Straub	Managing Director	453 South 3rd St., Suite 204, Louisville, KY 40202	402-905-4015	502-415-7118	<a href="mailto:mark.straub@encorepwr.com">mark.straub@encorepwr.com</a>

## Exhibit A-13 Corporate Structure

BFE Scheduling, LLC is a wholly owned subsidiary of Beach Front Energy Holdings Company, LLC. BFE Scheduling has no affiliate or subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America.



## **Exhibit A-14 Company History**

BFE Scheduling, LLC was formed April 11, 2012 in the commonwealth of Kentucky. BFE Scheduling, LLC is headquartered in Louisville, Kentucky.

The principal business interest of BFE Scheduling, LLC is to provide electric services to retail customers.

## **Exhibit A-15 Articles of Incorporation and Bylaws**

*See Attached*



COMMONWEALTH OF KENTUCKY  
ELAINE N. WALKER, SECRETARY OF STATE

0826792.06

amcrry  
ADD

Allison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
4/12/2012 1:09 PM  
Fee Receipt: \$40.00

Division of Business Filings  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 564-3490  
www.sos.ky.gov

Articles of Organization  
Limited Liability Company

KLC

Pursuant to KRS 14A and KRS 275, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the limited liability company is

BFE Scheduling LLC

Article II: The street address of the limited liability company's initial registered office in Kentucky is

306 W. Main St., Ste 512	Frankfort	Kentucky	40601
Street Address Only (No Post Office Box Numbers)	City	State	Zip Code

and the name of the initial registered agent at that office is Business Filings Incorporated

Article III: The mailing address of the limited liability company's initial principal office is

450 S 3rd Street	Louisville	Kentucky	40202
Street Address or Post Office Box Number	City	State	Zip Code

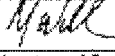
Article IV: The limited liability company is to be managed by (must check one):

- ☒ A. a manager(s).  
☐ B. its member(s).

Article V: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is

(Delayed effective  
date and/or time)

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

	Mark Williams, AVP, Business Filings Incorporated	April 11, 2012
Signature of Organizer	Printed Name & Title	Date

Signature of Organizer	Printed Name & Title	Date
------------------------	----------------------	------

I, Business Filings Incorporated, consent to serve as the registered agent on behalf of the limited liability company

	Mark Williams, AVP	April 11, 2012
Signature of Registered Agent	Printed Name	Date



Ahson Lundergan Grimes  
Secretary Of State  
Filings Division  
P.O. Box 718  
Frankfort, KY 40602-0718

0826792  
IMPORTANT NOTICE

**NOTICE**

**Keep this copy for your records**

The image on the reverse side of this card serves as your confirmation and copy that the business filing submitted was successfully filed with the Office of the Secretary of State in accordance to Kentucky Revised Statutes.

**How to obtain a full page copy of your business filing**

To download full page copies of the document to take to the County Clerk's Office, please visit our web site at [www.sos.ky.gov/online.htm](http://www.sos.ky.gov/online.htm). If you would like to request copies of the document from our office, please download the Records Request Form at [www.sos.ky.gov/business/records](http://www.sos.ky.gov/business/records) and submit to our Records department.

If you have additional questions concerning your filing, please contact our office at 502-564-3490.

BFE SCHEDULING LLC  
450 S 3RD STREET  
LOUISVILLE, KY 40202

**ACTION OF SOLE ORGANIZER**

**OF**

**BFE Scheduling LLC**

The undersigned, being the sole organizer of **BFE Scheduling LLC**, a **Kentucky** Limited Liability Company (the "Company"), does hereby approve and adopt the following resolutions:

**Election of Managers**

**RESOLVED**, that the following persons are hereby elected as the managers of the **Limited Liability Company** to serve until the first annual meeting of the managers or until their successors are duly elected and qualified:

Julie Davis, 450 S 3rd Street, Louisville, Kentucky 40202

The undersigned, upon completion of this Action of Organizer, shall have no further responsibilities or obligations to the Limited Liability Company in his capacity as sole organizer.

Dated: APR 16 2012



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**Business Filings Incorporated, Organizer**  
**Mark Williams, A.V.P.**

## Exhibit A-16 Secretary of State

**\*201234501076\***

DATE:	DOCUMENT ID:	DESCRIPTION:	FLING	EXPED	PENALTY	CERT	COPY
12/11/2012	201234501076	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	125.00	100.00	.00	.00	.00

### Receipt

This is not a bill. Please do not remit payment.

BFE SCHEDULING LLC  
PATRICK FRAZIER  
450 SOUTH THIRD STREET STE 204  
LOUISVILLE, KY 40202

## STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

2156759

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**BFE SCHEDULING LLC**

and, that said business records show the filing and recording of:

Document(s):  
**REGISTRATION OF FOREIGN FOR PROFIT LLC**

Document No(s):  
**201234501076**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
10th day of December, A.D. 2012.

*Jon Husted*

Ohio Secretary of State



## **Exhibit B-1 Jurisdictions of Operations**

BFE Scheduling, LLC at the date of this filing is not authorized to provide electricity retail services in any state.

## **Exhibit B-2 Experience & Plans**

BFE Scheduling, LLC has the necessary technical and managerial resources to comply with all scheduling, operating, planning, reliability, customer registration and settlement policies and procedures established by PJM. BFE Scheduling, LLC has also entered into an agreement with third party provider to ensure the reliability of retail electric service to customers, in accordance with its customer contracts, commission rules, PJM protocols, and other applicable laws.

BFE Scheduling, LLC has sufficient management resources to secure and schedule electric supply, establish an ethical marketing program, provide excellent customer service and responsible fiscal management. BFE Scheduling, LLC will utilize internal staff and outside expertise to fulfill the risk management needs of the company. Detailed information on the qualifications of the individuals is submitted in Attachments D-3.

BFE Scheduling, LLC will hire employees as needed to fulfill all staffing needs, and if necessary, will also employ additional outsourced services. BFE Scheduling, LLC will staff appropriately to ensure that all requirements are met and exceeded. BFE Scheduling, LLC plans to provide outstanding customer service experience for all customers, as well as be completely compliant with all PUCO regulations. BFE Scheduling, LLC will put into place a system of checks and balances to ensure compliance with all PUCO rules. Management will apply oversight and direction to customer service activities.

Management will meet with staff at least monthly to discuss operations and compliance. A system will be put in place to compile regular internal compliance reports and to review these reports on a frequent and regular basis.

BFE Scheduling, LLC will enter into an agreement with an experienced company to provide back-end CIS and EDI functions.

BFE Scheduling, LLC has staff with extensive hands-on experience with both wholesale and retail electric operations, as reflected in D-3, and will utilize its expertise to ensure compliance with policies, rules, guidelines, and procedures established by PJM or other independent organizations.

BFE Scheduling's customer service and operations staff will be up to date on all regulatory proceedings and amendments, so as to remain compliant at all times. BFE Scheduling, LLC will conduct its Ohio retail electric service business in a manner compliant with Ohio Administrative Code Chapter 4901:1-21.

BFE Scheduling, LLC has a wholesale power supply agreement in place. BFE Scheduling, LLC will utilize the supply agreement for purchase of capacity, energy, reserves, and other ancillary services.

BFE Scheduling, LLC plans to service electricity customers in all utility service territories of Ohio. BFE Scheduling, LLC will focus its efforts on mercantile and industrial customers.

BFE Scheduling, LLC plans to provide service in a manner compliant with the Ohio Administrative Code, as it pertains to operating a competitive electricity company.

## **Exhibit B-3 Summary of Experience**

BFE Scheduling, LLC has the operational and managerial capabilities to serve competitive electricity customers. BFE Scheduling, LLC's management team is comprised of individuals with significant experience in the wholesale and retail electricity markets. BFE Scheduling, LLC's officers have extensive experience in energy risk management, electricity retail management, electricity wholesale management, ISO/RTO management service and operations, billing, marketing and regulatory compliance.

## **Exhibit B-4 Environmental Disclosure**

BFE Scheduling, LLC is aware of the Rule 4901:1-21-09 and will fully comply will all requirements of such rule.

## **Exhibit B-5 Disclosure of Liabilities and Investigations**

BFE Scheduling, LLC has no existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the its financial or operational status or ability to provide the services it is seeking to be certified to provide.

## **Exhibit C-1 Annual Reports**

BFE Scheduling, LLC has no annual reports to submit. If annual reports are created in the future they will be provided.

## **Exhibit C-2 SEC Filings**

BFE Scheduling, LLC is a privately held company and is not required to file with the SEC.



## **Exhibit C-3 Financial Statements**

Filed under seal.

## **Exhibit C-4 Financial Arrangements**

Filed under seal.

## **Exhibit C-5 Forecasted Financial Statements**

Filed under seal.

## **Exhibit C-6 Credit Rating**

BFE Scheduling, LLC is currently not a rated company.

BFE Scheduling, LLC's EIN is 45-5527779.

BFE Scheduling, LLC's DUNS is 078655731.

## **Exhibit C-7 Credit Report**

BFE Scheduling, LLC is a newly formed entity and as of date does not have a credit rating from Experian, Dun & Bradstreet or a similar organization.

## **Exhibit C-8 Bankruptcy Information**

BFE Scheduling, LLC has had no reorganization, protection from creditors, or any other form of bankruptcy filings made on their behalf or on behalf of any affiliates.

## **Exhibit C-9 Merger Information**

BFE Scheduling, LLC has not undergone any dissolution or merger within the five years preceding the application.

## **Exhibit D-1 Operations**

BFE Scheduling, LLC will sell electricity licensed Competitive Retail Electric Supplier to mercantile and industrial customers within the state of Ohio.

BFE Scheduling, LLC has the necessary technical and managerial resources to comply with all scheduling, operating, planning, reliability, customer registration and settlement policies and procedures established by PJM. BFE Scheduling, LLC has also entered into an agreement with third party provider to ensure the reliability of retail electric service to customers, in accordance with its customer contracts, commission rules, PJM protocols, and other applicable laws.

BFE Scheduling, LLC has sufficient management resources to secure and schedule electric supply, establish an ethical marketing program, provide excellent customer service and responsible fiscal management. BFE Scheduling, LLC will utilize internal staff and outside expertise to fulfill the risk management needs of the company.

Management will meet with staff at least monthly to discuss operations and compliance. A system will be put in place to compile regular internal compliance reports and to review these reports on a frequent and regular basis.

BFE Scheduling, LLC will enter into an agreement with an experienced company to provide back-end CIS and EDI functions.

BFE Scheduling, LLC has staff with extensive hands-on experience with both wholesale and retail electric operations and will utilize its expertise to ensure compliance with policies, rules, guidelines, and procedures established by PJM or other independent organizations.

BFE Scheduling's customer service and operations staff will be up to date on all regulatory proceedings and amendments, so as to remain compliant at all times. BFE Scheduling, LLC will conduct its Ohio retail electric service business in a manner compliant with Ohio Administrative Code Chapter 4901:1-21.

BFE Scheduling, LLC has a wholesale power supply agreement in place. BFE Scheduling, LLC will utilize the supply agreement for purchase of capacity, energy, transmission, reserves, and other ancillary services.

BFE Scheduling, LLC will not generate power for retail sales.



## **Exhibit D-2 Operations Expertise**

The applicant has technical expertise to manage its technical obligations as a CRES, Power Marketer, for applicant's potential customers. The applicants managers and employees have combined experience of over thirty (30) years of experience operating within PJM, MISO, ERCOT, CAISO, ISO-NE and non-ISO balancing authorities, and operating within retail choice electricity states. The technical competencies of the aforementioned can also be seen within the following biographies:

- 1) Pat Frazier of BFE Scheduling, LLC – Mr. Frazier has 30 years of experience working for profit and not-for-profit energy service companies. His experience spans from engineering to executive management in the area of electrical power, both wholesale and retail, encompassing generation, supply planning, trading, delivery and operations, transmission operations, regulatory affairs and ISO/RTO control center design and operations. Previous to Beach Front Energy, Pat was: (i) Vice-President of Electricity Services for Fellon-McCord & Associates; (ii) Managing Partner and Co-founder of DaCott Power and Transmission Solutions, which was acquired by Fellon-McCord; (iii) Vice-President of power generation and energy operations for American Municipal Power; and (iv) Manager of Utility Power Sales at LG&E Energy. Pat received both his Bachelor of Science and Master of Engineering degrees in Electrical Engineering from the University of Louisville's Speed School of Engineering.
- 2) Dale Rector of BFE Scheduling, LLC – Mr. Rector has advised large energy consumers and generators with complex energy transactions for over 15 years. Prior to Beach Front Energy, Mr. Rector held the position of Director of Project Consulting for Fellon-McCord and Associates, an energy management and services company. In this position, Mr. Rector provide strategic planning for high value projects for Fellon-McCord's most critical clients, including several of the Fortune 500. Mr. Rector's specialty is in project management and utility negotiation, topics on which he is regularly solicited as an expert speaker and panelist. Academically, Mr. Rector has a BA in Accounting and MBA with focus on finance from the University of Louisville. In practice, Mr. Rector has extensive knowledge of engineering, regulatory and legal aspects of the energy industry and frequently interacts with professionals in these fields to develop custom solutions to our client's diverse energy needs.
- 3) John Gant of BFE Scheduling, LLC - Mr. Gant received a Bachelor of Science and Master of Engineering, in Computer Engineering and Computer Science, from the University of Louisville's JB Speed School of Engineering. He is currently a PhD candidate, in the same program, with a research focus in Electricity Spot Pricing. During the years of 2003, through 2006, Mr. Gant worked for Genscape Incorporated, a Louisville-based energy data provider, as a Research and Development Engineer providing mathematical, analytical and software expertise used in the creation of daily forecasting products. Mr. Gant's forecasts were distributed throughout the United States in Genscape's reporting products. Mr. Gant also worked in the field of software development for Appriss on such items as MethCheck, an online pseudoephedrine tracking system used in prevention of the use and creation of Methamphetamine, created MoneyOrder, an online money order

tracking solution used nationwide by CVS, and co-authored RiskCheck, an online risk investigation system for individuals.

- 4) Cris Williams of BFE Scheduling, LLC – Mr. Williams has worked for Choice Energy Services, LLC, as the lead business developer for Choice's retail electricity consulting/brokering division. Mr. Williams also worked for ICAP ENERGY, Louisville, KY as a wholesale electricity broker in the PJM market, NEPOOL and NYISO. Mr. Williams received a Bachelors in Science, Finance, from the University of North Alabama, Florence Alabama.

## Exhibit D-3 Key Technical Personnel

Name	Title	Address	Phone No.	Fax No.	Email Address
Patrick Frazier	President & CEO	450 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:pat.frazier@beachfrontenergy.com">pat.frazier@beachfrontenergy.com</a>
John Gant	Chief Technology Office	451 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:john.gant@beachfrontenergy.com">john.gant@beachfrontenergy.com</a>
Dale Rector	Chief Consulting Officer	452 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:dale.rector@beachfrontenergy.com">dale.rector@beachfrontenergy.com</a>
Cris Williams	Director of Sales	453 South 3rd St., Suite 204, Louisville, KY 40202	502-581-0003	502-415-7118	<a href="mailto:cris.williams@beachfrontenergy.com">cris.williams@beachfrontenergy.com</a>

- Pat Frazier - Mr. Frazier's experience spans from engineering to executive management in the area of electrical power, both wholesale and retail, encompassing generation, supply planning, trading, delivery and operations, transmission operations, regulatory affairs and ISO/RTO control center design and operations. Previous to Beach Front Energy, Pat was: (i) Vice-President of Electricity Services for Fellon-McCord & Associates; (ii) Managing Partner and Co-founder of DaCott Power and Transmission Solutions; (iii) Vice-President of power generation and energy operations for American Municipal Power; and (iv) Manager of Utility Power Sales at LG&E Energy. Mr. Frazier received both his Bachelor of Science and Master of Engineering degrees in Electrical Engineering from the University of Louisville's Speed School of Engineering.
- Dale Rector – Mr. Rector's specialty is in project management and utility negotiation, topics on which he is regularly solicited as an expert speaker and panelist. Mr. Rector has advised large energy consumers and generators with complex energy transactions for over 15 years. Prior to Beach Front Energy, Mr. Rector held the position of Director of Project Consulting for Fellon-McCord & Associates. Mr. Rector has a BA in Accounting and MBA with focus on finance from the University of Louisville.
- John Gant – Prior to Beach Front Energy Mr. Gant worked for: (i) Genscape Inc., as a Research and Development Engineer providing mathematical, analytical and software expertise used in the creation of daily forecasting products. Mr. Gant's forecasts were distributed throughout the United States in Genscape's reporting products; and (ii) Appriss as Mr. software developer on such items as MethCheck, an online pseudoephedrine tracking system used in prevention of the use and creation of Methamphetamine, created MoneyOrder, an online money order tracking solution used nationwide by CVS, and co-authored RiskCheck, an online risk investigation system for individuals. Mr. Gant received a Bachelor of Science and Master of Engineering, in Computer Engineering and Computer Science, from the University of Louisville's JB Speed School of Engineering. He is currently a PhD candidate, in the same program, with a research focus in Electricity Spot Pricing.
- Cris Williams – Prior to Beach Front Energy Mr. Williams worked for: (i) Choice Energy Services, LLC, as the lead business developer for Choice's retail electricity consulting/brokering division; and (ii) ICAP ENERGY as a wholesale electricity broker in the PJM market, NEPOOL and NYISO. Mr. Williams received a Bachelors in Science, Finance, from the University of North Alabama, Florence Alabama.

## **Exhibit D-4 FERC Power Marketer License Number**

The applicant, BFE Scheduling, LLC, was issued its FERC Power Marketer License via FERC docket ER12-2297-002, et al., effective September 24, 2012.

**This foregoing document was electronically filed with the Public Utilities**

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**Case No(s). 13-0148-EL-CRS**

Summary: Application Certification Application for Retail Generation Providers and Power Marketers electronically filed by Mr. Stephen M Howard on behalf of BFE Scheduling, LLC