

PUCO USE ONLY – Version 1.07		
Date Received	Case Number	Certification Number
	12-1270- GA-AGG	

CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS BROKERS /AGGREGATORS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-16 - 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, 13th Floor, 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may directly input information onto the form. You may also download the form by saving it to your local disk.

SECTION A - APPLICANT INFORMATION AND SERVICES

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

☒ Retail Natural Gas Aggregator ☒ Retail Natural Gas Broker

A-2 Applicant information:

Legal Name Epiq Energy, LLC
Address 2720 N. Stemmons Fwy, Suite 900, Dallas, TX 75207
Telephone No. 972-924-5642 Web site Address www.epiqenergy.biz

A-3 Applicant information under which applicant will do business in Ohio:

Name Epiq Energy, LLC
Address 2720 N. Stemmons Fwy, Suite 900, Dallas, TX 75207
Web site Address www.epiqenergy.biz Telephone No. 972-924-5642

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

Epiq Energy, LLC

A-5 Contact person for regulatory or emergency matters:

Name Cesar Garcia Title President & CFO
Business Address 2720 N. Stemmons Fwy, Suite 900, Dallas, TX 75207
Telephone No. 972-924-5642 Fax No. 214-637-2784 Email Address cesar.garcia@diversegy.com

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

Name Cesar Garcia Title President & CFO
Business address 2720 N. Stemmons Fwy, Suite 900, Dallas, TX 75207
Telephone No. 972-924-5642 Fax No. 214-637-2784 Email Address cesar.garcia@diversegy.com

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

Customer service address 2720 N. Stemmons Fwy, Suite 900, Dallas, TX 75207
Toll-Free Telephone No. 855-840-1280 Fax No. 214-637-2784 Email Address cs@epiqenergy.biz

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name KBRH Statutory Corp Title Statutory Agent
Business address 65 East State Street, Suite 1800, Columbus, OH 43215
Telephone No. 614-462-5400 Fax No. 614-462-2634 Email Address n/a

A-9 Applicant's federal employer identification number 900933474

A-10 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-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers*. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

<input checked="" type="checkbox"/> Columbia Gas of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Dominion East Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Duke Energy Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial

A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services. See Exhibit A-12

☒ Columbia Gas of Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	11/30/12	End Date	11/30/14

☒ Dominion East Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	11/30/12	End Date	11/30/14

☒ Duke Energy Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	11/30/12	End Date	11/30/14

☒ Vectren Energy Delivery of Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	11/30/12	End Date	11/30/14
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	11/30/12	End Date	11/30/14

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	July 12, 2013
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	July 12, 2013
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	July 12, 2013
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	July 12, 2013

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 **Exhibit A-14 "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-15 **Exhibit A-15 "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 natural gas or electricity to customers in North America.
- A-16 **Exhibit A-16 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-17 **Exhibit A-17 "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-18 **Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

SECTION 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 current 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 natural gas service, or retail/wholesale electric services.
- B-2 **Exhibit B-2 "Experience & Plans,"** provide a current 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 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking to be certified to provide (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations 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-5 Exhibit B-5 "Disclosure of Consumer Protection Violations,"** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has 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-5 "Disclosure of Consumer Protection Violations," detailing such violation(s) and providing all relevant documents.

- B-6 Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas.

☒ No ☐ Yes

If Yes, provide a separate attachment, labeled as Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation," detailing such action(s) and providing all relevant documents.

SECTION 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, labeled as 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 whether 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 current financial arrangements to conduct competitive retail natural gas service (CRNGS) 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 CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current 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 current 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 since applicant last filed for certification.
- C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

SECTION D – APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 **Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business functions.
- D-2 **Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.
- D-3 **Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

Applicant Signature and Title

 CFO

Sworn and subscribed before me this

28

day of

MARCH

Month 2013

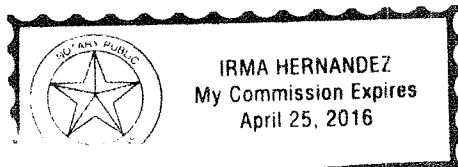
Year

Signature of official administering oath

CESAR GARCIA, CFO

Print Name and Title

My commission expires on April 23, 2016





**Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)**

In the Matter of the Application of

EPIQ ENERGY, LLC

**for a Certificate or Renewal Certificate to Provide
Competitive Retail Natural Gas Service in Ohio.**

)
)
)
)

Case No. 13 - 1379 -GA-AGG

County of DALLAS

State of TEXAS

CESAR GARCIA

[Affiant], being duly sworn/affirmed, hereby states that:

- (1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.
- (2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- (3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.
- (4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- (5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.
- (6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- (7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.

Affiant Signature & Title

CFO

Sworn and subscribed before me this

26

day of MARCH

Month

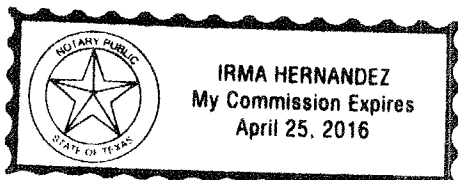
2013

Year

Signature of Official Administering Oath

CESAR GARCIA, CFO

Print Name and Title



My commission expires on

April 25, 2016

Exhibit A-12: Affiliate interest participating in Ohio's Natural Gas Choice Program.

As noted in the subsequent exhibits, Applicant is a wholly owned subsidiary of Diversegy, LLC; licensed by the Public Utilities Commission of Ohio as a Competitive Retail Natural Gas Aggregator/Broker [certificate number 12-279(1)]. Diversegy was licensed by PUCO to serve all customer classes in the NGDC territories of Columbia Gas of Ohio, Dominion East Ohio, Duke Energy, and Vectren Energy Delivery of Ohio. The aforementioned certificate was issued on November 30, 2012 and expires on November 30, 2014 (attached).

The Applicant herein, Epiq Energy, has not previously served any retail customers in any territory outlined in Section A-12.

FILE

The Public Utilities Commission of Ohio

Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate

Issued pursuant to Case Number(s):

12-2880-GA-AGG

Is

Ohio Competitive Retail Natural Gas Aggregator/Broker Certificate Number:

12-279G(1)

Granted to:

Diversegy, LLC

Whose office or principal place of business is located at:
2720 N. Stemmons Fwy., Suite 900, Dallas, TX 75207

And is hereby certified to provide:
Retail Natural Gas Aggregator/Broker Services
within the state of Ohio, for a two-year period.

Certification Effective:

November 30, 2012 Through November 30, 2014

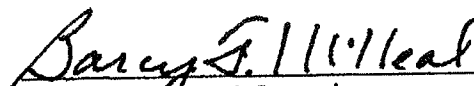
The certification of Ohio competitive retail natural gas aggregators/brokers is governed by Chapter 4901:1-27 of the Ohio Administrative Code and section 4929.20 of the Ohio Revised Code.

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

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

Witness the seal of the Commission affixed at Columbus, Ohio
Dated: **December 3, 2012**

By Order of ,
The Public Utilities Commission of Ohio



Barcy F. McNeal, Secretary
Betty McCauley, Acting Secretary
Tanowa M. Troupe, Acting Secretary

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
Form No. CRNGS/AGG/B-06 Technician Ann Date Processed 12/3/12



**Public Utilities
Commission**

John Kasich, Governor
Todd A. Snitchler, Chairman

Commissioners

Cheryl Roberto
Steven D. Lesser
Andre T. Porter
Lynn Slaby

PUBLIC UTILITIES COMMISSION OF OHIO

Certified as a Competitive Retail Electric Service Provider

Certificate Number:

12-605E (1)

Issued Pursuant to Case Number(s):

12-2879-EL-AGG

A certificate as a Competitive Retail Electric Service Provider is hereby granted to, **Diversegy, LLC** whose office or principal place of business is located at **2720 North Stemmons Fwy., Suite 900, Dallas, Texas 75207** to provide **aggregation and power broker** services within the State of Ohio effective **November 30, 2012**.

The certification of competitive retail electric suppliers is governed by Section 4901:1-24-(01-13) of the Ohio Administrative Code, Section 4901:1-21-(01-15) of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: **12/3/2012**

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Barcy F. McNeal

Barcy F. McNeal, Secretary
Betty McCauley, Acting Secretary
Tanowa M. Troupe, Acting Secretary

Certificate Expires: November 30, 2014

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 12/3/12

Exhibit A-14 "Principal Officers, Directors & Partners" provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

Alex Rodriguez, Chief Executive Officer
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400

Cesar Garcia, Chief Financial Officer
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400

Sam Khavari, VP Strategy and Planning
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400

Johnny Webb, VP Marketing & Creativity
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400

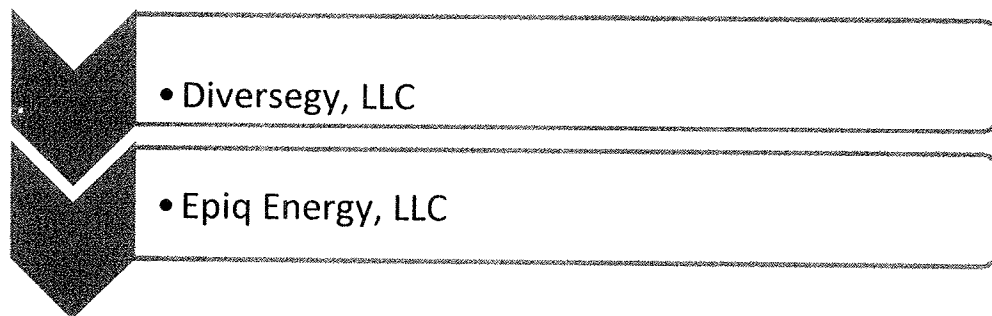
Fernando Campos, Director of Operations
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400

Exhibit A-15 "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 and companies that aggregate customers in North America.

Please find applicant's corporate structure as represented by the organizational chart below.

Applicant, Epiq Energy, LLC, is a wholly owned subsidiary of Diversegy, LLC; a licensed CRES and CRNGS (Broker) in the State of Ohio.

CORPORATE ORGANIZATIONAL CHART



DIVERSEGY ORGANIZATIONAL CHART OF KEY PERSONNEL

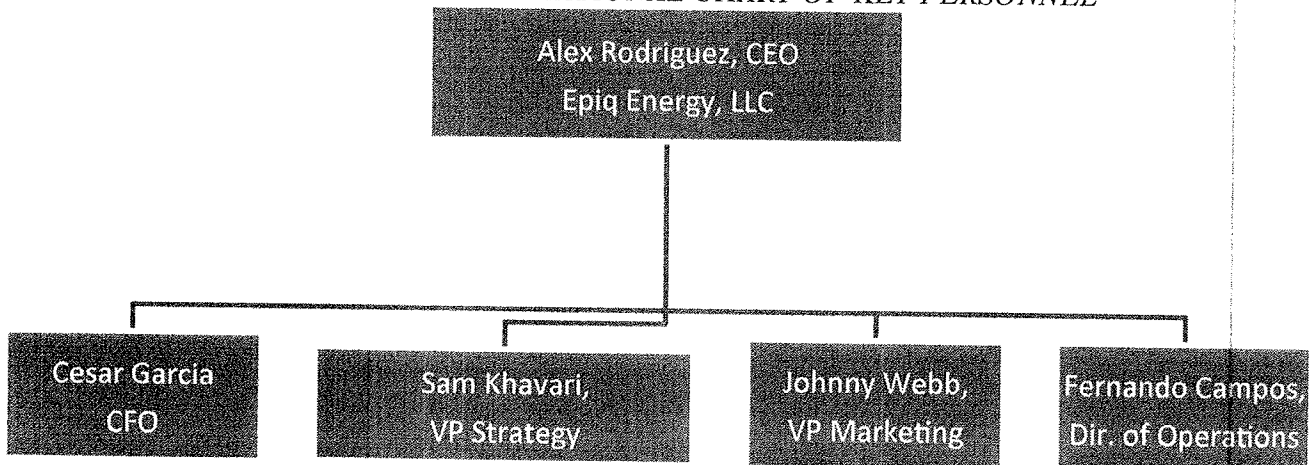


Exhibit A-16 "Company History," provide a concise description of the applicant's company history and principal business interests.

Please visit us at: <http://www.epiqenergy.biz/>

Our Mission

Epiq Energy LLC ("Epiq" or "Applicant") is a Delaware Limited Liability Company, duly formed by way of filing with the Secretary of State on February 7, 2013. Applicant thereafter filed as a foreign for-profit limited liability company as was approved on February 25, 2013. Having decades of experience in the competitive electricity and natural gas markets, Mr. Alex Rodriguez and Mr. Cesar Garcia founded Epiq with a vision of allowing end-use customers to take advantage of deregulated rates while simultaneously providing them with a superior customer service experience. Epiq Energy is a wholly owned subsidiary of Diversegy, LLC, licensed by the Public Utilities Commission of Ohio, license numbers 12-605E(1) and 12-279G(1), respectively. . While the Applicant itself is a young company, its managers and operators bring a wealth of natural gas industry expertise and technical ability. Headquartered in Dallas, TX, Epiq Energy was created as an innovative and powerful means of bringing real value and solutions to residential, commercial, and industrial energy customers across the nation. Epiq Energy addresses the void that is missing in today's marketplace – having a true advisor that represents the energy client's best interest. By harnessing advanced technological capabilities found on their website, <http://www.epiqenergy.biz>, the Applicant intends to provide customers a user-friendly, straight-forward, and valuable experience allowing comparison of multiple rates and offers, in turn allowing the customer to take control of their energy needs.

Moreover, Applicant is in the process of training its internal marketing staff in not only service offerings and industry knowledge, but also regulatory and compliance guidelines relative to each specific jurisdiction. Applicant believes that each staff member that has contact with the public has the responsibility of being able to effectively communicate each product offered by Epiq Energy as well as strictly adhering to customer service guidelines promulgated by each State Commissions Regulatory Authority.

Epiq has similar licenses pending approval in Illinois, Pennsylvania, Maryland, the District of Columbia, and New Jersey.

Exhibit A-17 "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.

Please see attached certificate of formation duly filed with the State of Delaware dated February 7, 2013. No by-laws are currently available.

Delaware

PAGE 1

The First State

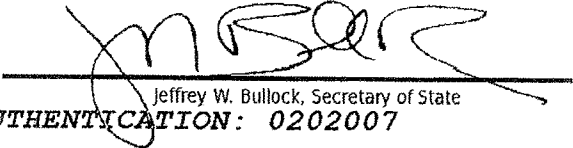
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EPIQ ENERGY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2013.



5285492 8300

130143289

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0202007

DATE: 02-07-13

Exhibit A-18 "Secretary of State," provide evidence that the applicant has registered with the Ohio Secretary of the State.

Please see attached

*** 201305600803 ***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
02/26/2013	201305600803	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	125.00	100.00	.00	.00	.00

Receipt

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

EPIQ ENERGY, LLC
ATTN: CESAR GARCIA
2720 NORTH STEMMONS FREEWAY, SUITE 900
DALLAS, TX 75207

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2176112

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

EPIQ ENERGY, LLC

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

Document(s):

REG. OF FOR. PROFIT LIM. LIAB. CO.

Document No(s):

201305600803

Effective Date: 02/25/2013



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
26th day of February, A.D. 2013.

A handwritten signature in cursive script that reads "Jon Husted".

Ohio Secretary of State

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

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 natural gas or retail/wholesale electric services.

Epiq Energy, LLC is not currently licensed in any jurisdiction as of the date of this filing. Applicant is currently applying for licensure, or has filings pending in Pennsylvania, New Jersey, Illinois, Maryland and the District of Columbia.

Diversegy, as the parent company of the Applicant, is licensed in the following jurisdictions:

1. Ohio CRES and CRNGS (Broker)
2. The District of Columbia (Broker)
3. Maryland (Broker)
4. Pennsylvania * (Broker)
5. New Jersey (Broker)
6. Illinois (Broker)

* Pending

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 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Administrative Code.

Epiq Energy LLC is a wholly owned affiliate of Diversegy LLC. Diversegy's officers and managers will be operating Epiq Energy LLC. Diversegy, LLC ("DIV") has a proven track record in the electric and natural gas industry serving all applicable customer classes in Maryland, Ohio, Texas, California, Connecticut, California, D.C., Colorado, Florida, Georgia, Illinois, Mass., Michigan, New York, and New Jersey.

Applicant will at no time be taking title to natural gas in Ohio, nor will it be contracting directly with Retail Customers in Ohio. Epiq Energy will serve only in the capacity of a Natural Gas Aggregator/Broker and will not be providing any billing statements to customers nor will it be accepting prepayments or deposits. Customer inquiries and/or complaints can be handled directly by Epiq Energy through their website and/or toll free number, or through the customers Local Delivery Company.

Epiq Energy follows certain protocols and sets company policy to both monitor and control the quality of its outreach and to fulfill its duty as a Natural Gas Broker. Applicant seeks to provide potential customers in Ohio with the best possible information available to enable them to make the best energy choice based on their specific usage and needs.

Epiq Energy will, at all times, handle customer inquiries and complaints in accordance with any and all applicable Commission rules, regulations and orders pursuant to Section 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Administrative Code.

Exhibit B-3 "Summary of Experience," provide a concise summary of the applicant's experience in providing the services for which it is seeking to be certified to provide (e.g. number and types of customers served, utility service areas, volume of gas supplied, etc.).

Epiq Energy LLC will be managed and operated by the same officers as Diversegy LLC a licensed CRES and CRNGS in Ohio. Epiq Energy was founded on February 7, 2013 as a Delaware for-profit Limited Liability Company. Epiq Energy was founded by Mr. Alex Rodriguez and Mr. Cesar Garcia and is a wholly owned subsidiary of Diversegy. Mr. Rodriguez was a co-founder and Chief Operating Officer of Stream Energy of Dallas, Texas, one of the most successful retail energy companies of its time.

Epiq Energy plans on using its advanced technological capabilities available at www.epiqenergy.biz, giving end-use customers the power to take control of their energy costs by simultaneously displaying multiple product offerings from different licensed Suppliers. Moreover, Applicant will at no time be taking title to electric energy in Ohio.

As Epiq Energy will only be acting as a natural gas aggregator/broker in the State of Ohio, it will at no time be contracting directly with customers within the State. As Epiq was founded on February 7, 2013, there are no customer numbers or jurisdictional territories to disclose.

Exhibit B-4 "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.

Epiq has never had any investigations, pending or past rulings or judgments, liabilities or any other matter that could adversely impact its financial or operational status or ability to provide natural gas Broker services for which it is seeking to be certified herein.

C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

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.

Applicant, Epiq Energy LLC, is a limited liability company; it does not have shareholders and does not issue annual reports.

Please see Exhibit C-3 for financial statements.

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.

As a privately held company, Applicant is not required to file with the Securities and Exchange Commission.

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.

Epiq Energy is a recent startup and a wholly owned subsidiary of Diversegy, LLC. As Epiq was formed under the laws of the State of Delaware on February 7, 2013, it does not have two years of audited financial statements.

As evidence of financial capability, Applicant herein provides financial statements of its parent company, sworn as to their accuracy by Cesar Garcia, President and CFO. Diversegy will be providing the necessary resources needed to provide the services for which Epiq is seeking licensure herein.

This CRNGS application contains a motion for protection to prevent from public disclosure all documents attached to this Exhibit C-3. Applicant respectfully requests that PUCO Staff treat all financial statements disclosed hereunder in a confidential manner consistent with applicable law.

Exhibit C-4 “Financial Arrangements,” provide copies of the applicant's financial arrangements to conduct CRNGS as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).

Not applicable. Applicant will not be taking title to natural gas in Ohio.

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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 CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

The attached were prepared by:

Cesar Garcia
CFO, Epiq Energy, LLC
2720 N. Stemmons Fwy
Suite 900
Dallas, TX 75207

Cesar.garcia@diversegy.com
Office: 214.637.2400

This CRNGS application contains a motion for protection to prevent from public disclosure all documents attached to this Exhibit C-5. Applicant respectfully requests that PUCO Staff treat all financial statements disclosed hereunder in a confidential manner consistent with applicable law.

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.

Applicant does not subscribe to the above mentioned organizations.

Exhibit C-7 “Credit Report,” provide a copy of the applicant’s credit report from Experian, Dun and Bradstreet or a similar organization.

As Epiq Energy was formed in February of 2013, it does not have an active subscription to any corporate credit agencies. Should that report become available, Epiq will disclose such documentation to the Commission upon request or upon license renewal.

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.

Applicant has not had any bankruptcy filings or reorganizations within the most recent two preceding years.

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.

Epiq Energy, LLC has not had any dissolution or merger or acquisition within the five most recent years preceding the application.

Exhibit D-1 “Operations,” provide a current written description of the operational nature of the applicant’s business. Please include whether the applicant’s operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas company city gate for retail customers.

Epiq Energy has established business processes and systems to manage all aspects of Brokering retail natural gas in Ohio. Applicant’s operations will not include the production of natural gas from owned assets, nor will it take title to natural gas in Ohio. Instead, EPIQ will assist end-users identify and take full advantage of their natural gas needs through effective purchasing strategies. EPIQ intends to enter into agreements with licensed Natural Gas Marketers throughout Ohio giving customers a variety of options to decide which supplier best suits their specific needs based on current market conditions, historical and expected usage. All outreach done on EPIQ’s behalf will be done with the highest degree of professionalism, a strict adherence to Ohio Commission regulations and orders, and will be focused on providing its end-users with excellent, personal, customer service.

Exhibit D-2 “Operations Expertise,” given the operational nature of the applicant’s business, provide evidence of the applicant’s current experience and technical expertise in performing such operations.

Alex Rodriguez | Chief Executive Officer – Mr. Alex Rodriguez is CEO of Epiq Energy, where he is charged with implementing and realizing the firm’s vision and goal of representing the client in the energy procurement process across North America and, secondly, to use deregulation to create a more stable energy future for generations to come. Prior to founding Epiq Energy, Mr. Rodriguez has most recently served as Chairman of North American Utility Partners, LLC, NAUP Capital and NAUP Management Services (Collectively referred to as “NAUP”) a Dallas-based venture development firm with holdings across the energy supply chain, including a licensed Retail Electric Provider and an energy software services provider. Prior to founding NAUP, Mr. Rodriguez Co-Founded the Dallas based retail energy firm, Stream Gas & Electric, Ltd. (Stream Energy). Serving as Managing Director over the firm’s entire energy operations; including retail, wholesale, product development, infrastructure, information technology and business development departments. Mr. Rodriguez’s leadership and experience shaped Stream Energy into one of the fastest growing energy start-up entities in US history, surpassing the \$850 Million revenue mark in only its fourth year of operations and receiving several industry awards and recognition in the process. During his tenure at Stream Energy, the firm’s growth encompassed over 400,000 customer enrollments for deregulated energy service. Prior to founding Stream Energy, Mr. Rodriguez served as Vice President of Marketing for Utility Choice Electric, a deregulated utility serving the large commercial and industrial energy consumer segment. During his tenure, the firm was effective at serving the energy needs of thousands of customers in the Retail, Industrial, REIT, Asset Management, Manufacturing and Healthcare industries. Since 2001 Rodriguez has Co-Founded two smaller Energy Brokerage firms, responsible for over \$600M in electricity and/or natural gas contracts for commercial customers .

Cesar Garcia: President & Chief Financial Officer – Mr. Cesar Garcia is an entrepreneur with several successful business ventures to his credit. Beginning in 2001, Mr. Cesar Garcia was a seed investor and active in management in one of the first deregulated energy marketing firms Texas which sold 75MW of electric power in its first year of operations. Mr. Garcia has oversight that includes supplier liaison responsibilities, accounting and business intelligence reporting across all of Epiq Energy’s departments. As President & CFO of Epiq Energy, Mr. Garcia is thoroughly involved in the day-to-day operations of the Company.

Sam Khavari: Vice President, Strategy & Planning – Mr. Sam Khavari began his career with Dallas-based startup firm, Stream Gas & Electric, Ltd. (“Stream Energy”), a retail electric provider. Stream Energy was arguably one of the fastest growing start-up entities in U.S. history, reaching \$850 million in revenue in its fourth year of operations. At Stream Mr. Khavari was involved with operations, information technology and business process improvements. Among Mr. Khavari’s other accomplishments at Stream Energy was his founding of the firm’s energy efficiency/conservation program, Watt Zone, which was recognized as a finalist for the 2009 Energy Efficiency Program of the Year as part of the Platts Global Energy Awards.

Johnny Webb: Vice President, Marketing & Creativity – Mr. Webb is a twenty year veteran of the world of networking and sales/marketing. Having owned, operated, and/or managed companies in a number of industries including A-list promotions and entertainment, high-end luxury retail, fine home

custom furnishings, cellular communications, and collections, Mr. Webb is a natural to opening doors and connecting with diverse entities. Mr. Webb's versatility to draw insight from complex business issues has earned him the respect and business of professional athletes and ranked him as top performer within the organizations for which he has worked.

Fernando Campos: Director, Operations: Mr. Campos is a seasoned call center and customer operations manager. With over fifteen years of management experience, eight of them within the deregulated energy industry, Mr. Campos brings a wealth of experience in recruiting, hiring, and mentoring top energy professionals. Mr. Campos worked at Stream Energy and was responsible for developing improved agent efficiencies. Mr. Campos was also instrumental in reducing departmental expenditures in excess of 30% over a one-year period. Additionally while at Stream Energy, Mr. Campos served as the executive tasked with implementing Genesys/Nuance's fully automated Interactive Voice Response (IVR) platform, which improved the overall customer experience through self-service and over-the-phone payment remittance. Prior to Stream Energy, Mr. Campos worked at Texas Commercial Energy (TCE) where he managed the accounts of large clients such as the City of Waco, Andrews Distribution, The Home Depot, and Kelly Services.

Exhibit D-3 “Key Technical Personnel” provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant’s current business.

Alex Rodriguez, Chief Executive Officer
2720 North Stemmons Fwy, Suite 900
Dallas, TX 520
T: (214) 637-2400
Alex.rodriguez@EpiqEnergy.biz

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Sam.khavari@EpiqEnergy.biz

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Cesar Garcia

2720 N. Stemmons Freeway Suite 900, 9th Floor Dallas, TX 75207 |
713-423-4884 | cesar.garcia@diversegy.com

EXPERIENCE

DCP, LLC – Founder & Managing Member

September 2011 – Present

Diversegy has created the Diversegy Consultant Program (DCP) as a highly credible and lucrative distribution opportunity wherein business-to-business professionals can build a portfolio of income from the \$1 Trillion dollar a year energy industry. As a DCP Consultant, professionals begin as a "Broker in Training" and embark upon a rich path becoming a Certified Energy Consultant earning income from retail and wholesale sales of electricity, natural gas to all customer classes across North America. Furthermore, our Consultants can earn income from a myriad of energy transactions, our advisory services, deal sourcing and the sales of energy products such as solar and LED lighting solutions.

Diversegy serves thousands of customers all across North America, and furthermore aggregates hundreds of energy delivery points on a weekly basis - the DCP allows eager and hungry professionals to capitalize on this momentum and this opportunity.

Diversegy, LLC – President & CFO

February 2011 – Present

Premier Energy Broker & Advisor and Retail Market Maker for natural gas, electricity, lighting and solar solutions in markets across North America. As a co-founder, we envision building an exciting culture in a customer-facing and fast growing company. We have had the privilege of growing Diversegy into a national company serving all customer classes in a significantly rapid timeframe.

We have a proprietary platform that has simplified and automated much of our business; we can accommodate multiple channels marketing multiple products and hundreds of thousands of sales consultants and representatives.

Precision Air Cargo, LLC – President

August 2003 – October 2012

As one of the fastest growing privately-owned air cargo companies, Precision Air Cargo (PAC), has represented clients in four continents moving freight in excess of several million kilograms. Based out of the Gulf Coast Region, PAC is recognized as a regional leader for private and independent companies looking to import or export cargo.

Texas Energy Group, LLC - President

August 2005 – May 2008

TEG Unlimited was an energy brokerage company focused on selling deregulated electricity on behalf of several well-known Texas-based Retail Electric Providers. TEG was responsible for implementing sales channels and procuring electricity on behalf of several residential and commercial customers throughout Texas.

D.H. Tire, Inc – Vice President

1987 – Present

DH Tire, Inc is a family and operated company in Houston, TX. DH is a full tire sales and service provider for the retail and commercial sector. Founded in 1987, DH has grown into one of the largest used OTR tire providers in Texas. By putting our clients first, we strive to establish long-term personal relationships built upon our client's trust in providing for their needs. DH operates a fleet of 25 trucks, each with a full trained professional tire technician. We have a complete selection of new and used tires in a variety of brands.

SAM KHAVARI

3110 Thomas Ave #536 | Dallas, TX 75204 | 214.563.9599 | samkhavari@yahoo.com

QUALIFICATIONS SUMMARY

Leader with proven track record of value creation; involved with several startup ventures in the energy, telecom, internet, and sales/marketing industries. Led and managed strategic efforts yielding significant gains in productivity, efficiency, competitive advantage, and bottom-line enhancement and revenue growth opportunities. Experienced self-starting leader with winning sense of entrepreneurship, and managing senior executives and projects in various fields of business enterprise.

EXPERIENCE

NAUP Capital, LP | *venture development firm*

Dallas, TX

Senior Analyst

09/09 – 4/10

- Developed business plan and pitch book for CEO of a smart grid portfolio company; led to syndication and private placement of \$5M in equity and \$20M revolving line of credit
- Assisted CEO in building an operating model forecasting a cleantech portfolio company's operations; involved 5 markets and conservation product offering through strategic affiliation with big box retailer; helped assemble senior management team
- Managed 2 software BPO teams to develop a proprietary tool that analyzes household energy usage. Syndicated group of suppliers, negotiated contracts and managed vendor relationships to fulfill ecommerce product fulfillment and shipping strategy

STREAM ENERGY | *Fastest growing start-up energy company on track to reach \$1 Billion in revenue in 5yrs*

Dallas, TX

Director | Business Strategy & Planning

02/08 – 09/09

Manager | Special Projects

02/06 – 01/08

Assistant Manager | Customer Care

07/05 – 01/06

Analyst | Retail Operations

02/05 – 06/05

Leadership and Management experiences include:

- Created Watt Zone, a self-directed project that became a finalist by Platts Global Awards as *2009 Energy Efficiency Program of the Year*; publicly launched the program to audience of over 7000 conference attendees
- Attended industry conferences and supplier/financier meetings with Managing Directors and Chairman to market firm's products
- Provided organizational development training sessions on operational matters and business process improvements firm-wide
- Scaled and managed call center operations from 8 to 35 employees while servicing roughly 150,000 customers

Deal and Diligence experiences include:

- Developed market analysis showing favorable trends for potential acquisition of publicly traded company; collaborated with Chairman and Managing Director on strategy which led to negotiations with acquiree's executive team until board rejected offer
- Performed operational due diligence, market research, competitive analysis, and financial modeling for Managing Directors and Chairman for corporate development and expansion considerations into new markets

Strategic Problem Solving and Project Management experiences include:

- Recognized need for better credit-paying customers; led data mining effort to identify market penetration, customer segmentation, brand loyalty rates and trends; sales quality increased by 6%, improved branding by 15%; formed new analytics group
- Identified a communication breakdown between business leaders and software developers; coordinated with senior executives to appoint department representatives and schedule meetings using agile methodology; productivity improved by 60% and priority project release schedule improved by 75%
- Led a diverse team of 8 subject matter experts to conduct operational gap analyses on target markets slated for expansion

Operational Improvement experiences include:

- Discovered area of cost savings involving customer correspondence/feedback efficiency by implementing a self-service web-based solution. Inbound customer email volume decreased by 20%, issue resolution times improved by 60%, and achieved overall process efficiency increase by 55%
- Identified an opportunity to automate all 3rd party telephonic Quality Control calls; yielded \$855,000 in annual savings
- Implemented departmental turnaround from inbound to outbound call center; 40% call volume reduction, 10% sales increase

EDUCATION

Austin College – Sherman, TX [2000 – 2004]

Bachelor of Arts (Major: Business Administration, Minor: Biology)

- Founder and President – Austin College Business Club
- President – P.U.R.E. (social-action organization)

ADDITIONAL INFORMATION

- **Interests:** Entrepreneurship/start-ups, real estate investing, socio-economic development, hiking, mountain biking, soccer
- **Service:** Founder – Keep It Real at Rosa Hill Community Center (*children's virtues class*)

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

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in

Case No(s). 13-1379-GA-AGG

Summary: Application for Certification as a Competitive Retail Natural Gas Aggregator/Broker electronically filed by Ms. Margeaux Kimbrough on behalf of Epiq Energy, LLC