

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, 180 East Broad Street, Columbus, Ohio 43215-3793.

SECTION A - APPLICANT INFORMATION AND SERVICES

☒ Retail Natural Gas Aggregator ☒ Retail Natural Gas Broker ☒ Retail Natural Gas Marketer

Legal Name	Integrus Energy Services - Natural Gas, LLC		
Address	1716 Lawrence Drive, De Pere, WI 54115		
Telephone No.	920-617-6100	Web site Address	www.integrusenergy.com
Current PUCO Certificate No.	10-186G(2)	Effective Dates	4/26/12 through 4/26/14

Name	Integrys Energy Services - Natural Gas, LLC		
Address	1716 Lawrence Drive, De Pere, WI 54115		
Web site Address	www.integrysenergy.com	Telephone No.	920-617-6100

Integrus Energy Services - Natural Gas, LLC

Name	Amy Klaviter	Title	Regulatory Compliance Analyst
Business Address	20 N. Wacker Drive, Suite 2100, Chicago, IL 60606		
Telephone No.	312-681-1855	Fax No.	312-681-1999
Email Address	aklaviter@integrysenergy.com		

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

Name Glenda O'Bannon Title Senior Marketing Operations and Quality Assurance
Business address 20 N. Wacker Drive, Suite 2100, Chicago, IL 60606
Telephone No. 312-681-1866 Fax No. 312-681-1999 Email Address Commissioncomplaints@integr

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

Customer service address 300 W. Wilson Bridge Road, Suite 350, Worthington, OH 43085
Toll-Free Telephone No. 888-367-4493 Fax No. 614-844-4305 Email Address columbus@integrysenergy.com

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 Dwayne Pickett Title Government and Regulatory Affairs Representative
Business address 300 W. Wilson Bridge Road, Suite 350, Worthington, OH 43085
Telephone No. 614-844-4325 Fax No. 614-844-4305 Email Address DRPickett@integrysenergy.com

A-9 Applicant's federal employer identification number 27-1158190

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.

☒ Columbia Gas of Ohio

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	4/97	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	4/97	End Date	
<input checked="" type="checkbox"/>	Large Commercial	Beginning Date of Service	5/86	End Date	
<input checked="" type="checkbox"/>	Industrial	Beginning Date of Service	5/86	End Date	

☒ Dominion East Ohio

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	10/00	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	10/00	End Date	
<input checked="" type="checkbox"/>	Large Commercial	Beginning Date of Service	12/95	End Date	
<input checked="" type="checkbox"/>	Industrial	Beginning Date of Service	12/95	End Date	

☒ Duke Energy Ohio

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	2/99	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	2/99	End Date	
<input checked="" type="checkbox"/>	Large Commercial	Beginning Date of Service	9/98	End Date	
<input checked="" type="checkbox"/>	Industrial	Beginning Date of Service	12/92	End Date	

☒ Vectren Energy Delivery of Ohio

<input checked="" type="checkbox"/>	Residential	Beginning Date of Service	7/12	End Date	
<input checked="" type="checkbox"/>	Small Commercial	Beginning Date of Service	7/12	End Date	
<input checked="" type="checkbox"/>	Large Commercial	Beginning Date of Service	7/12	End Date	
<input checked="" type="checkbox"/>	Industrial	Beginning Date of Service	10/01	End Date	

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

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,"** provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, *only if the contents of the originally filed documents changed since the initial application.*
- A-18 **Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is still 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 renewed certification (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 for which it is seeking renewed certification since applicant last filed for certification.

- 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 since applicant last filed for certification.

☒ 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 since applicant last filed for certification.

☒ 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 Experion, 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. 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.
- 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

Daniel J. Verbanac

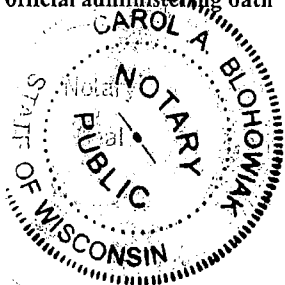
Sworn and subscribed before me this 18th day of March Month 2014 Year

Carol A. Blohowiak

Daniel J. Verbanac, President

Signature of official administering oath

Print Name and Title



My commission expires on

1-29-17



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)

In the Matter of the Application of)

Integrus Energy Services - Natural Gas, LLC)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)

Case No. 10 - 396 -GA-CRS

County of Brown
State of Wisconsin

Daniel J. Verbanac

[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

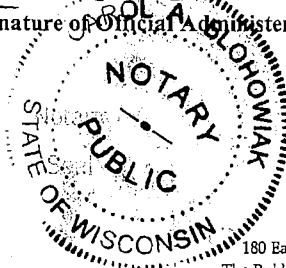
Daniel J. Verbanac

Sworn and subscribed before me this 18th day of March Month 2014 Year

Carol Ann Howie
Signature of Official Administering Oath

Daniel J. Verbanac, President

Print Name and Title



My commission expires on

1-29-17

(CRNGS Supplier Renewal)

Page 7 of 7

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.

Directors:

Mark A. Radtke Integrlys Energy Services – Natural Gas, LLC 700 North Adams St. P.O. Box 19001 Green Bay WI 54307 (920) 433-2976 – P (920) 433-1693 – F	William J. Guc Integrlys Energy Services – Natural Gas, LLC 700 North Adams P.O. Box 19001 Green Bay WI. 54307 (920) 433-2639 – P (920) 433-7653 - F
Daniel J. Verbanac Integrlys Energy Services – Natural Gas, LLC 1716 Lawrence Drive DePere WI. 54115 (920) 617-6058 – P (920) 617-6070 - F	

Officers:

Daniel J. Verbanac President Integrlys Energy Services – Natural Gas, LLC 1716 Lawrence Drive DePere WI. 54115 (920) 617-6058 – P (920) 617-6070 – F DJVerbanac@integrlysenergy.com	Ronnie E. Cardwell Vice President Integrlys Energy Services – Natural Gas, LLC 1716 Lawrence Drive DePere WI. 54115 (920) 617-6216 – P (920) 617-6070 - F RECaldwell@integrlysenergy.com
Jodi J. Caro Secretary Integrlys Energy Services – Natural Gas, LLC 130 E. Randolph St. Chicago, IL 60601 (312) 240-4303 – P (920) 433-1526 – F JJCaro@integrlysgroup.com	Craig A. Vanderwerff Controller Integrlys Energy Services – Natural Gas, LLC 1716 Lawrence Drive DePere WI. 54115 (920) 617-6204 – P (920) 617-6070 – F CAVanderwerff@integrlysenergy.com
William J. Guc Treasurer Integrlys Energy Services – Natural Gas, LLC 700 North Adams P.O. Box 19001 Green Bay WI. 54307 (920) 433-2639 – P (920) 433-7653 - F WJGuc@integrlysgroup.com	Dane E. Allen Assistant Secretary Integrlys Energy Services – Natural Gas, LLC 700 North Adams St. P.O. Box 19001 Green Bay WI 54304 (920) 433-2632 - P (920) 433-1577 - F DEAllen@integrlysgroup.com

Leonardo G. Caro Vice President Integrys Energy Services – Natural Gas, LLC 2211 Old Earhart Rd Suite 175 Ann Arbor, MI 48105 DePere WI. 54115 (734) 761-2301 – P (734) 761-2140 - F <u>LGCaro@integrysenergy.com</u>	
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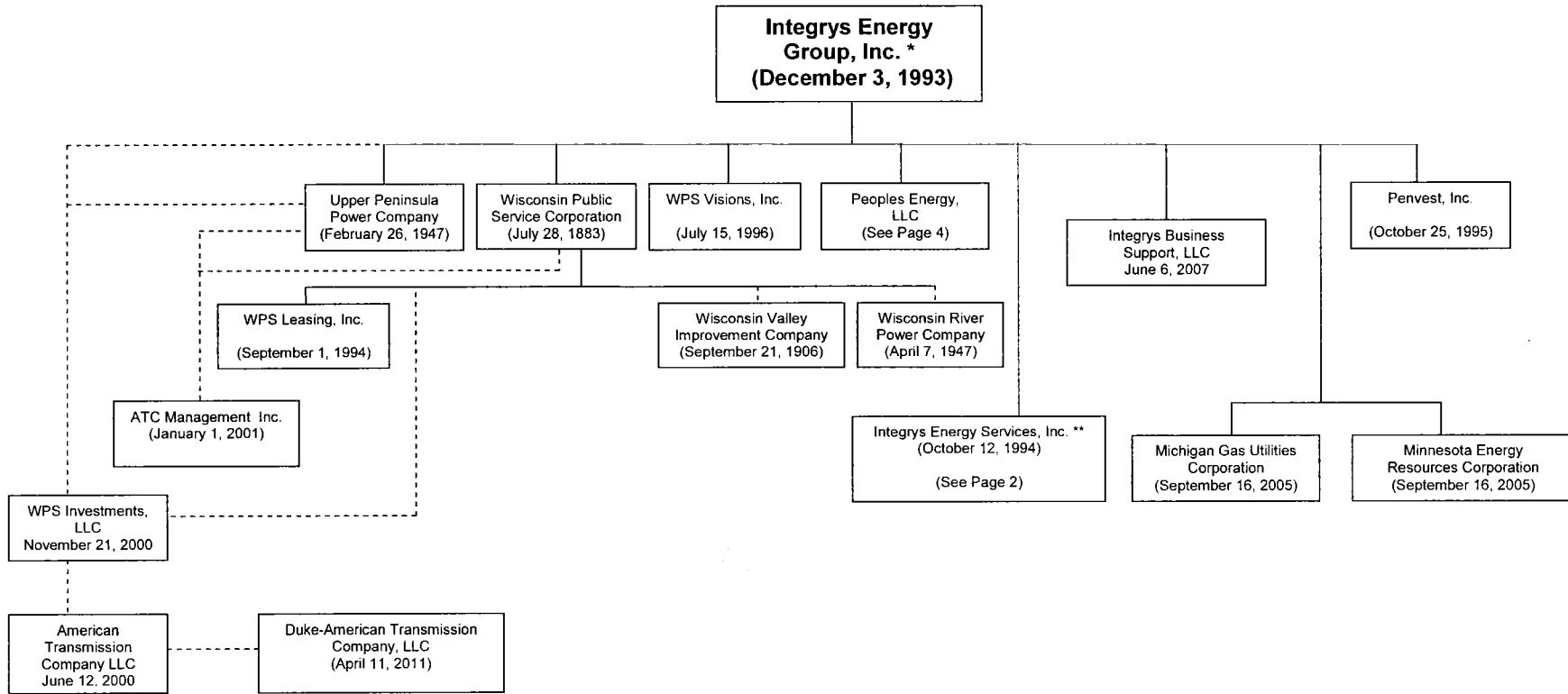
A-15 Exhibit A-15 "Corporate Structure," provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale natural gas or electricity to customers in North America.

The following description states the relationship between Integrys Energy Group, Inc. ("TEG"), Integrys Energy Services, Inc ("TEGE Inc"), and Integrys Energy Services – Natural Gas, LLC ("TEGE LLC"). Also listed are TEGE Inc's affiliate and subsidiary companies that supply retail or wholesale natural gas and electricity in North America. The attached diagram shows a detailed picture of the TEG corporate structure. We have also included an organizational chart (**Attachment A**)

<i>AFFILIATE/DIVISION</i>	<i>ADDRESS</i>	<i>RELATIONSHIP</i>
<i>INTEGRYS ENERGY GROUP, INC.</i>	130 EAST RANDOLPH DRIVE, CHICAGO, IL 60601	PARENT COMPANY OF INTEGRYS ENERGY SERVICES, INC.
<i>INTEGRYS ENERGY SERVICES, INC.</i>	1716 LAWRENCE DRIVE, DE PERE, WI 54115	NON-UTILITY SUBSIDIARY OF INTEGRYS ENERGY GROUP INVOLVED IN MARKETING RETAIL ELECTRIC POWER AND NATURAL GAS
<i>INTEGRYS ENERGY SERVICES – NATURAL GAS, LLC.</i>	1716 LAWRENCE DRIVE, DE PERE, WI 54115	NON-UTILITY DIRECT WHOLLY OWNED SUBSIDIARY OF INTEGRYS ENERGY SERVICES, INC. INVOLVED IN RETAIL MARKETING FOR NATURAL GAS

TEGE Inc has four other wholly owned subsidiaries, Integrys Energy Services of New York, Inc. located in Buffalo, NY, Integrys Energy Services of Canada Corp. located in De Pere, WI, Integrys Energy Services – Electric, LLC located in De Pere, WI and WPS Power Development, LLC located in De Pere, WI. TEGE LLC has one wholly owned subsidiary, Compass Energy Services, Inc, which also has one wholly owned subsidiary, Compass Energy Gas Services, LLC.

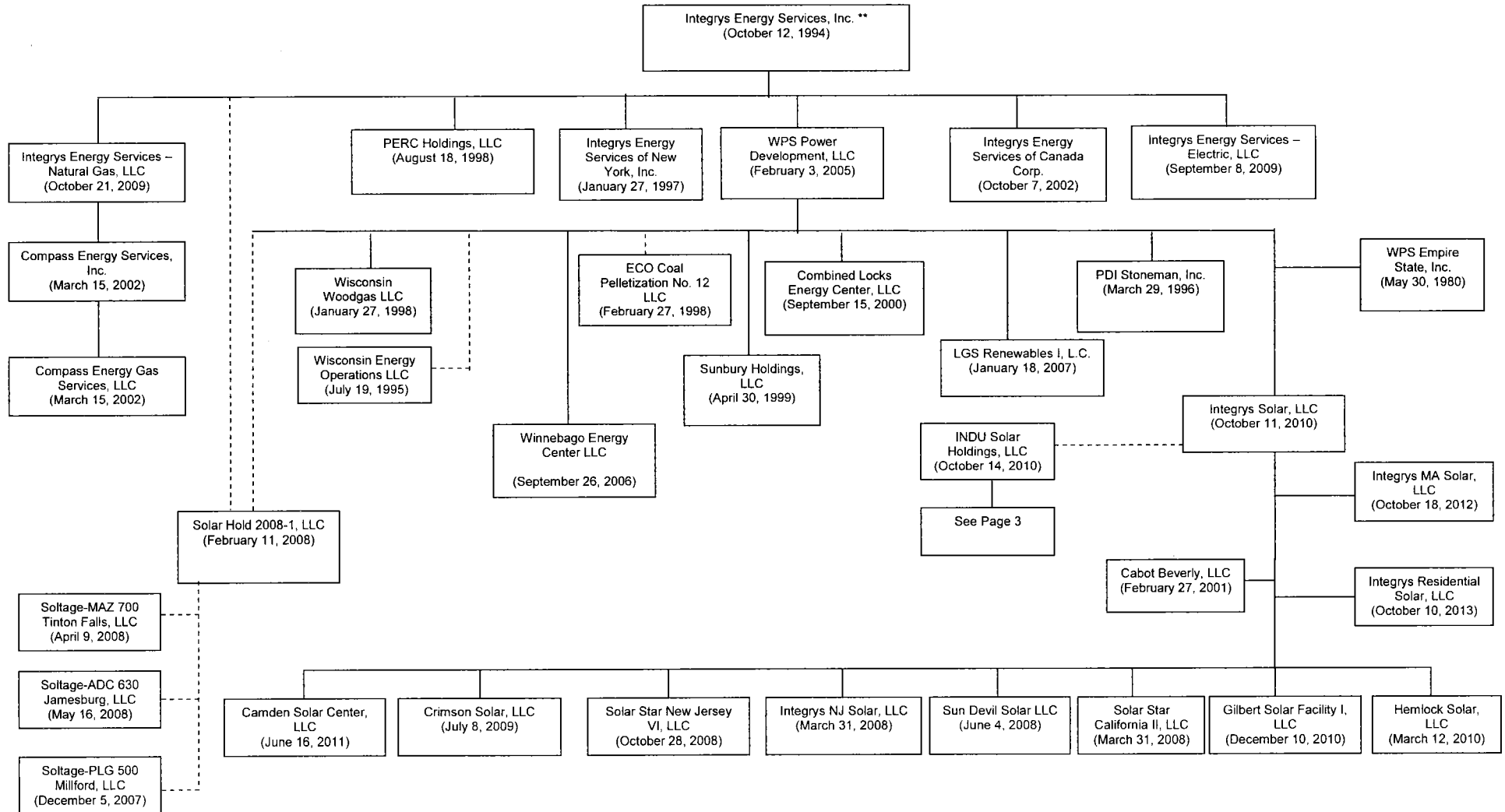
Integrys Energy Group, Inc. Organizational Chart
(as of January 1, 2014)



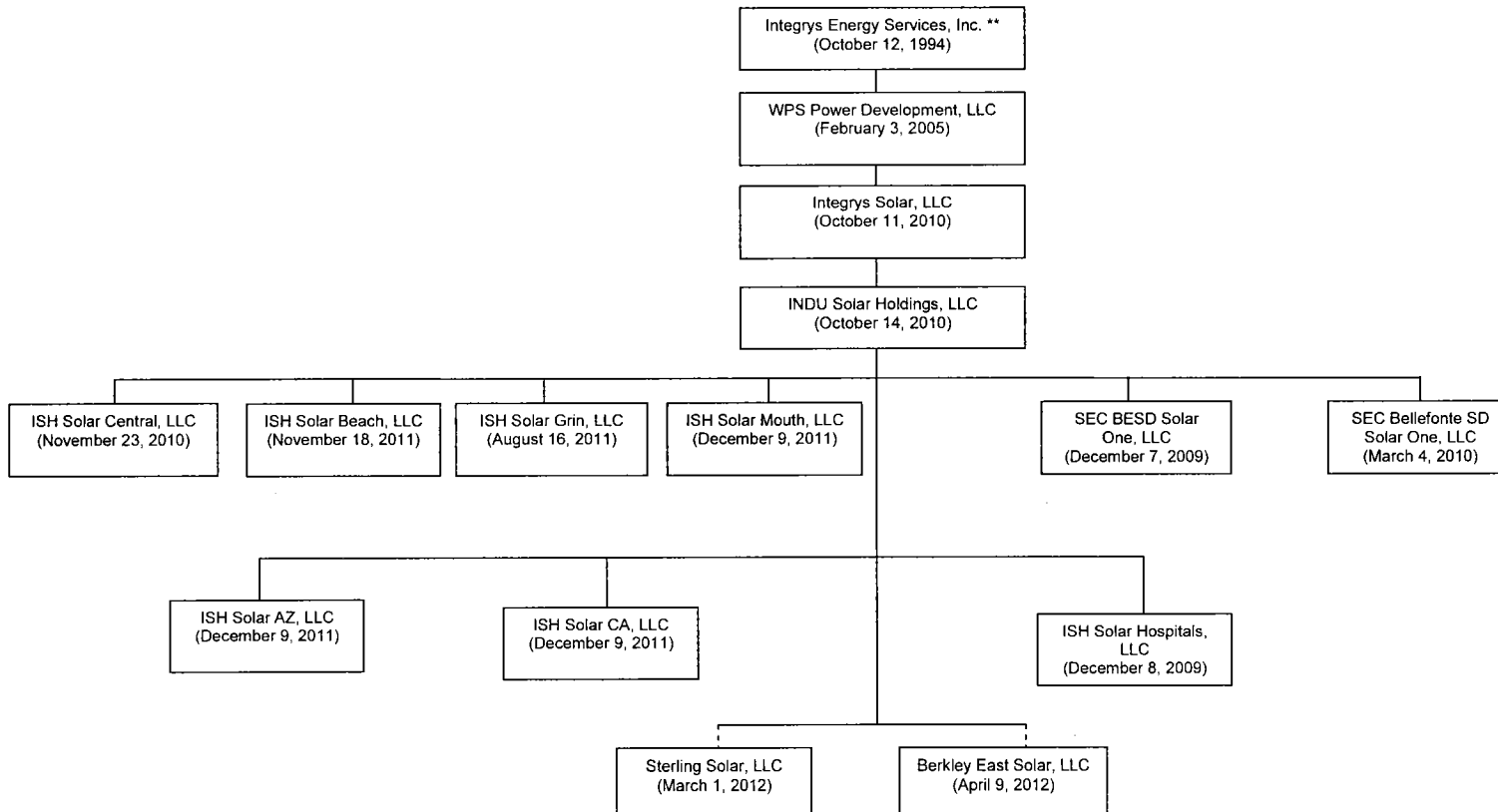
* Holding company structure became effective on September 9, 1994.
** FSG Energy Services is a division of Integrys Energy Services, Inc.

— Wholly-owned subsidiary
 - - - Partial ownership

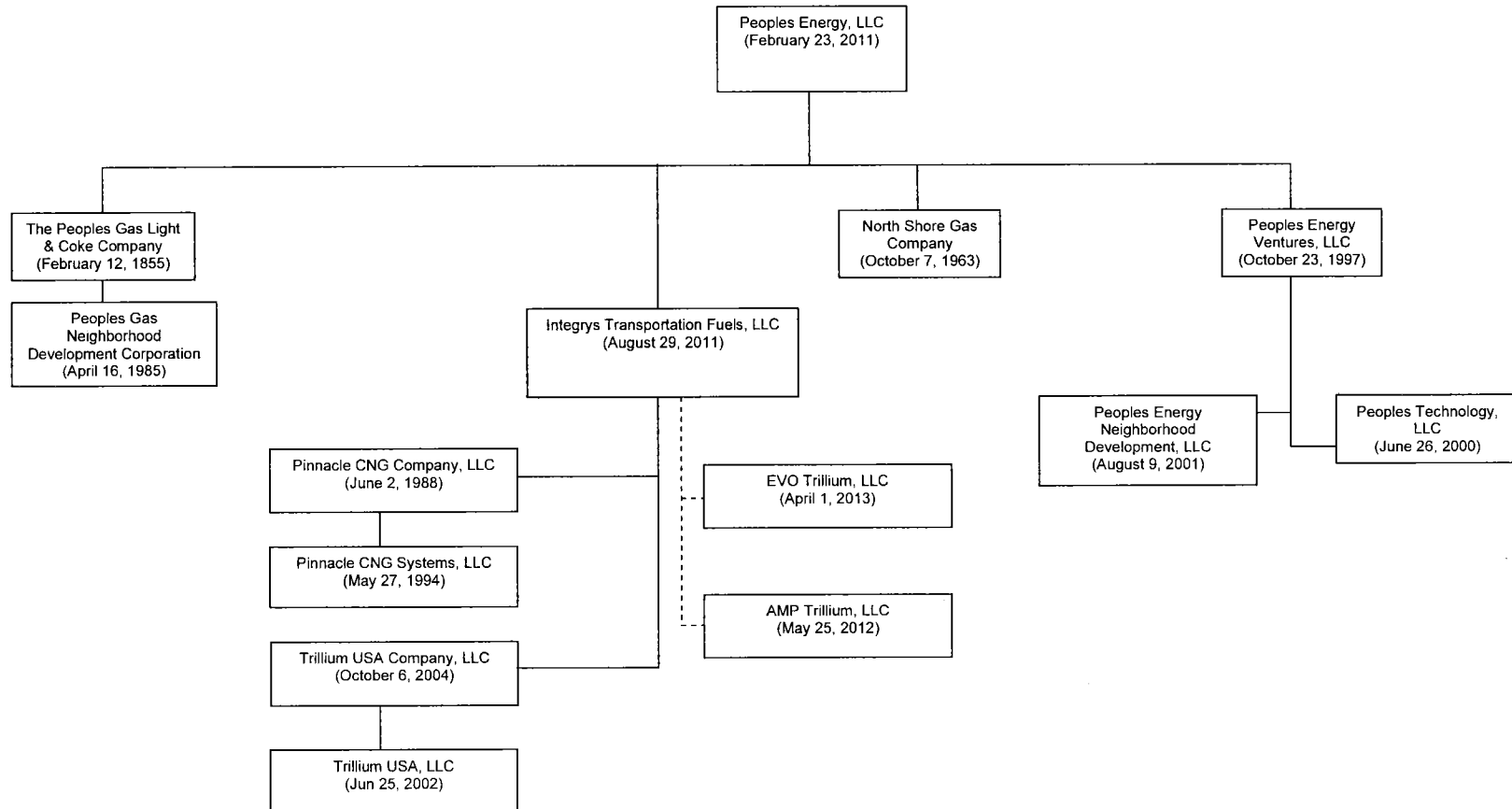
Integrus Energy Group, Inc. Organizational Chart (as of January 1, 2014)



**Integrys Energy Group, Inc. Organizational Chart
(as of January 1, 2014)**



Integrys Energy Group, Inc. Organizational Chart
(as of January 1, 2014)



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

On February 21, 2007, WPS Energy Services, Inc.'s name changed to Integrys Energy Services, Inc. (TEGE Inc). The name of the parent corporation also changed on that date from WPS Resources Corporation to Integrys Energy Group, Inc. This new name, Integrys, reflected the integration of Peoples Energy Corporation into the holding company structure. Integrys Energy Group, Inc. is a publicly traded (NYSE: "TEG") holding company based in Chicago, Illinois. TEGE Inc is a wholly owned direct subsidiary of Integrys Energy Group, Inc. On October 21, 2009, the applicant, Integrys Energy Services - Natural Gas, LLC (TEGE LLC) was created as a separate legal entity with the intent to serve all of TEGE Inc.'s natural gas retail business upon receipt of contract assignments and any required regulatory approvals and meeting any utility requirements to effectuate the transfer.

TEGE Inc acquired an Ohio-based natural gas marketer, Fuel Services Group, in October 1996. With the acquisition, Fuel Services Group was renamed FSG Energy Services and operated as a division of TEGE Inc. However, TEGE Inc gradually transitioned all customers' agreements to the Integrys Energy Services, Inc brand name and operating company. By the end of 2010, TEGE Inc transitioned all its customers to TEGE LLC.

On May 1, 2013, TEGE LLC acquired Compass Energy Services, Inc. and Compass Energy Gas Services, LLC. Both Compass entities continue to operate as separate companies.

TEGE LLC is registered to serve residential, small commercial, large commercial, industrial and aggregation customers in Ohio behind Duke Energy, Dominion East Ohio Gas, Columbia Gas and Vectren Energy Delivery. TEGE LLC is also licensed to serve natural gas customers in Michigan, Illinois, Iowa, Virginia, Maryland, the District of Columbia, New Jersey and Connecticut.

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.

There has been no change in the Limited Liability Company Agreement for TEGE LLC since the date of the initial application.

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

TEGE LLC, a Delaware limited liability company, was formed as of October 21, 2009. Attached is a certificate of registration with the Ohio Secretary of State for TEGE LLC. (**Attachment C**)

ATTACHMENT C



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/01/2010	201005700449	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	125.00	.00	.00	.00	.00

Receipt

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

INTEGRYS ENERGY GROUP, INC
700 NORTH ADAMS STREET
PO BOX 19001
GREEN BAY, WI 54307

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1917325

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

INTEGRYS ENERGY SERVICES-NATURAL GAS, LLC

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

Document(s):

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

Document No(s):

201005700449



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 22nd day of February, A.D. 2010.

Ohio Secretary of State

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 or wholesale electric services.

TEGE LLC is registered as a natural gas supplier in Connecticut, District of Columbia, Iowa (large customers), Illinois, Maryland, Michigan, Ohio, New Jersey and Virginia.

TEGE Inc is a FERC licensed power marketer with the authority to participate in wholesale electric power markets throughout the U.S. Additionally, TEGE Inc or, as noted, an affiliate, is registered to provide retail electric service in the States of Connecticut, District of Columbia, Delaware, Illinois, Massachusetts, Maryland, Maine, Michigan, New York (Integrus Energy Services of New York, Inc.), New Hampshire, New Jersey, Ohio, Pennsylvania and Rhode Island. In Ohio, TEGE Inc is a PUCO certified CRES. TEGE Inc is also a registered natural gas supplier in Iowa (large customers), New York (Integrus Energy Services of New York, Inc.), and Pennsylvania.

Among the other affiliates, WPS Power Development and Wisconsin Public Service Corporation (WPSC) hold power-marketing authority for wholesale markets, and WPSC, a public utility, is a retail gas and electric service provider in Wisconsin and the Upper Peninsula of Michigan. Upper Peninsula Power Company, a public utility, is also a retail electric service provider in Michigan’s Upper Peninsula. Michigan Gas Utilities Corporation, a public utility, is a retail gas service provider in southern and western Michigan. The Peoples Gas Light and Coke Company and North Shore Gas Company, each a public utility, are retail gas service providers in Illinois. Minnesota Energy Resources Corporation, a public utility, is a retail gas service provider in Minnesota.

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

TEGE LLC has a Service Agreement in place with TEGE Inc. (**Attachment D**) Therefore, TEGE LLC will utilize TEGE Inc's process, policy, systems and resources 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.

TEGE Inc has a local office in Worthington, OH and has participated in Ohio Choice Programs since 1986. TEGE Inc's ability to successfully serve as a CRNGS Provider has been amply demonstrated through their past and current performance as both a retail electric and natural gas provider in Ohio and other states nationwide. TEGE LLC was assigned all of TEGE Inc's gas customers by the end of 2010. As of December 2013, TEGE LLC served over 133,000 Ohio customers and delivered approximately 65,000 dekatherms of gas a day for both Choice and non-Choice customers behind four different Ohio utilities. All efforts comply with the requirements of Commission rules adopted pursuant to the Ohio Revised Code. This includes such activities as telephone solicitation of customers, customer enrollment methods, customer service activities and response to customer concerns. Billing is accomplished with a combination of billing through the local distribution utility and using TEGE Inc's own proprietary billing system. Through TEGE Inc, TEGE LLC will provide a fully staffed and trained 24/7 call center to handle all customer questions and needs. Customer complaints are handled first through normal customer service channels but appropriately raised for management attention when circumstances dictate. (**Attachment E - Customer Complaint Process**) An established internet site provides customer education content, program information and customer service access. This site contains links to specific information regarding the various communities served. Secure internet and telephone based enrollment options will also be available. Additional internet-based services include online access to consumption data, energy consulting and accounting services, and energy efficiency product sales.

TEGE LLC will ensure that TEGE Inc's high performance in the natural gas market, including the Ohio customers, will continue to represent our dedication to reliable service, commitment to customer satisfaction, and overall quality of energy supply service.

SERVICE AGREEMENT

THIS SERVICE AGREEMENT (the "Service Agreement") is made and entered into as of the 1st day of February, 2010, by and between INTEGRYS ENERGY SERVICES – NATURAL GAS, LLC, a Delaware limited liability company (the "Client Company"), and INTEGRYS ENERGY SERVICES, INC., a Wisconsin corporation (the "Service Company").

RECITALS

A. The Service Company and the Client Company desire to enter into this Service Agreement whereby the Service Company agrees to provide, and the Client Company agrees to accept and pay for, various services in support of Client Company and Client Company's retail business in Wisconsin, Michigan, Illinois, Ohio, Minnesota, (and in any other market as agreed to by the parties) and as provided herein; and

B. Economies and efficiencies benefiting the Client Company will result from the performance by the Service Company of services as herein provided.

NOW, THEREFORE, in consideration of the premises and the mutual agreements herein contained, the parties to this Service Agreement covenant and agree as follows:

ARTICLE I SERVICES

1.1. Services Provided. The Service Company shall furnish to the Client Company, if requested by the Client Company, upon the terms and conditions hereinafter set forth, such of the services described in Appendix A attached hereto, at such times, for such periods and in such manner as the Client Company may from time to time request and which the Service Company concludes it is able to perform. The Service Company shall also provide the Client Company with such special services, in addition to those services described in Appendix A hereto, as may be requested by the Client Company from time to time and which the Service Company concludes it is able to perform. In supplying such services, the Service Company may, where it deems appropriate, arrange for or utilize the services of such internal or external experts, consultants, advisers, subcontractors, and other persons with necessary qualifications as are required for or pertinent to the performance of such services.

1.2. Acceptance of Services. The Client Company shall take from the Service Company such of the services described in Section 1.1, and such additional general or special services, whether or not now contemplated, as are requested from time to time by the Client Company and which the Service Company concludes it is able to perform.

1.3. Assignment of Service Costs. The services described herein shall be directly assigned by activity, project, program, work order, work group, particular personnel or other appropriate basis. The Client Company shall have the right from time to time to amend, alter or rescind any activity, project, program or work order provided that (i) any such amendment or alteration which results in a material change in the scope of the services to be performed is agreed to by the Service Company, (ii) the Costs (as that term is defined in Section 2.3 below) for the services covered by the activity, project, program or work order shall include

any expense incurred by the Service Company as a direct result of such amendment, alteration or rescission of the activity, project, program or work order, and (iii) no amendment, alteration or rescission of an activity, project, program or work order shall release the Client Company from liability for all Costs already incurred by or contracted for by the Service Company pursuant to the activity, project, program or work order, regardless of whether the services associated with such Costs have been completed.

1.4. Limited Warranty; Disclaimers. Subject to the terms and conditions of this Service Agreement, the Service Company warrants that the services described herein will be performed consistently within the range of standard and reasonable practices of the industry performing similar services (the "Limited Warranty"). Any claim for breach of the Limited Warranty must be provided to the Service Company in writing within ninety (90) days after the particular incident of service giving rise to such claim occurs (the "Warranty Period"). The Service Company's sole obligation and the Client Company's exclusive remedy in the event of a breach of the Limited Warranty of which the Service Company is notified in writing within the applicable Warranty Period shall be for the Service Company to reperform the non-conforming service, promptly and at no additional charge to the Client Company. THE LIMITED WARRANTY SET FORTH IN THIS SECTION IS EXCLUSIVE AND IN LIEU OF ALL OTHER WARRANTIES, WHETHER EXPRESS, IMPLIED OR STATUTORY. WITHOUT LIMITING THE FOREGOING, THE SERVICE COMPANY DISCLAIMS THE IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR PARTICULAR PURPOSE, AND ANY WARRANTIES ARISING FROM COURSE OF DEALING OR USAGE OF TRADE.

ARTICLE II COMPENSATION

2.1. Compensation for Services. As compensation for the services to be rendered hereunder, the Client Company shall pay to the Service Company all Costs which reasonably can be identified that are related to or arise from services performed by the Service Company for or on behalf of the Client Company.

2.2. Monthly Billing. The Service Company shall render a monthly bill to the Client Company which shall reflect the billing information necessary to identify the Costs charged for the preceding month. The bill for a given month shall be furnished to the Client Company by the 15th day of the following month, and shall be paid by the Client Company on or before the last day of that following month.

2.3. Service Costs. It is the intent of the parties that the payment for services rendered by the Service Company under this Service Agreement shall cover all of the Service Company's Costs. "Costs" shall mean all direct and indirect costs of the Service Company's performing and providing the services, including both directly assigned costs and allocated shares of general and indirect costs incurred by the Service Company in doing business. The Costs shall include, but not be limited to, salaries and wages, office supplies and expenses, employee expenses, material costs, information systems, technology, software, transportation charges, outside vendors and services employed, property insurance, injuries and damages, employee pensions and benefits, taxes, miscellaneous general expenses, administration costs,

rents, maintenance of structures and equipment, depreciation and amortization, other overhead, and compensation for use of capital at the Service Company's customary rates in effect from time to time. Certain directly assigned Costs will be calculated as described in Appendix A. Allocations of shares of general and indirect Costs shall be made in accordance with the Service Company's standard procedures in effect from time to time.

ARTICLE III TERM

3.1. Term. This Service Agreement shall become effective on the date hereof and shall continue in force unless and until it is terminated by either party by giving not less than 180 days' prior written notice to the other party. This Service Agreement may also be subject to termination or modification at any time, without notice, if and to the extent performance under this Service Agreement may conflict with any applicable law (statutory or otherwise), ordinance, rule, regulation, bylaw or code of any governmental or regulatory authority, whether federal, state or local.

ARTICLE IV MISCELLANEOUS

4.1 Amendment and Modification. This Service Agreement may be amended, modified, or supplemented only through a writing signed by all of the parties hereto.

4.2 Waiver of Compliance; Consents. Any failure of a party to comply with any obligation, covenant, agreement, or condition herein may be waived by the other party; provided, however, that any such waiver shall be effective only if made by a written instrument signed by the party granting such waiver, and any such written waiver shall not operate as a waiver of, or estoppel with respect to, any subsequent or other failure.

4.3 Assignment. This Service Agreement and all of the provisions hereof shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns. This Service Agreement may not be assigned by either party, in whole or in part, without the prior written consent of the other party, such consent not to be unreasonably withheld or delayed. Nothing in this Service Agreement, expressed or implied, is intended or shall be construed to confer upon any person or entity other than the parties and any of their respective successors and permitted assigns, any rights, remedy, or claim under or by reason of this Service Agreement or any provisions herein contained.

4.4 Notices. All notices and other communications hereunder shall be in writing and shall be deemed to have been duly given if delivered by hand, sent via confirmed facsimile transmission, or mailed by registered or certified mail (return receipt requested) to the party to be notified at its address or facsimile number as set forth below.

If to Client Company:

Integrys Energy Services – Natural Gas, LLC
1716 Lawrence Drive
De Pere, Wisconsin 54115
Attn: Daniel J. Verbanac, Vice-President

Fax: (920) 617-6253

If to Service Company:
Integrus Energy Services, Inc.
1716 Lawrence Drive
De Pere, Wisconsin 54115
Attn: Contract Administration
Fax: 920-627-6070

Notices shall be effective upon receipt. A party may change its address or facsimile number for notices by giving written notice of the change to the other party in accordance with this section.

4.5 Headings. The article and section headings contained in this Service Agreement are for reference purposes only and shall not affect in any way the meaning or interpretation of this Service Agreement.

4.6 Severability. If any one or more provisions contained in this Service Agreement shall, for any reason, be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any other provision of this Service Agreement, and this Service Agreement shall be construed as if such invalid, illegal, or unenforceable provision had never been contained herein.

4.7 Disclaimer of Damages. Notwithstanding anything to the contrary herein, IN NO EVENT SHALL EITHER PARTY BE LIABLE FOR ANY LOST OR PROSPECTIVE PROFITS OR REVENUES OR FOR ANY OTHER INCIDENTAL, CONSEQUENTIAL, PUNITIVE, EXEMPLARY, SPECIAL, CONTINGENT OR INDIRECT LOSSES OR DAMAGES ARISING FROM THIS SERVICE AGREEMENT OR ITS PERFORMANCE OR BREACH, OR FROM ANY ACT OR OMISSION UNDER OR IN CONNECTION WITH THIS SERVICE AGREEMENT, REGARDLESS OF WHETHER SUCH PARTY HAS BEEN ADVISED OF THE POSSIBILITY OF SUCH LOSSES OR DAMAGES.

4.8 Liability Cap. Notwithstanding anything to the contrary herein, **in no event shall the Service Company's total liability under this Service Agreement, whether for breach of contract, breach of warranty, tort (including negligence and strict liability) or under any other theory of law or equity, exceed an amount equal to the aggregate amount of Costs actually paid to the Service Company hereunder by the Client Company.**

4.9 Governing Law. This Service Agreement shall be governed by and construed in accordance with the domestic laws of the State of Wisconsin without giving effect to any choice or conflict of law provision or rule that would cause the application of the laws of any jurisdiction other than the State of Wisconsin.

4.10 Execution In Counterparts. To facilitate execution, this Service Agreement may be executed in as many counterparts as may be required; and it shall not be necessary that the signatures of, or on behalf of, each party appear on each counterpart; but it shall be sufficient that the signature of, or on behalf of, each party appear on one or more of the counterparts. All counterparts shall collectively constitute a single agreement. It shall not be

necessary in making proof of this Service Agreement to produce or account for more than the number of counterparts containing the respective signatures of, or on behalf of, the parties.

4.11 Force Majeure. "Force Majeure" shall mean in respect of a party (the "Excused Party") an event beyond the reasonable control of such Excused Party which prevents or delays such Excused Party from performing all or some of its obligations under this Service Agreement (except for the obligation to pay money when due), including, without limitation, war, hostilities, civil disturbances, any kind of local or national emergency, acts of terrorism, riot, fire, flood, hurricane, storm, earthquake, concealed or subterranean conditions, power failure or power surge, epidemic, explosion, sabotage, act of God, acts or failures to act by governmental authorities (including failure to issue, delay in issuing, or revocation of, permits, licenses, approvals and consents, except to the extent such failure, delay or revocation is due solely to the gross negligence or willful misconduct of the party claiming an excuse), acts or failures to act of a third party, strike, slowdown or other labor unrest or dispute, delay of carriers, failure of the usual modes of transportation, embargo, or change in applicable law from that in effect on the date hereof. Neither party shall be liable to the other for any failure of or delay in performance of any of its obligations under this Service Agreement (other than failure to make any payment at the time due and owing) to the extent due to the occurrence of a Force Majeure affecting such party. Each party shall notify the other party promptly of the occurrence of any Force Majeure and its expected duration, and shall resume full performance under this Service Agreement as promptly as practicable after such Force Majeure has terminated.

4.12 Independent Contractor. The Service Company is an independent contractor, and nothing in this Service Agreement shall constitute or create a joint venture, partnership, agency or other similar arrangement between the parties. Neither party is authorized to act as agent for the other party, except as otherwise expressly agreed to in writing by the parties.

4.13 Entire Agreement. This Service Agreement, together with Appendix A attached hereto, represents the entire undertaking and agreement of the parties with respect to the subject matter hereof, superseding all prior and contemporaneous agreements, representations, warranties, undertakings, and understandings by and between the parties with respect to said subject matter, whether oral or written.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Service Agreement to be executed as of the date and year first above written.

**INTEGRYS ENERGY SERVICES -
NATURAL GAS, LLC**

By: 

Name: Mark A. Rastec

Title: President

INTEGRYS ENERGY SERVICES, INC.

By: 

Name: Daniel J. Verbanne

Title: President

APPENDIX A
DESCRIPTION OF SERVICES AND
DETERMINATION OF CERTAIN CHARGES FOR SERVICES

- I. Certain directly assigned Costs will be determined as follows: the Service Company will maintain an accounting system for accumulating Costs on an activity, project, program, work order, work group, particular personnel or other appropriate basis. To the extent practicable, time records of hours worked by Service Company employees will be kept by activity, project, program or work order. Charges for salaries and wages will be determined from such time records and will be computed on the basis of employees' effective hourly rates, including the cost of fringe benefits and payroll taxes. Records of employee-related expenses and other Costs will be maintained for each service provided by the Service Company hereunder (hereinafter referred to as the "Services"). Where identifiable to a particular activity, project, program or work order, such Costs will be directly assigned to such activity, project, program or work order.
- II. The Service Company's Costs accumulated in an activity, project, program, or work order for Services performed for the Client Company will be directly assigned and charged to the Client Company. In addition, allocations of shares of general and indirect Costs shall be made in accordance with the Service Company's standard procedures in effect from time to time and charged to the Client Company, as described in the Service Agreement.
- III. A description of the Services, which may be modified from time to time upon mutual agreement of the parties, is set forth below. The Service Company shall perform such of these Services, at such times, for such periods and in such manner as the Client Company may from time to time request and which the Service Company concludes it is able to perform, all subject to the terms and conditions of the Service Agreement.
 - 1) Human Resource Services
 - 2) Administrative Services
 - 3) Competitive Excellence & Project Management Services
 - 4) Accounting & Finance / Treasury Services
 - 5) Credit Services
 - 6) Sales & Marketing Services
 - 7) Account Management Services
 - 8) Risk Administration Services
 - 9) ~~Supply / Load Forecasting / Nominating / Pricing Services~~

ATTACHMENT D

10) Legal, Regulatory & Audit Services

11) Information Technology Services

12) Facilities Services

Integrus Energy Services - Natural Gas, LLC, via Integrus Energy Services, Inc., handles all customer inquires and complaints according to the following internal procedure:

Integrus Energy Services Customer Complaint Procedure

Scope of Procedure: This procedure documents the process that will be followed for any Integrus Energy Services – Natural Gas, LLC (“TEGE LLC”) customer complaint including, but not limited to pricing, billing, usage, and other disputes. This procedure includes all small commercial and residential accounts whether active or inactive.

When TEGE LLC receives a complaint from a customer, complete the following steps within 24 hours:

Step	Action	Owner
1	Immediately forward all customer complaints to Integrus Energy Marketing Operations Team for timely and consistent processing.	Receiving staff members
2	Notate the complaint in the appropriate system.	Marketing Operations
3	Call customer to acknowledge and confirm receipt of the complaint.	Marketing Operations
4	Notate customer conversation into appropriate system with specific notation as to whether the issue is resolved or requires additional follow up.	Marketing Operations
5	If the customer is Satisfied with the explanation of the issue...	Marketing Operations
	Notate the resolution in the appropriate system as being closed.	
6	If the customer is NOT satisfied with the resolution/explanation and further research is required...	Marketing Operations
	Notate the conversation in the appropriate system. Note the account with possible next steps, if known, and a follow up date to provide the customer with status.	

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 renewed certification (e.g. number and types of customers served, utility service areas, volume of gas supplied, etc.).

TEGE LLC will be serving the Ohio market utilizing a Service Agreement with TEGE Inc. TEGE Inc. through its office in Worthington, OH has participated in Ohio Choice Programs since 1986 as Fuel Services Group, since 1994 as WPS Energy Services, since 2007 as TEGE Inc, and since 2011 as TEGE LLC. TEGE LLC currently participates in the Columbia Gas of Ohio, Dominion East Ohio, Duke Energy and Vectren Energy Choice Programs. In Ohio's Choice Programs, as of December 2013, TEGE LLC delivered approximately 340 Dekatherm/per customer to over 22,000 customers on Columbia Gas of Ohio; approximately 169 Dekatherm/per customer to over 55,000 customers on Dominion East Ohio; approximately 128 Dekatherm/per customer to over 54,000 customers on Duke Energy; and approximately 23 Dekatherm/per customer to over 900 customers on Vectren Energy.

TEGE Inc also serves non-choice customers throughout Ohio, which when included with our Choice customers, in 2013, we served over 23,900,000 dekatherms and 133,000 customers.

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 for which it is seeking renewed certification.

TEGE LLC does not have any liabilities or investigations to disclose which could adversely impact its financial or operational ability to serve as a retail natural gas supplier in the State of Ohio.

In Docket No. IN09-2-000, the Federal Energy Regulatory Commission (FERC) issued an order on October 24, 2008 approving a Stipulation and Consent Agreement between the Office of Enforcement and TEGE Inc. The Order resolved an investigation into certain self-reported violations by TEGE Inc of the FERC's capacity release policies, including circumvention of the posting and bidding requirements for released capacity and violations of the shipper-must-have-title requirement. TEGE Inc agreed to pay a civil penalty of \$800,000 and to disgorge \$194,505.78, plus interest, in unjust profits. TEGE Inc has completed the reporting requirements required by the FERC Order.

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 since applicant last filed for certification.

☒ **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 since last filed for certification.

☒ **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.

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.

TEGE LLC is a wholly owned subsidiary of TEGE Inc, which is a wholly owned subsidiary of Integrys Energy Group, Inc (“TEG”). To view the 2011 and 2012 Annual Reports for TEG, please refer to the following website:

<http://ir.integrysgroup.com/GenPage.aspx?IID=4057067&GKP=1073745249>

Note that all investor information for TEG can be found at

<http://www.integrysgroup.com/investor/default.aspx>

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.

TEGE LLC is not a registered entity and does not have such filings. To view TEG’s, 10-K for the year ended December 31, 2013 and latest 10-Q for TEG, please refer to the following website: <http://ir.integrysgroup.com/docs.aspx?iid=4057067>. Note that all investor information for TEG can be found at <http://www.integrysgroup.com/investor/default.aspx>

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.

This Exhibit contains confidential and propriety information. This information has been submitted under seal and request for confidential treatment.

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.).

This Exhibit contains confidential and propriety information. This information has been submitted under seal and request for confidential treatment.

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.

This Exhibit contains confidential and propriety information. This information has been submitted under seal and request for confidential treatment.

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 & Poor’s, 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.

TEGE LLC does not have a credit rating. Credit ratings for TEG, parent of TEGE LLC and TEGE Inc, from Moody’s and S&P are attached. **(Attachment H)** TEG will guarantee TEGE Inc and TEGE LLC’s financial commitments as necessitated by specific business activities. TEG will increase this amount or make additional guarantees to other parties as necessary during the course of our Ohio business operations.

MOODY'S

INVESTORS SERVICE

Credit Opinion: Integrys Energy Group, Inc.

Global Credit Research - 17 May 2013

Chicago, Illinois, United States

Ratings

Category	Moody's Rating
Outlook	Stable
Senior Unsecured	Baa1
Jr Subordinate	Baa2
Commercial Paper	P-2
Wisconsin Public Service Corporation	
Outlook	Stable
Issuer Rating	A2
First Mortgage Bonds	Aa3
Senior Secured	Aa3
Pref. Stock	Baa1
Commercial Paper	P-1
Peoples Gas Light and Coke Company	
Outlook	Stable
Issuer Rating	A3
First Mortgage Bonds	A1
Senior Secured MTN	(P)A1
Commercial Paper	P-2
North Shore Gas Company	
Outlook	Stable
Issuer Rating	A3
First Mortgage Bonds	A1
Senior Secured MTN	(P)A1

Contacts

Analyst	Phone
Scott Solomon/New York City	212.553.4358
William L. Hess/New York City	212.553.3837

Key Indicators

[1]Integrys Energy Group, Inc.

	LTM 3/30/2013	2012	2011	2010
(CFO Pre-W/C + Interest) / Interest Expense	6.3x	5.7x	6.6x	6.0x
(CFO Pre-W/C) / Debt	21%	20%	28%	27%
(CFO Pre-W/C - Dividends) / Debt	14%	13%	21%	21%
Debt / Book Capitalization	43%	42%	41%	44%

[1] All ratios calculated in accordance with the Global Regulated Electric Utilities Rating Methodology using Moody's standard adjustments.

Note: For definitions of Moody's most common ratio terms please see the accompanying [User's Guide](#).

Opinion

Rating Drivers

Utility subsidiaries operate in diverse and relatively supportive regulatory environments

Repositioning of non-regulated businesses

Strong financial performance

Large capital spending program

Significant holding company debt and above average dividend payout

Corporate Profile

Integrys Energy Group, Inc. (Integrys: Baa1 senior unsecured, stable outlook) is a diversified energy holding company headquartered in Chicago, Illinois that was created through the February 2007 merger between WPS Resources and Peoples Energy, LLC (PEC).

Integrys owns six regulated utilities, Wisconsin Public Service Corporation (WPSC: A2 Issuer Rating), The Peoples Gas, Light and Coke Company (PGL: A3 Issuer Rating), North Shore Gas Company (NSG: A3 Issuer Rating), Minnesota Energy Resources Corporation (MERC: not rated), Michigan Gas Utilities Corporation (MGUC: not rated) and Upper Peninsula Power Corporation (UPPCO: not rated). In the aggregate, these utilities serve approximately 1.7 million gas and 500,000 electric customers in Wisconsin, Illinois, Michigan, and Minnesota. The most sizable utilities are WPSC, a vertically-integrated electric utility headquarter in Green Bay, Wisconsin and PGL, a local natural gas distribution company(LDC) that operates in and around Chicago.

Integrys also has an approximate 34% ownership interest in the American Transmission Company (ATC: A1 senior unsecured).

Integrys' sizable non-regulated retail energy marketing business is focused on marketing natural gas and electricity to commercial, industrial and residential customers primarily in the northeastern quadrant of the United States. Retail electric volumes in 2012 totaled 13.3 million megawatt hours (Mwh) while retail gas volumes totaled 130 bcf. Integrys has operated a retail energy marketing business since 1994 and has largely managed the associated risks over this period in an adequate manner. We estimate Integrys' non-regulated energy marketing business accounts for 10- 15% of the company's consolidated cash flow .

Rating Rationale

Integrys is firmly positioned in the Baa1 rating category. The company's rating is supported by the underlying cash flow stability provided by its six regulated utility subsidiaries, a diverse, multi-state service territory and strong historical financial performance. The rating, however, is tempered by the degree of holding company debt, the risk profile of its non-regulated business and an above average dividend payout.

DETAILED RATING CONSIDERATIONS

The primary drivers for the rating and outlook are as follows:

Diverse and reasonably supportive regulatory environments

Integrys has successfully reduced the business risk profile of the enterprise through the acquisition of four regulated gas utilities, MGUC in April 2006, MERC in June 2006 and NSG and PGL in February 2007 followed by a restructuring of its non-regulated business in 2009-2010. As a result, Integrys' regulated utilities (including its investment in ATC), typically account for approximately 85-90% of its annual consolidated cash flow.

Generally speaking, Integrys' regulated LDC utilities operate in relatively supportive regulatory environments that provide PGL, NSG, MGU and MERC with rate mechanisms to pass gas costs directly to their customers and to recover bad debts. Furthermore, PGL, NSG, MGU and MERC have been granted decoupling mechanisms to offset the financial impact of declining usage. An offset to these allowed recovery mechanisms by regulators, a credit positive, is the below average allowed return on equity 9.45% granted to PGL and NSG and 9.70% to MERC.

The supportive regulatory environments in which the LDC's operate combined with the strong regulatory

environment provided in Wisconsin supports a high-Baa rating factor for Factor 1: Regulatory Framework within Moody's methodology. That being said, we have notched this rating factor downward to reflect the higher risk profile of Integrys' remaining non-regulated business; however, a high-Baa rating factor has been assigned for Factor 2: Ability to Recover Costs and Earn Returns.

Please refer to the credit opinions for WPSC, PGL and NSG for additional detail.

Reduced scale and scope of non-regulated energy marketing business

Integrys substantially reduced the scale and scope of its non-regulated energy marketing businesses in 2009-2010 largely by selling several wholesale businesses with substantial collateral requirements. That said, the risk profile of this business is considerably higher than that of a regulated utility.

Integrys' remaining non-regulated business is focused on marketing electricity and natural gas in the retail market serving commercial, industrial, direct and aggregated small commercial and residential customers primarily in the northeastern quadrant of the United States. Integrys manages the supply risk of its natural gas marketing business through a multi-year natural gas supply agreement with a creditworthy counterparty. This agreement provides Integrys with sufficient capacity to meet the natural gas requirements of its energy marketing business and includes a contractually set limitation on collateral support requirements. The non-regulated energy marketing business has no leverage and Integrys parent provides the needed collateral support.

In 2012, realized retail electric margins totaled \$91.3 million or \$6.86 per MWh compared to \$98.5 million or \$7.93 per MWh in 2011. The decrease was driven in large part by increased competitive pressure in the marketplace. Realized retail gas margins totaled \$47.5 million in 2012 or \$0.37 per dekatherm down slightly from \$49.1 million and \$0.39 per dekatherm realized in 2011. Retail electric volumes are expected to increase in 2013 due to the company's success in winning a municipal aggregation contract with the city of Chicago. That said, competitive pressures will continue to reduce per unit margins.

As this business grew in scale, so did the collateral requirements, thereby pressuring Integrys' liquidity profile. The downsizing of this business segment beginning in 2009, however, has resulted in significantly reduced collateral requirements. Guarantees and other forms of corporate support provided by Integrys on behalf of its non-regulated operations to support its commodity transactions has declined to approximately \$500 million from \$2.6 billion at December 31, 2008. Cash collateral provided to third parties declined to \$24 million at March 31, 2013 from \$256 million at December 31, 2008. Furthermore, the collateral requirement associated with a hypothetical downgrade of Integrys' rating to below investment grade has declined to a more manageable \$121 million at March 31, 2013, from approximately the \$700 million potential amount at December 31, 2008.

Strong key financial metrics

Integrys' consolidated historical financial metrics have firmly positioned the company in the Baa1 rating category. Specifically, Integrys achieved consolidated CFO-pre WC to debt of approximately 21%, cash flow coverage of interest expense of 6.3 times and debt-to-capitalization of 42.9% for the trailing twelve months ended March 31, 2013. Over the past three year- period, these specific metrics averaged 24.4%, 6.0 times and 41.3%, respectively, driven in part by the positive impact of bonus depreciation.

Integrys' consolidated capital expenditure program for the three-year period 2013 through 2015 is significant at an estimated \$2.8 billion (compared to \$1.2 billion for the three year period ended 2012). The primary drivers for the increase in capital spending are PGL's accelerated cast iron replacement program, the installation of environmental controls on WPSC's existing coal plant facilities and its recent \$392 million purchase of the Fox Energy Center. Both utilities are expected to file frequent rate cases to ensure timely recovery of these investments.

Integrys' subsidiaries are expected to fund their respective capital expenditure programs with internally generated funds, incremental debt issuances and parent equity contributions. Integrys recently contributed \$200M in equity capital to WPSC to fund in part its acquisition of Fox. Integrys anticipates issuing up to \$400 million of hybrid securities in 2013 as well as \$65-70 million in equity through its Stock Investment Plan and other stock-based benefit plans to fund its capital requirements. Incremental holding company debt and equity offerings are likely in 2014 and 2015.

Going forward, we anticipate that the investments in Integrys' regulated utilities combined with above average regulatory treatment and a conservative financing policy will result in consolidated key financial metrics of CFO pre-WC to debt and interest coverage in excess of 20% and 6 times, respectively, and a debt-to-consolidation ratio

below 46% through at least 2015.

Above average holding company debt levels and above average dividend payout

Integrus' rating reflects in part the still significant amount of holding company debt and the current high dividend payout ratio, which are the primary drivers for the two-notch rating difference between it and the senior unsecured rating assigned to WPSC, its largest regulated subsidiary. At December 31, 2012, long-term holding company debt was \$608 million (adjusted for a \$270M hybrid security that currently receives 25% equity and 75% debt treatment for financial leverage purposes by Moody's) or approximately 28% of consolidated long-term balance sheet debt.

Most of our peer universe of rated utility companies have less than 20% of consolidated debt at the holding company level.

Integrus' dividend payout to its shareholders in 2012 was approximately \$212 million or 75% of consolidated net income. That said, the company's earnings are somewhat influenced by mark-to-market accounting at its energy marketing business. For example, in 2012, the company earnings were skewed by \$27 million (after-tax) of net unrealized gains on non-regulated energy contracts and inventory accounting activities. Ignoring this non-cash impact, Integrus' dividend payout in 2012 was approximately 84%, which is higher than industry average of 70%, a credit negative.

That said, distributions from Integrus' subsidiaries have historically been sufficient to fund the company's external dividend. In 2012, Integrus parent received \$274 million in dividends and return of capital from its subsidiaries. Integrus parent contributed \$90 million in equity to its subsidiaries in 2012.

Liquidity Profile

Integrus proactively manages its liquidity profile to ensure access to funds in an amount comfortably in excess of all potential requirements.

Integrus' parent's external sources of liquidity include \$1,110 million of unsecured revolving credit facilities commitments (\$275 million due in May 2014; \$200 million due in May 2016 and \$635 million due June 2017), a significant amount relative to the company's requirements. The committed facilities support the issuance of letters of credit, meet short-term funding requirements and provide alternate liquidity for Integrus' commercial paper program. Terms of the syndicated revolving credit facilities include a representation that no material adverse change has occurred on the facilities' effective date (but not at any other times throughout the facility's term). The sole financial covenant is a 65% limitation on the debt component of Integrus' capital structure. The company has substantial headroom under the capital structure covenant; we estimate that Integrus' debt-to-capitalization for the purpose of this covenant is currently less than 45%.

Integrus parent had approximately \$208 million of commercial paper outstanding as of December 31, 2012. Short-term borrowings likely increased during 1Q13 to fund Integrus' \$200 million equity contribution to WPSC. Integrus' most near-term parent-level debt maturity is \$100 million in December 2014.

Availability under Integrus' credit facilities are more than adequate to meet potential collateral requirements associated with a hypothetical downgrade of Integrus' rating to below investment grade. We anticipate the Integrus \$275 million facility due May 2014 will be extended prior to maturity.

Separately, WPSC and PGL have access to three credit facilities totaling \$500 million in commitments to support their respective business requirements.

Rating Outlook

The stable rating outlook reflects a reduced business risk profile associated with the completed restructuring of the company's non-regulated businesses and an expectation that Integrus' consolidated ratio of CFO pre-W/C to debt will continue to exceed 20% for the near-to- medium term.

What Could Change the Rating - Up

Upward rating movement is not expected in the medium-term. Longer term, we would likely need to see Integrus' consolidated ratio of CFO pre-W/C to debt exceed 25% without the benefit of any temporary items such as bonus depreciation on a sustainable basis to consider an upgrade.

What Could Change the Rating - Down

Changes in regulatory supportiveness or an unexpected increase in leverage or decline in cash flow such that its ratio of CFO pre-W/C to debt falls below 17% on a sustainable basis.

Rating Factors

Integrus Energy Group, Inc.

Regulated Electric and Gas Utilities Industry [1][2]		Current 12/31/2012		Moody's 12-18 month Forward View* As of May 2013	
Factor 1: Regulatory Framework (25%)		Measure	Score	Measure	Score
a) Regulatory Framework			Baa		Baa
Factor 2: Ability To Recover Costs And Earn Returns (25%)					
a) Ability To Recover Costs And Earn Returns			Baa		Baa
Factor 3: Diversification (10%)					
a) Market Position (10%)			A		A
b) Generation and Fuel Diversity (0%)			Baa		Baa
Factor 4: Financial Strength, Liquidity And Key Financial Metrics (40%)					
a) Liquidity (10%)			Baa		Baa
b) CFO pre-WC + Interest/ Interest (3 Year Avg) (7.5%)		6.1x	Aa	6.0x- 6.5X	Aa
c) CFO pre-WC / Debt (3 Year Avg) (7.5%)		25.2%	A	20-25%	A
d) CFO pre-WC - Dividends / Debt (3 Year Avg) (7.5%)		18.3%	A	15-18%	A
e) Debt/Capitalization (3 Year Avg) (7.5%)		42.2%	A	40-45%	A
Rating:					
a) Indicated Rating from Grid			Baa1		Baa1
b) Actual Rating Assigned			Baa1		Baa1

* THIS REPRESENTS MOODY'S FORWARD VIEW; NOT THE VIEW OF THE ISSUER; AND UNLESS NOTED IN THE TEXT DOES NOT INCORPORATE SIGNIFICANT ACQUISITIONS OR DIVESTITURES

[1] All ratios are calculated using Moody's Standard Adjustments. [2] As of 12/31/2012; Source: Moody's Financial Metrics

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Summary:

Integrys Energy Group Inc.

Primary Credit Analyst:

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Secondary Contact:

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Summary:

Integrys Energy Group Inc.

Credit

Rating: A-/Stable/A-2

Rationale

Standard & Poor's Ratings Services' ratings on Chicago-based Integrys Energy Group Inc. reflect Integrys' consolidated credit profile, including its "excellent" business risk profile and "significant" financial risk profile under our criteria.

Integrys's rate-regulated electric and gas utility subsidiaries include:

- Peoples Energy, LLC., formerly Peoples Energy Corp., an intermediate holding company of Peoples Gas Light & Coke Co. (PG) and North Shore Gas Co. (NSG);
- Wisconsin Public Service Corp. (WPS);
- Upper Peninsula Power Co.;
- Minnesota Energy Resources Corp.;
- Michigan Gas Utilities Corp.; and
- American Transmission Co. LLC, a rate regulated electric transmission company of which Integrys owns 34%.

Integrys's nonutility operations include Integrys Energy Services Inc., a retail energy marketing company, and the compressed natural gas operations of Integrys Transportation Fuels LLC, through two recently acquired subsidiaries, Trillium USA and Pinnacle CNG. Integrys's nonutility businesses also include solar projects, through its partnership with Duke Energy Generation Services.

We view Integrys's various businesses as a diversification of its nonutility operations, but we do not view them as an overall reduction of the nonutility risk portfolio and would not expect them to grow disproportionately. We expect Integrys to maintain the current size of its nonutility businesses and these to account for about 10% of consolidated funds from operations (FFO) and the remaining 90% to represent the more stable cash flows of the regulated utility business.

Integrys's excellent business risk profile reflects the company's lower-risk monopolistic rate-regulated businesses that provide an essential service, partly offset by the company's higher-risk nonutility businesses. Integrys has continued to effectively manage its regulatory risk in its service territories, including regular filing of rate cases, with the goal of further reducing regulatory lag. Rate cases were filed in Illinois and are currently pending for PG and NSG; the utilities requested increases of \$102.7 million and \$12.5 million, respectively. In Wisconsin, a settlement was recently approved by the Public Service Commission authorizing a rate increase of \$28.5 million for WPS' electric rates, subject to certain offsets and deferrals in 2013 and a \$3.4 million decrease in WPS's gas distribution rates.

The riskier nonutility businesses reflect the highly competitive energy retail marketing industry that is characterized by minimal barriers to entry, low margins, and volatile cash flows. The primary risks are matching supply to variable loads or estimated sales volumes and maintaining sufficient liquidity for collateral and margin calls. The company continues

to expand this business and was recently selected as the supplier of electricity for the city of Chicago's 900,000 customers.

Integrys's significant financial risk profile reflects the company's strong historical financial measures, despite the recession and the subsequent weak recovery. We expect financial measures to support the current rating in the future. However, lower sales volumes, driven by mild weather, may continue to pressure the company's consolidated finances. The company also faces uncertainty regarding the Illinois gas companies' further use of the decoupling mechanism pending the Appellate Court's decision, which may result in regulatory refunds and increase vulnerability to weather in the future.

For the 12 months ended Sept. 30, 2012, consolidated FFO to total debt was 18.6%, compared with 19.8% on June 30, 2012. Debt to EBITDA was 4.3x and debt to capital was 50.7%. Under our base-case scenario, over the next three years, we forecast FFO to debt of about 20%, debt to EBITDA to average 4.1x, and debt to total capital to equal about 50%. Key assumptions include a continued slow economy, frequent rate case filings, and timely recovery of large capital spending.

Integrys had positive discretionary cash flow in 2011, partly because of increased bonus depreciation and reduced capital spending. Over the next three years, we expect discretionary cash flow to revert to negative, primarily because of increased environmental capital spending and the acquisition of the Fox Energy Center. However, we expect Integrys to meet these cash shortfalls in a manner that is at least credit neutral.

Liquidity

Our short-term rating on Integrys is 'A-2'. The company has "adequate" liquidity and can cover its needs for the next year, even if FFO decreases.

Our liquidity assessment is based on the following factors and assumptions:

- We expect the company's liquidity sources (including cash, FFO, and credit facility availability) to exceed its uses by about 1.3x over the next 12 months.
- Debt maturities are manageable, with about \$314 million maturing in 2013, \$100 million maturing in 2014, and about \$126 million maturing in 2015.
- Even if EBITDA decreases by 15%, we believe net sources will be well in excess of liquidity requirements.

The company can absorb high-impact, low-probability events with limited need for refinancing, has the flexibility to lower capital spending, has sound bank relationships and solid standing in the credit markets, and has generally prudent risk management.

In our analysis, we assumed liquidity sources of more than \$1.8 billion over the next 12 months. Integrys has more than \$1.6 billion currently committed under revolving credit facilities. We estimate the company will use about \$1.4 billion over the same period for capital spending, debt maturities, working capital needs, and shareholder dividends.

Integrys's credit agreements include a financial covenant requiring that the consolidated ratio of total debt to total capital be no more than 65%. As of Sept. 30, 2012, the company had adequate cushion with respect to this financial covenant.

Outlook

The stable rating outlook on Integrys reflects Standard & Poor's baseline forecast that consolidated FFO to debt and debt to total capital will equal about 20% and 50%, respectively, over the next three years. Significant risks to the forecast include higher-than-anticipated capital costs, a weaker-than-expected economy, or materially lower rate case increases than we predict. We could lower the rating if the nonutility business were to disproportionately grow to greater than 15% of the consolidated company or FFO to debt were to weaken to less than 18% on a consistent basis. We consider an upgrade to be highly unlikely, but it could occur if the company's FFO to debt were to be consistently greater than 30% and its debt to total capital less than 45% and if it were to maintain its excellent business risk profile.

Related Criteria And Research

- Issuer Ranking: U.S. Regulated Utility Companies, Strongest To Weakest, Aug. 6, 2012
- Standard & Poor's Revises Its U.S. Utility Regulatory Assessments, Dec. 28, 2012
- Liquidity Descriptors For Global Corporate Issuers, Sept. 28, 2011
- Business Risk/Financial Risk Matrix Expanded, Sept. 18, 2012
- 2008 Corporate Ratings Criteria: Ratios And Adjustments, April 15, 2008
- 2008 Corporate Criteria: Analytical Methodology, April 15, 2008

Temporary contact numbers: Ana Olaya-Rotonti 646-581-5949; Gerrit Jepsen 917-584-2786

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

TEGE LLC’s DUNS Number is 83-248-1902. TEGE LLC, parent, TEGE Inc’s DUNS Number is 84-173-9824. For copyright reasons we cannot provide this report for TEGE Inc: a full credit report is available from Dun and Bradstreet on its website.

For more information contact our Regulatory Compliance Analyst, Amy Klaviter.

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.

TEG, TEGE Inc, TEGE LLC nor any of its subsidiaries have filed for any form of bankruptcy protection, including reorganization or protection from creditors, in the current year or two most recent previous years.

C-9 Exhibit C-9 “Merger Information,” provides a statement describing any dissolution or merger or acquisition of the applicant since within the five most recent years preceding the application, or any times as a participant in the Ohio Natural Gas Choice Programs.

TEGE LLC acquired Compass Energy Gas Services, LLC and Compass Energy Services, Inc. on May 1, 2013.

Additionally, affiliate information regarding dissolution or merger or acquisition for the five most recent years preceding the application are listed below.

- Integrys Energy Services Inc sold its energy management consulting business to Minneapolis-based U.S. Energy Services, Inc. in July 2009
- Integrys Energy Services – Electric, LLC was formed September 8, 2009
- Integrys Energy Services of Canada Corp. sold nearly all of it's Canadian natural gas and electric power contract portfolio to Shell Energy North America Inc. effective October 1, 2009
- Integrys Energy Services – Natural Gas, LLC was formed October 21, 2009
- Integrys Energy Services, Inc sold its wholesale natural gas marketing business to Sequent Energy Management L.P on December 7, 2009.
- Integrys Energy Services, Inc. has sold two power generation companies that own generation assets in northern Maine and New Brunswick, Canada to Algonquin Power & Utilities Corp on February 1, 2010.
- Integrys Energy Services, Inc has signed an agreement with Macquarie Cook Power, Inc. to sell its wholesale electric marketing and trading business in second quarter 2010.
- Integrys Energy Services, Inc. has agreed to sell its Environmental Markets business to EDF Trading North America, LLC ("EDF Trading"). Integrys expects to close the sale in March 2010
- Integrys Energy Services, Inc. sold all of its Texas retail electric marketing business in June 2010.
- Peoples Natural Gas Liquids, LLC was cancelled on March 31, 2011
- WPS Westwood Generation LLC was sold on November 20, 2012
- Peoples Energy Home Services, LLC was dissolved on December 31, 2012
- WPS Syracuse Generation, LLC and WPS Beaver Falls Generation, LLC was sold to Lakeside New York, LLC on March 14, 2013
- Quest Energy, LLC was dissolved on September 30, 2013

D-1 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.

TEGE LLC was formed on October 21, 2009 as a wholly owned subsidiary of TEGE Inc. TEGE Inc is a diversified unregulated natural gas and electricity retail company with principal operations in the States of Illinois, Michigan, New York, Ohio and Wisconsin. In addition, TEGE Inc is certified to serve retail electricity and/or retail natural gas in the States of Connecticut, Delaware, District of Columbia, Illinois, Michigan, Ohio, Maine, Rhode Island, Massachusetts, Pennsylvania, New Hampshire, Maryland, Iowa, New York and New Jersey. Subsidiaries of TEGE Inc own and/or operate energy assets in New York, Oregon, Kentucky, Pennsylvania and Wisconsin. TEGE LLC is registered as a natural gas supplier in Connecticut, District of Columbia, Iowa, Illinois, Maryland, Michigan, Ohio, New Jersey and Virginia.

Primary product and service offerings of TEGE LLC will be retail gas services with various product and pricing options. TEGE LLC will serve primarily residential and small commercial customers individually or in aggregation. TEGE LLC, through a Service Agreement with TEGE Inc, will nominate, forecast and schedule retail natural gas for delivery through utility’s pipelines. TEGE LLC will continue to use a combination of utility billing services as well as our own customized billing.

TEGE Inc operations’ staff includes incumbents with proven technical skills. As a participant in many class categories on the distribution systems across Ohio, the company’s record is easily verified. The technical operations staff performs the nominations across the many interstate pipelines that run through Ohio. TEGE Inc’s staff will continue to perform their own nominations on the various LDC EBB systems. Procurement and retail supply is handled out of the Worthington office using consolidated strategy with the corporate offices of TEGE Inc to maximize opportunity to the Ohio consumer. Staff in the Worthington office balances many interstate pipeline pools as well as LDC aggregate pools in their effort to minimize balancing challenges of the retail consumer. In addition TEGE Inc will maintain a technical staff on duty or on call twenty-four (24) hours each day to operate and maintain its facilities as needed.

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.

As demonstrated through the past and current solid performance as a retail natural gas provider on Ohio’s Choice Programs and as a natural gas aggregation provider, TEGE Inc has established itself as a successful CRNGS in Ohio. TEGE LLC, through its service agreement with TEGE Inc, intends to follow similar operating methods and continue a strong performance as a participant in the Ohio natural gas market.

TEGE Inc has participated in Ohio Choice Programs since 1986 as Fuel Services Group, since 1994 as WPS Energy Services, since 2007 as TEGE Inc, and since 2011 as TEGE LLC. TEGE LLC currently participates in the Columbia Gas of Ohio, Dominion East Ohio, and Duke Energy Choice Programs. In Ohio’s Choice Programs, as of December 2013, TEGE LLC delivered approximately 340 Dekatherm/per customer to over 22,000 customers on Columbia Gas of Ohio; approximately 169 Dekatherm/per customer to over 55,000 customers on Dominion East Ohio; approximately 128 Dekatherm/per customer to over 54,000 customers on Duke Energy; and approximately 23 Dekatherm/per customer to over 900 customers on Vectren Energy.

TEGE Inc has successfully brought the retail Choice customer in Ohio consistent value for their energy dollar by combining every procurement advantage available. TEGE LLC delivers the same or even improved quality of service and value to Ohio customers. Describing this strategy would include the contracting of local Appalachian producers to directly deliver their local well production to our pools. TEGE Inc through our preferred supplier agreement with Sequent Energy will be able to provide instant execution via the brokers on the NYMEX exchange including the derivative option products available to arbitrage the purchasing dollars. TEGE LLC will utilize TEGE Inc’s contracts with the interstate pipelines for capacity and storage services at discounted rates to pass this savings on to the consumer.

TEGE LLC, through our Service Agreement with TEGE Inc, will have access to all of their experienced and fully trained employees who will continue to work with rules and practices established by the North American Energy Standards Board. As you can see from personnel backgrounds under D-3 of this application, TEGE LLC personnel have many years in the energy industry and most have utility background in their portfolio.

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.

Perry, Scot, Retail Gas Trader
SJPerry@integrysenergy.com / 614-844-4322

Mr. Perry has worked in the energy industry since 1995 with experience in natural gas transportation, gas supply, and natural gas sales. In regards to natural gas supply, Mr. Perry has over 8 years of experience in this area. He has developed and executed strategies for natural gas supplies, pipeline transportation, storage services, and utility services in the U.S. on several interstate pipelines and local distribution companies. In his current role, Mr. Perry is responsible for maintaining a supply portfolio with an annual load of approximately 30 BCF

Mr. Perry holds a Bachelors of Science Degree in Business Administration from Miami University in Oxford, Ohio and a Masters Degree in Business Administration from George Washington University.

Glosny, Ann, Director, Account Management
AFGlosny@integrysenergy.com / 920-617-6057

Ms. Glosny joined Integrys Energy Services in December 2007. In her previous career in the food manufacturing industry, she held positions within Marketing, Customer Service, Finance, and Information Technology. In these roles, she learned the importance of each functional group within an organization and was involved in implementing new systems and addressing customers’ issues and concerns.

In her current role, her primary responsibility is overseeing the Account Management Team which provides support to our Commercial and Industrial customers (natural gas and electric) in all of our markets. Ms. Glosny creates and maintains processes related to overall customer satisfaction and retention. These processes include retail contract procedures, which we have standardized to increase efficiency. She also ensures new processes and systems implemented have a focus on our customer’s overall experience with the company. Her goal is to ensure customers have a positive experience with the company and that we continue to improve.

Ms. Glosny received her Bachelor’s degree in Business Administration from St. Norbert College in De Pere, WI.

Bazaj, Rajiv, Director of Regional Sales
RKBazaj@integrysenergy.com / 734-761-3252

Raj Bazaj is currently the Director of Sales for the Great Lakes Region at Integrys Energy Services. There he leads a sales organization that has responsibility to develop power and natural gas sales with large industrial customers in the region. At its peak in 2008 as the Managing Director of Sales Mr. Bazaj managed a sales organization that had revenue in

excess of \$1.5 billion per year. During his tenure the company was selected as one of the best energy companies by Fortune and Forbes magazine and had one of the fastest growth rates in the industry.

Mr. Bazaj has also spent over twelve years in the chemical industry with world-class companies like Bayer, Lanxess, Cytec Industries and American Cyanamid. In his last role he was the Director of Marketing for North America and led the Export and Resale sales channels. The position responsibilities included full P&L accountability as well as planning and forecasting production of chemicals made in the U.S, which were then shipped around the world.

Mr. Bazaj has a B.S. in Chemical Engineering from the University of Arizona and an Executive MBA from the University of Connecticut. He was inducted into the Beta Gamma Sigma National Honor Society.

Klaviter, Amy, Regulatory Compliance Analyst
AKlaviter@integrysenergy.com / 312-681-1855

Ms. Klaviter began her career at Peoples Energy Services in July 1999 as an Account Analyst with Gas Nominations learning the tariffs and balancing pools. After a short time as an Account Analyst, Ms. Klaviter moved to the Gas Billing team working on reconciling account balances, daily billing activities, implementing a new system, addressing customers' issues and streamlining processes. In late 2001, Ms. Klaviter accepted the role of Electric Billing Specialist. Her primary responsibilities included daily billing activities, reconciling account balances and publishing monthly unbilled lists. She also assisted in training new employees on the electric market. Ms. Klaviter accepted the role of Market Analyst in 2004. Her focus was on completing all compliance filings in IL, MI, OH and NY, researching any requirements for new market entry and completing new market registrations. During that time, she became very familiar with the intricacies of each of the markets, specifically their rules and requirements. Since the merger with WPS Energy Services to create Integrys Energy Services in 2007, Ms. Klaviter has been in the role of Regulatory Compliance Analyst that expanded the area of filings and requirements to the entire Integrys footprint. Not only is she responsible for managing over 400 annual filings, but Ms Klaviter also completes any registration for new markets.

Ms. Klaviter received her Bachelors degree in Finance from Butler University.

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Case No(s). 10-0396-GA-CRS

Summary: Application Renewal Certification Application Competitive Retail Natural Gas Suppliers electronically filed by Mr. Stephen M Howard on behalf of Integrys Energy Services - Natural Gas, LLC