

DC
FILE



The Public Utilities Commission of Ohio

PUCO USE ONLY		
Date Received	Case Number	Version
14-1681	- EL-AGG	August 2004

14-1681-EL-AGG

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-5 Experience). 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.

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

RECEIVED-DOCKETING DIV
2014 SEP 25 PM 12:24
PUCO

A. APPLICANT INFORMATION

A-1 Applicant's legal name, address, telephone number and web site address

Legal Name CRA Energy, LLC
Address 600 Steamview Drive, Perrysburg, OH 43551
Telephone # (419) 290-4067 Web site address (if any) www.craenergy.com

A-2 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name CRA Energy, LLC
Address 600 Steamview Drive, Perrysburg, OH 43551
Telephone # (419) 290-4067 Web site address (if any) www.craenergy.com

A-3 List all names under which the applicant does business in North America

CRA Energy

A-4 Contact person for regulatory or emergency matters

Name Gregory S. Adams
Title Owner/Member

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician Am Date Processed 9/25/14

Business address 600 Streamview Drive, Perrysburg, OH 43551
Telephone # (419) 290-4067 Fax # (419) 710-7849
E-mail address (if any) greg@craenergy.com

A-5 Contact person for Commission Staff use in investigating customer complaints

Name Gregory S. Adams
Title Owner/Member
Business address 600 Streamview Drive, Perrysburg, OH 43551
Telephone # (419) 290-4067 Fax # (419) 710-7849
E-mail address (if any) greg@craenergy.com

A-6 Applicant's address and toll-free number for customer service and complaints

Customer Service address Gregory S. Adams
Toll-free Telephone # _____ Fax # (419) 710-7849
E-mail address (if any) greg@craenergy.com

A-7 Applicant's federal employer identification number # 471652152

A-8 Applicant's form of ownership (check one)

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

A-9 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).

- | | | | | |
|--|--------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| <input type="checkbox"/> First Energy | | | | |
| <input type="checkbox"/> Ohio Edison | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Toledo Edison | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Cleveland Electric Illuminating | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Duke Energy | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Monongahela Power | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> American Electric Power | | | | |
| <input type="checkbox"/> Ohio Power | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Columbus Southern Power | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |
| <input type="checkbox"/> Dayton Power and Light | <input type="checkbox"/> Residential | <input type="checkbox"/> Commercial | <input type="checkbox"/> Mercantile | <input type="checkbox"/> Industrial |

A-10 Provide the approximate start date that the applicant proposes to begin delivering services

November 1, 2014

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- A-11** **Exhibit A-11 "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-12** **Exhibit A-12 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers and companies that aggregate customers in North America.
- A-13** **Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-14** **Exhibit A-14 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.
- A-15** **Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1** **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services including aggregation services.
- B-2** **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. (e.g. number and types of customers served, utility service areas, amount of load, etc.).

B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.

B-5 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☒ No ☐ Yes

If yes, provide a separate attachment labeled as **Exhibit B-5 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-6 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☒ 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. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

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

C-2 **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.

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

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

Gregory Adams owner/member
Signature of Applicant & Title

Sworn and subscribed before me this 19 day of Sept, 2014
Month Year

Darlene Lutman
Signature of official administering oath

Darlene Lutman
Print Name and Title

My commission expires on 6-6-15



AFFIDAVIT

State of Ohio :

Perrysburg ss.
(Town)

County of Wood :

Gregory S. Adams, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the Owner/Member (Office of Affiant) of CRA Energy, LLC (Name of Applicant);

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

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

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

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

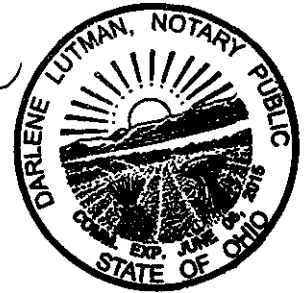
Dorlene Lutman Member/owner
Signature of Affiant & Title

Sworn and subscribed before me this 19 day of Sept, 2014
Month Year

Darlene Lutman
Signature of official administering oath

Darlene Lutman
Print Name and Title

My commission expires on 6-6-15



14-1681 EL AGG

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit A-11 "Principal Officers, Directors & Partners"

Gregory S. Adams
Member
600 Streamview Drive
Perrysburg, OH 43551

419-290-4067 (Office)
419-710-7849 (Fax)

greg@craenergy.com

100% owner of CRA Energy, LLC

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit A-12 "Corporate Structure"

CRA Energy, LLC was organized as a Limited Liability Company in the State of Ohio. CRA Energy, LLC is a sole member Ohio Limited Liability Company owned by Gregory S. Adams. CRAEnergy, LLC has one single location with an address of 600 Streamview Drive, Perrysburg, OH 43551. CRA Energy, LLC does not have any affiliates or subsidiary companies that supply retail or wholesale electricity or natural gas to end-use customers in North America.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit A-13 "Company History,"

CRA Energy, LLC was formed and registered with the State of Ohio on the 18th day of August 2014 by Gregory S. Adams.

CRA Energy, LLC was formed to provide energy management services and energy products to the commercial, industrial and residential sector. Markets currently served are located in Ohio and Michigan.

CRA Energy, LLC works on behalf of the customer. Our goal is to obtain a thorough understanding of each client's energy supply needs and discuss alternatives. Our desire is to present unbiased options with the ultimate goal of saving clients' money and /or provide better energy management.

Sole member, Greg Adams, has worked in the banking industry for 20 years. He has extensive experience assisting businesses evaluate options, make better choices, and succeeding. The last four years he has worked with industry experts providing utility auditing review and energy procurement services. Greg holds a Bachelor Degree in Finance from Bowling Green State University.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit A-14 "Articles of Incorporation and Bylaws"

CRA Energy, LLC's Articles of Organization is attached.



Form 533A Prescribed by:
Ohio Secretary of State

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Date Electronically Filed: 8/18/2014

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Articles of Organization for Domestic
For-Profit Limited Liability Company
(115-LCA)

(2) ☐ Articles of Organization for Domestic
Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company **CRA ENERGY, LLC**

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

Effective Date **8/18/2014**

(Optional)

mm/dd/yyyy

(The legal existence of the limited liability company begins upon the filing
of the articles or on a later date specified that is not more than ninety days
after filing)

This limited liability company shall exist for
(Optional)

Period of Existence

Purpose
(Optional)

**Note for Nonprofit LLCs

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

CRA ENERGY, LLC

Name of Limited Liability Company

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The name and address of the agent is

GREGORY S. ADAMS

Name of Agent

600 STREAMVIEW DRIVE

Mailing Address

PERRYSBURG

City

OH

State

43551

ZIP Code

ACCEPTANCE OF APPOINTMENT

The undersigned, _____ named herein as the statutory agent

GREGORY S. ADAMS

Statutory Agent Name

for

CRA ENERGY, LLC

Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

Statutory Agent Signature

GREGORY S. ADAMS

Individual Agent's Signature / Signature on Behalf of Business Serving as Agent

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

LEGALZOOM.COM, INC.

Signature

CHEYENNE MOSELEY

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit A-15 "Secretary of State,"

CRA Energy, LLC's certificate of registration with the Ohio Secretary of State is attached.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/21/2014	201423001633	ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO. (LCP)	125.00	0.00	0.00	0.00	0.00

Receipt

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

LEGALZOOM.COM
101 N. BRAND BLVD
SUITE 1000
GLENDALE, CA 91203

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
2319916

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

CRA ENERGY, LLC

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

Document(s)

ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO.

Effective Date: 08/18/2014

Document No(s):

201423001633



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
21st day of August, A.D. 2014.

Jon Husted

Ohio Secretary of State

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit B-1 "Jurisdictions of Operation"

At the date of filing the is application, CRA Energy, LLC or any affiliate is not certified, licensed, registered or otherwise authorized to provide retail or wholesale electric services including aggregation services, in any jurisdiction.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit B-2 "Experience & Plans,"

Greg Adams has worked in the banking industry for 20 years. He has extensive experience assisting businesses evaluate options to make better decisions. The last four years he has worked with industry experts providing utility auditing review and energy procurement services. Greg holds a Bachelor Degree in Finance from Bowling Green State University.

CRA Energy, LLC will assist customers obtain competitive quotes from certified energy suppliers. CRA Energy, LLC will be compensated directly from the supplier. All invoicing, customer credit, maintenance and agreements will be provided by the certified energy suppliers. CRA Energy, LLC will work with certified energy supplier in any customer inquiry, questions, concerns or complaints.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit B-3 "Summary of Experience"

As of this filing, CRA Energy, LLC has not been involved in providing aggregation services.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit B-4 "Disclosure of Liabilities and Investigations"

CRA Energy, LLC does not have any existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact its financial or operational status or ability to provide services it is seeking to provide.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-1 "Annual Reports"

CRA Energy, LLC is a single member LLC and does not create or distribute annual reports.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-2 "SEC Filings"

CRA Energy, LLC is a single member LLC.

CRA Energy, LLC does not produce 10K/8-K filings, and is not required to file with the SEC.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-3 "Financial Statements"

CRA, Energy LLC financial statements are attached in a separate sealed envelope along with "Motion for Protective Order" to suppress the confidential information.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-4 "Financial Arrangements"

**CRA Energy, LLC which is wholly owned by Gregory S. Adams, has no debt.
CRA Energy, LLC is a pass-through business from the supplier to the end-user, and does not rely on outside financial arrangements to conduct business of providing energy consulting.**

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-5 "Forecasted Financial Statements"

CRA Energy, LLC forecasted financial statements are attached under seal.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-6 "Credit Rating"

CRA Energy, LLC has been in operation less than 12 months. CRA Energy, LLC has no credit rating available from credit reporting agencies such as Dunn and Bradstreet.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-7 "Credit Report"

CRA Energy, LLC has been in operation less than 12 months, and there is no credit rating from credit rating agencies such as Dunn and Bradstreet, to the best of its knowledge.

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-8 "Bankruptcy Information"

CRA Energy, LLC has not had any reorganization, protection from creditors or any other form of bankruptcy filings ever

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

CRA Energy, LLC

Exhibit C-9 "Merger Information"

CRA Energy, LLC has had no dissolutions or merger or acquisition within the five most recent years preceding this application.