



The Public Utilities Commission of Ohio

PUCO USE ONLY		
Date Received	Case Number	Version
14-1991	- EL-AGG	August 2004

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.

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2014 DEC 11 AM 11:27

PUCO

A. APPLICANT INFORMATION

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

Legal Name Prudential Energy Services, Corporation
Address 5373 W. Alabama St. Suite 202C, Houston TX, 77056
Telephone # (832) 203-7139 Web site address (if any) energyprudential.com

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

Legal Name Prudential Energy Services Corporation
Address 5373 W. Alabama St. Suite 202C, Houston TX, 77056
Telephone # (832) 203-7139 Web site address (if any) energyprudential.com

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

Prudential Energy Services Corporation

A-4 Contact person for regulatory or emergency matters

Name Mark Mrusek
Title President

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 12/11/14

Business address 5373 W. Alabama St. Suite 202C Houston TX, 77056

Telephone # (832) 203-7139

Fax # (281) 715-4775

E-mail address (if any) mark@energyprudential.com

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

Name Mark Mrusek

Title President

Business address 5373 W. Alabama St. Suite 202C Houston TX, 77056

Telephone # (832) 203-7139

Fax # (281) 715-4775

E-mail address (if any) mark@energyprudential.com

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

Customer Service address 5373 W. Alabama St. Suite 202C Houston TX, 77056

Toll-free Telephone # (844) 813-2917

Fax # (281) 715-4775

E-mail address (if any) mark@energyprudential.com

A-7 Applicant's federal employer identification number # 471774675

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

☐ Sole Proprietorship

☐ Partnership

☐ Limited Liability Partnership (LLP)

☐ Limited Liability Company (LLC)

☐ Corporation

☐ 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).

☐ First Energy

☐ Ohio Edison

☐ Toledo Edison

☐ Cleveland Electric Illuminating

☐ Duke Energy

☐ Monongahela Power

☐ American Electric Power

☐ Ohio Power

☐ Columbus Southern Power

☐ Dayton Power and Light

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

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☐ Mercantile

☐ Mercantile

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

- A-10 Provide the approximate start date that the applicant proposes to begin delivering services
February 2, 2015

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 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 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.

[Signature] President
Signature of Applicant & Title

Sworn and subscribed before me this 5th day of December, 2014
Month Year

[Signature]
Signature of official administering oath

RAKIN PATEL Notary
Print Name and Title

My commission expires on 8/21/2018

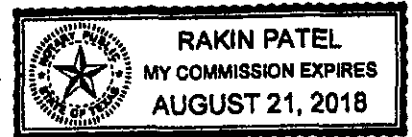


Exhibit A-11 "Principle Officers, Directors & Partners"

Director

Mark Mrusek, President

5373 W. Alabama St. Suite 202 C

Houston TX, 77056

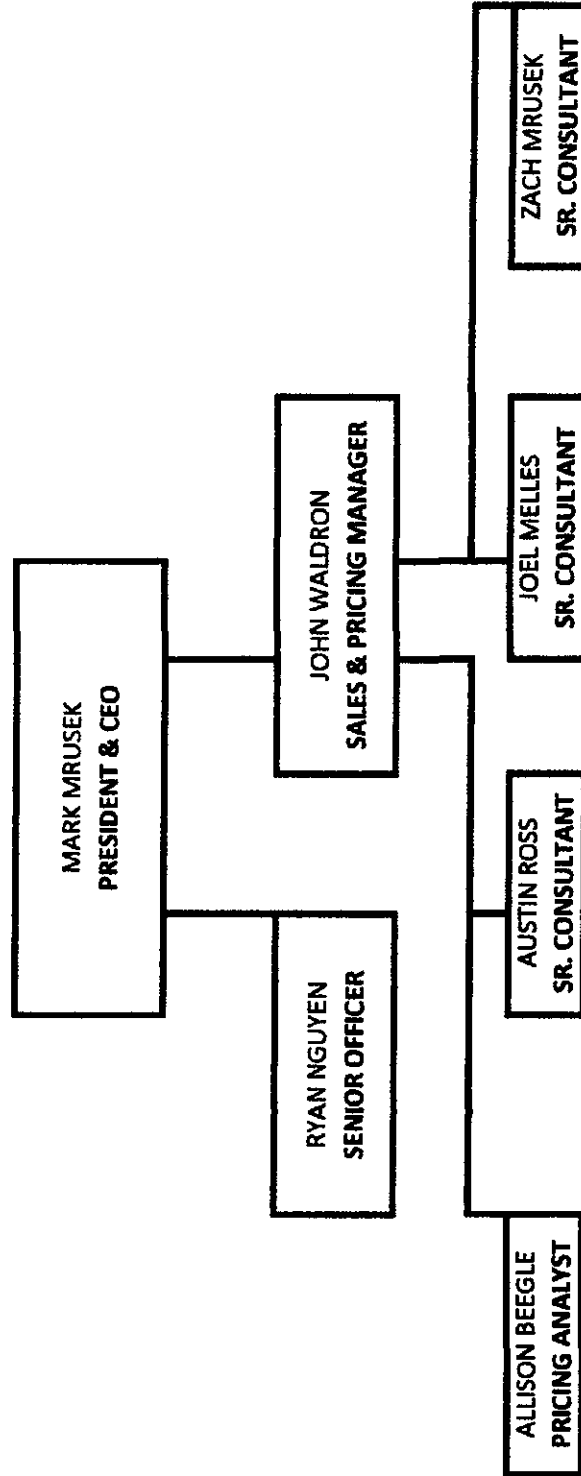
(832)-203-7139

mark@energyprudential.com



Exhibit A-12
"Corporate Structure"

CORPORATE STRUCTURE



Prudential Energy Services is a stand alone corporation with no affiliates or subsidiary companies.

Exhibit A-13 "Company History"

Prudential Energy Services specializes in negotiating electricity and natural gas supply contracts in deregulated markets. Prudential Energy Services was formed in 2014 with a clear objective: To educate the consumers so that they can make the right decisions regarding their energy purchasing.

The management team has extensive experience in utility rate structures, supplier product offerings, and the dynamic retail energy market. Prudential Energy Services trains their consultants to have a developed deep understanding of deregulated energy markets, pricing components involved in energy supplier offers, and how to best use this knowledge in assisting the consumers' energy purchasing.

Exhibit A-14 "Articles of Incorporation and Bylaws"

See Following Page

Form 201

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709

Filing Fee: \$300



Certificate of Formation For-Profit Corporation

Filed in the Office of the
Secretary of State of Texas
Filing #: 802058422 09/05/2014
Document #: 566730900002
Image Generated Electronically
for Web Filing

Article 1 - Entity Name and Type

The filing entity being formed is a for-profit corporation. The name of the entity is:

Prudential Energy Services Corporation

The name must contain the word "corporation," "company," "incorporated," "limited," or an abbreviation of one of these terms. The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

Article 2 - Registered Agent and Registered Office

☒ A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

Business Filings Incorporated

OR

☐ B. The initial registered agent is an individual resident of the state whose name is set forth below:

C. The business address of the registered agent and the registered office address is:

Street Address:

701 Brazos Street, Ste. 720 Austin TX 78701

Consent of Registered Agent

☐ A. A copy of the consent of registered agent is attached.

OR

☒ B. The consent of the registered agent is maintained by the entity.

Article 3 - Directors

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are set forth below:

Director 1: **Mark Mrusek**

Address: **5373 W Alabama Ste 220C Houston TX, USA 77056**

Article 4 - Authorized Shares

The total number of shares the corporation is authorized to issue and the par value of each of such shares, or a statement that such shares are without par value, is set forth below.

Number of Shares	Par Value (must choose and complete either A or B)	Class	Series
2000	<input checked="" type="checkbox"/> A. has a par value of \$0.01 <input type="checkbox"/> B. without par value.		

If the shares are to be divided into classes, you must set forth the designation of each class, the number of shares of each class, and the par value (or statement of no par value), of each class. If shares of a class are to be issued in series, you must provide the designation of each series. The preferences, limitations, and relative rights of each class or series must be stated in space provided for supplemental information.

Article 5 - Purpose

The purpose for which the corporation is organized is for the transaction of any and all lawful business for which corporations may be organized under the Texas Business Organizations Code.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

☒ A. This document becomes effective when the document is filed by the secretary of state.

OR

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Organizer

The name and address of the organizer is set forth below.

Business Filings Incorporated 8020 Excelsior Dr., Suite 200, Madison, WI 53717

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Mark Williams, AVP, Business Filings Incorporated

Signature of organizer

FILING OFFICE COPY

Exhibit A-15 "Secretary of State"

See Following Page



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/03/2014	201433601278	FOREIGN LICENSE/FOR-PROFIT (FLF)	125.00	0.00	0.00	0.00	0.00

Receipt

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

PRUDENTIAL ENERGY SERVICES CORPORATION
5373 W. ALABAMA ST.
SUITE 202 C
HOUSTON, TX 77056

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
2347104

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

PRUDENTIAL ENERGY SERVICES CORPORATION

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

Document(s)

FOREIGN LICENSE/FOR-PROFIT

Effective Date: 12/01/2014

Document No(s):

201433601278

Authorization to transact business in Ohio is hereby given, until surrender, expiration or cancellation of this license.



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
3rd day of December, A.D. 2014.

Jon Husted
Ohio Secretary of State

Exhibit B-1 "Jurisdiction of Operations"

Texas. Prudential Energy Services is currently in the application process to obtain licenses in all deregulated markets.

Exhibit B-2 "Experience and Plans"

The individuals involved with Prudential Energy Services have extensive experience in the deregulated markets. This experience includes: utility tariffs, supplier pricing structures, master sales agreements & NAESB contracts, standard terms & conditions, and contracting processes. Prudential only acts as the intermediary between the supplier and the customer. The customer contracts directly with the supplier. Prudential does not get involved with the billing. Customer receives direct invoicing from the supplier. Prudential will strictly follow the rules and requirements set forth by Section 4928.10 of the Revised Code. Prudential is a consumer advocate and will address all customer inquiries and complaints with the highest priority.

Exhibit B-3 "Summary of Experience"

We have extensive experience in leveraging customers' accounts to obtain competitive pricing from energy suppliers. We typically present the RFP to suppliers as a large batch, however we sort the accounts into baskets based on rate class and individual load. This process allows the smaller participants to benefit from the aggregation and at the same time the smaller accounts don't have an adverse effect on the pricing for the large accounts. Our consultants have handled hospitality/manufacturing/church aggregations ranging anywhere from 1,000,000 kWh to 30,000,000 kWh annually.

Exhibit B-4 "Disclosure of Liabilities and Investigations"

Prudential Energy Services Corporation has no existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact our financial or operational status or ability to provide the services we are seeking to be certified to provide.

Exhibit B-5 "Disclosure of Consumer Protection Violations"

Prudential Energy Services Corporation answered no. N/A

**Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or
Revocation"**

Prudential Energy Services Corporation answered no. N/A

Exhibit C-1 "Annual Reports"

Not Applicable. Prudential Energy Services was formed in 2014.

Exhibit C-2 "SEC Filings"

Not Applicable. Prudential Energy Services was formed in 2014.

Exhibit C-3 "Financial Statements"

Not Applicable. Prudential Energy Services was formed in 2014.

Exhibit C-4 "Financial Arrangements"

Not applicable. Prudential Energy Services is not a CRES.

Exhibit C-5 "Forecasted Financial Arrangements"

Not applicable. Prudential Energy Services is not a CRES.

Exhibit C-6 "Credit Rating"

Not Applicable. Prudential Energy Services was formed in 2014.

Exhibit C-7 "Credit Report"

Not Applicable. Prudential Energy Services was formed in 2014.

Exhibit C-8 "Bankruptcy Information"

Prudential Energy Services Corporation has not had any reorganizations, protection from creditors or any other form of bankruptcy filings made by Prudential Energy Services Corporation, 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.

Exhibit C-9 "Merger Information"

Prudential Energy Services Corporation has not incurred any dissolution or merger or acquisition of Prudential Energy Services within the five most recent years preceding the application.

AFFIDAVIT

State of TX :

Houston ss.
(Town)

County of Harris :

Mark Mrusek

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

He/She is the President (Office of Affiant) of Prudential Energy Services Corporation (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.

M. M. M. M., President
Signature of Affiant & Title

Sworn and subscribed before me this 5th day of December, 2014
Month Year

Rakin Patel
Signature of official administering oath

RAKIN PATEL Notary
Print Name and Title

My commission expires on 8/21/2014

