



Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		15 - 1329 - GA-CRS

## RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-15 - 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.

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

### SECTION A - APPLICANT INFORMATION AND SERVICES

#### A-1 Applicant intends to renew its certificate as: (check all that apply)

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

#### A-2 Applicant information:

Legal Name      Empower Gas & Electric LLC  
Address      4949 Cadogen Pl, New Albany, OH 43054  
Telephone No.      (513) 259-2286      Web site Address      www.empowersaves.com  
Current PUCO Certificate No.      15-460G(2)      Effective Dates      9/15/17 - 9/15/19

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

Name      EmpowerSaves  
Address      4949 Cadogen Pl, New Albany, OH 43054  
Web site Address      www.empowersaves.com      Telephone No.      (513) 259-2286

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

Empower Gas & Electric LLC	
EmpowerSaves	

#### A-5 Contact person for regulatory or emergency matters:

Name      Josef Pipoly      Title      Chief Executive Officer  
Business Address      4949 Cadogen Pl, New Albany, OH 43054  
Telephone No.      (419) 944-8192      Fax No.           Email Address      jpipoly@empowersaves.com

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

Name	Robert McNutt	Title	Operations Manager
Business address	4949 Cadogen Pl, New Albany, OH 43054		
Telephone No.	440-477-7902	Fax No.	
Email Address	rmcnutt@empowersaves.com		

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

Customer service address	4949 Cadogen Pl, New Albany, OH 43054		
Toll-Free Telephone No.	(513) 259-2286	Fax No.	
Email Address	info@empowersaves.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	Josef Pipoly	Title	Chief Executive Officer
Business address	4949 Cadogen Pl, New Albany, OH 43054		
Telephone No.	(419) 944-8192	Fax No.	
Email Address	jpipoly@empowersaves.com		

**A-9 Applicant's federal employer identification number** 464059950

**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 type="checkbox"/>	Residential	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	N/A

☐ Dominion East Ohio

<input type="checkbox"/>	Residential	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	N/A
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	N/A

☐ Duke Energy Ohio

<input type="checkbox"/>	Residential	Beginning Date of Service		End Date	
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

☐ Vectren Energy Delivery of Ohio

<input type="checkbox"/>	Residential	Beginning Date of Service		End Date	
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		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 checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	N/A
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	N/A
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	N/A
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	N/A

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 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-16 Exhibit A-16 "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-17 Exhibit A-17 "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.  
(This is generally only applicable to publicly traded companies who publish annual reports.)
- 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. An applicant may submit a current link to the filings or provide them in paper form. 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).
- 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.)

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

1. The applicant itself stating that it is investment grade rated by Moody's, Standard & Poor's or Fitch and provide evidence of rating from the rating agencies.
2. Have a parent company or third party that is investment grade rated by Moody's, Standard & Poor's or Fitch guarantee the financial obligations of the applicant to the LDU(s).
3. Have a parent company or third party that is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company's financials must be included in the application if the applicant is relying on this option.
4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

**C-5 Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted income statements for the applicant's **NATURAL GAS related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

**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, 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 an 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. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.

- C-7 Exhibit C-7 "Credit Report,"** provide a copy of the applicant's current credit report from Experian, Dun and Bradstreet, or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.
- 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 two most recent years preceding the application.
- C-10 Exhibit C-10 "Corporate Structure,"** provide a description of the applicant's corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate within the two most recent years preceding the application.

## 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

*[Handwritten Signature]*

Sworn and subscribed before me this

13

day of

Sept

Month

2019

Year

*[Handwritten Signature]*

Signature of official administering oath

*Misty Thelen* *Notary*

Print Name and Title



MISTY THELEN  
NOTARY PUBLIC  
STATE OF OHIO  
Recorded in  
Cuyahoga County  
My Comm. Exp. 6/28/2020

My commission expires on

*June 28, 2020*



# The Public Utilities Commission of Ohio

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

In the Matter of the Application of )

Empower Gas & Electric LLC )

for a Certificate or Renewal Certificate to Provide )

Competitive Retail Natural Gas Service in Ohio. )

Case No.

15

1329

-GA-CRS

County of  
State of

Franklin

Ohio

I, Robert McNutt

[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

*Robert McNutt*

Sworn and subscribed before me this

13

day of

Sept

Month

2019

Year

*[Signature]*

Signature of Official Administering Oath

*Misty Thelen* Notary

Print Name and Title

My commission expires on

June 28, 2020



MISTY THELEN  
NOTARY PUBLIC  
STATE OF OHIO

Recorded in  
Cuyahoga County  
My Comm. Exp. 6/28/2020

(CRNGS Supplier Renewal) - Version 1.08

Page 8 of 8



**Exhibit A-14: Principal Officers, Directors & Partners**

<b>Name</b>	<b>Title</b>	<b>Address</b>	<b>Phone Number</b>
Josef Pipoly	CEO	4949 Cadogen Pl New Albany, OH 43054	(419) 944-8192
Daniel Gray	Board	4949 Cadogen Pl New Albany, OH 43054	(216) 789-3320
David Milenthal	Board	4949 Cadogen Pl New Albany, OH 43054	(513) 259-2286
David Wilhelm	Member	4949 Cadogen Pl New Albany, OH 43054	(513) 259-2286
Evan Blumer	Member	4949 Cadogen Pl New Albany, OH 43054	(513) 259-2286
Chris Bullinger	Member	4949 Cadogen Pl New Albany, OH 43054	(513) 259-2286
Scott Ungerer	Member	4949 Cadogen Pl New Albany, OH 43054	(513) 259-2286

**Exhibit A-15: Company History**

Empower Gas & Electric LLC (Empower), also registered under the trade name Empower Saves, was formed in 2013 to provide responsive energy solutions to communities as well as residential, commercial, and industrial customers. Empower utilizes its unique data platform to analyze customer utility bills and help customers save and manage energy resources at a reasonable cost.

Empower's officers and directors have a long and rich history in energy-related development, management, regulations, delivery, and sales. Additionally, over the past several years Empower has won Aggregation Electric Supply contracts in communities throughout Ohio such as Cincinnati, Cleveland, and Athens County.

### **Exhibit A-16: Articles of Incorporation and Bylaws**

Empower Gas & Electric LLC was organized in the state of Ohio on November 7, 2013 as Milenthal Energy LLC. The name Milenthal Energy LLC was changed to Empower Gas & Electric LLC on January 17, 2014. Empower Gas & Electric LLC then registered the trade name Empower Saves on April 11, 2017.

The following documents certify both the organization's founding, name change, and trade name registration:



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/07/2013	201331101346	ARTICLES OF ORGNZN/DOM. PROFIT LIM. LIAB. CO.	125.00	0.00	0.00	0.00	0.00

## Receipt

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

FISHEL HASS KEM ALBRECHT, LLP  
400 S. FIFTH STREET  
SUITE 200  
COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted  
2244490

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**MILENTHAL ENERGY LLC**  
and, that said business records show the filing and recording of:

Document(s)  
ARTICLES OF ORGNZN/DOM. PROFIT LIM. LIAB. CO.

Document No(s):  
201331101346

Effective Date: 11/07/2013



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

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 7th day of November, A.D. 2013.

*Jon Husted*  
Ohio Secretary of State



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](http://www.OhioSecretaryofState.gov)  
[Busserv@OhioSecretaryofState.gov](mailto:Busserv@OhioSecretaryofState.gov)

Date Electronically Filed: 11/7/2013

## 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 **MILENTHAL 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 **11/7/2013**

(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)

**PERPETUAL**

Period of Existence

Purpose  
(Optional)

**FOR ANY LAWFUL PURPOSE**

### \*\*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

MILENTHAL 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

DAVID A. RIEPENHOFF

Name of Agent

400 S. FIFTH STREET

Mailing Address

COLUMBUS

City

OH

State

43215

ZIP Code

**ACCEPTANCE OF APPOINTMENT**

The undersigned,

DAVID A. RIEPENHOFF

Statutory Agent Name

named herein as the statutory agent

for

MILENTHAL ENERGY LLC

Name of Limited Liability Company

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

Statutory Agent Signature

DAVID A. RIEPENHOFF

Individual Agent's Signature / Signature on Behalf of Corporate Agent

☒ Please check here to confirm that the agent is an Ohio resident, an Ohio corporation, or a foreign corporation licensed under Ohio law.

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.

JON MILENTHAL

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

\*201402100807\*

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/21/2014	201402100807	AMEND/ARTICLES- ORGANIZATION/DOM. LLC (LAM)	50.00	.00	.00	.00	.00

**Receipt**

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

FISHEL HASS KIM ALBRECHT LLP  
DAVID A. RIEPENHOFF  
400 S. 5TH ST., STE 200  
COLUMBUS, OH 43215

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2244490**

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

**EMPOWER GAS & ELECTRIC LLC**

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

Document(s)

**AMEND/ARTICLES-ORGANIZATION/DOM. LLC**

Document No(s):

**201402100807**

**Effective Date: 01/17/2014**



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 January, A.D. 2014.

*Jon Husted*

Ohio Secretary of State





DATE	DOCUMENT ID	DESCRIPTION	FILING	OVER PAYMENT	EXPED	CERT	COPY
04/13/2017	201710203470	TRADE NAME REGISTRATION (RNO)	39.00	0.00	0.00	0.00	0.00

**Receipt**

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

EMPOWER GAS & ELECTRIC LLC  
612 PARK STREET #200  
COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted  
4017025

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

**EMPOWER SAVES**

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

Document(s)

**TRADE NAME REGISTRATION**

Effective Date: 04/11/2017

Document No(s):

**201710203470**

Date of First Use: 01/01/2017

Expiration Date: 04/11/2022

EMPOWER GAS & ELECTRIC LLC  
612 PARK STREET #200  
CINCINNATI, OH 45202



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  
13th day of April, A.D. 2017.

**Ohio Secretary of State**

Complete the information in this section if registrant is a partnership NOT registered in Ohio pursuant to ORC 1776, if partnership is registered, provide registration number on page one.

Provide the name and address of at least one general partner:

Name

Address

NOTE: Pursuant to OAG 89-081, if a general partner is a foreign corporation/limited liability company, it must be licensed to transact business in Ohio; if a general partner is a foreign corporation/limited liability company licensed in Ohio under an assumed name, please provide the assumed name and the name as registered in its jurisdiction of formation.

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**

Application must be signed by the registrant or an authorized representative.

Signature

By (if applicable)

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

Tremaine Phillips

Print Name

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.

**Exhibit A-17: Secretary of State**

The following certificate is evidence that Empower Gas & Electric LLC is currently registered with the Secretary of State of Ohio.

UNITED STATES OF AMERICA  
STATE OF OHIO  
OFFICE OF THE SECRETARY OF STATE

*I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show EMPOWER GAS & ELECTRIC LLC, an Ohio For Profit Limited Liability Company, Registration Number 2244490, was organized within the State of Ohio on November 7, 2013, is currently in FULL FORCE AND EFFECT upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 10th day of July, A.D. 2017.*

*Jon Husted*

**Ohio Secretary of State**

**Validation Number: 201719104684**

**\*201402100807\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/21/2014	201402100807	AMEND/ARTICLES- ORGANIZATION/DOM. LLC (LAM)	50.00	.00	.00	.00	.00

**Receipt**

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

FISHEL HASS KIM ALBRECHT LLP  
DAVID A. RIEPENHOFF  
400 S. 5TH ST., STE 200  
COLUMBUS, OH 43215

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2244490**

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

**EMPOWER GAS & ELECTRIC LLC**

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

Document(s)

**AMEND/ARTICLES-ORGANIZATION/DOM. LLC**

Document No(s):

**201402100807**

**Effective Date: 01/17/2014**



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 January, A.D. 2014.

*Jon Husted*

Ohio Secretary of State



DATE	DOCUMENT ID	DESCRIPTION	FILING	OVER PAYMENT	EXPED	CERT	COPY
04/13/2017	201710203470	TRADE NAME REGISTRATION (RNO)	39.00	0.00	0.00	0.00	0.00

**Receipt**

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

EMPOWER GAS & ELECTRIC LLC  
612 PARK STREET #200  
COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted**  
**4017025**

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

**EMPOWER SAVES**

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

Document(s)

**TRADE NAME REGISTRATION**

Effective Date: 04/11/2017

Document No(s):

**201710203470**

Date of First Use: 01/01/2017

Expiration Date: 04/11/2022

EMPOWER GAS & ELECTRIC LLC  
612 PARK STREET #200  
CINCINNATI, OH 45202



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  
13th day of April, A.D. 2017.

**Ohio Secretary of State**

Form 534A Prescribed by:

**JON HUSTED**  
Ohio Secretary of State



Toll Free: (877) SOS-FILE (877-767-3453)  
Central Ohio: (614) 466-3910  
[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov)  
[busserv@OhioSecretaryofState.gov](mailto:busserv@OhioSecretaryofState.gov)  
File online or for more information: [www.OHBusinessCentral.com](http://www.OHBusinessCentral.com)

Mail this form to one of the following:

Regular Filing (non expedite)  
P.O. Box 670  
Columbus, OH 43216

Expedite Filing (Two business day processing time.  
Requires an additional \$100.00)

P.O. Box 1390  
Columbus, OH 43216

## Name Registration

**Filing Fee: \$39**

**Form Must Be Typed**

### CHECK ONLY ONE (1) Box

☒ Trade Name  
(167-RNO)

Date of first use: 01/01/17

MM/DD/YYYY

☐ Fictitious Name  
(169-NFO)

Empower Saves

Name being Registered or Reported

Empower Gas & Electric LLC

Name of the Registrant

**Note: If the registrant is a partnership, please provide the name of the partnership. Individual partner names are not permitted but are required on page 2 of the form.**

Registrant's Entity Number (if registered with Ohio Secretary of State): 2244490

### All registrants must complete the information in this section

The general nature of business conducted by the registrant:

Empower is a technology driven energy savings company that works with your utility company and local government to

Business address:

612 Park Street #200

Mailing Address

Cincinnati

City

Ohio

State

45202

Zip Code

**Complete the information in this section if registrant is a partnership NOT registered in Ohio pursuant to ORC 1776, if partnership is registered, provide registration number on page one.**

Provide the name and address of at least one general partner:

Name

Address







NOTE: Pursuant to OAG 89-081, if a general partner is a foreign corporation/limited liability company, it must be licensed to transact business in Ohio; if a general partner is a foreign corporation/limited liability company licensed in Ohio under an assumed name, please provide the assumed name and the name as registered in its jurisdiction of formation.

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**

Application must be signed by the registrant or an authorized representative.

Signature

By (if applicable)

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

Tremaine Phillips

Print Name

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.



**Exhibit B-1: Jurisdictions of Operation**

Empower Gas & Electric LLC is a licensed natural gas aggregator, broker, and marketer in the state of OH.

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

Empower Gas & Electric, LLC (Empower) intends to continue to use its experience and data analytics as a platform for providing energy solutions to customers and communities in the state of Ohio. We will fulfill customers' natural gas needs by developing energy efficiency projects and providing the balance of gas resources from our own supply contracts or through partners.

Empower will work with strategic partners, as needed, to procure all balance of gas supply requirements and customer billing services.

*Balance of Supply:* Empower will ensure delivery of gas either directly or contractually through a strategic partner.

*Customer Billing:* Empower will bill customers through a contract with their local distribution utility.

*Customer Service:* Empower will directly or contractually through a strategic partner, ensure that all customer complaints and inquiries are responded to within three business days and addressed in a timely manner. Empower will respond to both the customer and the PUCO within three business days of a complaint forwarded to Empower from the PUCO.

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

The Empower team has unique experience and expertise in energy development, management, delivery, and regulation. We plan to offer a customer-focused energy services and solutions that focus on the specific energy management, savings, and development goals of our customers. We will also work with community and utility partners to provide reliable gas supply and customer services.

**Exhibit B-4: Disclosure of Liabilities and Investigations**

There are none.

**Exhibit C-1: Annual Reports**

Empower Gas & Electric LLC does not have an Annual Report. See financial statements under Confidential Exhibit C-3.

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

Empower Gas & Electric LLC is a privately held company and therefore does not have SEC filings.

**Exhibit C-3: Financial Statements**

This exhibit contains confidential and proprietary information and is being submitted under seal.

**Exhibit C-4: Financial Arrangements**

This exhibit contains confidential and proprietary information and is being submitted under seal.



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

This exhibit contains confidential and proprietary information and is being submitted under seal.

**Exhibit C-6: Credit Rating**

N/A

**Exhibit C-7: Credit Report**

See below.

For help reading this report, please review our sample report.  
Search inquiry: Empower Gas / Columbus / OH / (My company)

## CreditScore<sup>SM</sup> Report

as of: 09/10/19 08:30 ET

### Empower Gas & Electric

<b>Address:</b>	612 Park St Ste 300 Columbus, OH 43215-1681 United States	<b>SIC Code:</b>	1711-Plumbing, Heating & A/C Contractors 3822-Environmental Controls 4911-Electric Services
<b>Website:</b>	empowersaves.com	<b>NAICS Code:</b>	238220-Plumbing, Heating, And Air-Conditioning Contractors 334512-Automatic Environmental Control Manufacturing For Residential, Commercial, And Appliance Use 221100-Electric Power Generation, Transmission And Distribution
<b>Experian BIN:</b>	989497535	<b>Experian File Established:</b>	August 2014
<b>Family Linkage:</b>		<b>Experian Years on File:</b>	5 Years
<b>Ultimate Parent</b>	Empower Gas & Electric 612 Park St Ste 300 Columbus, OH	<b>Years in Business:</b>	More than 5 Years
<b>Branches / Alternative Locations</b>	Empower Gas & Electric 4949 Cadogan PL New Albany, OH United States  Empower Gas & Electric 612 Park St Columbus, OH United States  Empower Gas & Electric 612 Park St FL 2 Columbus, OH United States	<b>Total Employees:</b>	11
		<b>Sales:</b>	\$1,684,000

### Experian Business Credit Score

[Back to top](#)

2

Business Credit Score



High Risk

The objective of the Experian Business Credit Score is to predict payment behavior. High Risk means that there is a significant probability of delinquent payment. Low Risk means that there is a good probability of on-time payment.

#### Key Score Factors:

- Number of recently active commercial accounts.
- Number of commercial accounts with net 1-30 days term.
- Balance of commercial accounts at worst delinquency.
- Number of delinquent commercial accounts.

Business Credit Scores range from a low of 1 to high of 100 with this company receiving a score of 2. Higher scores indicate lower risk. This score predicts the likelihood of serious credit delinquencies within the next 12 months. This score uses tradeline and collections information, public filings as well as other variables to predict future risk.

**4****Financial Stability Risk  
Rating**

Medium-High Risk

A Financial Stability Risk Rating of 4 indicates a  
10% potential risk of severe financial distress  
within the next 12 months.

**Key Rating Factors:**

- Number of active commercial accounts.
- Percent of total commercial balance seriously delinquent.
- Past commercial derogatory balance.
- Percent of commercial accounts delinquent.

Financial Stability Risk Ratings range from a low of 1 to high of 5 with this company receiving a rating of 4. Lower ratings indicate lower risk. Experian categorizes all businesses to fit within one of the five risk segments. This rating predicts the likelihood of payment default and/or bankruptcy within the next 12 months. This rating uses tradeline and collections information, public filings as well as other variables to predict future risk.

**Credit Summary**[Back to top](#)

This location does not yet have an estimated Days Beyond Terms (DBT), or a Payment Trend Indicator. This is often the result of too few active Payment Tradelines.

Please refer to Experian's [www.BusinessCreditFacts.com](http://www.BusinessCreditFacts.com) website for more information on establishing Payment Tradelines.

Lowest 6 Month Balance:	\$0
Highest 6 Month Balance:	\$0
Current Total Account Balance:	\$0
Highest Credit Amount Extended:	\$0

Payment Tradelines:	2
UCC Filings:	1

✖ Businesses Scoring Worse:	1%
✓ Bankruptcies:	0
■ Liens (see detail):	1
✓ Judgments Filed:	0
✓ Collections:	0

**Exhibit C-8: Bankruptcy Information**

Empower Gas & Electric LLC has no applicable bankruptcy information.

**Exhibit C-9: Merger Information**

Empower Gas & Electric LLC has no applicable merger information.

### **Exhibit C-10: Corporate Structure**

Empower Gas & Electric LLC is a standalone limited liability company that is physically located in Columbus, Ohio. There are no affiliates or subsidiaries of Empower. The LLC is jointly owned by its members and is governed by an operating agreement. Empower Gas & Electric LLC also operates under the registered trade name Empower Saves.



### **Exhibit D-1: Operations**

Empower Gas & Electric, LLC plans on performing the following operations as part of its business:

Provision of Energy Efficiency Services: For customers with a desire to save energy as part of their natural gas provision package. Empower will work with those customers to design, finance, install and in some cases operate energy efficient equipment that produces gas savings.

Provision of Natural Gas: Empower will ensure delivery of gas by directly scheduling or arranging for gas to be delivered contractually through a strategic partner. Empower will disclose to the customer the method of delivery.

Billing: In relation to energy efficiency services, Empower will bill customers directly. For natural gas services, Empower will bill customers either through the customer's local gas distribution utility or with Empower's balance of gas provider.

Customer Service: Empower will directly or contractually through a strategic partner, ensure that all customer complaints and inquiries are responded to within three business days and addressed in a timely manner. Empower will respond to both the customer and the PUCO within three days for complaints forwarded from the PUCO. Empower will disclose to the customer a toll free phone number, email and fax for all customer inquiries and complaints no later than when a contract is signed.

## **Exhibit D-2: Operations Experience**

The officers and members of Empower Gas & Electric has extensive and longstanding utility service, regulation, sales, and development experience in Ohio.

Empower's team has collectively developed hundreds of megawatts of operating generating facilities regionally, nationally, and globally. Additionally, the core group includes individuals with strong natural gas regulatory experience, who are well informed on Commission rules, practices, and expectations.

Experience includes:

- Participation in dozens of Commission actions, including work directly with all of Ohio's investor owned utilities, and many of their retail counterparts.
- Extensive experience in high quality customer service as well as product development and marketing for fortune 500 companies.
- Strong relationships with bonded energy service companies, wholesale energy suppliers, and other channel partners.

### **Exhibit D-3: Key Technical Personnel**

David Wilhelm - Member

513-259-2286

[dwilhelm@empowersaves.com](mailto:dwilhelm@empowersaves.com)

Key Technical Responsibilities: Energy project development and financing, strategic partner relationships

Bio: Wilhelm has had a career spanning the worlds of energy, finance, politics, academia, and nonprofits; in each, he has made a meaningful impact and has always been guided by the idea of doing what he can to help others fulfill their human potential.

With Hecate, Wilhelm is leading efforts to build a 50 MW solar array on reclaimed mine land in his native Appalachian Ohio, linking clean energy development to substantial rural job creation. Wilhelm is heavily involved in Hecate's Power Africa initiative, which involves a 55 MW solar project on the campus of the University of Dodoma in central Tanzania.

Wilhelm is the founder of two regionally-focused venture capital funds designed to bring investment dollars to underserved regions of the Midwest and Appalachia. He served as the co-chair of the statewide campaign to renew the Ohio Third Frontier, one of the nation's model programs in support of innovation and entrepreneurship.

Wilhelm is a graduate of Ohio University and Harvard University; he has received honorary doctorates at Ohio University, the University of Charleston, and Wheeling Jesuit University, and has taught at Harvard University, the University of Chicago, De Paul University, and the University of Akron. He is the Co-Chair of the National Advisory Council of the Voinovich School of Leadership and Public Affairs at Ohio University.

Daniel Gray- Board

216-789-3320

dgray@empowersaves.com

Key Technical Responsibilities: Corporate Advisory

Bio: Dan Gray currently serves as a Business and Utility Consultant for an advanced energy law firm based in Columbus, where he combines his knowledge of utility rates and regulations with his background in financial modeling to drive value for the customers in complicated energy development projects.

Dan manages the energy development portfolio for the firm, including projects ranging from distributed power generation at individual businesses to community- wide energy efficiency retrofits. Dan consults with both end users and developers in the public, private and non-profit sectors.

Prior to his work in energy development, Dan ran community engagement programs for successful political campaigns across the country, driving the election of two governors, two Senators and nine Congressmen.

Dan is a graduate of Case Western Reserve University and earned his MBA at The Ohio State University.

Josef Pipoly – Chief Executive Officer

419-944-8192

[jpipoly@empowersaves.com](mailto:jpipoly@empowersaves.com)

Key Technical Responsibilities: Financial Operations, Corporate Strategy, Product Development and management

Bio: Josef Pipoly is the Managing Partner for EmpowerSaves. Josef brings 6 years of comprehensive private equity experience, with core focuses on equity finance, commercial bonding, and industrial waste-to-energy.

Josef is the co-founder and CEO of PACnergies, specializing in industrial and commercial sustainability management. Josef still sits as the chairman of the board and the company is currently exceeding 30MM in annual revenue. While operating as a co-founder and CEO, Josef has successfully guided operations and lead growth strategies.

Holding various leadership positions Josef has demonstrated his abilities in marketing, sales, product development, product management and corporate strategy.

David Milenthal - Member

513-259-2286

[dmilenthal@empowersaves.com](mailto:dmilenthal@empowersaves.com)

Key Technical Responsibilities: Strategic partner relationships, customer services

Bio: David is the founder of what is now Engauge, a marketing services firm now owned by Publicis. Prior to selling his company to the investors, David built what became one of the largest independently owned ad agencies in America ... and all right here out of Columbus.

Mr. Milenthal has helped spearhead efforts to develop brands for the nation's leading cruise line. Carnival; the nation's largest energy company, American Electric Power; one of the nation's top five health care giants, Anthem Blue Cross and Blue Shield; and other national and regional companies.

Mr. Milenthal believes in using his marketing skills and that of his company to develop campaigns that positively impact important issues and programs in his local and national community. He is the first and only marketing CEO to ever chair the United Way campaign in Central Ohio, and he also served as Chair of the United Way from 1997-99. For the past several years he has served on the National Marketing Committee and the National Leadership Council of the United Way, as well as the Resource Development Committee of United Way of Central Ohio.

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

**Commission of Ohio Docketing Information System on**

**9/13/2019 2:02:56 PM**

**in**

**Case No(s). 15-1329-GA-CRS**

Summary: Application Renewal Certification Application Competitive Retail Natural Gas Suppliers electronically filed by Mrs. Gretchen L. Petrucci on behalf of Empower Gas & Electric LLC