



PUCO USE ONLY – Version 1.07		
Date Received	Case Number	Certification Number
12-19-20	- GA-AGG	

CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS BROKERS /AGGREGATORS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-16 - Company History*). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division, 13th Floor, 180 East Broad Street, Columbus, Ohio 43215-3793.

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

SECTION A - APPLICANT INFORMATION AND SERVICES

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

☐ Retail Natural Gas Aggregator ☒ Retail Natural Gas Broker

A-2 Applicant information:

Legal Name Branded Retail Energy Company, LLC
Address 200 Crescent Court, Suite 1070, Dallas, Texas 75201
Telephone No. 1-855-553-6049 Web site Address www.brandedretailenergy.com

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

Name Branded Retail Energy, LLC
Address 200 Crescent Court, Suite 1070, Dallas, Texas 75201
Web site Address www.brandedretailenergy.com Telephone No. 1-855-553-6049

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

Applicant has no predecessors and has no other names
under which it has operated in the preceding five (5) years.

A-5 Contact person for regulatory or emergency matters:

Name Jason Helms Title CEO
Business Address 200 Crescent Court, Suite 1070, Dallas, Texas 75201
Telephone No. 214-871-5571 Fax No. 800-420-1138 Email Address jasonh@brandedretailenergy.com

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

Name Jason Helms Title CEO
Business address 200 Crescent Court, Suite 1070, Dallas, Texas 75201
Telephone No. 214-871-5571 Fax No. 800-420-1138 Email Address jasonh@brandedretailenergy.com

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

Customer service address 200 Crescent Court, Suite 1070, Dallas, Texas 75201
Toll-Free Telephone No. 1-855-553-6049 Fax No. 800-420-1138 Email Address info@brandedretailenergy.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 George Clayton Title Business Development
Business address 9826 E. Washington Street, Chagrin Falls, Ohio 44023
Telephone No. (440) 543-4330 ext. 4 Fax No. 800-420-1138 Email Address pr@brandedretailenergy.com

A-9 Applicant's federal employer identification number 27-2099042

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
<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

☐ Dominion East 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

☐ 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	July 1, 2012
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	July 1, 2012
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	July 1, 2012
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	July 1, 2012

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 Exhibit A-14 "Principal Officers, Directors & Partners,"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-15 Exhibit A-15 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale natural gas or electricity to customers in North America.
- A-16 Exhibit A-16 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-17 Exhibit A-17 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.
- A-18 Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- B-1 Exhibit B-1 "Jurisdictions of Operation,"** provide a current list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail natural gas service, or retail/wholesale electric services.
- B-2 Exhibit B-2 "Experience & Plans,"** provide a current description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- B-3 Exhibit B-3 "Summary of Experience,"** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking to be certified to provide (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- B-4 Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational

status or ability to provide the services it is seeking to be certified to provide.

- B-5 Exhibit B-5 "Disclosure of Consumer Protection Violations,"** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☒ No ☐ Yes

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

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

☒ No ☐ Yes

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

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- C-1 Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
- C-2 Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether the applicant is not required to file with the SEC and why.
- C-3 Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer-certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer-certified financial statements covering the life of the business.
- C-4 Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)
- C-5 Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7 Exhibit C-7 "Credit Report,"** provide a copy of the applicant's current credit report from Experion, Dun and Bradstreet, or a similar organization.
- C-8 Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.
- C-9 Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

SECTION D – APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

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

Applicant Signature and Title

James C. Hill CEO

Sworn and subscribed before me this *10th* day of *JUNE* Month *2012* Year

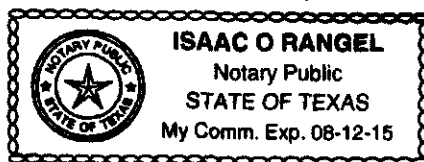
Signature of official administering oath

Isaac O. Rangel

Print Name and Title

ISAAC O. RANGEL

My commission expires on





The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

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

Case No. - -GA-AGG

County of
State of

[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

Sworn and subscribed before me this 19th day of

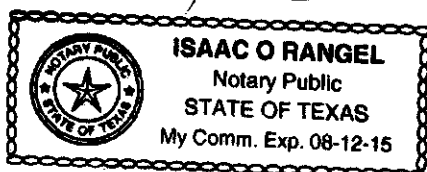
CEO

JUNE

Month 2012 Year

Signature of Official Administering Oath

Print Name and Title



My commission expires on

8/12/15

(CRNGS Broker/Aggregator -Version 1.07) Page 7 of 7

EXHIBITS

Exhibit A-14 Principal Officers, Directors & Partners

Jason Helms
CEO
200 Crescent Court
Suite 1070
Dallas, Texas 75201

Justin Helms
CFO
200 Crescent Court
Suite 1070
Dallas, Texas 75201

Exhibit A-15 Corporate Structure

Branded Retail Energy is solely owned by Lake Austin Energy Partners.

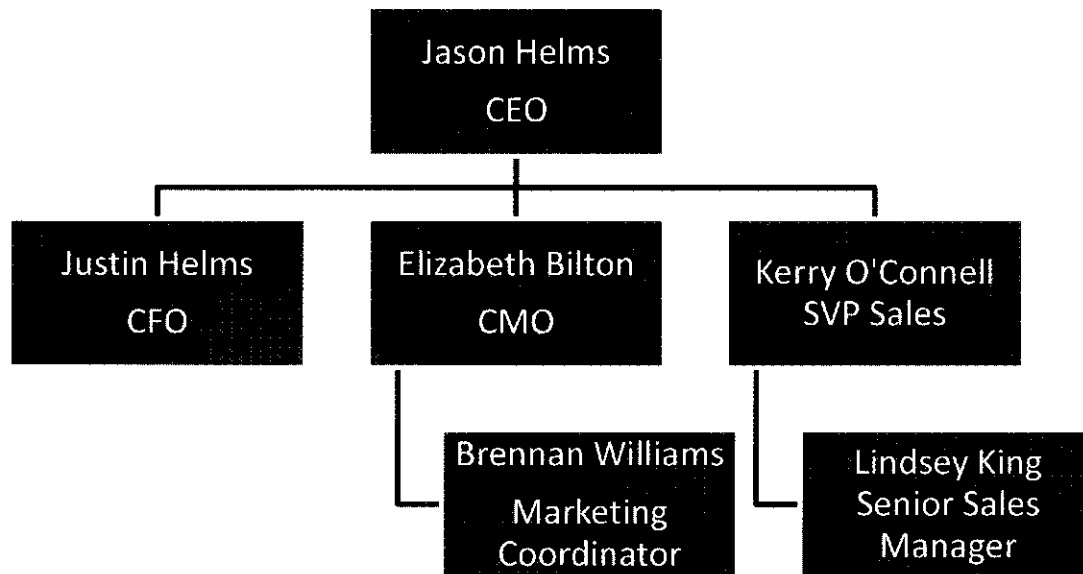


Exhibit A-16 Company History

Branded Retail Energy, LLC is a national energy procurement and management firm helping companies implement strategies to control and reduce energy costs. Our goal is to provide our clients with premium energy procurement services through real-time market information and superior account management while obtaining the lowest prices available in the market.

Formed in 2009, Branded Retail Energy, LLC offers our clients a full suite of energy procurement services including: market analysis by state, energy supplier bid analysis and comparison, contract evaluation and bill auditing.

In addition to all of the services we provide to clients, Branded Retail Energy, LLC has also established a turn-key solution to generate incremental revenue for organizations and manage the entire process for our partners. We have the unique blend of knowledge and expertise in sponsorship, marketing, sales and energy that is required to deliver a successful customer acquisition platform. Branded Retail Energy, LLC is in the business of marketing energy through affinity partnerships. Branded Retail Energy, LLC develops concepts, creative, implementation and customer acquisition platforms that focus on sports, cause and educational institutions.

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "BRANDED RETAIL ENERGY
CO LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL,
A.D. 2009, AT 10:03 O'CLOCK A.M.

4682229 8100

090413000

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7274387

DATE: 04-30-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:06 AM 04/30/2009
FILED 10:03 AM 04/30/2009
SRV 090413000 - 4682229 FILE

**CERTIFICATE OF FORMATION
OF
BRANDED RETAIL ENERGY CO LLC**

First: The name of the limited liability company is **BRANDED RETAIL ENERGY CO LLC.**

Second: The address of its registered office in the State of Delaware is 615 South Dupont Highway in the City of Dover in the County of Kent 19901. The name of its registered agent at such address is Capitol Services, Inc.

Third: To the fullest extent permissible under the Delaware Limited Liability Company Act, as it exists on the date hereof or may hereafter be amended, and subject to such standards and restrictions, if any, as are set forth in its limited liability company agreement, the limited liability company shall indemnify and hold harmless any member or manager or other person from and against any and all claims and demands whatsoever.

In Witness Whereof, the undersigned has executed this Certificate of Formation of **BRANDED RETAIL ENERGY CO LLC** this 30th day of April, 2009.

By:



Jonathan L. Phillips, Authorized Officer

Exhibit A-18 Secretary of State

Doc ID → 201208300688



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/26/2012	201208300688	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	126.00	100.00		.00	.00

Receipt

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

BRANDED RETAIL ENERGY
200 CRESCENT COURT - #1070
DALLAS, TX 75201

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2093024

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

BRANDED RETAIL ENERGY CO LLC

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

Document(s)
REG. OF FOR. PROFIT LIM. LIAB. CO.

Document No(s):
201208300688



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 23rd day of March, A.D.
2012.

Jon Husted

Ohio Secretary of State



Form 533B Prescribed by the:
Ohio Secretary of State

Central Ohio: (614) 466-3610
Toll Free: (877) SOS-FILE (767-3453)

www.OhioSecretaryofState.gov
SOSend@OhioSecretaryofState.gov

Send 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 \$195.00).
P.O. Box 1380
Columbus, OH 43216

Registration of a Foreign Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Registration of a Foreign For-Profit Limited
Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation Delaware

Date of Formation 04/30/2009

(2) ☐ Registration of a Foreign Nonprofit
Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation 2012 MAR 23

Date of Formation AM 11:15

Name of Limited Liability Company in its jurisdiction of formation

Branded Retail Energy Co LLC

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

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

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Jason Helms

Name

200 Crescent Court, Suite 1070

Mailing Address

Dallas

City

TX

State

75201

ZIP Code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is:

George Clayton		
Name		
9826 E. Washington Street		
Mailing Address		
Chagrin Falls	Ohio	44023
City	State	ZIP Code

☐ If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a an agent is not appointed, or
- b an agent is appointed but the authority of that agent has been revoked, or
- c the agent cannot be found or served after the exercise of reasonable diligence

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

Signature	By (if applicable)
Jason Helms	
Print Name	
Signature	By (if applicable)
Print Name	
Signature	By (if applicable)
Print Name	

Exhibit B-1 Jurisdiction of Operation

Branded Retail Energy, LLC currently operates in the jurisdiction of Texas.

Exhibit B-2 Experience & Plans

Experience:

Jason Helms, CEO

Jason began his career conducting real estate portfolio evaluations for CRC Risk Management (a Bass Subsidiary) in Fort Worth, TX. In 1994, he started Carlton Development developing residential real estate projects and from 1998 to 2001 traded commodities on the Diesel Desk at ICC Energy, in Dallas.

In 2001, Jason was a founding member of Gulf States Energy . Gulf States Energy grew to include multiple active investments in the Power Sector. These investments included GSE Consulting, LP, a leading national company in the brokerage and negotiation of retail load to retail electric providers; the trading of physical wholesale power in the ERCOT & PJM markets, power plant development and a passive investment in a retail electric provider. GSE Consulting was the #1 ranked energy broker in Texas and #2 nationally by energy load under contract.

Jason was a founding member of Champion Energy Services through Bay Street Partners in 2005 and equated for 30% of the customer base until the acquisition of Champion by Lehman Brothers, prior to the purchase by current owner, Jim Crane.

In addition, Jason serves as President of GSWEP, LP, with a \$65M Fortis backed credit facility that transacts between investment grade counterparties and GSWEPII, LP, which is a \$30M private equity facility purchasing wholesale power and reselling to retail power providers. In 2006, Jason was a founding member of Great Lakes Energy, a third party mass market electricity and natural gas procurement firm. Jason has a BBA in General Business from Southern Methodist University.

Justin Helms, CFO

Justin began his career in commercial real estate as a developer for JPI and then First Worthing, both in Dallas, TX, evaluating and developing projects across the U.S.

In 2001, Justin was a founding member of Gulf States Energy. Gulf States Energy has grown to include multiple active investments in the Power Sector. These investments include GSE Consulting, LP, the leading national company in the brokerage and negotiation of retail load to retail electric providers; the trading of physical wholesale power in the ERCOT & PJM markets, power plant development and a passive investment in a retail electric provider. GSE Consulting was the #1 ranked energy broker in Texas and #2 nationally by energy load under contract.

Justin was a founding member of Champion Energy Services through Bay Street Partners in 2005 and equated for 30% of the customer base until the acquisition of Champion by Lehman Brothers, prior to the purchase by current owner, Jim Crane. In addition, Justin serves as Vice President GSWEP, LP, with a \$65M Fortis backed credit facility that transacts between investment grade counter parties and GSWEPII, LP, which is a \$30M private equity facility purchasing wholesale power and reselling to retail power providers.

In 2006, Justin was a founding member of Great Lakes Energy, a third party mass market electricity and natural gas procurement firm. Justin has a BBA in Finance/ Real Estate Finance from Southern Methodist University and an MBA Finance/ Real Estate Finance from the University of Illinois.

Plans:

Branded Retail Energy Co will focus on providing procurement services to residential, medium and large sized commercial and industrial customers.

Through our principals, we have relationships in place with several licensed retail energy providers and are actively pursuing arrangements with others. We will use these relationships and our knowledge of the market to solicit the best price possible for the customer. All options will be compared and provided to the customer and we will assist him in determining the best combination of price and term for his particular situation. Normally our fees would be paid directly by the suppliers but disclosed to the end use customer.

Exhibit B-3 Summary of Experience

Jason Helms, CEO

Jason began his career conducting real estate portfolio evaluations for CRC Risk Management (a Bass Subsidiary) in Fort Worth, TX. In 1994, he started Carlton Development developing residential real estate projects and from 1998 to 2001 traded commodities on the Diesel Desk at ICC Energy, in Dallas.

In 2001, Jason was a founding member of Gulf States Energy . Gulf States Energy grew to include multiple active investments in the Power Sector. These investments included GSE Consulting, LP, a leading national company in the brokerage and negotiation of retail load to retail electric providers; the trading of physical wholesale power in the ERCOT & PJM markets, power plant development and a passive investment in a retail electric provider. GSE Consulting was the #1 ranked energy broker in Texas and #2 nationally by energy load under contract.

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Exhibit B-4 Disclosure of Liabilities and Investigations

Branded Retail Energy Co 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 stats or ability to provide the services it is seeking to provide.

Exhibit B-5 Disclosure of Consumer Protection Violations

Not Applicable

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

Not Applicable

Exhibit C-1 Annual Reports

Not applicable because Branded Retail Energy, LLC is a privately held company.

Exhibit C-2 SEC Filings

Branded Retail Energy Co, LLC is not required to file with the SEC because Branded Retail Energy Co, LLC is a privately held company.

Exhibit C-3 Financial Statements

BRANDED RETAIL ENERGY CO LLC

**Balance Sheet
December 31, 2011**

ASSETS

Current Assets			
BOA - Checking #2369	\$	(29,925.14)	
Accounts Receivable		10,195.17	
Acct. Receivable-Employees		8,547.54	
			(11,182.43)
Total Current Assets			
Property and Equipment		18,816.60	
Computers		500.00	
Furniture & Equipment		0.00	
Accum. Depreciation			
			19,116.60
Total Property and Equipment			
Other Assets		10,000.00	
Organizational Costs			10,000.00
Total Other Assets			
Total Assets			17,934.17

LIABILITIES AND CAPITAL

Current Liabilities	\$	1,801,805.29	
A/P-Gulf St. Power, Ltd.		50,000.00	
Texas Aggie Energy		35,000.00	
SMU Energy		37,500.00	
University of Illinois		91,000.00	
Champaign Chamber			
			1,815,305.29
Total Current Liabilities			
Capital		(705,002.71)	
Beginning Equity		(1,092,368.41)	
Net Income			
			(1,797,371.12)
Total Capital			
Total Liabilities & Capital			17,934.17

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BRANDED RETAIL ENERGY CO LLC
Income Statement
For the Twelve Months Ending December 31, 2011

	Current Month		Year to Date	
Revenues				
Sales-Professional Fees	\$ 612,147.92	61.00	\$ 612,147.92	61.00
Other Income	391,417.12	39.00	391,417.12	39.00
Total Revenues	1,003,565.04	100.00	1,003,565.04	100.00
Cost of Sales				
COS-Employee Commissions	145,908.03	14.54	145,908.03	14.54
COS-Referral Fees	225,104.95	22.43	225,104.95	22.43
Total Cost of Sales	371,012.98	36.97	371,012.98	36.97
Gross Profit	632,552.06	63.03	632,552.06	63.03
Expenses				
Advertising, Internet & Web	177,487.57	17.69	177,487.57	17.69
Bank Fees	2,166.66	0.22	2,166.66	0.22
Dues & Subscriptions	8,845.00	0.88	8,845.00	0.88
Equipment Rental	11,004.12	1.10	11,004.12	1.10
Employee Benefits	18,279.03	1.82	18,279.03	1.82
Insurance Expense	2,301.37	0.23	2,301.37	0.23
Logo Design	2,500.00	0.25	2,500.00	0.25
Meals & Entertainment	1,264.23	0.13	1,264.23	0.13
Office Supplies	5,858.45	0.58	5,858.45	0.58
Payroll Expense	69,444.75	6.92	69,444.75	6.92
Postage	384.08	0.04	384.08	0.04
Printing & Publications	15,481.23	1.54	15,481.23	1.54
Video Production	10,458.88	1.04	10,458.88	1.04
Rent	93,874.33	9.35	93,874.33	9.35
Prof. Fees-Legal & Accounting	173,398.42	17.28	173,398.42	17.28
Promotional	16,175.70	1.61	16,175.70	1.61
Contract Services	193,802.11	19.31	193,802.11	19.31
Salaries	775,553.84	77.28	775,553.84	77.28
Sponsorship Analysis	3,000.00	0.30	3,000.00	0.30
Sponsorship	37,500.00	3.74	37,500.00	3.74
Taxes (States)	6,242.50	0.62	6,242.50	0.62
Telephone	17,574.31	1.75	17,574.31	1.75
Travel	82,323.89	8.20	82,323.89	8.20
Total Expenses	1,724,920.47	171.88	1,724,920.47	171.88
Net Income	\$ (1,092,368.41)	(108.85)	\$ (1,092,368.41)	(108.85)

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BRANDED RETAIL ENERGY CO LLC

Balance Sheet

March 31, 2012

ASSETS

Current Assets

BOA - Checking #2369	\$	170,538.39
Accounts Receivable		10,195.17
Acct. Receivable-Employees		8,547.54

Total Current Assets 189,281.10

Property and Equipment

Computers	18,616.60
Furniture & Equipment	500.00
Accum. Depreciation	0.00

Total Property and Equipment 19,116.60

Other Assets

Organizational Costs	10,000.00
----------------------	-----------

Total Other Assets 10,000.00

Total Assets 218,397.70

LIABILITIES AND CAPITAL

Current Liabilities

A/P-Gulf St. Power, Ltd.	\$	1,659,296.41
Texas Aggie Energy		100,000.00
University of Illinois		37,500.00
Champaign Chamber		91,000.00

Total Current Liabilities 1,887,796.41

Capital

Beginning Equity	(1,797,371.12)
Net Income	127,972.41

Total Capital (1,669,398.71)

Total Liabilities & Capital 218,397.70

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BRANDED RETAIL ENERGY CO LLC
Income Statement
For the Three Months Ending March 31, 2012

	Current Month		Year to Date	
Revenues				
Sales-Professional Fees	\$ 164,795.23	100.00	\$ 596,295.51	95.98
Other Income	0.00	0.00	25,000.00	4.02
Total Revenues	164,795.23	100.00	621,295.51	100.00
Cost of Sales				
COS-Employee Commissions	9,531.91	5.78	61,695.30	9.93
COS-Non-Emp. Commissions	8,738.83	5.30	8,738.83	1.41
COS-Referral Fees	4,611.76	2.80	91,766.73	14.77
Total Cost of Sales	22,882.50	13.89	162,200.86	26.11
Gross Profit	141,912.73	86.11	459,094.65	73.89
Expenses				
Advertising, Internet & Web	1,843.88	1.00	24,880.52	4.00
Bank Fees	161.00	0.10	523.00	0.08
Dues & Subscriptions	625.00	0.38	1,972.54	0.32
Equipment Rental	781.64	0.47	2,076.52	0.33
Employee Benefits	9,460.86	5.74	22,683.41	3.65
Meals & Entertainment	0.00	0.00	567.99	0.09
Office Supplies	495.88	0.30	5,882.32	0.95
Payroll Expense	5,111.83	3.10	20,568.18	3.31
Postage	22.37	0.01	109.12	0.02
Printing & Publications	812.11	0.49	7,033.95	1.13
Rent	11,373.40	6.90	21,733.30	3.50
Prof. Fees-Legal & Accounting	479.48	0.29	14,320.80	2.30
Contract Services	1,707.24	1.04	23,623.49	3.80
Salaries	43,942.34	26.66	155,150.68	24.97
Sponsorship Analysis	0.00	0.00	2,000.00	0.32
Telephone	1,851.25	1.12	6,179.63	0.99
Travel	3,600.00	2.18	21,826.79	3.51
Total Expenses	82,068.27	49.80	331,122.24	53.30
Net Income	\$ 59,844.46	36.31	\$ 127,972.41	20.60

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Exhibit C-4 Financial Arrangements

Banking is done through Bank of America, 500 West 7th Street, 13th Floor, Forth Worth, Texas 76102.
Bank account documents are enclosed.

Bank of America, N.A.



June 14, 2012

Public Utility Commission of Ohio

Re: Branded Retail Energy Company
Account #488017602369

To Whom It May Concern:

This is to inform you that Branded Retail Energy Company, LLC is a customer of Bank of America. The client is in good standing and the checking account has been open since April 2010.

Please call me at 817.390.6824 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Carolyn Simms".

Carolyn Simms
AVP

Tel: 817.390.0042

TX1-497-15-08
500 W. 7th St. 15th Fl. P.O. Box 1317, Fort Worth, TX 76101

Recycled Paper

Since we are a non-public company, we have no credit rating from any of the major rating agencies and no history with D&B. Likewise, there are no audited financial statements to provide at this time. We will comply with all current and future PUCO requirements to provide such information as it becomes available.

Exhibit C-5 Forecasted Financial Statements

BRANDED RETAIL ENERGY CO LLC

Balance Sheet

2012

ASSETS

Current Assets		
BOA - Checking #2369	\$ 100,000.00	
Total Current Assets		100,000.00
Property and Equipment		
Computers	22,994.72	
Furniture & Equipment	500.00	
Accum. Depreciation	0.00	
Total Property and Equipment		23,494.72
Other Assets		
Organizational Costs	10,000.00	
Total Other Assets		10,000.00
Total Assets		\$ 133,494.72

LIABILITIES AND CAPITAL

Current Liabilities		
A/P-Gulf St. Power. Ltd.	\$ 1,476,714.08	
Total Current Liabilities		1,476,714.08
Capital		
Beginning Equity	(1,797,371.12)	
Net Income	454,151.76	
Total Capital		(1,343,219.36)
Total Liabilities & Capital		\$ 133,494.72

5/14/2012 at 10:05 AM

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BRANDED RETAIL ENERGY CO LLC

Income Statement

2012

2012

Revenues

Sales-Professional Fees	\$ 1,926,387.33
Other Income	300,000.00

Total Revenues 2,226,387.33

Cost of Sales

COS-Employee Commissions	481,596.83
COS-Non-Emp. Commissions	192,638.73
COS-Referral Fees	100,000.00

Total Cost of Sales 774,235.57

Gross Profit 1,452,151.76

Expenses

Advertising, Internet & Web	100,000.00
Equipment Rental	9,600.00
Employee Benefits	48,000.00
Meals & Entertainment	10,000.00
Office Supplies	10,000.00
Payroll Expense	36,400.00
Printing & Publications	15,000.00
Rent	50,000.00
Prof. Fees-Legal & Accounting	25,000.00
Contract Services	50,000.00
Salaries	520,000.00
Telephone	24,000.00
Travel	100,000.00

Total Expenses 998,000.00

Net Income \$ 454,151.76

5/14/2012 at 9:52 AM

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BRANDED RETAIL ENERGY CO LLC
Balance Sheet
2013

ASSETS

Current Assets		
BOA - Checking #2369	\$ 100,000.00	
Total Current Assets		100,000.00
Property and Equipment		
Computers	22,994.72	
Furniture & Equipment	500.00	
Accum. Depreciation	<u>0.00</u>	
Total Property and Equipment		23,494.72
Other Assets		
Organizational Costs	<u>10,000.00</u>	
Total Other Assets		10,000.00
Total Assets		<u>\$ 133,494.72</u>

LIABILITIES AND CAPITAL

Current Liabilities		
AVP-Gulf St. Power, Ltd.	\$ 1,208,665.84	
Total Current Liabilities		1,208,665.84
Capital		
Beginning Equity	(1,797,371.12)	
Net Income	<u>722,200.00</u>	
Total Capital		<u>(1,075,171.12)</u>
Total Liabilities & Capital		<u>\$ 133,494.72</u>

5/14/2012 at 10:07 AM

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BRANDED RETAIL ENERGY CO LLC
Income Statement
2013

	2013
Revenues	
Sales-Professional Fees	\$ 2,500,000.00
Other Income	<u>300,000.00</u>
Total Revenues	<u>2,800,000.00</u>
 Cost of Sales	
COS-Employee Commissions	625,000.00
COS-Non-Emp. Commissions	250,000.00
COS-Referral Fees	<u>100,000.00</u>
Total Cost of Sales	<u>975,000.00</u>
Gross Profit	<u>1,825,000.00</u>
 Expenses	
Advertising, Internet & Web	110,000.00
Equipment Rental	10,560.00
Employee Benefits	52,800.00
Meals & Entertainment	11,000.00
Office Supplies	11,000.00
Payroll Expense	40,040.00
Printing & Publications	16,600.00
Rent	55,000.00
Prof. Fees-Legal & Accounting	27,500.00
Contract Services	55,000.00
Salaries	572,000.00
Telephone	26,400.00
Travel	<u>115,000.00</u>
Total Expenses	<u>1,102,800.00</u>
Net Income	<u><u>\$ 722,200.00</u></u>

5/14/2012 at 9:54 AM

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BRANDED RETAIL ENERGY CO LLC
Balance Sheet
2013

ASSETS

Current Assets		
BOA - Checking #2368	\$ 100,000.00	
Total Current Assets		100,000.00
Property and Equipment		
Computers	22,994.72	
Furniture & Equipment	500.00	
Accum. Depreciation	<u>0.00</u>	
Total Property and Equipment		23,494.72
Other Assets		
Organizational Costs	<u>10,000.00</u>	
Total Other Assets		10,000.00
Total Assets		<u>\$ 133,494.72</u>

LIABILITIES AND CAPITAL

Current Liabilities		
A/P-Gulf St. Power, Ltd.	\$ 993,945.84	
Total Current Liabilities		993,945.84
Capital		
Beginning Equity	(1,797,371.12)	
Net Income	<u>936,920.00</u>	
Total Capital		(860,451.12)
Total Liabilities & Capital		<u>\$ 133,494.72</u>

5/14/2012 at 10:07 AM

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BRANDED RETAIL ENERGY CO LLC**Income Statement****2014**

2014	
Revenues	
Sales-Professional Fees	\$ 3,000,000.00
Other Income	<u>300,000.00</u>
Total Revenues	<u>3,300,000.00</u>
 Cost of Sales	
COS-Employee Commissions	750,000.00
COS-Non-Emp. Commissions	300,000.00
COS-Referral Fees	<u>100,000.00</u>
Total Cost of Sales	<u>1,150,000.00</u>
Gross Profit	<u>2,150,000.00</u>
 Expenses	
Advertising, Internet & Web	121,000.00
Equipment Rental	11,616.00
Employee Benefits	58,080.00
Meals & Entertainment	12,100.00
Office Supplies	12,100.00
Payroll Expense	44,044.00
Printing & Publications	18,150.00
Rent	60,500.00
Prof. Fees-Legal & Accounting	30,250.00
Contract Services	60,500.00
Salaries	629,200.00
Telephone	29,040.00
Travel	<u>126,500.00</u>
Total Expenses	<u>1,213,080.00</u>
Net Income	<u>\$ 936,920.00</u>

5/14/2012 at 9:55 AM

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Exhibit C-6 Credit Rating

Branded Retail Energy, LLC has been operating since 2009 and has no credit ratings.

Exhibit C-7 Credit Report

Branded Retail Energy, LLC has been operating since 2009 and has no credit reports.

Exhibit C-8 Bankruptcy Information

Branded Retail Energy, LLC has not sought protection from creditors and any other form of bankruptcy filing made by the applicant, a parent or affiliate organization that guarantees the obligations of the company or any office of the company in the current year or within the two most recent years preceding this application.

Exhibit C-9 Merger Information

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

Exhibit D-1 Operations

Branded Retail Energy, LLC is a national energy procurement and management firm helping companies implement strategies to control and reduce energy costs. Our goal is to provide our clients with premium energy procurement services through real-time market information and superior account management while obtaining the lowest prices available in the market.

Formed in 2009, Branded Retail Energy, LLC offers our clients a full suite of energy procurement services including: market analysis by state, energy supplier bid analysis and comparison, contract evaluation and bill auditing.

In addition to all of the services we provide to clients, Branded Retail Energy, LLC has also established a turn-key solution to generate incremental revenue for organizations and manage the entire process for our partners. We have the unique blend of knowledge and expertise in sponsorship, marketing, sales and energy that is required to deliver a successful customer acquisition platform. Branded Retail Energy, LLC is in the business of marketing energy through affinity partnerships. Branded Retail Energy, LLC develops concepts, creative, implementation and customer acquisition platforms that focus on sports, cause and educational institutions.

Exhibit D-2 Operations Expertise

Jason Helms, CEO

Jason began his career conducting real estate portfolio evaluations for CRC Risk Management (a Bass Subsidiary) in Fort Worth, TX. In 1994, he started Carlton Development developing residential real estate projects and from 1998 to 2001 traded commodities on the Diesel Desk at ICC Energy, in Dallas.

In 2001, Jason was a founding member of Gulf States Energy . Gulf States Energy grew to include multiple active investments in the Power Sector. These investments included GSE Consulting, LP, a leading national company in the brokerage and negotiation of retail load to retail electric providers; the trading of physical wholesale power in the ERCOT & PJM markets, power plant development and a passive investment in a retail electric provider. GSE Consulting was the #1 ranked energy broker in Texas and #2 nationally by energy load under contract.

Jason was a founding member of Champion Energy Services through Bay Street Partners in 2005 and equated for 30% of the customer base until the acquisition of Champion by Lehman Brothers, prior to the purchase by current owner, Jim Crane.

In addition, Jason serves as President of GSWEPI, LP, with a \$65M Fortis backed credit facility that transacts between investment grade counterparties and GSWEPII, LP, which is a \$30M private equity facility purchasing wholesale power and reselling to retail power providers. In 2006, Jason was a founding member of Great Lakes Energy, a third party mass market electricity and natural gas procurement firm. Jason has a BBA in General Business from Southern Methodist University.

Justin Helms, CFO

Justin began his career in commercial real estate as a developer for JPI and then First Worthing, both in Dallas, TX, evaluating and developing projects across the U.S.

In 2001, Justin was a founding member of Gulf States Energy. Gulf States Energy has grown to include multiple active investments in the Power Sector. These investments include GSE Consulting, LP, the leading national company in the brokerage and negotiation of retail load to retail electric providers; the trading of physical wholesale power in the ERCOT & PJM markets, power plant development and a passive investment in a retail electric provider. GSE Consulting was the #1 ranked energy broker in Texas and #2 nationally by energy load under contract.

Justin was a founding member of Champion Energy Services through Bay Street Partners in 2005 and equated for 30% of the customer base until the acquisition of Champion by Lehman Brothers, prior to the purchase by current owner, Jim Crane. In addition, Justin serves as Vice President GSWEPI, LP, with a \$65M Fortis backed credit facility that transacts between investment grade counter parties and GSWEPII, LP, which is a \$30M private equity facility purchasing wholesale power and reselling to retail power providers.

In 2006, Justin was a founding member of Great Lakes Energy, a third party mass market electricity and natural gas procurement firm. Justin has a BBA in Finance/ Real Estate Finance from Southern Methodist University and an MBA Finance/ Real Estate Finance from the University of Illinois.

Exhibit D-3 Key Technical Personnel

Jason Helms
CEO
jasonh@brandedretailenergy.com
214-871-5571

Justin Helms
CFO
justinh@brandedretailenergy.com
214-668-5419