

FILE



13-0138-GA-CRS

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|------------------------------|-------------|----------------------|
| Date Received | Case Number | Certification Number |
| | - GA-CRS | |

55

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-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 ☒ Retail Natural Gas Marketer

A-2 Applicant information:

Legal Name Alpha Gas and Electric, LLC.
Address 971 Route 45, Suite 202, Pomona, NY 10970
Telephone No. 845-810-0088 Web site Address www.alphagasandelectric.com

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

Name Alpha Gas and Electric, LLC.
Address 971 Route 45, Suite 202, Pomona, NY 10970
Web site Address www.alphagasandelectric.com Telephone No. 888-636-3749

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

Alpha Gas and Electric, LLC. Alpha Gas & Electric

A-5 Contact person for regulatory or emergency matters:

Name Devorah Schon Title Office Manager
Business Address 971 Route 45, Suite 202, Pomona, NY 10970
Telephone No. 845-810-0088 x 200 Fax No. 845-501-0633 Email Address Devorah@alphagae.com

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This is to certify that the images appearing are accurate and complete reproduction of a case file document delivered in the regular course of business
Technician _____ Date Processed JAN 08 2013

RECEIVED-DOCKETING DIV
2013 JAN -8 PM 12:25
PUCO

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

Name Devorah Schon Title Office Manager
Business address 971 Route 45, Suite 202, Pomona, NY 10970
Telephone No. 845-810-0088 x 200 Fax No. 845-501-0633 Email Address Devorah@alphagne.com

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

Customer service address 971 Route 45, Suite 202, Pomona, NY 10970
Toll-Free Telephone No. 888-636-3749 Fax No. 845-501-0633 Email Address info@alphagasandelectric.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 Vcorp Agent Services, Inc. Title
Business address 28602 Yeshiva Lane, Wickliffe, OH 44092
Telephone No. 845-425-0077 Fax No. 845-818-3588 Email Address sarah@vcorpservices.com

A-9 Applicant's federal employer identification number 27-3718690

A-10 Applicant's form of ownership: (Check one)

☐ Sole Proprietorship ☐ Partnership
☐ Limited Liability Partnership (LLP) ☒ Limited Liability Company (LLC)
☐ Corporation ☐ 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 type="checkbox"/> Columbia Gas of Ohio | <input type="checkbox"/> Residential | <input type="checkbox"/> Small Commercial | <input type="checkbox"/> Large Commercial / Industrial |
| <input type="checkbox"/> Dominion East Ohio | <input type="checkbox"/> Residential | <input type="checkbox"/> Small Commercial | <input type="checkbox"/> Large Commercial / Industrial |
| <input type="checkbox"/> Duke Energy Ohio | <input type="checkbox"/> Residential | <input type="checkbox"/> Small Commercial | <input type="checkbox"/> Large Commercial / Industrial |
| <input type="checkbox"/> Vectren Energy Delivery of Ohio | <input type="checkbox"/> Residential | <input type="checkbox"/> Small Commercial | <input 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 | Upon application approval |
| <input checked="" type="checkbox"/> | Dominion East Ohio | Intended Start Date | Upon application approval |
| <input checked="" type="checkbox"/> | Duke Energy Ohio | Intended Start Date | Upon application approval |
| <input checked="" type="checkbox"/> | Vectren Energy Delivery of Ohio | Intended Start Date | Upon application approval |

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.

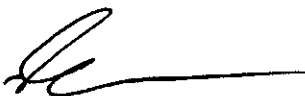
- C-6 Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances 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 within the five most recent years preceding the application, or at any time as a participant in the Ohio Natural Gas Choice programs.

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



David Wanounou, Chief Executive Officer

Sworn and subscribed before me this

13th

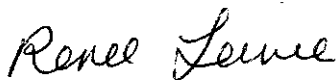
day of

November

Month

2012

Year



Signature of official administering oath

Renee Levine

Print Name and Title

RENEE LEVINE
Notary Public, State of New York
No. 01LE6127285
Qualified in Rockland County
Commission Expires 05/23/2013

My commission expires on

5/23/2013



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

Alpha Gas and Electric, LLC.)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)

Case No. - -GA-CRS

County of Wickliffe

State of Ohio

David Wanounou

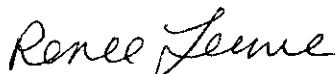
[Affiant], being duly sworn/affirmed, hereby states that:

- (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

 David Wanounou, Chief Executive Officer

Sworn and subscribed before me this 13th day of November Month 2012 Year



Signature of Official Administering Oath

Renee Levine

Print Name and Title

RENEE LEVINE
Notary Public, State of New York
No. 01LE6127285
Qualified in Rockland County
Commission Expires 05/23/2013

My commission expires on

5/23/2013

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ALPHA GAS AND ELECTRIC, LLC.

PUCO CERTIFICATION APPLICATION

EXHIBITS A-14 through A-16

PRINCIPAL OFFICERS, DIRECTORS, AND PARTNERS OF ALPHA GAS AND ELECTRIC, LLC.

**EXHIBIT A-14
CONFIDENTIAL**

Israel Orzel, Chairman

12 College Road

Monsey NY 10952

845-406-9100

iorzel@homeforadults.com

Harvey Klein, Officer

12 College Road

Monsey, NY 10952

845-406-9100 x 11

hklein@hikoenergy.com

David Wanounou, CEO

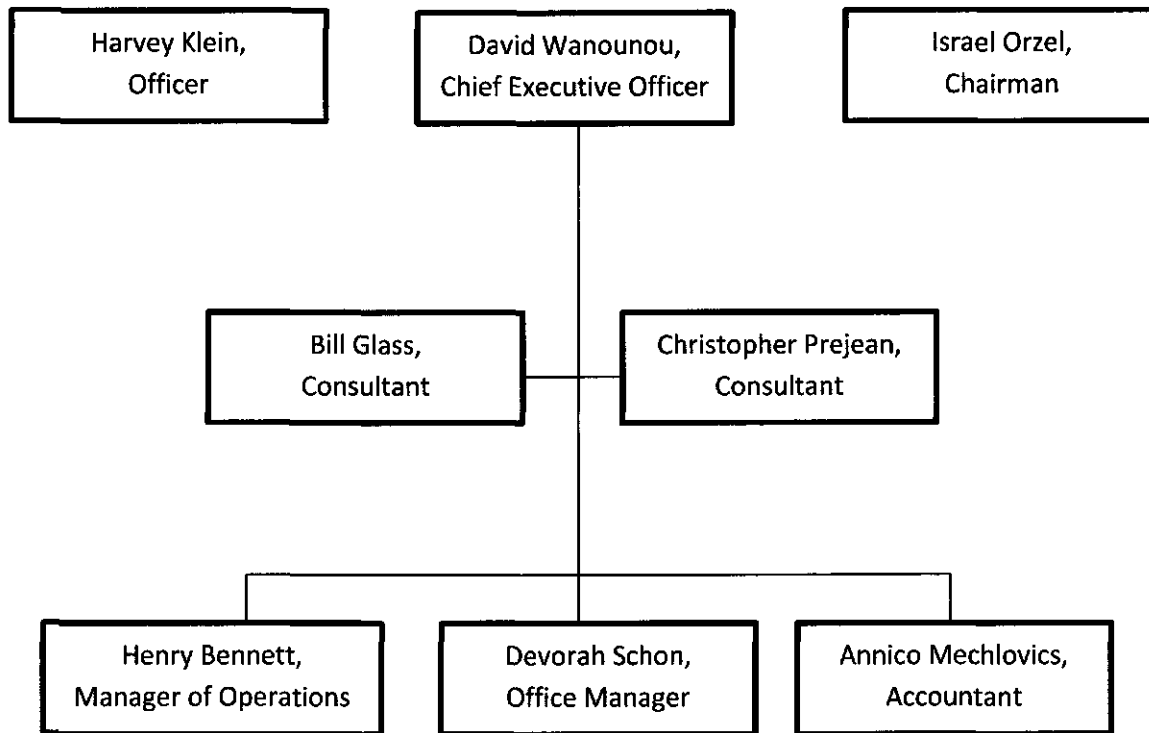
971 Route 45, Suite 202

Pomona, NY 10970

845-810-0088 x 222

david@alphagne.com

CORPORATE STRUCTURE OF ALPHA GAS AND ELECTRIC, LLC.
EXHIBIT A-15



COMPANY HISTORY

EXHIBIT A-16: PUBLIC

This exhibit (Exhibit A-16) had confidential information regarding the amount of Alpha Gas and Electric, LLC's customers. This is the copy that can be available to the public. The original exhibit, with the confidential information, will be filed separately and will be marked "Exhibit A-16: Confidential."

Alpha Gas and Electric, LLC. was established in October 2010 in New York. Previously called "Pan American Energy," the company did business for 2 years before selling out the company to Alpha Holdings NY LLC, owned by Israel Orzel and Harvey Klein. The change of ownership occurred in July 2012. The company is now run by David Wanounou, former president of HIKO Energy, LLC.

Currently Alpha Gas and Electric is licensed to supply energy in New York and in parts of New Jersey, and is in the process of receiving licensing to service the rest of New Jersey as well as Pennsylvania and Illinois.

Alpha's customers are a large combination of residential and commercial customers. We are currently servicing gas and electric customers.

Alpha Gas and Electric uses EC Infosystems to manage enrollments and customer account information. Enhanced Energy Services are our aggregators and provide us with our back-office support. We work with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee Pipeline, and Algonquin.

COMPANY HISTORY

EXHIBIT A-16: CONFIDENTIAL

Alpha Gas and Electric, LLC. was established in October 2010 in New York. Previously called "Pan American Energy," the company did business for 2 years before selling out the company to Alpha Holdings NY LLC, owned by Israel Orzel and Harvey Klein. The change of ownership occurred in July 2012. The company is now run by David Wanounou, former president of HIKO Energy, LLC.

Currently Alpha Gas and Electric is licensed to supply energy in New York and in parts of New Jersey, and is in the process of receiving licensing to service the rest of New Jersey as well as Pennsylvania and Illinois.

Alpha's customers are a large combination of residential and commercial customers. We are currently servicing 3,372 gas customers and 5,770 electric customers.

Alpha Gas and Electric uses EC Infosystems to manage enrollments and customer account information. Enhanced Energy Services are our aggregators and provide us with our back-office support. We work with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee Pipeline, and Algonquin.

ALPHA GAS AND ELECTRIC, LLC.

ARTICLES OF INCORPORATION AND BYLAWS

AND SECRETARY OF STATE

EXHIBITS A-17 and A-18

201229601384

| | | | | | | | |
|------------|--------------|---|--------|-------|---------|------|------|
| DATE | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
| 10/23/2012 | 201229601384 | REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP) | 125.00 | .00 | .00 | .00 | .00 |

Receipt

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

VCORP SERVICES LLC
25 ROBERT PITT DRIVE, SUITE 204
ATTN: EFFIE STERN
MONSEY, NY 10952

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2145586

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

ALPHA GAS AND ELECTRIC, LLC

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

Document(s):

REGISTRATION OF FOREIGN FOR PROFIT LLC

Document No(s):

201229601384



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

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
22nd day of October, A.D. 2012.

A handwritten signature in cursive script that reads "Jon Husted".

Ohio Secretary of State



Form 533B Prescribed by:
Ohio Secretary of State

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (787-3453)
www.OhioSecretaryofState.gov
BusServ@OhioSecretaryofState.gov

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

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
(108-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

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

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

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:

Name

Mailing Address

City

State

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

Vcorp Agent Services, Inc.

Name

28602 Yeshiva Lane

Mailing Address

Wickliffe

City

Ohio

State

44092

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

LLC Member

By (if applicable)

David Wanounou

Print Name


Signature

By (if applicable)


Print Name


Signature

By (if applicable)


Print Name

**State of New York
Department of State } ss:**

I hereby certify, that PAN AMERICAN ENERGY, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/19/2010, and that the Limited Liability Company is existing so far as shown by the records of the Department. I further certify the following:

A Certificate of Publication of PAN AMERICAN ENERGY, LLC was filed on 12/28/2010.

A certificate changing name to ALPHA GAS AND ELECTRIC, LLC was filed on 01/06/2011.

I further certify, that no other documents have been filed by such Limited Liability Company.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 19th day of September
two thousand and twelve.*

Daniel Shapiro
First Deputy Secretary of State

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS B-1 through B-4

JURISDICTIONS OF OPERATION

Exhibit B-1

Current market of Alpha Gas and Electric, LLC

- **New York Public Service Commission**
 - Con Edison
 - Keyspan NY
 - Keyspan LI
 - Orange and Rockland
 - Niagara Mohawk
 - NYSEG
 - Rochester Gas and Electric
 - Central Hudson
 - National Fuel Gas
- **New Jersey Board of Public Utilities**
 - PSE&G
 - Rockland Electric Company
 - Jersey Central Power and Light

Upcoming market of Alpha Gas and Electric, LLC. (Pending)

- **New Jersey Board of Public Utilities**
 - South Jersey Gas
 - New Jersey Natural Gas
 - Atlantic City Electric
 - Elizabeth Town Gas
- **Pennsylvania Public Utilities Commission**
 - Gas license
 - PPL
 - PECO
 - Met-Ed
 - Duquesne
- **Illinois Commerce Commission**
 - Gas license
 - Electric license

EXPERIENCE AND PLANS

Exhibit B-2

BACK END FUNCTIONS

Alpha Gas and Electric, LLC. uses EC Info Systems to manage the back end of enrollments and customer accounts. We work with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee Pipeline, and Algonquin.

Enhanced Energy Services are our aggregators and provide back-office support.

FRONT END FUNCTIONS

Alpha Gas and Electric, LLC. aims to keep the level of customer service at a high level. Every call is monitored and recorded. We listen to these recordings at random, to ensure that each customer service representative is treating our customers with respect, and helping to resolve all issues they may have. We take our customer service very seriously, and it is our goal to have only positive feedback from our growing number of customers.

Alpha works with very reputable, first class marketing companies for all marketing campaigns. Our marketing coordinators keep the quality control under a very careful watch. Supervisors monitor and listen to calls to ensure that our quality and integrity remains at the level we expect it.

We have multiple promotion programs that we intend to implement in Ohio. We intend to offer customers exciting programs and incentives, as well as great customer service.

SUMMARY OF EXPERIENCE

EXHIBIT B-3: PUBLIC

This exhibit (exhibit B-3) had confidential information regarding the amount of Alpha Gas and Electric, LLC.'s customers. This is the copy that can be made available to the public. The original exhibit, with the the confidential information, will be filed separately and will be marked "Exhibit B-3: Confidential."

Alpha Gas and Electric currently has active electric meters and active gas meters. We service both residential and commercial customers.

We serve various utilites throught New York and New Jersey, such as Con Edison, Keyspan NY and LI, Central Hudson, Orange and Rockland, PSEG, NYSEG, RG&E, Niagara Mohawk, and National Fuel Gas.

Alpha's average amount of load per month is ----- KWH.

SUMMARY OF EXPERIENCE

EXHIBIT B-3: CONFIDENTIAL

Alpha Gas and Electric, LLC. currently has 5,770 active electric customers and 3,372 active gas customers. We service both residential and commercial customers. Alpha has in total 9,142 customers.

We serve various utilities throughout New York and New Jersey, such as Con Edison, Keyspan NY and LI, Central Hudson, Orange and Rockland, PSEG, NYSEG, RG&E, Niagara Mohawk, and National Fuel Gas.

Alpha's average amount of load per month is 1,069,313 KWH.

DISCLOSURE OF LIABILITIES AND INVESTIGATIONS

EXHIBIT B-4

Alpha Gas and Electric, LLC. does not have any existing, pending, or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matters that could adversely impact the financial or operational status or ability to provide the services we are seeking to be certified to provide.

Alpha Gas and Electric LLC.



David Wanounou, CEO

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS C-1 and C-2

ANNUAL REPORTS

EXHIBIT C-1

Alpha Gas and Electric, LLC. does not have annual reports because we are not publicly traded.

SEC FILINGS

EXHIBIT C-2

Exhibit C-2 of the PUC of Ohio Application for CRES requests the most recent SEC filings. However, Alpha Gas and Electric, LLC. is not publicly traded; therefore, we are not required to file with the SEC.

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-3: FINANCIAL STATEMENTS

This Exhibit (Exhibit C-3) requests confidential information regarding Alpha Gas and Electric, LLC.s financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-3: Confidential".

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-3: FINANCIAL STATEMENTS

CONFIDENTIAL

FINANCIAL STATEMENTS

EXHIBIT C-3

Alpha Gas and Electric, LLC. only has financial statements starting from July 2012. They are attached.

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-4: FINANCIAL ARRANGEMENTS

This Exhibit (Exhibit C-4) requests confidential information regarding Alpha Gas and Electric, LLC.'s financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-4: Confidential".

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-4: FINANCIAL ARRANGEMENTS

CONFIDENTIAL

ALPHA GAS AND ELECTRIC, LLC

EXHIBIT C-5: FORECASTED FINANCIAL STATEMENTS

This Exhibit (Exhibit C-5) requests confidential information regarding Alpha Gas and Electric's financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-5: Confidential".

ALPHA GAS AND ELECTRIC, LLC

EXHIBIT C-5: FORECASTED FINANCIAL STATEMENTS

CONFIDENTIAL

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS C-6 and C-7

CREDIT REPORT/ CREDIT RATINGS

EXHIBITS C-6 AND C-7

Being that Alpha Gas and Electric, LLC. is a fairly new company, we do not have a credit report or credit ratings.

Alpha gives authorization to the State of Ohio to directly contact our bank in regards to our financial information.

M&T Bank
66 Route 59
Monsey, NY 10952

Contact: Anita Levine, ALEVINE@mtb.com

Phone number: 845-352-9300

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS C-8 AND C-9

BANKRUPTCY INFORMATION

EXHIBIT C-8

There have been no reorganizations, protection from creditors, or any other form of bankruptcy filings made by Alpha Gas and Electric, LLC. within the past two years.

MERGER INFORMATION

EXHIBIT C-9

Alpha Gas and Electric, LLC. (originally known as Pan American Energy) was originally owned by Shoshana Mueller and Eva Seitler. As of July 25, 2012, the ownership transferred to Alpha Partners, LLC. (Currently known as Alpha Holdings NY, LLC.) and David Wanounou. Their contact information can be found in Exhibit A-14.

ALPHA GAS AND ELECTRIC, LLC.

OPERATIONS

EXHIBIT D-1

OPERATIONS

EXHIBIT D-1

BACK END FUNCTIONS

Alpha Gas and Electric, LLC. uses EC Info Systems to manage all of the back end functions. ECI provides all EDI, CIS, and Billing functions. Alpha Gas and Electric works with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee and Algonquin.

MID END FUNCTIONS

Alpha Gas and Electric, LLC. has a Revolving line of Credit with M and T Bank for all collateral postings and power procurement functions, as well as other functions.

Alpha Gas and Electric has contracted with Enhanced Energy Services of America, LLC ("EES") to help with load forecasting, scheduling, risk management, market expansion, and etcetera. Our primary consultants are Christopher Prejean, President of EES and Bill Glass, Vice President of EES. Their resumes/biographies are attached.

FRONT END FUNCTIONS

Alpha Gas and Electric, LLC. aims to keep the level of customer service at a high level. *Every* call is monitored and recorded. We listen to these recordings at random, to ensure that each customer service representative is treating our customers with respect, and helping to resolve all issues they may have. We take our customer service very seriously, and it is our goal to have only positive feedback from our growing number of customers.

Alpha Gas and Electric works with very reputable, first class marketing companies for all marketing campaigns. Our marketing coordinators keep the quality control under a very careful watch. Supervisors monitor and listen to calls; to ensure our quality remains at the level we expect it.

We have multiple promotion programs that we intend to implement in Ohio. We intend to offer customers exciting programs and incentives, as well as great customer service.

BILL GLASS

3 Schwab Lane • Houston, TX 77055
wcglass1970@gmail.com • 713.248.9828

QUALIFICATIONS PROFILE

Performance-driven, insightful **Energy Professional** with a proven ability to achieve and exceed all business-development and revenue-generation goals in high-pressure environments. A solid record of achievement through responsible financial trading positions and asset management.

PROFESSIONAL EXPERIENCE

ENHANCED ENERGY SERVICES

2009-PRESENT

VICE PRESIDENT RISK MANAGEMENT AND ELECTRIC OPERATIONS

I am responsible for the scheduling, forecasting and balancing of electric customers in PJM, NYISO and NEEPOOL. I am also responsible for developing and managing pricing models and risk management strategies for our customer in gas and electric on a daily basis. Currently managing risk for over 30BCF and 500,000 MWH annually.

GEMINI ENERGY

2006 – 2009

Consult on managing gas and electric assets, scheduling, risk for customers in NEPOOL, NYISO and PJM and developed relationships for retail and wholesale consumers of energy throughout all deregulated states in the U.S.

PLATINUM ENERGY RESOURCES - Houston, Texas

2004 – 2011

President OTC (PGRIU.OB)

I am a member of the board of directors in an advisory role to help with optimization and capitalization of our current production and assets.

MIECO INC – Houston, TX

2000 - 2003

Vice President of Gas Operations (2001 to 2003)

Head trader responsible for trading, profitability, physical operations and risk management for all regions. I was continually adapting the trading strategy to the ever changing market conditions. Collaborated with producers to assess individual financial situations and develop strategic solutions for hedging.

Manager of Natural Gas Trading - (2000 to 2001)

I served as key team member of the trading team services group, trading basis for all regions of the U.S. I established and maintained strong relationships with independent producers to continually help them with hedging and derivative strategies.

SOUTHERN COMPANY ENERGY MARKETING – Atlanta, GA

1996 - 2000

Senior Trader:

Continued...

Managed trading within options, spreads, basis, or outright futures presenting the best risk-reward opportunity. Possessed a clear understanding of the fundamentals of the market and what that may mean for a trade outcome. Determined the true drivers of price direction (i.e., supply-led, demand-led, or speculatively-led) and how those may potentially change or have changed over time.

Trader:

I managed front month positions and balance of strip positions for the Northeast, Midwest and Gulf Coast financial basis desks for both gas and power. I worked with physical desks to evaluate risk reward opportunities within the scope of the risk parameters.

Key Accomplishment:

- Executed an effective, profitable trading strategy within several regions of trading. This allowed me to trade in several regions including Midwest, Northeast, Gulf coast and Gas daily desks.
- Key member of the East trading desk that achieved 20 million dollars of profitability in 1998 the first full year of trading. Contributed 3 million dollars of profitability in 1999 as the sole trader of the Gulf Coast region financial trading.

ENRON CAPITAL AND TRADE - Houston, TX

1995 - 1996

Risk Management Specialist:

Managed daily position reports, p/l calculations, verified trades and risk tolerances and reported those results to desk director.

FIRST INTERSTATE BANK - Houston, TX

1994 - 1995

Credit Risk Analyst

Reviewed portfolios of potential customers with balance sheets of 5 to 15 million dollars for potential default risks and reported those findings to the Risk managers as well as the loan officer.

TRANSAMERICA MUTUAL FUNDS - Houston, TX

1994

Mutual Fund Analyst

Calculated daily NAV and reported cash flows from redemptions and investments to the portfolio manager on a daily basis.

EDUCATION AND CREDENTIALS

Bachelor of Business Administration, Finance (12/1993)

Texas A&M University – College Station, Texas

Bachelor of Business Administration, Accounting (12/1993)

Texas A&M University – College Station, Texas

CHRISTOPHER A. PREJEAN

EXPERIENCE:

- Oct. 2010 - present* **Enhanced Energy Services of America, LLC** Sugar Land, TX
President & Trusted Advisor
- Consult for various third party marketers demonstrating new market opportunities;
 - Develop and implement electricity operations and management consulting services to Energy Services Company's (ESCO's) in NYISO, PJM, NE-ISO, and MISO);
 - Develop and implement electricity operationsenergy management consulting services to end-user clients (NY, NJ, TX, OH, MI, MD, MO, KS);
 - Develop and implement natural gas operations and management services to markets along the eastern seaboard (NJ, NY, MD, DC, OH, NC, FL, PA, IL);
 - Implement Energy Consulting Service agreements to market aggregators and end-user clients;
 - Create pricing solutions and hedging strategies tailored to clients' needs;
 - Consistently increase client base and revenue.
- Aug. 2005 – Oct. 2010* **BBPC, LLC d/b/a "Enhanced Energy Services"** Sugar Land, TX
Vice President – Energy Services
- Develop and implement electricity and energy management consulting services to end-user clients (NY, NJ, TX, OH, MI, MD, MO, KS);
 - Develop and implement natural gas operations and management services to markets along the eastern seaboard (NJ, NY, MD, DC, OH, NC, FL);
 - Implement Energy Consulting Service agreements to market aggregators and end-user clients;
 - Create pricing solutions and hedging strategies tailored to clients needs;
 - Consistently increase client base and revenue.
- Feb. 2001 – Aug. 2005* **Quantum Gas & Power Services, Ltd.** Houston, TX
Director – Energy Management Consulting
- Develop and implement electricity and energy management consulting services to end-user clients (NY, NJ, TX, OH, MI, MD, MO, KS);
 - Develop and implement natural gas operations and management services to markets along the eastern seaboard (NJ, NY, MD, DC, OH, NC, FL);
 - Implement Energy Consulting Service agreements to market aggregators and end-user clients;
 - Create pricing solutions and hedging strategies tailored to clients needs;
 - Consistently increase client base and revenue.
- Mar. 1998 – Jan. 2001* **Perry Gas Companies, Inc.** Houston, TX
Manager – Natural Gas Marketing
- Invoiced over \$4.3 million per month to Industrial and National accounts;
 - Developed and implemented natural gas marketing along the eastern seaboard (CT, NJ, NY, MD, DC, NC, FL, GA);
 - Traded market area supply along Texas-Eastern Transmission (TETCO); Transcontinental Gas Pipeline (TRANSCO); Florida Gas Transmission (FGT); Columbia Gas (TCO);
 - Created pricing and hedging strategies tailored to clients needs;
 - Developed and consistently increased client base (Wholesale/Industrial/Commercial).
- Dec. 1996 – Mar. 1998* **Texas-Ohio Gas, Inc.** Houston, TX
Senior Marketing Representative
- Invoiced over \$2.5 million per month to Industrial accounts;
 - Delivered over 900,000 MMBtu per month to multi-million dollar accounts;
 - Designed and presented energy packages targeted to clients needs;
 - Consistently increased client base.
- Dec. 1995 – Dec. 1996* *Director, Commercial Marketing*
- Responsible for developing all commercial marketing efforts in Northeast markets;
 - Supervised three gas marketing teams (totaling 12 members);
 - Analyzed tariffs and developed new markets due to ongoing deregulation;
- 1422 FOREST BROOK • SUGAR LAND, TEXAS 77479 • (713) 725-0777 (cell)
EMAIL: cprejean@enhancedenergyservices.com

CHRISTOPHER A. PREJEAN

- Managed daily nominations/balancing between various LDC's;
- Consistently increased client base.

June 1994 – Dec. 1995

Natural Gas Marketing Representative

- Marketed natural gas to commercial and industrial end-user customers in New Jersey and New York,
- Conducted in-person and telephone presentations reviewing on energy cost analysis for end-user clients.

EDUCATION:

The University of Houston – Downtown

Bachelor of Business Administration, Spring 1994

ALPHA GAS AND ELECTRIC, LLC.

OPERATION EXPERTISE

EXHIBIT D-2

OPERATION EXPERTISE

EXHIBIT D-2

Alpha Gas and Electric, LLC is a current member of NYISO, and PJM. Alpha operates in NY and NJ, with licenses pending in PA.

BIOS OF ALPHA GAS AND ELECTRIC, LLC.'s OFFICERS AND CONSULTANTS

Harvey Klein, Officer

Harvey Klein is an officer of Alpha Gas and Electric. His responsibilities encompass investor development as well as identifying and analyzing opportunities for Alpha's strategic growth. Mr. Klein is a managing partner in a variety of other companies, including premium incentives, vending companies, and other real estate holdings. He is a vital member of the Alpha team. Mr. Klein applies his sound business acumen to cultivate and incorporate innovative strategies for Alpha's overall success.

Israel Orzel, Chairman

As Chairman and Managing Partner of Alpha Gas and Electric, LLC., Mr. Orzel is responsible for development, management, and capital marketing activities. Mr. Orzel is also the largest investor and president of Adult Care Management, which owns and operates eight adult care facilities in the Northeast. With over three decades of hands-on experience in the real estate and health care management industries, Mr. Orzel is well qualified to lead Alpha's executive management team.

David Wanounou, CEO

David brings his extensive operations experience to Alpha Gas and Electric, LLC. As Chief Operating Officer for IDT Energy, David was responsible for all aspects of serving energy customers, from oversight of initial sales channels, through enrollment and provision, and ongoing customer issue resolution. When David joined IDT Energy, they had 3,000 customers. He completed the acquisition of another ESCO, integrated the two companies, and spearheaded multiple campaigns using varied sales channels. In his first year, he grew the company to 125,000 customers, making IDT Energy the fastest-growing and largest residential ESCO in New York. As a hands-on leader, David oversaw both the Regulatory and IT arms, directing the build-out of IDT Energy's custom computer system. He expanded IDTE's presence by acquiring licenses and approvals in multiple utilities and states. He also created and implemented policies and procedures to ensure compliance with the numerous regulations applicable in each jurisdiction. Involvement in day-to-day operations gave him a keen awareness of what it takes to run a successful energy business. His problem-solving and analytical skills were honed by putting them into practical use, and he was responsible for not only much of IDT Energy's rapid growth, but its customer retention as well.

In his previous position as Executive Vice-President of Global Procurement for a Fortune 1000 company, David oversaw multiple projects and took a primary role in budget planning and cost monitoring, key parts of his responsibilities at Alpha Gas and Electric, LLC. He created a process for the purchasing

lifecycle, negotiated all contracts such as software, maintenance and operational needs, and resold excess inventory to ensure a favorable bottom line. Alpha Gas and Electric is confident in David's abilities to create and maintain a well-defined corporate infrastructure with a commitment to both customer satisfaction and profitability.

Christopher Prejean, /Contracted Consultant

Resume is attached to Exhibit **D-1**

Bill Glass, /Contracted Consultant

Resume is attached to Exhibit **D-1**

ALPHA GAS AND ELECTRIC, LLC.

KEY TECHNICAL PERSONNEL

EXHIBIT D-3

KEY TECHNICAL PERSONNEL

EXHIBIT D-3

1. David Wanounou
CEO
david@alphagne.com
845-810-0088 x 222
2. Harvey Klein
Officer
hklein@hikoenergy.com
845-406-9100 X 211
3. Israel Orzel
Chairman
iorzel@homeforadults.com
845-409-9100
4. Christopher Prejean
President of Enhanced Energy Services of America
Consultant, On Retainer
cprejean@enhancedenergyservices.com
281-302-5470 x 100
5. Bill Glass
Vice President of Enhanced Energy Services of America
Consultant, On Retainer
bglass@enhancedenergyservices.com
888-749-7200 x 106
6. Henry Bennett
Manager of Operations
henry@alphagne.com
845-810-0088 x 201
7. Devorah Schon
Office Manager
Devorah@alphagne.com
845-810-0088 x 200
8. Annico Mechlovics
Accountant
amech@hikoenergy.com
845-406-9100 x 207