



*The Public Utilities Commission of Ohio*

PUCO USE ONLY		
Date Received	Case Number	Version
	13-1380 -EL-AGG	August 2004

## **CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS**

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-5 Experience). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

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

### **A. APPLICANT INFORMATION**

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

Legal Name Epiq Energy, LLC  
Address 2720 N. Stemmons Freeway, Suite 900, Dallas, TX 75207  
Telephone # (972) 924-5642 Web site address (if any) www.epiqenergy.biz

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

Legal Name Epiq Energy, LLC  
Address 2720 N. Stemmons Freeway, Suite 900, Dallas, TX 75207  
Telephone # (972) 924-5642 Web site address (if any) www.epiqenergy.biz

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

Epiq Energy, LLC  
\_\_\_\_\_  
\_\_\_\_\_

#### **A-4 Contact person for regulatory or emergency matters**

Name Cesar Garcia  
Title President & CFO

Business address 2720 N. Stemmons Freeway, Suite 900, Dallas, TX 75207  
Telephone # (972) 924-5642 Fax # (214) 637-2784  
E-mail address (if any) cesar.garcia@diversegy.com

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

Name Cesar Garcia  
Title President & CFO  
Business address 2720 N. Stemmons Freeway, Suite 900, Dallas, TX 75207  
Telephone # (972) 924-5642 Fax # (214) 637-2784  
E-mail address (if any) cesar.garcia@diversegy.com

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

Customer Service address 2720 N. Stemmons Freeway, Suite 900, Dallas, TX 75207  
Toll-free Telephone # (855) 940-1280 Fax # (214) 637-2784  
E-mail address (if any) cesar.garcia@diversegy.com

**A-7 Applicant's federal employer identification number # 900933474**

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

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

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

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

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

July 4, 2013

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

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

**B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE**

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

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

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

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

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

☐ No ☐ Yes

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

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

☐ No ☐ Yes

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

## **C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE**

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

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

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

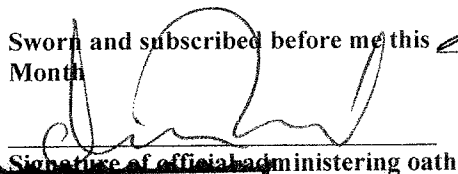
- C-3 **Exhibit C-3 “Financial Statements.”** provide copies of the applicant’s two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant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

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

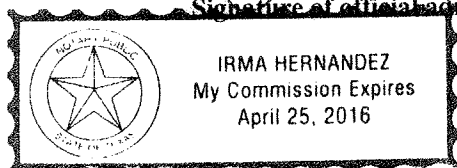


\_\_\_\_\_  
Signature of Applicant & Title

Sworn and subscribed before me this 28 day of MARCH, 2013  
Month \_\_\_\_\_ Year

  
\_\_\_\_\_  
Signature of official administering oath

Cesar Garcia, CFO  
\_\_\_\_\_  
Print Name and Title



My commission expires on April 25, 2016

# **AFFIDAVIT**

State of Texas :

Dallas ss.  
(Town)

County of Dallas :

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

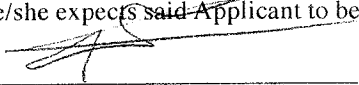
He/She is the CFO (Office of Affiant) of EPIQ Energy, LLC (Name of Applicant);

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

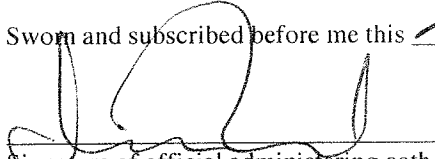
1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.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

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

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

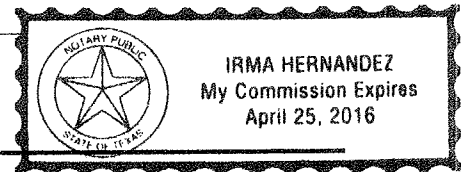
  
\_\_\_\_\_  
Signature of Affiant & Title

Sworn and subscribed before me this 28 day of MARCH, 2013  
Month Year

  
\_\_\_\_\_  
Signature of official administering oath

Cesar Garcia, CFO  
\_\_\_\_\_  
Print Name and Title

My commission expires on April 25, 2016





**Exhibit A-11 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

Alex Rodriguez, Chief Executive Officer  
2720 North Stemmons Fwy, Suite 900  
Dallas, TX 520  
T: (214) 637-2400

Cesar Garcia, Chief Financial Officer  
2720 North Stemmons Fwy, Suite 900  
Dallas, TX 520  
T: (214) 637-2400

Sam Khavari, VP Strategy and Planning  
2720 North Stemmons Fwy, Suite 900  
Dallas, TX 520  
T: (214) 637-2400

Johnny Webb, VP Marketing & Creativity  
2720 North Stemmons Fwy, Suite 900  
Dallas, TX 520  
T: (214) 637-2400

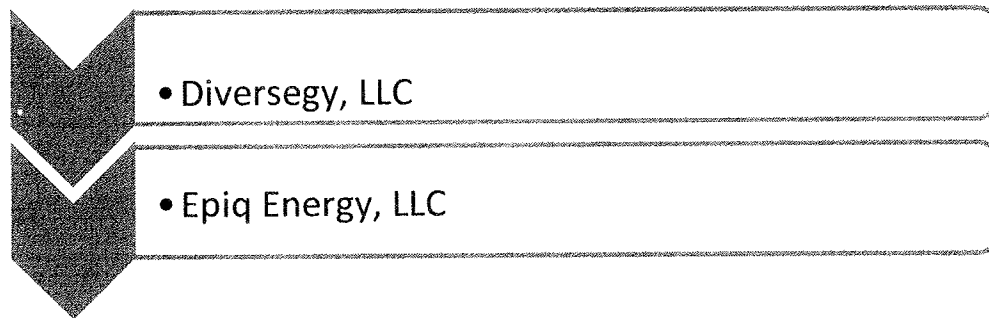
Fernando Campos, Director of Operations  
2720 North Stemmons Fwy, Suite 900  
Dallas, TX 520  
T: (214) 637-2400

**Exhibit A-12 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers and companies that aggregate customers in North America.

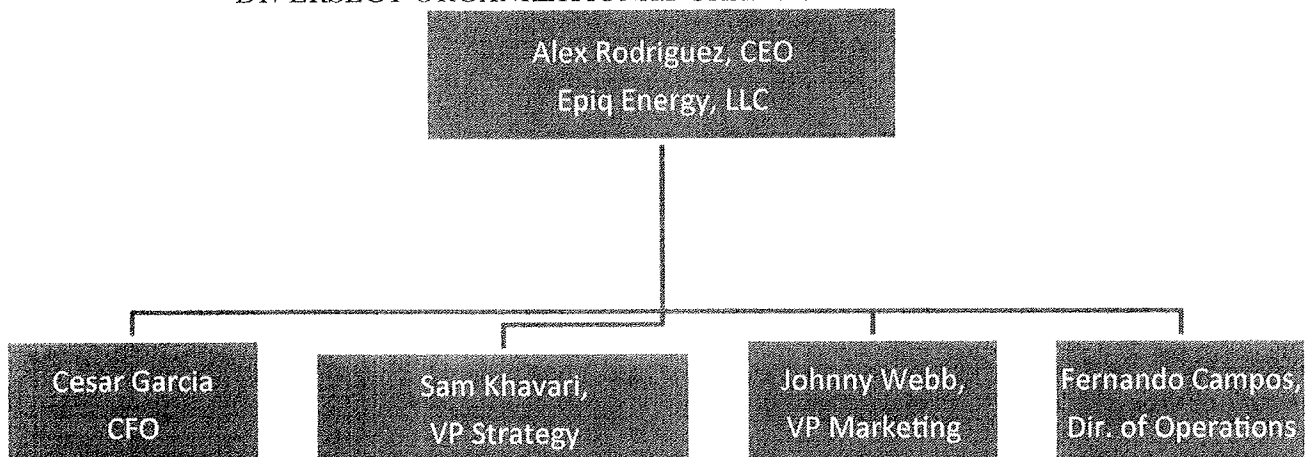
Please find applicant's corporate structure as represented by the organizational chart below.

Applicant, Epiq Energy, LLC, is a wholly owned subsidiary of Diversegy, LLC; a licensed CRES and CRNGS (Broker) in the State of Ohio.

*CORPORATE ORGANIZATIONAL CHART*



*DIVERSEGY ORGANIZATIONAL CHART OF KEY PERSONNEL*



**Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

Please visit us at: <http://www.epiqenergy.biz/>

### **Our Mission**

Epiq Energy LLC ("Epiq" or "Applicant") is a Delaware Limited Liability Company, duly formed by way of filing with the Secretary of State on February 7, 2013. Applicant thereafter filed as a foreign for-profit limited liability company as was approved on February 25, 2013. Having decades of experience in the competitive electricity and natural gas markets, Mr. Alex Rodriguez and Mr. Cesar Garcia founded Epiq with a vision of allowing end-use customers to take advantage of deregulated rates while simultaneously providing them with a superior customer service experience. Epiq Energy is a wholly owned subsidiary of Diversegy, LLC, licensed by the Public Utilities Commission of Ohio, license numbers 12-605E(1) and 12-279G(1), respectively. . While the Applicant itself is a young company, its managers and operators bring a wealth of electric industry expertise and technical ability. Headquartered in Dallas, TX, Epiq Energy was created as an innovative and powerful means of bringing real value and solutions to residential, commercial, and industrial energy customers across the nation. Epiq Energy addresses the void that is missing in today's marketplace – having a true advisor that represents the energy client's best interest. By harnessing advanced technological capabilities found on their website, <http://www.epiqenergy.biz>, the Applicant intends to provide customers a user-friendly, straight-forward, and valuable experience allowing comparison of multiple rates and offers, in turn allowing the customer to take control of their energy needs.

Moreover, Applicant is in the process of training its internal marketing staff in not only service offerings and industry knowledge, but also regulatory and compliance guidelines relative to each specific jurisdiction. Applicant believes that each staff member that has contact with the public has the responsibility of being able to effectively communicate each product offered by Epiq Energy as well as strictly adhering to customer service guidelines promulgated by each State Commissions Regulatory Authority.

Epiq has similar licenses pending approval in Illinois, Pennsylvania, Maryland, the District of Columbia, and New Jersey.

**Exhibit A-14 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.

Please see attached certificate of formation duly filed with the State of Delaware dated February 7, 2013. No by-laws are currently available.

# Delaware

PAGE 1

*The First State*

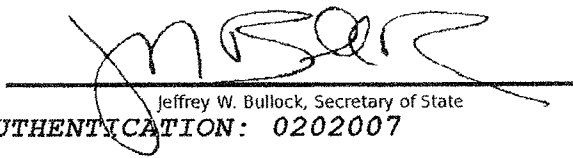
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EPIQ ENERGY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2013.



5285492 8300

130143289

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0202007

DATE: 02-07-13

**Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

Please see attached

**\* 201305600803 \***

DATE: 02/26/2013	DOCUMENT ID 201305600803	DESCRIPTION REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	FILING 125.00	EXPED 100.00	PENALTY .00	CERT .00	COPY .00
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**Receipt**

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

EPIQ ENERGY, LLC  
ATTN: CESAR GARCIA  
2720 NORTH STEMMONS FREEWAY, SUITE 900  
DALLAS, TX 75207

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2176112**

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

**EPIQ ENERGY, LLC**

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

Document(s):

**REG. OF FOR. PROFIT LIM. LIAB. CO.**

Document No(s):

**201305600803**

**Effective Date: 02/25/2013**



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

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio this  
26th day of February, A.D. 2013.

*Jon Husted*

Ohio Secretary of State

## **B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE**

**Exhibit B-1 “Jurisdictions of Operation,”** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale natural gas or retail/wholesale electric services.

Epiq Energy, LLC is not currently licensed in any jurisdiction as of the date of this filing. Applicant is currently applying for licensure, or has filings pending in Pennsylvania, New Jersey, Illinois, Maryland and the District of Columbia.

Diversegy, as the parent company of the Applicant, is licensed in the following jurisdictions:

1. Ohio CRES and CRNGS (Broker)
2. The District of Columbia (Broker)
3. Maryland (Broker)
4. Pennsylvania \* (Broker)
5. New Jersey (Broker)
6. Illinois (Broker)

\* Pending



**Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

Epiq Energy LLC is a wholly owned affiliate of Diversegy LLC. Diversegy's officers and managers will be operating Epiq Energy LLC. Diversegy, LLC ("DIV") has a proven track record in the electric and natural gas industry serving all applicable customer classes in Maryland, Ohio, Texas, California, Connecticut, California, D.C., Colorado, Florida, Georgia, Illinois, Mass., Michigan, New York, and New Jersey.

Applicant will at no time be taking title to electric energy in Ohio, nor will it be contracting directly with Retail Customers in Ohio. Epiq Energy will serve only in the capacity of a Power Broker and will not be providing any billing statements to customers nor will it be accepting prepayments or deposits. Customer inquiries and/or complaints can be handled directly by Epiq Energy as outlined below or through the customers Local Delivery Company.

Epiq Energy follows certain protocols and sets company policy to both monitor and control the quality of its outreach and to fulfill its duty as a Power Broker. Applicant seeks to provide potential customers in Ohio with the best possible information available to enable them to make the best energy choice based on their specific usage and needs.

Epiq Energy will, at all times, handle customer inquiries and complaints in accordance with any and all applicable Commission rules, regulations and orders pursuant to Section 4928.10 of the Ohio Revised Code.

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

Epiq Energy LLC will be managed and operated by the same officers as Diversegy LLC a licensed CRES and CRNGS in Ohio. Epiq Energy was founded on February 7, 2013 as a Delaware for-profit Limited Liability Company. Epiq Energy was founded by Mr. Alex Rodriguez and Mr. Cesar Garcia and is a wholly owned subsidiary of Diversegy. Mr. Rodriguez was a co-founder and Chief Operating Officer of Stream Energy of Dallas, Texas, one of the most successful retail energy companies of its time.

Epiq Energy plans on using its advanced technological capabilities available at [www.epiqenergy.biz](http://www.epiqenergy.biz), giving end-use customers the power to take control of their energy costs by simultaneously displaying multiple product offerings from different licensed Suppliers. Moreover, Applicant will at no time be taking title to electric energy in Ohio.

As Epiq Energy will only be acting as a Power Broker in the State of Ohio, it will at no time be contracting directly with customers within the State. As Epiq was founded on February 7, 2013, there are no customer numbers or jurisdictional territories to disclose.

**Alex Rodriguez | Chief Executive Officer** – Mr. Alex Rodriguez is CEO of Epiq, where he is charged with implementing and realizing the firm's vision and goal of representing the client in the energy procurement process across North America and, secondly, to use deregulation to create a more stable energy future for generations to come. Prior to founding Epiq, Mr. Rodriguez has most recently served as Chairman of North American Utility Partners, LLC, NAUP Capital and NAUP Management Services (Collectively referred to as "NAUP") a Dallas-based venture development firm with holdings across the energy supply chain, including a licensed Retail Electric Provider and an energy software services provider. He is also CEO and co-founder of Diversegy, LLC. Prior to founding NAUP, Mr. Rodriguez Co-Founded the Dallas based retail energy firm, Stream Gas & Electric, Ltd. (Stream Energy). Serving as Managing Director over the firm's entire energy operations; including retail, wholesale, product development, infrastructure, information technology and business development departments. Mr. Rodriguez's leadership and experience shaped Stream Energy into one of the fastest growing energy start-up entities in US history, surpassing the \$850 Million revenue mark in only its fourth year of operations and receiving several industry awards and recognition in the process. During his tenure at Stream Energy, the firm's growth encompassed over 400,000 customer enrollments for deregulated energy service.

Prior to founding Stream Energy, Mr. Rodriguez served as Vice President of Marketing for Utility Choice Electric, a deregulated utility serving the large commercial and industrial energy consumer segment. During his tenure, the firm was effective at serving the energy needs of thousands of customers in the Retail, Industrial, REIT, Asset Management, Manufacturing and Healthcare industries. Since 2001 Rodriguez has Co-Founded two smaller Energy Brokerage firms, responsible for over \$600M in electricity and/or natural gas contracts for commercial customers.

**Cesar Garcia: Chief Financial Officer** – Mr. Cesar Garcia is an entrepreneur with several successful business ventures to his credit. Beginning in 2001, Mr. Cesar Garcia was a seed investor and active in management in one of the first deregulated energy marketing firms Texas which sold 75MW of electric power in its first year of operations. Mr. Garcia has oversight that includes supplier liaison responsibilities, accounting and business intelligence reporting across all of Epiq's departments.

**Sam Khavari: Vice President, Strategy & Planning** – Mr. Sam Khavari began his career with Dallas-based startup firm, Stream Gas & Electric, Ltd. ("Stream Energy"), a retail electric provider. Stream Energy was arguably one of the fastest growing start-up entities in U.S. history, reaching \$850 million in revenue in its fourth year of operations. At Stream Mr. Khavari was involved with operations, information technology and business process improvements. Among Mr. Khavari's other accomplishments at Stream Energy was his founding of the firm's energy efficiency/conservation program, Watt Zone, which was recognized as a finalist for the 2009 Energy Efficiency Program of the Year as part of the Platts Global Energy Awards.

**Johnny Webb: Vice President, Marketing & Creativity** – Mr. Webb is a twenty year veteran of the world of networking and sales/marketing. Having owned, operated, and/or managed companies in a number of industries including A-list promotions and entertainment, high-end luxury retail, fine home custom furnishings, cellular communications, and collections, Mr. Webb is a natural to opening doors and

connecting with diverse entities. Mr. Webb's versatility to draw insight from complex business issues has earned him the respect and business of professional athletes and ranked him as top performer within the organizations for which he has worked.

**Fernando Campos: Director, Operations:** Mr. Campos is a seasoned call center and customer operations manager. With over fifteen years of management experience, eight of them within the deregulated energy industry, Mr. Campos brings a wealth of experience in recruiting, hiring, and mentoring top energy professionals. Mr. Campos worked at Stream Energy and was responsible for developing improved agent efficiencies. Mr. Campos was also instrumental in reducing departmental expenditures in excess of 30% over a one-year period. Additionally while at Stream Energy, Mr. Campos served as the executive tasked with implementing Genesys/Nuance's fully automated Interactive Voice Response (IVR) platform, which improved the overall customer experience through self-service and over-the-phone payment remittance. Prior to Stream Energy, Mr. Campos worked at Texas Commercial Energy (TCE) where he managed the accounts of large clients such as the City of Waco, Andrews Distribution, The Home Depot, and Kelly Services.

# SAM KHAVARI

3110 Thomas Ave #536 | Dallas, TX 75204 | 214.563.9599 | [samkhavari@yahoo.com](mailto:samkhavari@yahoo.com)

## QUALIFICATIONS SUMMARY

Leader with proven track record of value creation; involved with several startup ventures in the energy, telecom, internet, and sales/marketing industries. Led and managed strategic efforts yielding significant gains in productivity, efficiency, competitive advantage, and bottom-line enhancement and revenue growth opportunities. Experienced self-starting leader with winning sense of entrepreneurship, and managing senior executives and projects in various fields of business enterprise.

## EXPERIENCE

**NAUP Capital, LP** | *venture development firm*

**Dallas, TX**

**Senior Analyst**

**09/09 – 4/10**

- Developed business plan and pitch book for CEO of a smart grid portfolio company; led to syndication and private placement of \$5M in equity and \$20M revolving line of credit
- Assisted CEO in building an operating model forecasting a cleantech portfolio company's operations; involved 5 markets and conservation product offering through strategic affiliation with big box retailer; helped assemble senior management team
- Managed 2 software BPO teams to develop a proprietary tool that analyzes household energy usage. Syndicated group of suppliers, negotiated contracts and managed vendor relationships to fulfill ecommerce product fulfillment and shipping strategy

**STREAM ENERGY** | *Fastest growing start-up energy company on track to reach \$1 Billion in revenue in 5yrs*

**Dallas, TX**

**Director | Business Strategy & Planning**

**02/08 – 09/09**

**Manager | Special Projects**

**02/06 – 01/08**

**Assistant Manager | Customer Care**

**07/05 – 01/06**

**Analyst | Retail Operations**

**02/05 – 06/05**

### *Leadership and Management experiences include:*

- Created Watt Zone, a self-directed project that became a finalist by Platts Global Awards as *2009 Energy Efficiency Program of the Year*; publicly launched the program to audience of over 7000 conference attendees
- Attended industry conferences and supplier/financier meetings with Managing Directors and Chairman to market firm's products
- Provided organizational development training sessions on operational matters and business process improvements firm-wide
- Scaled and managed call center operations from 8 to 35 employees while servicing roughly 150,000 customers

### *Deal and Diligence experiences include:*

- Developed market analysis showing favorable trends for potential acquisition of publicly traded company; collaborated with Chairman and Managing Director on strategy which led to negotiations with acquiree's executive team until board rejected offer
- Performed operational due diligence, market research, competitive analysis, and financial modeling for Managing Directors and Chairman for corporate development and expansion considerations into new markets

### *Strategic Problem Solving and Project Management experiences include:*

- Recognized need for better credit/paying customers; led data mining effort to identify market penetration, customer segmentation, brand loyalty rates and trends; sales quality increased by 6%, improved branding by 15%; formed new analytics group
- Identified a communication breakdown between business leaders and software developers; coordinated with senior executives to appoint department representatives and schedule meetings using agile methodology; productivity improved by 60% and priority project release schedule improved by 75%
- Led a diverse team of 8 subject matter experts to conduct operational gap analyses on target markets slated for expansion

### *Operational Improvement experiences include:*

- Discovered area of cost savings involving customer correspondence/feedback efficiency by implementing a self-service web-based solution. Inbound customer email volume decreased by 20%, issue resolution times improved by 60%, and achieved overall process efficiency increase by 55%
- Identified an opportunity to automate all 3<sup>rd</sup> party telephonic Quality Control calls; yielded \$855,000 in annual savings
- Implemented departmental turnaround from inbound to outbound call center; 40% call volume reduction, 10% sales increase

## EDUCATION

**Austin College – Sherman, TX [2000 – 2004]**

*Bachelor of Arts (Major: Business Administration, Minor: Biology)*

- Founder and President – Austin College Business Club
- President – P.U.R.E. (*social-action organization*)

## ADDITIONAL INFORMATION

- **Interests:** Entrepreneurship/start-ups, real estate investing, socio-economic development, hiking, mountain biking, soccer
- **Service:** Founder – Keep It Real at Rosa Hill Community Center (*children's virtues class*)

## **Cesar Garcia**

2720 N. Stemmons Freeway Suite 900, 9<sup>th</sup> Floor Dallas, TX 75207 |  
713-423-4884 | cesar.garcia@diversegy.com

### **EXPERIENCE**

#### **DCP, LLC – Founder & Managing Member**

*September 2011 – Present*

Diversegy has created the Diversegy Consultant Program (DCP) as a highly credible and lucrative distribution opportunity wherein business-to-business professionals can build a portfolio of income from the \$1 Trillion dollar a year energy industry. As a DCP Consultant, professionals begin as a "Broker in Training" and embark upon a rich path becoming a Certified Energy Consultant earning income from retail and wholesale sales of electricity, natural gas to all customer classes across North America. Furthermore, our Consultants can earn income from a myriad of energy transactions, our advisory services, deal sourcing and the sales of energy products such as solar and LED lighting solutions.

Diversegy serves thousands of customers all across North America, and furthermore aggregates hundreds of energy delivery points on a weekly basis - the DCP allows eager and hungry professionals to capitalize on this momentum and this opportunity.

#### **Diversegy, LLC – President & CFO**

*February 2011 – Present*

Premier Energy Broker & Advisor and Retail Market Maker for natural gas, electricity, lighting and solar solutions in markets across North America. As a co-founder, we envision building an exciting culture in a customer-facing and fast growing company. We have had the privilege of growing Diversegy into a national company serving all customer classes in a significantly rapid timeframe.

We have a proprietary platform that has simplified and automated much of our business; we can accommodate multiple channels marketing multiple products and hundreds of thousands of sales consultants and representatives.

#### **Precision Air Cargo, LLC – President**

*August 2003 – October 2012*

As one of the fastest growing privately-owned air cargo companies, Precision Air Cargo (PAC), has represented clients in four continents moving freight in excess of several million kilograms. Based out of the Gulf Coast Region, PAC is recognized as a regional leader for private and independent companies looking to import or export cargo.

#### **Texas Energy Group, LLC - President**

*August 2005 – May 2008*

TEG Unlimited was an energy brokerage company focused on selling deregulated electricity on behalf of several well-known Texas-based Retail Electric Providers. TEG was responsible for implementing sales channels and procuring electricity on behalf of several residential and commercial customers throughout Texas.

**D.H. Tire, Inc – Vice President**

***1987 – Present***

DH Tire, Inc is a family and operated company in Houston, TX. DH is a full tire sales and service provider for the retail and commercial sector. Founded in 1987, DH has grown into one of the largest used OTR tire providers in Texas. By putting our clients first, we strive to establish long-term personal relationships built upon our client's trust in providing for their needs. DH operates a fleet of 25 trucks, each with a full trained professional tire technician. We have a complete selection of new and used tires in a variety of brands.

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

Epiq has never had any investigations, pending or past rulings or judgments, liabilities or any other matter that could adversely impact its financial or operational status or ability to provide Power Broker services for which it is seeking to be certified herein.



## **C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE**

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

Applicant, Epiq Energy LLC, is a limited liability company; it does not have shareholders and does not issue annual reports.

Please see Exhibit C-3 for financial statements.

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

As a privately held company, Applicant is not required to file with the Securities and Exchange Commission.

**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.

Epiq Energy is a recent startup and a wholly owned subsidiary of Diversegy, LLC. As Epiq was formed under the laws of the State of Delaware on February 7, 2013, it does not have two years of audited financial statements.

As evidence of financial capability, Applicant herein provides financial statements of its parent company, sworn as to their accuracy by Cesar Garcia, President and CFO. Diversegy will be providing the necessary resources needed to provide the services for which Epiq is seeking licensure herein.

This CRES application contains a motion for protection to prevent from public disclosure all documents attached to this Exhibit C-3. Applicant respectfully requests that PUCO Staff treat all financial statements disclosed hereunder in a confidential manner consistent with applicable law.

**Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).

Not applicable. Applicant will not be taking title to electric energy in Ohio.

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**Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRES operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

The attached were prepared by:

Cesar Garcia  
CFO, Epiq Energy, LLC  
2720 N. Stemmons Fwy  
Suite 900  
Dallas, TX 75207

Cesar.garcia@diversegy.com  
Office: 214.637.2400

This CRES application contains a motion for protection to prevent from public disclosure all documents attached to this Exhibit C-5. Applicant respectfully requests that PUCO Staff treat all financial statements disclosed hereunder in a confidential manner consistent with applicable law.

**Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.

Applicant does not subscribe to the above mentioned organizations.

**Exhibit C-7 “Credit Report,”** provide a copy of the applicant’s credit report from Experian, Dun and Bradstreet or a similar organization.

As Epiq Energy was formed in February of 2013, it does not have an active subscription to any corporate credit agencies. Should that report become available, Epiq will disclose such documentation to the Commission upon request or upon license renewal.

**Exhibit C-8 “Bankruptcy Information,”** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.

Applicant has not had any bankruptcy filings or reorganizations within the most recent two preceding years.



**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.

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

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

**Commission of Ohio Docketing Information System on**

**6/14/2013 1:41:00 PM**

**in**

**Case No(s). 13-1380-EL-AGG**

Summary: Application for Certification as a Competitive Retail Electric Aggregator/Power Broker electronically filed by Ms. Margeaux Kimbrough on behalf of Epiq Energy, LLC