



| PUCO USE ONLY – Version 1.07 |                              |                          |
|------------------------------|------------------------------|--------------------------|
| Date Received                | Renewal Certification Number | ORIGINAL CRS Case Number |
|                              |                              | 11-5020-GA-CRS           |

## RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-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, 180 East Broad Street, Columbus, Ohio 43215-3793.

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

### SECTION A - APPLICANT INFORMATION AND SERVICES

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

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

#### A-2 Applicant information:

Legal Name... FTR Energy Services, LLC  
Address... 1055 Washington Blvd., Stamford, CT 06901  
Telephone No. (877) 811-7023    Web site Address www.FTRenergyservices.com  
Current PUCO Certificate No. 11-226G(1)    Effective Dates October 10, 2011 - October 10, 2013

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

Name FTR Energy Services, LLC  
Address 1055 Washington Blvd., Stamford, CT 06901  
Web site Address www.FTRenergyservices.com    Telephone No. (877) 811-7023

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

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

Name Jan L. Fox    Title Senior Vice President and General Counsel  
Business Address 1055 Washington Blvd., Stamford, CT 06901  
Telephone No. (203) 517-0130    Fax No. (203) 738-1044    Email Address jfox@criusenergy.com

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

Name Sojourna Sancho Title Compliance Manager  
Business address 1055 Washington Blvd., Stamford, CT 06901  
Telephone No. (203) 663-7539 Fax No. (203) 663-7544 Email Address ssancho@crfuseenergy.com

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

Customer service address 1055 Washington Blvd., Stamford, CT 06901  
Toll-Free Telephone No. (877) 811-7023 Fax No. (917) 677-7189 Email Address service@ctrenergyservices.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 Pat McCamley Title SVP Channel & Corporate Development  
Business address 100 E. Campus View Boulevard, Suite 250, Columbus OH 43235  
Telephone No. (720) 255-6237 Fax No. (203) 945-7199 Email Address patrick@skylinepartnersllc.com

**A-9 Applicant's federal employer identification number 99-0369468**

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

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

**A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers*. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)**

|                                     |                                 |                                     |             |                                     |                  |                                     |                               |
|-------------------------------------|---------------------------------|-------------------------------------|-------------|-------------------------------------|------------------|-------------------------------------|-------------------------------|
| <input checked="" type="checkbox"/> | Columbia Gas of Ohio            | <input checked="" type="checkbox"/> | Residential | <input checked="" type="checkbox"/> | Small Commercial | <input checked="" type="checkbox"/> | Large Commercial / Industrial |
| <input checked="" type="checkbox"/> | Dominion East Ohio              | <input checked="" type="checkbox"/> | Residential | <input checked="" type="checkbox"/> | Small Commercial | <input checked="" type="checkbox"/> | Large Commercial / Industrial |
| <input type="checkbox"/>            | Duke Energy Ohio                | <input type="checkbox"/>            | Residential | <input type="checkbox"/>            | Small Commercial | <input type="checkbox"/>            | Large Commercial / Industrial |
| <input checked="" type="checkbox"/> | Vectren Energy Delivery of Ohio | <input checked="" type="checkbox"/> | Residential | <input checked="" type="checkbox"/> | Small Commercial | <input checked="" type="checkbox"/> | Large Commercial / Industrial |

**A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.**

☒ **Columbia Gas of Ohio**

|                                     |                  |                           |                   |          |            |
|-------------------------------------|------------------|---------------------------|-------------------|----------|------------|
| <input checked="" type="checkbox"/> | Residential      | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <input checked="" type="checkbox"/> | Small Commercial | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <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 checked="" type="checkbox"/> | Residential      | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <input checked="" type="checkbox"/> | Small Commercial | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <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 checked="" type="checkbox"/> | Residential      | Beginning Date of Service | January 2012 | End Date | Open-ended |
| <input checked="" type="checkbox"/> | Small Commercial | Beginning Date of Service | January 2012 | End Date | Open-ended |
| <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 checked="" type="checkbox"/> | Residential      | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <input checked="" type="checkbox"/> | Small Commercial | Beginning Date of Service | Currently Pooling | End Date | Open-ended |
| <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 | when pooling req. are met |
| <input checked="" type="checkbox"/> | Dominion East Ohio              | Intended Start Date | when pooling req. are met |
| <input type="checkbox"/>            | Duke Energy Ohio                | Intended Start Date |                           |
| <input checked="" type="checkbox"/> | Vectren Energy Delivery of Ohio | Intended Start Date | when pooling req. are met |

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,"** provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, *only if the contents of the originally filed documents changed since the initial application.*
- A-18 Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is still currently registered with the Ohio Secretary of the State.

## SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

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

status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

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

☐ No ☒ Yes

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

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

☒ No ☐ Yes

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

## **SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE**

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

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

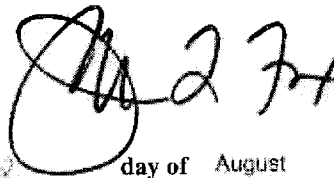
- C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In 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 Experian, Dun and Bradstreet, or a similar organization.
- C-8 **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.
- C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

#### **SECTION D – APPLICANT TECHNICAL CAPABILITY**

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

- D-1 **Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business. 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



*Supp. & General Counsel*

Sworn and subscribed before me this 22 day of August

Month 2013 Year

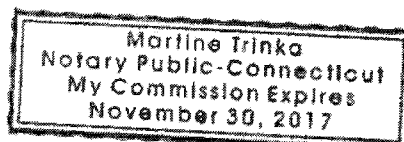


Martine Trinka, Notary Public

Signature of official administering oath

Print Name and Title

My commission expires on November 30, 2017





# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service  
Affidavit Form  
(Version 1.07)

In the Matter of the Application of )

FTR Energy Services, LLC )

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

Case No. 11 - 226G(1) -GA-CRS

County of Fairfield  
State of Connecticut

Jan L. Fox

[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

*[Handwritten Signature]*

SENIOR VICE PRESIDENT & GENERAL COUNSEL

Sworn and subscribed before me this

22

day of August

Month

2013

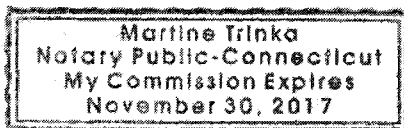
Year

Signature of Official Administering Oath

*[Handwritten Signature: Martine Trinka]*

Martine Trinka, Notary Public

Print Name and Title



My commission expires on November 30, 2017

(CRNGS Supplier Renewal)

Page 7 of 7

## 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.*

| Name                 | Title                              | Address   | Phone Number |
|----------------------|------------------------------------|---|--------------|
| Michael J. Fallquist | CEO                                | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-663-7545 |
| Roop Bhullar         | CFO                                | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-883-9900 |
| Chaitu Parikh        | COO                                | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-883-7503 |
| Jan L. Fox           | SVP and General<br>Counsel         | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-517-0130 |
| Cami Boehme          | SVP, Marketing &<br>Brand Strategy | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-663-7537 |
| Michael Chester      | VP Operations                      | 1055 Washington Blvd., 7 <sup>th</sup> Floor<br>Stamford, Connecticut 06901 | 203-663-7558 |

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 electricity or natural gas to customers in North America.***

FTR Energy Services, LLC ("FTR Energy") is a wholly owned subsidiary of Regional Energy Holdings, Inc. ("REH"). REH is a wholly owned subsidiary of Crius Energy, LLC ("Crius Energy"). Both REH and Crius Energy are holding companies that own energy service companies across the deregulated energy markets of North America. As a wholly owned subsidiary of REH and Crius Energy, FTR Energy has the following affiliates: Public Power, LLC, a Connecticut limited liability company; Public Power, LLC, a Pennsylvania limited liability company; Public Power & Utility of New Jersey, LLC; Public Power & Utility of Maryland, LLC; Viridian Network, LLC; Viridian Energy LLC; Viridian Energy NY, LLC; FairPoint Energy, LLC; Viridian Energy PA, LLC; and Cincinnati Bell Energy, LLC. Please see the attached diagram of the Crius Energy corporate structure.

EXHIBIT A-15

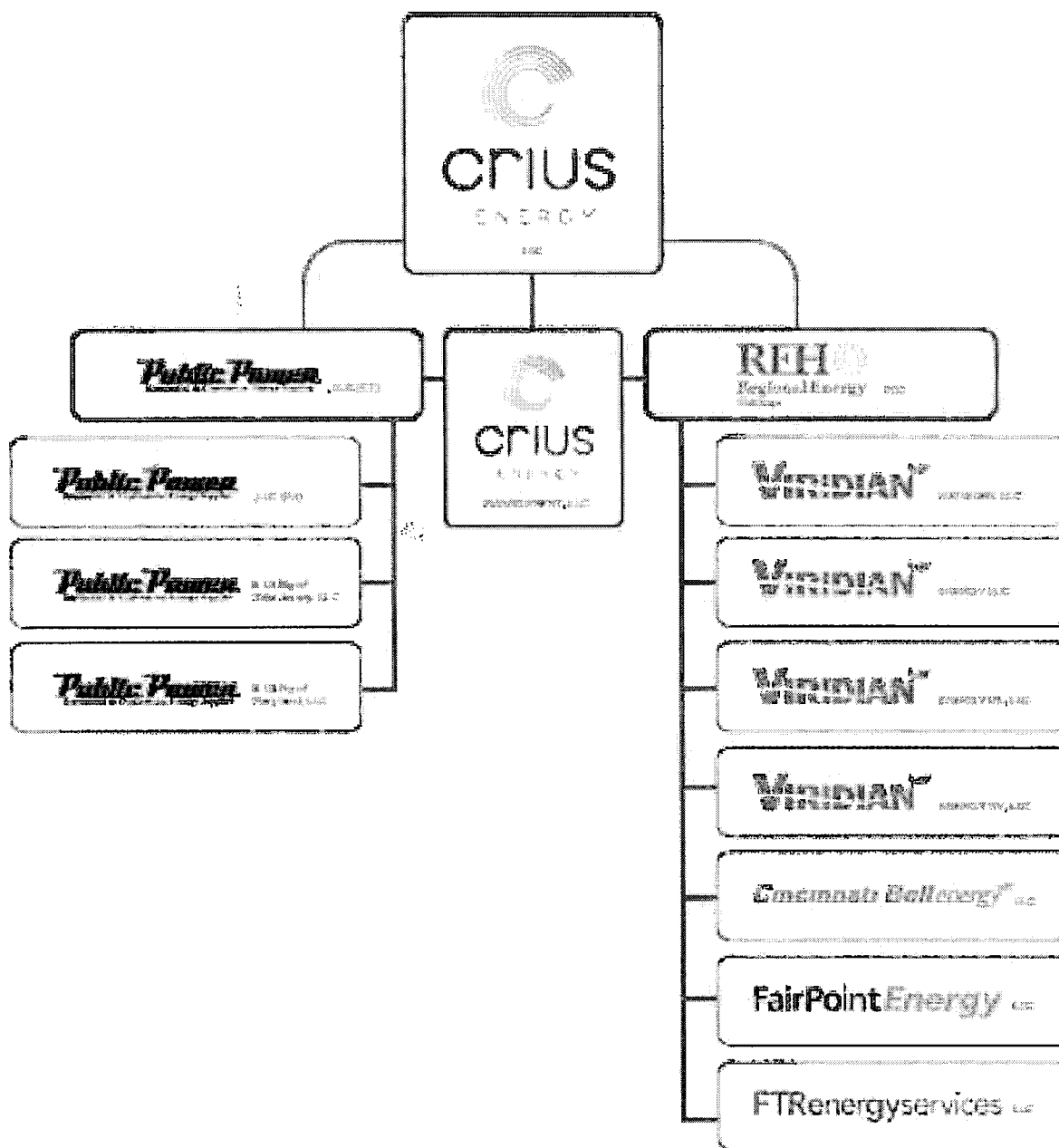


EXHIBIT A-16

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

FTR Energy Services, LLC, a Nevada limited liability company, is one of seven, wholly-owned subsidiaries of Regional Energy Holdings, Inc. ("REH"). Those other six subsidiaries are: (1) Viridian Network, LLC; (2) Viridian Energy LLC; (3) Viridian Energy PA, LLC; (4) Viridian Energy NY, LLC; (5) FairPoint Energy, LLC; and (6) Cincinnati Bell Energy, LLC.

REH is owned by Crius Energy, LLC ("Crius Energy"), which, in addition to owning REH, also owns four wholly-owned subsidiaries engaging in energy sales: (1) Public Power, LLC (CT); (2) Public Power, LLC (PA); (3) Public Power & Utility of New Jersey, LLC; and (4) Public & Utility of Maryland, LLC.

Crius Energy was recently formed to effectuate a combination, through an exchange of stock, of two separate competitive retail electricity and natural gas suppliers, REH and Public Power, LLC ("Public Power"). The exchange transaction closed on September 18, 2012. As a result of the exchange transaction, Crius Energy became the owner of the majority interest in voting shares of REH and a majority interest in Public Power. REH's subsidiaries, and Public Power and its subsidiaries, are licensed as electricity and gas suppliers in several states. Jointly, the combined companies are licensed as competitive electricity and natural gas suppliers in thirteen states and the District of Columbia.

Crius Energy is ultimately owned by the Crius Energy Trust, a publicly-traded entity, traded on the Toronto Stock Exchange, under the ticker symbol "KWH.UN". This initial public offering was consummated on November 13, 2012. The former owners of REH and Public Power remain significant owners of Crius Energy.

Please refer back to Exhibit A-15 for a diagram of the Crius corporate structure.

FTR Energy Services, LLC ("FTR Energy") uses its name under a licensing agreement with Frontier Communications, Inc. Frontier Communications is a leading telecommunications company, and marketing for FTR Energy is targeted to current Frontier Communications customers. A cooperative marketing agreement was signed with Frontier Communications in May 2012, and soon after REH changed the name on Viridian Energy NG's existing Ohio license to "FTR Energy Services, LLC". FTR Energy began marketing in Ohio in late November 2012.

EXHIBIT A-17

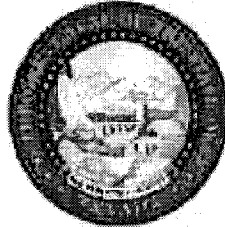
***"Articles of Incorporation and Bylaws," provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, only if the contents of the originally filed documents changed since the initial application.***

The Articles of Organization were amended on June 7, 2012 to reflect the entity's name change from Viridian Energy NG, LLC to FTR Energy Services, LLC. Please see attached.

EXHIBIT A-17

STATE OF NEVADA

**ROSS MILLER**  
Secretary of State



**SCOTT W. ANDERSON**  
Deputy Secretary  
for Commercial Recordings

OFFICE OF THE  
SECRETARY OF STATE

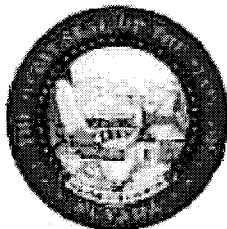
**Certified Copy**

September 4, 2012

**Job Number:** C20120904-1074  
**Reference Number:** 00003651878-28  
**Expedite:**  
**Through Date:**

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

| Document Number(s) | Description              | Number of Pages  |
|--------------------|--------------------------|------------------|
| 20110521385-38     | Articles of Organization | 1 Pages/1 Copies |
| 20120403880-58     | Amendment                | 1 Pages/1 Copies |



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

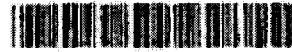
**ROSS MILLER**  
Secretary of State

**Certified By:** Christine Rakow  
**Certificate Number:** C20120904-1074  
You may verify this certificate  
online at <http://www.nvsos.gov/>

EXHIBIT A-17



ROSS MILLER  
Secretary of State  
104 North Carson Street, Suite 4  
Carson City, Nevada 89701-4520  
(775) 684-6754  
Web site: www.nvsec.gov



\*032102\*

**Articles of Organization**  
**Limited-Liability Company**  
(PURSUANT TO NRS CHAPTER 92)

|  |   |
|--|---|
| Filed in the office of<br><br>Ross Miller<br>Secretary of State<br>State of Nevada | Document Number<br><b>20110521385-38</b>          |
|  | Filing Date and Time<br><b>07/15/2011 8:45 AM</b> |
|  | Entity Number<br><b>E0401472011-7</b>             |

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

|   |  |  |   |   |
|---|--|--|---|---|
| <b>1. Name of Limited-Liability Company:</b><br>(must contain approved limited-liability company wording; see instructions) | VIRIDIAN ENERGY NO LLC   |  | Check box if a Series Limited-Liability Company<br><input type="checkbox"/> | Check box if a Restricted Limited-Liability Company<br><input type="checkbox"/> |
| <b>2. Registered Agent for Service of Process:</b> (check only one box)   | <input checked="" type="checkbox"/> Commercial Registered Agent: <u>United Corporate Services, Inc.</u><br>Name _____<br><input type="checkbox"/> Noncommercial Registered Agent (name and address below) <b>OR</b> <input type="checkbox"/> Office or Position with Entity (name and address below)<br>Name of Noncommercial Registered Agent <b>OR</b> Name of Title of Office or Other Position with Entity _____<br>Street Address _____ City _____ Nevada _____ Zip Code _____<br>Mailing Address (if different from street address) _____ City _____ Nevada _____ Zip Code _____ |  |   |   |
| <b>3. Dissolution Date:</b> (optional)  | Latest date upon which the company is to dissolve (if existence is not perpetual): _____   |  |   |   |
| <b>4. Management:</b> (required)  | Company shall be managed by: <input type="checkbox"/> Manager(s) <b>OR</b> <input checked="" type="checkbox"/> Member(s)<br>(check only one box)   |  |   |   |
| <b>5. Name and Address of each Manager or Managing Member:</b> (attach additional page if more than 3)                      | 1) <u>Regional Energy Holdings, Inc.</u><br>Name _____<br><u>54 North Main St.</u> <u>Newark</u> <u>CT</u> <u>06855</u><br>Street Address City State Zip Code<br>2) _____<br>Name _____<br>Street Address _____ City _____ State _____ Zip Code _____<br>3) _____<br>Name _____<br>Street Address _____ City _____ State _____ Zip Code _____  |  |   |   |
| <b>6. Name, Address and Signature of Organizer:</b> (attach additional page if more than 1 organizer)                       | <u>Ralph Morley</u><br>Name _____ Organizer Signature _____<br><u>403 Lexington Avenue, 23rd Fl.</u> <u>New York</u> <u>NY</u> <u>10174</u><br>Address City State Zip Code   |  |   |   |
| <b>7. Certificate of Acceptance of Appointment of Registered Agent:</b>   | I hereby accept appointment as Registered Agent for the above named Entity.<br><b>UNITED CORPORATE SERVICES, INC.</b><br><u>X By: Michael A. Carr</u><br>Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date <u>7/15/11</u>  |  |   |   |

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 92-011.0, 92-011.0  
Revised: 9-3-10

EXHIBIT A-17

STATE OF NEVADA

**ROSS MILLER**  
*Secretary of State*



**SCOTT W. ANDERSON**  
*Deputy Secretary  
for Commercial Recordings*

OFFICE OF THE  
SECRETARY OF STATE

**Certified Copy**

June 7, 2012

Job Number: C20120607-1200  
Reference Number:  
Expedite:  
Through Dates:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

| Document Number(s) | Description | Number of Pages  |
|--------------------|-------------|------------------|
| 20120403880-58     | Amendment   | 1 Pages/1 Copies |



Respectfully,

**ROSS MILLER**  
Secretary of State

Certified By: Richard Silvestres  
Certificate Number: C20120607-1200  
You may verify this certificate  
online at <http://www.nvsos.gov/>

**Commercial Recording Division**  
302 N. Carson Street  
Carson City, Nevada 89701-4069  
Telephone (775) 684-5708  
Fax (775) 684-7138

EXHIBIT A-17




ROSS MILLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4520  
(775) 684-5708  
Website: www.nvsec.gov



"09/2011"

**Amendment to  
Articles of Organization**  
(PURSUANT TO NRS 89.221)

|  |   |
|--|---|
| Filed in the office of   | Document Number                                   |
|  | <b>20120403880-58</b>                             |
| Ross Miller<br>Secretary of State<br>State of Nevada                               | Filing Date and Time<br><b>06/07/2012 9:45 AM</b> |
|  | Filing Number<br><b>E0401472011-7</b>             |

USE BLACK INK ONLY - DO NOT HIGHLIGHT

LEAVE SPACE FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Organization**  
**For a Nevada Limited-Liability Company**  
(Pursuant to NRS 89.221)

**1. Name of limited-liability company:**

Viridian Energy NO, LLC

**2. The company is managed by:**



Managers

OR



Members

(check only one box)

**3. The articles have been amended as follows: (provide article numbers, if available)\***

Article 1 is amended as follows:

The name of the limited liability company is FTR Energy Services, LLC.

**4. Effective date and time of filing: (optional) Date:**

**Time:**

(must not be later than 90 days after the certificate is filed)

**5. Signature (must be signed by at least one manager or by a managing member):**

X

Signature

\* 1) If amending company name, it must contain the words "Limited-Liability Company," "Limited Company," or "Limited," or the abbreviations "Ltd.," "LLC," or "L.C.," "LLC" or "LC." The word "Company" may be abbreviated as "Co."

2) If adding managers, provide names and addresses.

**FILING FEE: \$175.00**

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 06/25/12 LLC Amendment  
Revised: 5-21-11

FTR ENERGY SERVICES LLC

EXHIBIT A-18

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

Please see attached.

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

***I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FTR ENERGY SERVICES, LLC, a Nevada For Profit Limited Liability Company, Registration Number 2045989, filed on September 07, 2011, is currently in FULL FORCE AND EFFECT upon the records of this office.***



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 13th day of August, A.D. 2012*

*Jon Husted*

Ohio Secretary of State

Validation Number: V2012225ADB96C

## 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 natural gas service, or retail/wholesale electric services.

| Affiliate                                 | State(s) | License Number          | Utility  |
|---|----------|-------------------------|----------|
| Public Power, LLC (CT)                    | CT       | Docket #07-06-13        | Electric |
|   | NY       | ESCO Code PUPU          | Electric |
|   |          | ESCO Code PUPU          | Gas      |
|   | OH       | Certificate #11-418E(1) | Electric |
|   | DC       | Order #16726            | Electric |
|   | IL       | Order #12-0167          | Electric |
|   | RI       | Docket #D-96-6 (M5)     | Electric |
| Public Power & Utility of Maryland, LLC   | MD       | License No. IR-1781     | Electric |
| Public Power & Utility of New Jersey, LLC | NJ       | License #ESL-0086       | Electric |
|   |          | License #GSL-0094       | Gas      |
| Public Power, LLC (PA)<br>Entity #3911142 | PA       | Docket #A-2009-2143245  | Electric |

| Affiliate                   | State(s)      | License Number          | Utility(ies)    |
|-----------------------------|---------------|-------------------------|-----------------|
| Viridian Energy LLC         | Connecticut   | Docket #09-04-15        | Electric        |
|                             | Massachusetts | License #CS-076         | Electric        |
| Viridian Energy NY, LLC     | New York      | ESCO Code VRID          | Electric<br>Gas |
| Cincinnati Bell Energy, LLC | Ohio          | Certificate #11-218G(1) | Gas             |
| FairPoint Energy            | Maine         | Docket #2011-264        | Electric        |
|                             | New Hampshire | DM 11-175               | Electric        |
| Viridian Energy PA, LLC     | Pennsylvania  | Docket #A-2009-2145794  | Electric        |
|                             |               | Docket #A-2010-2203042  | Gas             |
|                             | Maryland      | License No. IR-1840     | Electric        |
|                             |               | License No. IR-2837     | Gas             |
|                             | New Jersey    | License # ESL-0084      | Electric        |
|                             |               | License # GSL-0108      | Gas             |
|                             | Illinois      | Order #11-0348          | Electric        |
|                             | Indiana       | N/A                     | Gas             |
|                             | New York      | ESCO Code VRPA          | Gas             |
|                             | D.C.          | Order # 16446           | Electric        |
|                             |               | Order # 16966           | Gas             |
| FTR Energy Services, LLC    | Delaware      | Order # 8178            | Electric        |
|                             | Virginia      | License # G-33          | Gas             |
|                             | Ohio          | Certificate #12-523E(1) | Electric        |
|                             |               | Certificate #11-226G(1) | Gas             |
|                             | New York      | ESCO Code FTRE          | Electric        |
|                             |               |                         | Gas             |
|                             | Indiana       | N/A                     | Gas             |
|                             | Illinois      | Order # 12-0396         | Gas             |
|                             |               | Order # 13-0137         | Electric        |

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.*

**Contracting with Customers**

*Applicant has a strategic business relationship with Frontier Communications Inc. ("Frontier Communications") where marketing is conducted primarily through inbound calls made by Frontier Communications' existing customers to Frontier Communications employees trained to sell energy. Applicant may from time-to-time engage in specific and targeted outbound telemarketing or door-to-door marketing campaigns. Applicant also engages in a retention program in which it contacts customers whose fixed rate contract is nearing the end of its term, or customers whose contracts have recently ended. The purpose of the retention program is to offer reenrollment with Frontier Communications.*

**Providing Contracted Services**

*Applicant provides 100% renewable electricity and clean burning natural gas to retail customers.*

**Providing Billing Statements**

*Applicant does not provide its own billing statements. It provides consolidated billing with utilities.*

**Responding to Customer Inquiries and Complaints**

*Applicant operates an in-house telephone customer care center to answer any questions that customers may have. When a customer calls in with a question or complaint, the customer service representative will work with them to address any issue or problem. If the customer asks to have their enrollment cancelled, the customer service representative processes it immediately.*

*Any complaints or questions that are not resolved by the customer care representatives are then escalated to the Compliance Department. The Compliance Investigators serve as the primary point of contact for complaint resolution. Once Applicant's Compliance Department receives a customer complaint, an Investigator contacts the complaining party within 5 business days and gathers all pertinent information. Applicant then works with the customer to reach a mutually agreeable resolution with the goal of achieving customer satisfaction.*

EXHIBIT B-3

***"Summary of Experience,"*** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking renewed certification (e.g. number and types of customers served, utility service areas, volume of gas supplied, etc.).

*Crius Energy services more than 520,000 residential and commercial customers in 13 states and the District of Columbia through a family of best in class brands. Although, FTR Energy Services is still meeting pooling requirements and has not begun serving customers, its affiliate Cincinnati Bell Energy LLC currently operates in Ohio providing electricity and natural gas to more than 13,500 customers. Of Cincinnati Bell Energy's approximately 13,500 customers, over 3,400 are receiving natural gas from Cincinnati Bell Energy. Across all of its operating entities, Crius Energy supplies 3 BCF's of natural gas annually, .2 BCF's of which is supplied to Cincinnati Bell Energy customers.*

*FTR Energy Services LLC, a subsidiary of Crius Energy LLC, has the necessary operational and managerial capabilities to serve all customer classes, including residential, commercial and industrial customers. The Crius management team is comprised of individuals with significant experience in wholesale and retail energy supply. Specifically the management team is comprised of:*

- *Michael Fallquist, CEO*
- *Roop Bhullar, CFO*
- *Chaitu Parikh, COO*
- *Cami Boehme, SVP Marketing and Brand Strategy*
- *Jan Fox, SVP and General Counsel*
- *Michael Chester, VP Operations*

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 for which it is seeking renewed certification since applicant last filed for certification.*

**AS PREVIOUSLY DISCLOSED TO THE COMMISSION**

*The matters below were previously disclosed to the Commission with Applicant's affiliate, Cincinnati Bell Energy LLC's renewal application.*

**Viridian Energy PA, LLC – Maryland, License No. IR-1840 (Case No. 9255, Order No. 84959)**

In January 2011, the Staff of the Maryland Public Service Commission filed a complaint against Viridian Energy PA, LLC ("Viridian") alleging that Viridian had violated the Maryland customer protection rules by providing misleading representations in late 2010. Among other things, Staff initially sought to revoke or suspend Viridian's Maryland license.

A hearing was conducted in February 2011 and in March 2011. Thereafter Commission Staff and Viridian filed a Joint Recommendation that did not revoke or suspend Viridian's license. Fifteen months later on June 7, 2012, the Commission assessed a civil penalty of \$60,000 against Viridian, relating to instances of past behavior, and rejected Commission Staff's initial request to revoke or suspend Viridian's license and bar it from seeking new customers. In so doing, the Commission commended Viridian for strengthening its compliance program. Viridian has been operating in Maryland for over 24 months since the January 2011 complaint, a period during which no further complaints or investigations have been filed.

**Public Power LLC – Pennsylvania, Docket #A-2009-2143245**

Public Power LLC, a Pennsylvania limited liability company ("PA Subsidiary"), was investigated by the Bureau of Investigation and Enforcement ("BIE") of the Pennsylvania Public Utility Commission ("PUC") for alleged unauthorized customer enrollments. It was found that the unauthorized enrollments resulted from a data entry error by a third-party telemarketer acting on behalf of the PA Subsidiary. Upon discovery of the mistake, Public Power contacted and worked cooperatively with the EDC to rescind the transfers. On or about November 19, 2012 the parties reached a settlement of the allegations for \$64,450 plus customer refunds of approximately \$22,000.

Public Power LLC – Connecticut, Docket #07-06-13 (Docket No. 11-10-06) October 2011

Approximately one year ago, the Connecticut Public Utilities Regulatory Authority (“PURA”) opened Docket 11-10-06 to investigate customer complaints that Public Power may have charged rates in excess of its contracts and failed to timely respond to inquiries alleging unauthorized switching of customers from other electric generation service providers to Public Power. The Office of the Connecticut Attorney General and the Office of Consumer Counsel participated in the resolution of this matter. The Prosecutorial Unit appointed by the PURA found no evidence that Public Power charged rates in excess of its contracts. However, to foster good will, Public Power issued credits to the identified customers. As to the unauthorized customer switching allegations, an authorized switch could not be proven as to six customers. Public Power and the Prosecutorial Unit entered into a settlement agreement under which Public Power would make a charitable contribution of \$6,000, in lieu of a civil penalty. The Settlement Agreement was submitted to PURA on June 28, 2012 and is subject to formal approval by that agency.

Public Power LLC – Connecticut, Docket #07-06-13 (Docket No. 07-06-13) September 2010

The Connecticut Public Utilities Regulatory Authority (the “Authority”) opened Docket 07-06-13 RE03 on or about September 1, 2010 to investigate whether Public Power’s electric supplier license was transferred without the Authority’s prior approval. The Authority began its investigation largely, as a result of correspondence dated July 27, 2010, in which Public Power notified the Authority of certain organizational changes, specifically, that its business address changes to Danbury, Connecticut and that Robert Gries, Jr. was now its President and CEO. The case was settled and closed informally on June 20, 2012.

*The following matter was filed as a result of information discovered during the due diligence process for the combination of Regional Energy Holdings, Inc. and Public Power LLC to form Crius Energy LLC.*

FERC Docket Nos. ER12-2250-000 et al.

On September 14, 2012, in response to a Public Power filing the Federal Energy Regulatory Commission (“FERC”) issued a delegated letter order to four Public Power, LLC subsidiaries, granting each of them market-based rate authority on a prospective basis (FERC Docket Nos. ER12-2250-000 et al.). The four entities are Public Power & Utility of New Jersey, LLC, Public Power & Utility of NY, Inc., Public Power (PA), LLC and Public Power & Utility of Maryland, LLC (the “Entities”). This action resulted from the limited type of wholesale energy sales- “balancing energy sales” being conducted by Public Power. Each of the Entities engaged, in the past, in these balancing energy wholesale sales, and did so without market-based rate authority during the pertinent period. Such transactions come about when, for example, an entity offers to purchase 10 MWh in the day-ahead market, and in real-time

ultimately purchases 9 MWh, with the 1 MWh difference deemed a sale back to the RTO under RTO rules. It is those past wholesale balancing sales that were the subject of the above FERC filing and order/refund reports. As a result of these past sales, FERC required the filing of refund reports and the submission of data indicating why refunds would not be required. The Entities made the required submission within the thirty days of the issuance of the September 14, 2012 order and request. The Entities expect to have zero refund liability.

The need for FERC Market Base Rate Authority was discovered during the due diligence process preceding the combination of the REH and Public Power. The Public Power Entities were unaware that market-based rate authority was required for real-time balancing sales.

Public Power LLC – Connecticut, Docket #07-06-13 (Docket No. 13-02-08) February 2013

Public Power LLC is currently being investigated by the Connecticut Public Utilities Regulatory Authority (“PURA”) due to a spike in slamming complaints during 2012. The vast majority of these complaints were the result of enrollments that took place before the REH management team took over management of Public Power. The purpose of the investigation is to determine whether Public Power engaged in slamming. The investigation is currently ongoing and Public Power is providing PURA with all requested documents and information.

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.

Viridian Energy PA, LLC – Maryland, License No. IR-1840 (Case No. 9255, Order No. 84959)

In January 2011, the Staff of the Maryland Public Service Commission filed a complaint against FTR Energy Services, LLC’s affiliate Viridian Energy PA, LLC (“Viridian”) alleging that Viridian had violated the Maryland customer protection rules by providing misleading representations in late 2010. Among other things, Staff initially sought to revoke or suspend Viridian’s Maryland license.

A hearing was conducted in February 2011 and in March 2011. Thereafter Commission Staff and Viridian filed a Joint Recommendation that did not revoke or suspend Viridian’s license. Fifteen months later on June 7, 2012, the Commission assessed a civil penalty of \$60,000 against Viridian, relating to instances of past behavior, and rejected Commission Staff’s initial request to revoke or suspend Viridian’s license and bar it from seeking new customers. In so doing, the Commission commended Viridian for strengthening its compliance program. Viridian has been operating in Maryland for over 24 months since the January 2011 complaint, a period during which no further complaints or investigations have been filed.

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

**Commission of Ohio Docketing Information System on**

**8/23/2013 1:35:44 PM**

**in**

**Case No(s). 11-5020-GA-CRS**

Summary: Application Renewal Application of FTR Energy Services, LLC (Part I)  
electronically filed by Mr. Stephen M Howard on behalf of FTR Energy Services, LLC Inc.