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The Public Utilities Commission of Ohio

RETAIL NATURAL GAS SUPPLIER/GOVERNMENTAL AGGREGATOR FILING COVER FORM POST INITIAL CERTIFICATION

PUCO

2014 APR 14 AM 11:33

RECEIVED-DOCKETING DIV

In the Matter of the Application of)
ETC ProLiance Energy, LLC) Case No. 02 - 1909 -GA- CRS

to: Notify the Commission of a change in ownership & name)

Name of Applicant: Constellation ProLiance, LLC
Applicant's Address: 9960 Corporate Campus Drive, Suite 2000, Louisville KY 40223
Contact Person or Counsel: Stephen Baker Telephone Number: 502-214-6313

Mark the reason for filing this form, application, and supporting information. Check only one of the six main categories. Use separate copies of this form for each type of application.

1. Certification Renewal Application (to be filed 30 to 120 days prior to expiration of current certificate) per Rules 4901:1-27-09 and 4901:1-27-04 of the Ohio Administrative Code.

2. ☒ Notification of Material Change in Business (to be filed in the initial or most recent certification docket and within 30 days of the material change occurring) per Rule 4901:1-27-10 of the Ohio Administrative Code. Please check the following material change(s) that is(are) involved with this filing:

- ☒ Change in ownership of five percent or more
- ☐ Affiliation with public utility or change in affiliation with a public utility in this state
- ☐ Retirement or other long-term changes to supply sources
- ☐ Revocation, restriction, or termination of interconnection or service agreement with pipeline company or natural gas company
- ☐ Fall of bond rating below BBB-
- ☐ Fall of bond rating below Baa3
- ☐ Filed or intend to file for some form of bankruptcy
- ☐ Receipt of judgment, finding, or ruling that could affect fitness or ability to provide service
- ☒ Other (please describe): Name Change

3. Certificate Transfer Application per Rule 4901:1-27-11 of the Ohio Administrative Code.

4. Abandonment Application (to be filed at least 90 days prior the effective date of the abandonment) per Rule 4901:1-27-11 of the Ohio Administrative Code. Please indicate which of the following two situations applies to the proposed abandonment:

- Seek to abandon operations with no existing customers
- Seek to abandon operations with existing customers

5. Name/Address/Telephone Change ☒ Regulatory Contact Change (See Item 3 above if ownership has changed.)

6. Other application (please describe):

This is to certify that the images appearing herein are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician SM Date Processed APR 14 2014
(CRNGS/GAG) Filing Cover Form (Post Initial Certification) - Version 1.07

April 11, 2014

Public Utilities Commission of Ohio
Docketing Division, 11th Floor
180 East Broad Street
Columbus, OH 43215-3793

**RE: ETC ProLiance Energy, LLC
Case No. 02-1909-GA-CRS
CRNGS License No. 02-030G(6)
Material Change Notification**

Dear Executive Secretary:

In accordance with Ohio Administrative Code Chapter 4901:1-27-10 "Material changes in business", notice is provided herein that ETC ProLiance Energy, LLC, a licensed Competitive Retail Natural Gas Supplier has been acquired by Exelon Generating Company, LLC and has had its name changed to Constellation ProLiance, LLC.

On July 9th 2013, the Public Utilities Commission of Ohio issued ETC ProLiance Energy, LLC Competitive Retail Natural Gas Supplier Certificate 02-030G(6) in Case No. 02-1909-GA-CRS.

On March 31st 2014, Exelon Generating Company, LLC acquired ETC ProLiance Energy, LLC. Also, ETC ProLiance Energy, LLC's name was changed to Constellation ProLiance, LLC. Please refer to Attachments A and B.

Constellation ProLiance, LLC is a direct subsidiary of Constellation NewEnergy-Gas Division, LLC, a licensed Competitive Retail Natural Gas Supplier pursuant to License 09-153G(3). Both of these entities are indirect wholly owned subsidiaries of Exelon Generating Company, LLC. Please refer to Attachment C.

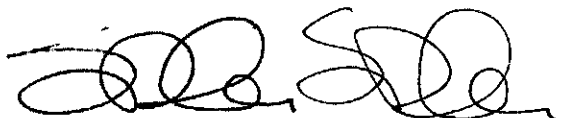
Please note no customers are currently being served pursuant to Certificate 02-030G(6) and none are currently anticipated.

Additional information relevant to the acquisition and name change is also attached. Please refer to the attached updates for License Information, Regulatory Contacts, Officers & Directors, and Ohio Secretary of State qualification.

Finally, please note Constellation ProLiance, LLC's current certificate expires on October 3rd 2014. Thus, in accordance with Commission requirements, a complete renewal application will be filed no later than September 3rd 2014.

If there are any questions regarding this filing, please contact me at 502-214-6313 or stephen.baker@constellation.com.

Respectfully yours,

A handwritten signature in black ink, appearing to read 'Stephen Baker', with a stylized, cursive script.

Stephen Baker
Legal Compliance

Enclosures

Indiana Secretary of State
Packet: 2013061700113
Filing Date: 03/31/2014
Effective Date: 03/31/2014

State of Indiana
Office of the Secretary of State

CERTIFICATE OF AMENDMENT

of

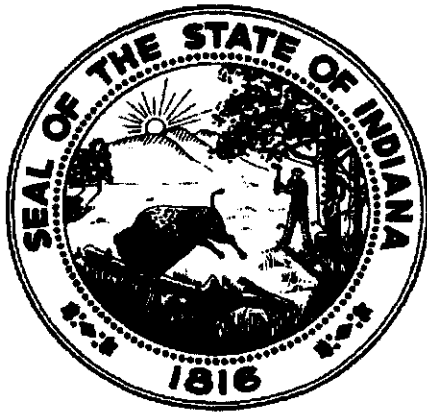
ETC PROLIANCE ENERGY, LLC

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

The name following said transaction will be:

CONSTELLATION PROLIANCE, LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, March 31, 2014.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 31, 2014.

Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

2013061700113 / 2014040109002



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/02/2014	201409200314	CORRECT REG./FOREIGN LLC (LFC)	50.00	100.00		.00	.00

Receipt

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

NSI
ATTN: JILL F. PROBST
145 BAKER STREET
MARION, OH 43302

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**2210541**

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

CONSTELLATION PROLIANCE, LLC

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

Document(s):

CORRECT REG./FOREIGN LLC

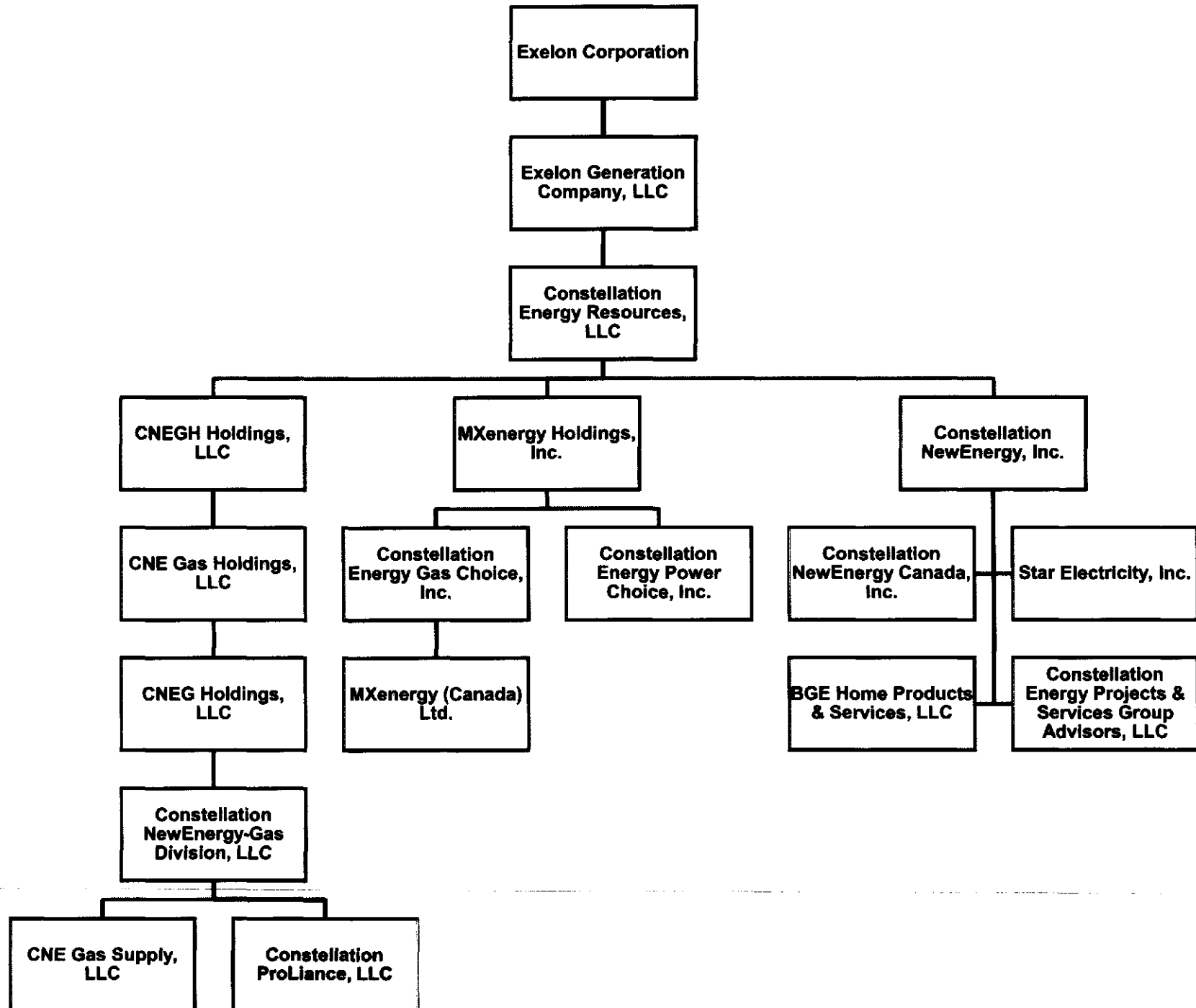
Document No(s):

201409200314**Effective Date: 04/01/2014**

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

Witness my hand and the seal of the
Secretary of State at Columbus,
Ohio this 2nd day of April, A.D.
2014.

Ohio Secretary of State



**Constellation ProLiance, LLC
Case No. 02-1909-GA-CRS – License No. 02-030G(6)
CRNGS Material Change Notice**

Update License Information

Legal Name: Constellation ProLiance, LLC
Address: 9960 Corporate Campus Drive, Suite 2000, Louisville KY 40233
Telephone: 502-426-4500
Web Site Address: www.constellation.com
Current PUCO Certificate Number: 02-313G(6)
Effective Dates: October 3rd 2012 to October 3rd 2014
FEIN: 46-3009946

Regulatory or Emergency Matter Contacts

Name: Lisa Simpkins
Title: Environmental & Fuels Policy Manager
Business Address: 100 Constellation Way, Suite 600C, Baltimore MD 21202
Telephone: 410-470-5148
FAX: 410-470-2600
Email: lisa.simpkins@constellation.com

Name: Darcy Fabrizio
Title: Manager, State Government Affairs
Business Address: N21 W23340 Ridgeview Parkway, Waukesha WI 53188
Office: 262-506-6631
Mobile: 414-491-4222
FAX: 262-506-6611
Email: darcy.fabrizius@constellation.com

Constellation ProLiance, LLC
Case No. 02-1909-GA-CRS – License No. 02-030G(6)
CRNGS Material Change Notice

Principal Officers, Directors & Partners

<u>Name</u>	<u>Title</u>	<u>Business Location</u>
Joseph Nigro	Director	(1)
David C. Ellsworth	Director	(1)
Mark P. Huston	Director, President	(1)
Kevin Watson	Chief Commercial Officer, Vice President	(4)
Bryan Wright	Chief Financial Officer	(1)
Thomas Terry	Vice President, Taxes	(2)
Bruce G. Wilson	Secretary	(2)
Stacie M. Frank	Treasurer	(2)
Ronald Cook	Assistant Vice President, Taxes	(2)
Denis Eischen	Assistant Vice President, Taxes	(2)
Robert Kleczynski	Assistant Vice President, Taxes	(2)
Alexander Stavrou	Assistant Vice President, Taxes	(1)
Nina L. Jezic	Assistant Secretary	(3)
Lawrence Bachman	Assistant Secretary	(2)
Paul R. Bonney	Assistant Secretary	(1)
Scott N. Peters	Assistant Secretary	(2)
Joseph Kirwan	Assistant Secretary	(4)
Kathleen Abbot	Assistant Treasurer	(2)
Shane P. Smith	Assistant Treasurer	(1)

(1) 100 Constellation Way, Baltimore MD 21202

(2) 10 South Dearborn Street, Chicago IL 60603

(3) 810 7th Avenue, Suite 400, New York NY 10019

(4) 9960 Corporate Campus Drive, Suite 2000, Louisville KY 40223

Constellation ProLiance, LLC
Case No. 02-1909-GA-CRS – License No. 02-030G(6)
CRNGS Material Change Notice

Ohio Secretary of State

Entity Information			
Entity Number	2210541		
Business Name	CONSTELLATION PROLIANCE, LLC		
Filing Type	FOREIGN LIMITED LIABILITY COMPANY		
Status	Active		
Original Filing Date	06/26/2013		
Expiry Date			
Location:	County:	State: INDIANA	
Agent / Registered Information			
CORPORATE CREATIONS NETWORK INC. 119 E. COURT STREET CINCINNATI, OH 45202 Effective Date: 04/01/2014 Contact Status: Active			
Filing History			
Filing Type	Date of Filing	Registration Number	
REG. OF FOR. PROFIT LIM. LIAB. CO.	06/26/2013	<u>201317800109</u>	
CORRECT REGISTRATION/FOREIGN LIMITED LIABILITY CO	04/01/2014	<u>201409200314</u>	
Effective Date			
04/01/2014	ETC PROLIANCE ENERGY, LLC		