



PUCO USE ONLY – Version 1.07		
Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		08 - 0638 - 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      Spark Energy Gas, LLC  
Address      2105 CityWest Blvd. Ste. 100, Houston, TX 77042  
Telephone No.      713-977-5634      Web site Address      www.sparkenergy.com  
Current PUCO Certificate No.      08-136G(3)      Effective Dates      August 15, 2012 through August 15, 2014

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

Name      Spark Energy Gas, LLC  
Address      2105 CityWest Blvd. Ste. 100, Houston, TX 77042  
Web site Address      www.sparkenergy.com      Telephone No.      832-320-2928

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

Spark Energy Gas, LLC

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

Name      Edwin Dearman      Title      Regulatory Manager  
Business Address      2105 CityWest Blvd. Ste. 100, Houston, TX 77042  
Telephone No.      832-320-2928      Fax No.      832-485-6392      Email Address      edearman@sparkenergy.com

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

Name Martha Lopez Title Supervisor - Office of the President  
Business address 2105 CityWest Blvd. Ste. 100, Houston, TX 77042  
Telephone No. 832-333-7053 Fax No. 877-374-8007 Email Address mlopez@sparkenergy.com

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

Customer service address 2105 CityWest Blvd. Ste. 100, Houston, TX 77042  
Toll-Free Telephone No. 877-547-7275 Fax No. 877-374-8007 Email Address customercare@sparkenergy.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 Barbara Loman Title General Manager  
Business address 8044 Montgomery Rd., Ste. 700, Cincinnati, OH 45236  
Telephone No. 513-792-2273 Fax No. 513-792-222 Email Address customercare@sparkenergy.com

**A-9 Applicant's federal employer identification number** 76-0668204

**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 type="checkbox"/> Vectren Energy Delivery of Ohio	<input type="checkbox"/> Residential	<input type="checkbox"/> Small Commercial	<input type="checkbox"/> Large Commercial / Industrial

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

☒ Columbia Gas of Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	2011	End Date
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	2009	End Date
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	2009	End Date
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	2009	End Date

☒ Dominion East Ohio

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	2011	End Date
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	2009	End Date
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	2009	End Date
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	2009	End Date

☐ Duke Energy Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date

☐ Vectren Energy Delivery of Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date

**A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:**

<input type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date
<input type="checkbox"/>	Dominion East Ohio	Intended Start Date
<input type="checkbox"/>	Duke Energy Ohio	Intended Start Date
<input type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date

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 Experion, Dun and Bradstreet, or a similar organization.
- C-8 Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.
- C-9 Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

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

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

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



Sworn and subscribed before me this

14<sup>th</sup>

day of

July

Month

2014

Year

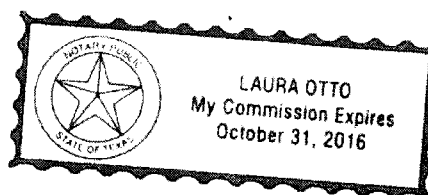
Gil Melman, Vice President, General Counsel

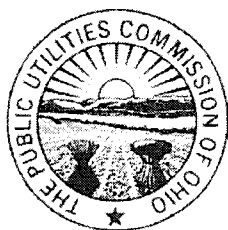
Signature of official administering oath



Print Name and Title

My commission expires on





# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service  
Affidavit Form  
(Version 1.07)

In the Matter of the Application of )

Spark Energy Gas, LLC )

for a Certificate or Renewal Certificate to Provide )

Competitive Retail Natural Gas Service in Ohio. )

Case No. 08 - 0638 -GA-CRS

County of Harris

State of TX

Gil Melman

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

- (1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.
- (2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- (3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.
- (4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- (5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.
- (6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- (7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.

Affiant Signature & Title

Sworn and subscribed before me this

14th

day of

July

Month 2014

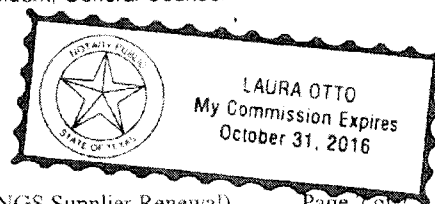
Year

Signature of Official Administering Oath

Gil Melman, Vice President, General Counsel

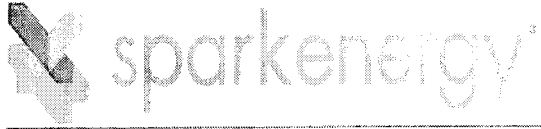
Print Name and Title

My commission expires on



(CRNGS Supplier Renewal)

Page 7 of 7

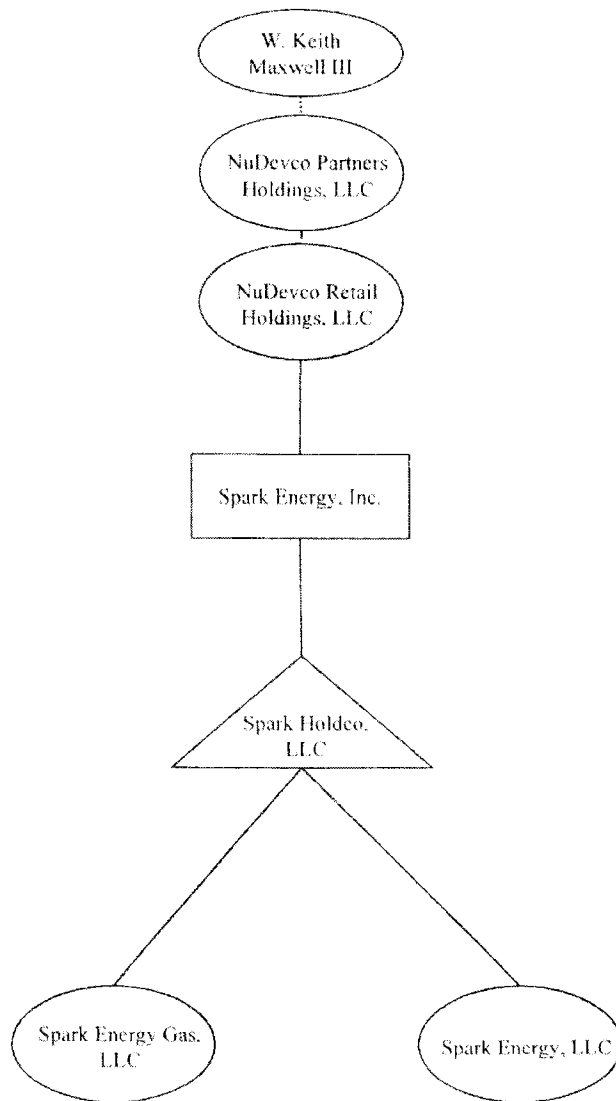


**Exhibit A-14: "Principal Officers, Directors, & Partners"**

<b>Name</b>	<b>Title</b>	<b>Address</b>	<b>Telephone</b>
W. Keith Maxwell	CEO	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	713-977-5641
Nathan G. Kroeker	President	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	281-833-4153
Gil Melman	VP & GC	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	281-833-4154
Georganne Hodges	CFO	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	281-833-4109
Allison Wall	COO	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	713-600-2654
Marty Bredehoft	Treasurer	2105 CityWest Blvd. Ste. 100, Houston, TX 77042	832-320-2919



**Exhibit A-15: "Corporate Structure"**





### **Exhibit A-16: "Company History"**

Spark Energy Gas, LLC markets natural gas to residential, commercial, and industrial customers in 14 different states across 34 utilities. Spark Energy, LLC, an affiliate of Spark Energy Gas, LLC, supplies electricity to the same segments of customers in eight different states across 15 utilities.

Spark Energy Gas, LLC is headquartered in Houston, Texas and has approximately 200 employees. Since 2002, Spark Energy Gas, LLC has been a provider of retail natural gas; in 2003, Spark Energy, LLC began offering retail electricity products



**Exhibit A-17: "Articles of Incorporation and Bylaws"**

Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Nandita Berry  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Spark Energy Gas, LP  
File Number: 14567110

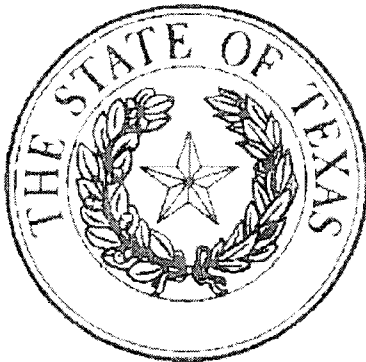
Converting it to

SPARK ENERGY GAS, LLC  
File Number: 801995548

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 05/21/2014

Effective: 05/21/2014

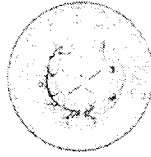


*NANDITA BERRY*

Nandita Berry  
Secretary of State

Form 205  
(Revised 05/11)

Submit in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
Filing Fee: \$300



This space reserved for office use.

## Certificate of Formation Limited Liability Company

### Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

SPARK ENERGY GAS, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

### Article 2 – Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

☒ A. The initial registered agent is an organization (cannot be entity named above) by the name of:

Corporation Services Company ("CSC")

OR

☐ B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name	MI	Last Name	Suffix
------------	----	-----------	--------

C. The business address of the registered agent and the registered office address is:

211 East 7th Street, Suite 620	Austin	TX	78701
Street Address	City	State	Zip Code

### Article 3—Governing Authority

(Select and complete either A or B and provide the name and address of each governing person.)

☐ A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

☒ B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

GOVERNING PERSON 1				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	MI	Last Name	Suffix	
OR				
IF ORGANIZATION				
SPARK ENERGY HOLDINGS, LLC				
Organization Name				
ADDRESS				
2105 CityWest Blvd, Suite 100	Houston	TX	USA	77042
Street or Mailing Address	City	State	Country	Zip Code

<b>GOVERNING PERSON 2</b>				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

<b>GOVERNING PERSON 3</b>				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

#### Article 4 – Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

#### Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

This entity is being formed pursuant to a Plan of Conversion, wherein Spark Energy Gas, LP, a Texas limited partnership, filed with the Texas Secretary of State on January 17, 2001, whose principal place of business is 2105 CityWest Boulevard, Suite 100, Houston, Texas 77042, is requesting it be converted to Spark Energy Gas, LLC, a Texas limited liability company whose principal place of business will remain the same.

### Organizer

The name and address of the organizer:

Gil Melman, Vice President & General Counsel

*Name*

2105 CityWest Blvd., Suite 100

*Street or Mailing Address*

Houston

*City*

TX 77042

*State Zip Code*

### Effectiveness of Filing (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_
- C. ☐ This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

### Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date:

May 20, 2014



*Signature of organizer*

Gil Melman, Vice President & General Counsel

*Printed or typed name of organizer*





**Exhibit A-18: "Secretary of State"**

Spark Energy Gas, LP is the name still currently registered with the Ohio Secretary of State. Spark Energy Gas, LP was converted to Spark Energy Gas, LLC in the State of Texas, the state in which it was incorporated. Spark Energy Gas, LLC is currently in the process of acquiring a Certificate of Conversion in the State of Ohio reflecting the name change.

[Print this report](#)**Corporation Details**

Corporation Details		
Entity Number	1489505	
Business Name	SPARK ENERGY GAS, LP	
Filing Type	FOREIGN LIMITED PARTNERSHIP	
Status	Active	
Original Filing Date	09/15/2004	
Expiry Date		
Location: 3010 BRIARPARK DRIVE, SUITE 550		County: State: TEXAS
Agent / Registrant Information		
CSC-LAWYERS INCORPORATING SERVICE (CORPORATION SERVICE COMPANY) 50 W. BROAD ST SUITE 1800 COLUMBUS, OH 43215 Effective Date: 01/19/2012 Contact Status: Active		
Incorporator Information		
TEXAS ENERGY VENTURES, LLC		
Filings		
Filing Type	Date of Filing	Document Number/Image
REGISTRATION OF FOREIGN LIMITED PARTNERSHIP	09/15/2004	<a href="#">200426502908</a>
CORRECTION/FOREIGN LIMITED PARTNERSHIP	05/10/2007	<a href="#">200713100230</a>
FOREIGN/DESIGNATED APPOINTMENT OF AGENT	01/19/2012	<a href="#">201202501288</a>



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/26/2012	201202501288	FOREIGN/DESIGNATED APPOINTMENT OF AGENT (FGS)	25.00	.00		.00	.00

**Receipt**

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

CSC  
SUITE 400  
2711 CENTERVILLE ROAD  
WILMINGTON, DE 19808

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Jon Husted****1489505**

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

**SPARK ENERGY GAS, LP**

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

Document(s)

**FOREIGN/DESIGNATED APPOINTMENT OF AGENT**

Document No(s):

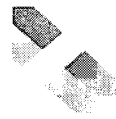
**201202501288**

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 19th day of January,  
A.D. 2012.

Ohio Secretary of State

# Exhibit B-1 "Jurisdiction of Operation"



spark energy™

empower what matters

State	Utility	Customers Served					Active Since
		Gas	Elec	Res	Com	C&I	
Arizona	Southwest Gas Corporation (SWG)	X				X	2008
	UniSource Energy Services	X				X	2008
California	Pacific Gas & Electric (PG&E)	X		X	X	X	2006
	San Diego Gas & Electric (SDG&E)	X				X	2006
	Southern California Gas Company (SoCal)	X				X	2006
	Southwest Gas Corporation (SWG)	X				X	2008
Colorado	Public Service Company of Colorado (PSCO)	X				X	2002
Connecticut	Connecticut Natural Gas	X				X	2006
	Southern Connecticut Gas	X				X	2006
	Yankee Gas	X				X	2006
	Connecticut Lighting & Power		X	X	X	X	2010
	United Illuminating		X	X	X	X	2010
Florida	Florida City Gas	X				X	2007
	Florida Public Utilities	X				X	2007
	Peoples Gas/TECO	X				X	2007
Illinois	Nicor Gas Company	X		X	X	X	2004
	North Shore Gas	X		X	X	X	2008
	Peoples Gas	X		X	X	X	2008
	ComEd		X	X	X	X	2011
Indiana	Citizens Gas	X			X	X	2007
	NIPSCO	X		X	X	X	2003
Maryland	Baltimore Gas & Electric (BG&E)	X	X	X	X	X	2008
Massachusetts	Bay State Gas	X				X	2004
	National Grid - KeySpan Colonial	X				X	2004
	National Grid - KeySpan Boston	X				X	2004
	National Grid - KeySpan Essex	X				X	2004
	NStar	X	X	X	X	X	2006
Michigan	Consumers Energy Gas (CMS)	X		X	X	X	2009
Nevada	Southwest Gas Corporation (SWG)	X				X	2008
New Jersey	Public Service Electric & Gas	X	X	X	X	X	2011
New York	Consolidated Edison (ConEd)	X	X	X	X	X	2005
	National Grid - KeySpan Energy Delivery New York	X		X	X	X	2005
	National Grid - KeySpan Energy Delivery Long Island	X		X	X	X	2005
	National Grid - Niagara Mohawk	X	X	X	X	X	2007
Ohio	Columbia Gas of Ohio (COH)	X				X	2009
	Dominion East Ohio (DEO)	X				X	2009
Pennsylvania	PPL Electric Utilities		X	X	X	X	2010
	PECO		X	X	X	X	2010
Texas	AEP - Texas Central		X	X	X	X	2003
	AEP - Texas North		X	X	X	X	2003
	Centerpoint Energy		X	X	X	X	2003
	Oncor		X	X	X	X	2003
	Texas New Mexico Power Company (TNMP)		X	X	X	X	2003



## **Exhibit B-2 "Experience & Plans"**

### *Experience*

Spark Energy Gas, LLC has been actively marketing gas since 2002. Currently, Spark has over 200 employees and is an active gas marketer that serves 14 states across 34 utilities. Spark Energy, LLC an affiliate company, operates with the same personnel as Spark Energy Gas, LLC. Spark Energy, LLC successfully operates in eight states across 15 utilities. Our service areas and the number of years active in each state can be found in Exhibit B-1 "Jurisdictions of Operation".

### *Contracting with Customers/Providing Contracted Services*

Spark Energy Gas, LLC provides competitively-priced gas products, while complying with all applicable laws and rules set forth by the Public Utilities Commission of Ohio, to customers in Ohio as it does in other states. All terms and conditions of the contract (pricing, terms, rights to terminate, etc.) are clearly disclosed to the customer.

### *Providing Billing Statements*

Spark Energy Gas, LLC's billing services are provided through a third party, which manages the billing process for Spark's customers. Spark Energy Gas, LLC uses consolidated billing whenever possible unless the customer/product dictates that Spark Energy Gas, LLC bill for the energy charges separately. Any billing performed by Spark Energy Gas, LLC through a third party complies with the policies set forth by the PUCO.

### *Response to Customer Inquiries and Complaints*

Spark Energy Gas, LLC commits to maintaining a fully trained staff of representatives to fulfill the needs of our customers. Spark utilizes a toll-free number specifically for Ohio customers and that number is provided on Spark's website as well as the contract. Spark Energy Gas, LLC is prepared to comply with all sections of Chapter 4901:1-21-08 concerning customer complaint handling. Spark Energy Gas, LLC is highly proficient in accepting customer inquiries and responding to complaints and does so meet similar requirements in other markets.



### **Exhibit B-3 "Summary of Experience"**

#### *Experience*

Spark Energy Gas, LLC has been actively marketing gas since 2002. Currently, Spark has over 200 employees and is an active gas marketer that serves 14 states across 34 utilities. Spark Energy, LLC an affiliate company, operates with the same personnel as Spark Energy Gas, LLC. Spark Energy, LLC successfully operates in eight states across 15 utilities. Our service areas and the number of years active in each state can be found in Exhibit B-1 "Jurisdictions of Operation".



**Exhibit B-4: "Disclosure of Liabilities and Investigations"**

There is no activity to report.



**Exhibit C-1: "Annual Reports"**

Spark Energy Gas, LLC is a privately held company, therefore, does not publish annual reports. However, please reference Exhibit C-3: "Financial Statements" to find comparable reporting data.





### **Exhibit C-2: "SEC Filings"**

Spark Energy Gas, LLC is a privately held company, therefore, is not required to file 10-K or 8-K filings with the SEC.



**Exhibit C-3: "Financial Statements"**

This information has been filed under separate cover to protect confidentiality.



**Exhibit C-4: "Financial Arrangements"**

This information has been filed under separate cover to protect confidentiality.



**Exhibit C-5: "Forecasted Financial Statements"**

This information has been filed under separate cover to protect confidentiality.



#### **Exhibit C-6: "Credit Rating"**

Spark Energy Gas, LLC, its parent and affiliate organizations, are privately held companies that do not have credit ratings associated with Duff & Phelps, Fitch IBCA, Moody's Investor's Service, Standard & Poor or any other similar organization. Spark has provided its credit report from Duns & Bradstreet in Exhibit C-7: "Credit Report".



**Exhibit C-7: "Credit Report"**

Spark Energy Gas, LLC, its parent and affiliate organizations, are privately held companies that do not have credit ratings associated with Duff & Phelps, Fitch IBCA, Moody's Investor's Service, Standard & Poor or any other similar organization. Spark has provided its credit report from Duns & Bradstreet in this Exhibit C-7: "Credit Report"



## Live Report : SPARK ENERGY GAS, LP

D-U-N-S® Number: 01-620-0607

Endorsement/Billing Reference: rhudson@sparkenergy.com

### D&B Address

**Address** 2105 Citywest Blvd Ste  
100  
Houston, TX - 77042

**Location Type** Single Location

**Web** www.urslp.com

**Phone** 713-977-5645

**Fax** 713-977-7850

**Added to Portfolio:** 12/28/2006

**Last View Date:** 03/06/2014

**Endorsement :** rhudson@sparkenergy.com

## Company Summary

**Currency:** Shown in USD unless otherwise indicated

### Score Bar

D&B Viability Rating



[View More Details](#)

Credit Limit - D&B Aggressive

200,000.00

Based on profiles of other similar companies.

Bankruptcy Found

No

Financial Stress Score National Percentile

27

Moderate to High Risk of severe financial stress.

Commercial Credit Score

497

Moderate Risk of severe payment delinquency.

Financial Stress Score

1431

Moderate to High Risk of severe financial stress.

Commercial Credit Score Percentile

49

Moderate Risk of severe payment delinquency.

PAYDEX®

54

Paying 27 days past due

Commercial Credit Score Class

3

Moderate Risk of severe payment delinquency.

Financial Stress Score Class

4

Moderate to High Risk of severe financial stress.

Credit Limit - D&B Conservative

70,000.00

Based on profiles of other similar companies.

D&B Rating

1R3

1R indicates 10 or more Employees, Credit appraisal of 3 is fair

### D&B Company Overview

#### This is a single location

**Manager**

WILLIAM KEITH  
MAXWELL III, CEO

**Year Started**

2001

**Employees**

200

**Financing**

SECURED

**SIC**

4922

**Line of business**

Natural gas  
transmission

**NAICS**

486210

**History Status**

CLEAR





Type	Lender	Reported Date	Date	Balance	Current Balance	Past Due	Cycle 1	Cycle 2	Cycle 3	Cycle 4	Cycle 5	Off Amount
Credit Cards		05/31/2004		0	0	0	0	0	0	0		
Credit Cards		02/28/2009	09/04/2002 04/19/2005	0	0	0	0	0	0	0	0	

## Predictive Scores

Currency: Shown in USD unless otherwise indicated

### D&B Viability Rating Summary

The D&B Viability Rating uses D&B's proprietary analytics to compare the most predictive business risk indicators and deliver a highly reliable assessment of the probability that a company will go out of business, become dormant/inactive, or file for bankruptcy within the next 12 months.



**Viability Score**

Lowest Risk:1

Highest Risk:9

#### Compared to All US Businesses within the D&B Database:

- Level of Risk: **Low Risk**
- Businesses ranked 4 have a probability of becoming no longer viable: **5 %**
- Percentage of businesses ranked 4: **14 %**
- Across all US businesses, the average probability of becoming no longer viable: **14 %**

**5**

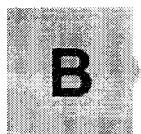
**Portfolio Comparison**

Lowest Risk:1

Highest Risk:9

#### Compared to All US Businesses within the same MODEL SEGMENT:

- Model Segment : **Established Trade Payments**
- Level of Risk: **Moderate Risk**
- Businesses ranked 5 within this model segment have a probability of becoming no longer viable: **5 %**
- Percentage of businesses ranked 5 with this model segment: **11 %**
- Within this model segment, the average probability of becoming no longer viable: **5 %**



**Data Depth Indicator**

Predictive Data:A

Descriptive Data:G

#### Data Depth Indicator:

- ✓ Rich Firmographics
- ✓ Extensive Commercial Trading Activity
- Basic Financial Attributes

Greater data depth can increase the precision of the D&B Viability Rating assessment.



**Company Profile**

Financial Data:

Trade Payments

Company Size:

Years in Business

Not Available

Available (3+ Trade)

Large

Established

#### Company Profile Details:

- Financial Data: **Not Available**
- Trade Payments: **Available (3+ Trade)**

- Company Size: **Large** (Employees: 50+ or Sales: \$500K+)
- Years in Business: **Established** (5+)

### Credit Capacity Summary

This credit rating was assigned because of D&B's assessment of the company's creditworthiness. For more information, see the D&B Rating Key

D&B Rating : **1R3**

Number of employees: **1R** indicates 10 or more employees  
Composite credit appraisal: **3** is fair

The Rating was changed on October 3, 2013 because of changes to D & B's file on this business.

The 1R and 2R ratings categories reflect company size based on the total number of employees for the business. They are assigned to business files that do not contain a current financial statement. In 1R and 2R Ratings, the 2, 3, or 4 creditworthiness indicator is based on analysis by D&B of public filings, trade payments, business age and other important factors. 2 is the highest Composite Credit Appraisal a company not supplying D&B with current financial information can receive.

Below is an overview of the company's rating history since 04-12-2001

Number of Employees Total: 200

D&B Rating	Date Applied		
1R3	10-03-2013		
1R2	11-05-2012		
4A2	01-19-2011	Payment Activity:	(based on 13 experiences)
1R3	12-15-2009	Average High Credit:	1,557
3A4	09-11-2008	Highest Credit:	7,500
4A2	11-28-2007	Total Highest Credit:	11,250
1R2	02-15-2005		
--	01-29-2005		
1R2	06-16-2003		
--	04-12-2001		

### D&B Credit Limit Recommendation

Conservative credit Limit	70,000
Aggressive credit Limit:	200,000

Risk category for this business : **MODERATE**

The Credit Limit Recommendation (CLR) is intended to serve as a directional benchmark for all businesses within the same line of business or industry, and is not calculated based on any individual business. Thus, the CLR is intended to help guide the credit limit decision, and must be balanced in combination with other elements which reflect the individual company's size, financial strength, payment history, and credit worthiness, all of which can be derived from D&B reports.

Risk is assessed using D&B's scoring methodology and is one factor used to create the recommended limits. See Help for details.

### Financial Stress Class Summary

The Financial Stress Score predicts the likelihood of a firm ceasing business without paying all creditors in full, or reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&B's extensive data files.

The Financial Stress Class of 4 for this company shows that firms with this class had a failure rate of 0.84% (84 per 10,000), which is 1.75 times higher than the average of businesses in D & B's database.

**Financial Stress Class : 4** (Lowest Risk:1; Highest Risk:5)

Moderately higher than average risk of severe financial stress, such as a bankruptcy or going out of business with unpaid debt, over the next 12 months.

Probability of Failure:

Risk of Severe Financial Stress for Businesses with this Class: **0.84 %** (84 per 10,000)  
Financial Stress National Percentile : **27** (Highest Risk: 1; Lowest Risk: 100)  
Financial Stress Score : **1431** (Highest Risk: 1,001; Lowest Risk: 1,875)  
Average Risk of Severe Financial Stress for Businesses in D&B database: **0.48 %** ( 48 per 10,000)

The Financial Stress Class of this business is based on the following factors:

Composite credit appraisal is rated fair.  
UCC Filings reported.  
High number of inquiries to D & B over last 12 months.  
Low proportion of satisfactory payment experiences to total payment experiences.  
High proportion of past due balances to total amount owing.  
Unstable Paydex over last 12 months.

**Notes:**

The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience financial stress.  
The Probability of Failure shows the percentage of firms in a given Class that discontinued operations over the past year with loss to creditors. The Probability of Failure - National Average represents the national failure rate and is provided for comparative purposes.  
The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&B's file.  
The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.


<b>Norms</b>	<b>National %</b>
This Business	27
Region: WEST SOUTH CENTRAL	44
Industry: INFRASTRUCTURE	43
Employee range: 100-499	75
Years in Business: 11-25	68

This Business has a Financial Stress Percentile that shows:

Higher risk than other companies in the same region.  
Higher risk than other companies in the same industry.  
Higher risk than other companies in the same employee size range.  
Higher risk than other companies with a comparable number of years in business.

**Credit Score Summary**

The Commercial Credit Score (CCS) predicts the likelihood of a business paying its bills in a severely delinquent manner (91 days or more past terms), obtaining legal relief from its creditors or ceasing operations without paying all creditors in full over the next 12 months.  
The Credit Score class of 3 for this company shows that 5.8% of firms with this class paid one or more bills severely delinquent, which is lower than the average of businesses in D & B's database.

**Credit Score Class : 3**  Lowest Risk:1; Highest Risk :5

**Incidence of Delinquent Payment**

Among Companies with this Classification: **5.80 %**  
Average compared to businesses in D&B's database: **10.20 %**  
Credit Score Percentile : **49** (Highest Risk: 1; Lowest Risk: 100)  
Credit Score : **497** (Highest Risk: 101; Lowest Risk:670)

The Credit Score Class of this business is based on the following factors:

Proportion of slow payments in recent months  
Proportion of past due balances to total amount owing  
Higher risk industry based on delinquency rates for this industry

**Notes:**

The Commercial Credit Score Risk Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience severe delinquency.

The Incidence of Delinquent Payment is the percentage of companies with this classification that were reported 91 days past due or more by creditors. The calculation of this value is based on D&B's trade payment database.  
The Commercial Credit Score percentile reflects the relative ranking of a firm among all scorable companies in D&B's file.  
The Commercial Credit Score offers a more precise measure of the level of risk than the Risk Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.

Norms	National %
This Business	49
Region: WEST SOUTH CENTRAL	52
Industry: INFRASTRUCTURE	32
Employee range: 100-499	89
Years in Business: 11-25	66

This business has a Credit Score Percentile that shows:


Higher risk than other companies in the same region.

Lower risk than other companies in the same industry.

Higher risk than other companies in the same employee size range.

Higher risk than other companies with a comparable number of years in business.


## Trade Payments

Currency: Shown in USD unless otherwise indicated 

### D&B PAYDEX®


The D&B PAYDEX is a unique, weighted indicator of payment performance based on payment experiences as reported to D&B by trade references. Learn more about the D&B PAYDEX

Timeliness of historical payments for this company.

<b>Current PAYDEX is</b>	<b>54</b>	Equal to 27 days beyond terms ( Pays more slowly than the average for its industry of 9 days beyond terms )
<b>Industry Median is</b>	<b>74</b>	Equal to 9 days beyond terms
<b>Payment Trend currently is</b>		Unchanged, compared to payments three months ago

Indications of slowness can be the result of dispute over merchandise, skipped invoices etc. Accounts are sometimes placed for collection even though the existence or amount of the debt is disputed.

<b>Total payment Experiences in D&amp;Bs File (HQ)</b>	13
<b>Payments Within Terms (not weighted)</b>	75 %
<b>Trade Experiences with Slow or Negative Payments(%)</b>	15.38%
<b>Total Placed For Collection</b>	0
<b>High Credit Average</b>	1,557
<b>Largest High Credit</b>	7,500
<b>Highest Now Owing</b>	7,500
<b>Highest Past Due</b>	7,500

**D&B PAYDEX® : 54**  (Lowest Risk:100; Highest Risk:1)

When weighted by amount, payments to suppliers average 27 days beyond terms

### D&B PAYDEX® Comparison

Current Year

PAYDEX® of this Business compared to the Primary Industry from each of the last four quarters. The Primary Industry is Natural gas transmission , based on SIC code 4922 .

Shows the trend in D&B PAYDEX scoring over the past 12 months.

	8/13	9/13	10/13	11/13	12/13	1/14	2/14	3/14	4/14	5/14	6/14	7/14
<b>This Business</b>	57	57	57	57	58	54	54	54	54	54	54	54
<b>Industry Quartiles</b>												
Upper		78			78			78			78	
Median		75			75			74			74	
Lower		69			69			69			69	

Current PAYDEX for this Business is 54 , or equal to 27 days beyond terms

The 12-month high is 58 , or equal to 24 DAYS BEYOND terms

The 12-month low is 54 , or equal to 27 DAYS BEYOND terms

#### Previous Year

Shows PAYDEX of this Business compared to the Primary Industry from each of the last four quarters. The Primary Industry is Natural gas transmission , based on SIC code 4922 .

<b>Previous Year</b>	<b>09/12 Q3'12</b>	<b>12/12 Q4'12</b>	<b>03/13 Q1'13</b>	<b>06/13 Q2'13</b>
<b>This Business</b>	79	79	38	38
<b>Industry Quartiles</b>				
Upper	78	78	78	78
Median	75	75	75	75
Lower	69	69	69	69

Based on payments collected over the last 4 quarters.

Current PAYDEX for this Business is 54 , or equal to 27 days beyond terms

The present industry median Score is 74 , or equal to 9 days beyond terms

Industry upper quartile represents the performance of the payers in the 75th percentile

Industry lower quartile represents the performance of the payers in the 25th percentile

#### Payment Habits

For all payment experiences within a given amount of credit extended, shows the percent that this Business paid within terms. Provides number of experiences to calculate the percentage, and the total credit value of the credit extended.

<b>\$ Credit Extended</b>	<b># Payment Experiences</b>	<b>Total Amount</b>	<b>% of Payments Within Terms</b>
Over 100,000	0	0	0%
50,000-100,000	0	0	0%
15,000-49,999	0	0	0%
5,000-14,999	1	7,500	0%
1,000-4,999	3	3,000	83%
Under 1,000	3	400	100%

Based on payments collected over last 24 months.

All Payment experiences reflect how bills are paid in relation to the terms granted. In some instances, payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

#### Payment Summary

There are 13 payment experience(s) in D&Bs file for the most recent 24 months, with 2 experience(s) reported during the last three month period.

The highest **Now Owes** on file is 7,500 . The highest **Past Due** on file is 7,500

Below is an overview of the companys currency-weighted payments, segmented by its suppliers primary industries:

	Total Rev'd (#)	Total Amts	Largest High Credit	Within Terms (%)	Days Slow <31 31-60 61-90 90> (%) (%) (%) (%)				
Top Industries									
Public finance	3	1,350	1,000	100	0	0	0	0	0
Whol petroleum prdts	1	7,500	7,500	0	50	50	0	0	0
Trucking non-local	1	1,000	1,000	50	0	0	50	0	0
Data processing svcs	1	1,000	1,000	100	0	0	0	0	0
Misc business service	1	50	50	100	0	0	0	0	0
Other payment categories									
Cash experiences	6	350	100						
Payment record unknown	0	0	0						
Unfavorable comments	0	0	0						
Placed for collections	0	N/A	0						
Total in D&B's file	13	11,250	7,500						

Accounts are sometimes placed for collection even though the existence or amount of the debt is disputed.

Indications of slowness can be result of dispute over merchandise, skipped invoices etc.

#### Detailed payment history for this company

Date Reported (mm/yy)	Paying Record	High Credit	Now Owes	Past Due	Selling Terms	Last Sale Within (month)
05/14	Ppt	50	50	0		1 mo
	Ppt-Slow 90	1,000	500	100		1 mo
02/14	(003)	100			Cash account	1 mo
12/13	Ppt-Slow 90	50	50	100		
07/13	Ppt	1,000				4-5 mos
06/13	(006)	50			Cash account	1 mo
	(007)	50			Cash account	1 mo
05/13	(008)	50			Cash account	1 mo
02/13	(009)	50			Cash account	1 mo
11/12	Ppt	250				1 mo
	Ppt	100				1 mo
09/12	(012)	50			Cash account	6-12 mos
07/12	Ppt	1,000	0	0		6-12 mos

**Payments Detail Key:** ■ 30 or more days beyond terms

Payment experiences reflect how bills are paid in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices, etc. Each experience shown is from a separate supplier. Updated trade experiences replace those previously reported.

#### Public Filings

Currency: Shown in USD unless otherwise indicated

#### Summary

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	# of Records	Most Recent Filing Date
Bankruptcy Proceedings	0	-
Judgments	0	-
Liens	0	-
Suits	0	-
UCCs	19	05/27/14

The following Public Filing data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

#### UCC Filings

**Collateral** All Assets  
**Type** Original  
**Sec. Party** SOCIETE GENERALE, AS AGENT, NEW YORK, NY  
**Debtor** SPARK ENERGY GAS, LP  
**Filing No.** 120039141940  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2012-12-18  
**Latest Info Received** 12/27/12

**Type** Amendment  
**Sec. Party** SOCIETE GENERALE, NEW YORK, NY SOCIETE GENERALE, AS AGENT, NEW YORK, NY  
**Debtor** SPARK ENERGY GAS, LP  
**Filing No.** 1300330871  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2013-10-18  
**Latest Info Received** 10/22/13  
**Original UCC Filed Date** 2012-12-18  
**Original Filing No.** 120039141940

**Type** Amendment  
**Sec. Party** SOCIETE GENERALE, NEW YORK, NY SOCIETE GENERALE, AS AGENT, NEW YORK, NY  
**Debtor** SPARK ENERGY GAS, LLC and OTHERS  
**Filing No.** 1400166877  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2014-05-27  
**Latest Info Received** 06/03/14  
**Original UCC Filed Date** 2012-12-18  
**Original Filing No.** 120039141940

**Collateral** Accounts receivable  
**Type** Amendment  
**Sec. Party** FORTIS CAPITAL CORP., ADDISON, TX

**Debtor** SPARK ENERGY, L.P. and OTHERS  
**Filing No.** 0700172640  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2007-05-22  
**Latest Info Received** 06/04/07  
**Original UCC Filed Date** 2003-08-18  
**Original Filing No.** 030038237753

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**Collateral** Account(s) and proceeds - General intangibles(s) and proceeds - Contract rights and proceeds  
**Type** Original  
**Sec. Party** KEYSPAN GAS EAST CORPORATION D/B/A NATIONAL GRID, HICKSVILLE, NY  
**Debtor** SPARK ENERGY GAS, L.P.  
**Filing No.** 090023891032  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2009-08-26  
**Latest Info Received** 09/03/09

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**Collateral** Account(s) and proceeds - General intangibles(s) and proceeds - Contract rights and proceeds  
**Type** Original  
**Sec. Party** THE BROOKLYN UNION GAS COMPANY D/B/A NATIONAL GRID NY, BROOKLYN, NY  
**Debtor** SPARK ENERGY GAS, L.P.  
**Filing No.** 090023883407  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2009-08-26  
**Latest Info Received** 09/03/09

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**Collateral** RIGHT, TITLE AND INTEREST and proceeds  
**Type** Original  
**Sec. Party** COLUMBIA GAS OF OHIO, INC., COLUMBUS, OH  
**Debtor** SPARK ENERGY GAS, LP  
**Filing No.** 120031424522  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX  
  
**Date Filed** 2012-10-03  
**Latest Info Received** 10/09/12

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**Collateral** RIGHT, TITLE AND INTEREST and proceeds  
**Type** Original  
**Sec. Party** NORTHERN INDIANA PUBLIC SERVICE COMPANY, MERRILLVILLE, IN  
**Debtor** SPARK ENERGY GAS, L.P.  
**Filing No.** 100016943044



**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2010-06-11

**Latest Info Received** 06/22/10

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**Collateral** AGREEMENT  
**Type** Original  
**Sec. Party** LEHMAN COMMERCIAL PAPER INC., NEW YORK, NY  
**Debtor** MAXWELL, WILLIAM KEITH III  
**Filing No.** 050027408228  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2005-09-01

**Latest Info Received** 09/09/05

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**Type** Assignment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1000256039  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2010-09-02

**Latest Info Received** 09/07/10

**Original UCC Filed Date** 2001-12-10

**Original Filing No.** 020012099033

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**Type** Amendment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1100069317  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2011-03-08

**Latest Info Received** 03/15/11

**Original UCC Filed Date** 2001-12-10

**Original Filing No.** 020012099033

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**Type** Continuation  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1100284900  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2011-09-28

**Latest Info Received** 09/30/11  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Amendment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1100351993  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2011-12-02  
**Latest Info Received** 12/18/11  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Amendment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1100351991  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2011-12-02  
**Latest Info Received** 12/18/11  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Assignment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX SOCIETE GENERALE, AS AGENT, NEW YORK, NY  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1200391331  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2012-12-18  
**Latest Info Received** 12/27/12  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Amendment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX and OTHERS  
**Debtor** SPARK ENERGY GAS, LP and OTHERS  
**Filing No.** 1300330878  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2013-10-18  
**Latest Info Received** 10/22/13  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Amendment  
**Sec. Party** BNP PARIBAS, AS AGENT, NEW YORK, NY FORTIS CAPITAL CORP., ADDISON, TX FORTIS CAPITAL CORP., DALLAS, TX FORTIS CAPITAL CORP., ADDISON, TX and OTHERS  
**Debtor** SPARK ENERGY GAS, LLC and OTHERS  
**Filing No.** 1400166879  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2014-05-27  
**Latest Info Received** 06/03/14  
**Original UCC Filed Date** 2001-12-10  
**Original Filing No.** 020012099033

**Type** Original  
**Sec. Party** NOBLE SYSTEMS CORPORATION, ATLANTA, GA  
**Debtor** SPARK ENERGY GAS  
**Filing No.** 080040389426  
**Filed With** SECRETARY OF STATE/UCC DIVISION, AUSTIN, TX

**Date Filed** 2008-12-22  
**Latest Info Received** 04/09/09

## Government Activity

### Activity summary

Borrower (Dir/Guar)	NO
Administrative Debt	NO
Contractor	YES
Grantee	NO
Party excluded from federal program(s)	NO

### Possible candidate for socio-economic program consideration

Labour Surplus Area	YES (2014)
Small Business	N/A
8(A) firm	N/A

The details provided in the Government Activity section are as reported to Dun & Bradstreet by the federal government and other sources.

## History & Operations

## Company Overview

**Company Name:** SPARK ENERGY GAS, LP  
**Street Address:** 2105 Citywest Blvd Ste 100  
Houston , TX 77042  
**Phone:** 713-977-5645  
**Fax:** 713-977-7850  
**URL:** <http://www.urslp.com>  
**History:** Is clear  
**Present management control:** 13 years

## History

The following information was reported: 01/24/2014

**Officer(s):** WILLIAM KEITH MAXWELL III, CEO  
NATHAN KROEKER, PRES  
TERRY D JONES, EXEC V PRES-GEN COUNSEL  
ALLISON WALL, COO  
GEORGANNE HODGES, CFO  
MARTY BREDEHOFT, TREAS

The Texas Secretary of State's business registrations file showed that Spark Energy Gas, LP was registered as a Limited Partnership on January 17, 2001. Although the company operates as a limited partnership, the partners have elected to use officer titles to denote areas of responsibility.

Ownership information provided verbally by Sources on May 08 2009.

Business started 2001 by William Keith Maxwell III.

Ownership details have not been provided.

WILLIAM KEITH MAXWELL III. 2001-present active here. Keith earned a Bachelor's Degree in Economics from the University of Texas in Austin, TX in 1987.

NATHAN KROEKER born 1974. 2010-present active here.

TERRY D JONES. Work history unknown.

ALLISON WALL. 2013-Present active here. Allison holds an MBA in Finance and Information Systems from Tulane University, a master's degree from The University of North Carolina at Chapel Hill, and a bachelor's degree from Clarkson University in New York.

GEORGANNE HODGES. 2013-present active here.

MARTY BREDEHOFT. 2011-present active here.

## Operations

01/24/2014

Provides natural gas transmission (100%).

ADDITIONAL TELEPHONE NUMBER(S): Toll-Free 877-547-7275.

**Description:** Has 100 account(s). Terms are cash and Net 30 days. Sells to general public and commercial concerns.  
Territory : United States.

Nonseasonal.

**Employees:** 200.

**Facilities:** Rents premises on 1st & 2 floor of a nine story steel building.

**Location:** Central business section on main street.

## SIC & NAICS

### SIC:

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific about a company's operations than if we use the standard 4-digit code.


The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser window.

4922 0000 Natural gas transmission

### NAICS:

486210 Pipeline Transportation of Natural Gas

## Financials

Currency: Shown in USD unless otherwise indicated 

### Company Financials: D&B

### Additional Financial Data

On JAN 23 2014 Rush Hudson, Credit Mgr, declined financial information.

### Request Financial Statements

Requested financials are provided by SPARK ENERGY GAS, LP and are not DUNSRight certified.

### Key Business Ratios

D & B has been unable to obtain sufficient financial information from this company to calculate business ratios. Our check of additional outside sources also found no information available on its financial performance.

To help you in this instance, ratios for other firms in the same industry are provided below to support your analysis of this business.

Based on this Number of Establishments

23

#### Industry Norms Based On 23 Establishments

	This Business	Industry Median	Industry Quartile
<b>Profitability</b>			
Return on Sales %	UN	7.2	UN
Return on Net Worth %	UN	9.5	UN
<b>Short-Term Solvency</b>			
Current Ratio	UN	0.9	UN
Quick Ratio	UN	0.6	UN
<b>Efficiency</b>			
Assets to Sales %	UN	334.5	UN
Equity / Net Working Capital	UN	51.7	UN
<b>Utilization</b>			
Total Liabilities / Net Working Capital	UN	157.3	UN

UN = Unavailable

## Associations

### All Credit Files Created from this D&B Live Report

Company Name	Type	Status	Date Created
UTILITY RESOURCE SOLUTIONS LP	Snapshot D-U-N-S Number 01-620-0607	Saved	09/05/2007 01:02 PM CDT

## All Credit Files with Same D-U-N-S® Number as this D&B Live Report

Company Name	Type	Status	Date Created
UTILITY RESOURCE SOLUTIONS LP	Snapshot D-U-N-S Number 01-620-0607	Saved	09/05/2007 01:02 PM CDT

## Detailed Trade Risk Insight™

Detailed Trade Risk Insight provides detailed updates on over 1.5 billion commercial trade experiences collected from more than 260 million unique supplier/purchaser relationships.

### Days Beyond Terms - Past 3 & 12 Months

3 months from Jan 14 to Mar 14

**54**  
Days

Dollar-weighted average of 3 payment experiences reported from 3 companies

12 months from Aug 13 to Jul 14

**33**  
Days

Dollar-weighted average of 4 payment experiences reported from 4 companies

### Derogatory Events Last 11 Months from Jul 13 to May 14

No Derogatory trade Event has been reported on this company for the past 13 Months

### Total Amount Current and Past Due - 11 month trend from Jul 13 to May 14

Status	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14
Total	2,815	78,411	78,415	78,606	87,011	86,877	78,539	78,771	749	1,064	469
Current	62	78,311	171	244	500	45	52	484	451	308	320
1-30 Days Past Due	2,753	-	78,241	78,358	86,562	78,778	78,241	78,241	292	800	-
31-60 Days Past Due	-	-	-	-	-	8,064	46	-	-	615	47
61-90 Days Past Due	-	-	-	-	-	-	-	46	-	-	102
90+ Days Past Due	-	-	-	-	-	-	-	-	-	-	-

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**Exhibit C-8: "Bankruptcy Information"**

Neither Spark Energy Gas, LLC, its parent, or any affiliates, have filed for reorganization protection from creditors, or any other form of bankruptcy during the current year or within the two most recent years preceding the date of this application.



**Exhibit C-9: "Merger Information"**

Spark Energy Gas, LLC, with its parent and affiliate companies, has not participated in a merger, dissolution or acquisition since its inception in 2002.





### **Exhibit D-1: "Operations"**

Spark Energy Gas, LLC markets natural gas by entering into contracts for retail sales, and provides gas supplies by contracting with and purchasing gas from wholesale suppliers. Spark also manages the nomination and scheduling process in house for all of its customers. Further details of the level of expertise of Spark Energy Gas, LLC employees and managers can be found in Exhibit D-2 "Operations Expertise" and Exhibit D-3 "Key Technical Personnel".



**Exhibit D-2: "Operations Expertise"**

Spark Energy Gas, LLC is led by a team of executives who have acquired significant experience with operating successful business units across many companies in the industry.

***WILLIAM KEITH MAXWELL, III – Chief Executive Officer***  
**2105 CityWest Blvd., Ste. 100**  
**Houston, TX 77042**  
**Phone: (713) 977-5641**

Mr. Maxwell has been with Spark since its inception in 1999. Aside from his role the past eight years with Spark, Mr. Maxwell has over twenty years experience of serving in a managerial role in retail energy. Keith Maxwell has spent his professional career building, owning and operating successful energy and natural gas companies. Keith's first two ventures, Polaris Pipeline and Wickford Energy Marketing, were created from start-up. At the time these companies were sold, their annual sales exceeded \$350 million and \$500 million respectively. As CEO, Mr. Maxwell has been, and is ultimately responsible for Spark system operations, sales and marketing, over-all business strategy, overseeing the financing and accounting departments, creating the company culture, managing the human resource department, ensuring compliance with safety regulations and delegation of all company needs to qualified individuals.

***NATHAN KROEKER – President***  
**2105 CityWest Blvd., Ste. 100**  
**Houston, TX 77042**  
**Phone: (281) 833-4153**

Nathan Kroeker, appointed President of Spark Energy in April 2012, is responsible for overseeing the day-to-day operations and helpin shape the overall strategy of the company. Nathan is a 15-year industry veteran with diverse experience in public accounting, M&A, and both retail and wholesale energy. Nathan first joined the company in July 2010 as Executive Vice President and Chief Financial Officer of Spark Energy Ventures. Prior to Spark, Nathan held

senior finance and leadership roles with Macquarie and Direct Energy. He began his career in public accounting, including both audit and M&A advisory functions. Before joining Spark Energy in July 2010, Mr. Kroeker was the Finance SVP for Macquarie Bank's global wholesale energy business. Prior to that, he held several senior Finance & Portfolio Management roles at Direct Energy. Mr. Kroeker began his career in public accounting including both audit and M&A advisory. Mr. Kroeker graduated with honors with a Bachelors of Commerce degree from the University of Manitoba. He has both a CPA in Texas as well as a CA in Canada.

***ALLISON WALL –Chief Operating Officer***

**2105 CityWest Blvd., Ste. 100**

**Houston, TX 77042**

**Phone: (713) 600-2654**

As Chief Operating Officer, Allison is responsible for overseeing Spark Energy's company operations which include IT, Billing & Transactions and Customer Care.

Prior to joining Spark Energy in January 2013, Allison served as Executive Vice President and Chief Operating Officer at StarTex Power. Allison has extensive professional experience in retail energy company operations, including information technology, marketing, regulatory compliance, customer interaction centers, and billing and transaction management.

Allison holds an MBA in Finance and Information Systems from Tulane University, a master's degree from The University of North Carolina at Chapel Hill, and a bachelor's degree from Clarkson University in New York.

***GEORGANNE HODGES –Chief Financial Officer***

**2105 CityWest Blvd., Ste. 100**

**Houston, TX 77042**

**Phone: (281) 833-4109**

As Chief Financial Officer, Georganne is responsible for overseeing Spark Energy's Finance, Accounting, Treasury and Risk Management operations.

Prior to joining Spark Energy in November 2013, Georganne served as the business unit CFO for Direct Energy's mass market business. She spent 9 years with Direct Energy serving in both Retail and Wholesale Vice President Finance



roles. She began her career in public accounting and has been leading Retail and Wholesale Energy back office teams for more than 20 years.

Georganne holds a Bachelor of Business Administration in Accounting from Baylor University and is a licensed CPA in the State of Texas.



### **Exhibit D-3: "Key Technical Personnel"**

Spark Energy Gas, LLC is led by a team of executives who have acquired significant experience with operating successful business units across many companies in the industry.

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Allison holds an MBA in Finance and Information Systems from Tulane University, a master's degree from The University of North Carolina at Chapel Hill, and a bachelor's degree from Clarkson University in New York.

***GEORGANNE HODGES –Chief Financial Officer***

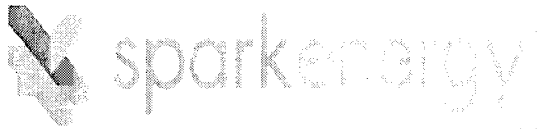
**2105 CityWest Blvd., Ste. 100**

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**Phone: (281) 833-4109**

As Chief Financial Officer, Georganne is responsible for overseeing Spark Energy's Finance, Accounting, Treasury and Risk Management operations.

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roles. She began her career in public accounting and has been leading Retail and Wholesale Energy back office teams for more than 20 years.

Georganne holds a Bachelor of Business Administration in Accounting from Baylor University and is a licensed CPA in the State of Texas.

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

**Commission of Ohio Docketing Information System on**

**7/15/2014 10:17:12 AM**

**in**

**Case No(s). 08-0638-GA-CRS**

Summary: Application Renewal Certification Application Competitive Retail Natural Gas  
Suppliers electronically filed by Mr. Stephen M Howard on behalf of Spark Energy Gas, LLC