



PUCO USE ONLY – Version 1.07		
Date Received	Case Number	Certification Number
	14-1918 - GA-AGG	

CERTIFICATION APPLICATION

COMPETITIVE RETAIL NATURAL GAS BROKERS /AGGREGATORS

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 be certified as: (check all that apply)

☒ Retail Natural Gas Aggregator ☒ Retail Natural Gas Broker

A-2 Applicant information:

Legal Name Empower Gas & Electric LLC
Address 4949 Cadogan Place, New Albany, OH 43054
Telephone No. 614-470-4343 Web site Address www.empowergande.com

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

Name Empower Gas & Electric LLC
Address 612 Park Street, Columbus, OH 43215
Web site Address www.empowergande.com Telephone No. 614-470-4343

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

Empower Gas & Electric LLC

A-5 Contact person for regulatory or emergency matters:

Name Daniel Gray Title Operations Director
Business Address 612 Park Street, Columbus, OH 43215
Telephone No. 614-470-4343 Fax No. 614-824-4502 Email Address dgray@empowergande.com

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

Name Daniel Gray Title Operations Director
Business address 612 Park Street, Columbus, OH 43215
Telephone No. 614-470-4343 Fax No. 614-824-4502 Email Address dgray@empowergande.com

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

Customer service address 612 Park Street, Columbus, OH 43215
Toll-Free Telephone No. 855-343-7884 Fax No. 614-824-4502 Email Address

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 Daniel Gray Title Operations Director
Business address 612 Park Street, Columbus, OH 43215
Telephone No. 614-470-4343 Fax No. 614-824-4502 Email Address dgray@empowergande.com

A-9 Applicant's federal employer identification number 464059950

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

☐ Dominion East Ohio

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

☐ Duke Energy Ohio

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

☐ Vectren Energy Delivery of Ohio

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

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

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	
<input checked="" 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,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.
- A-18 **Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

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

status or ability to provide the services it is seeking to be certified to provide.

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

☒ No ☐ Yes

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

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

☒ No ☐ Yes

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

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- C-1 Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
- C-2 Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether the applicant is not required to file with the SEC and why.
- C-3 Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer-certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer-certified financial statements covering the life of the business.
- C-4 Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)
- C-5 Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7 **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's current credit report from Experion, Dun and Bradstreet, or a similar organization.
- C-8 **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.
- C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant 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 functions.
- 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

Ch M. B., Operations Director

Sworn and subscribed before me this 30 day of October Month 2014 Year

Stephen M. Howard

Daniel Gray, Operations Director

Signature of official administering oath

Print Name and Title

My commission expires on

STEPHEN M. HOWARD
NOTARY PUBLIC - STATE OF OHIO
MY COMMISSION HAS NO EXPIRATION DATE
SECTION 147.03 R. C.



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

Empower Gas & Electric LLC)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)

Case No. 14 - 1918 -GA-AGG

County of Franklin

State of Ohio

Daniel Gray

[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

Daniel M. Gray, Operations Director

Sworn and subscribed before me this 30 day of October Month 2014 Year

Stephen M. Howard

Signature of Official Administering Oath

Daniel Gray, Operations Director

Print Name and Title

My commission expires on

STEPHEN M. HOWARD
NOTARY PUBLIC - STATE OF OHIO
MY COMMISSION HAS NO EXPIRATION DATE
SECTION 147.03 R.C.

(CRNGS Broker/Aggregator -Version 1.07) Page 7 of 7

Exhibit A-14 Principal Officers Directors and Partners

Name	Title	Address	Phone Number
David Wilhelm	Member	612 Park Street Columbus, Ohio 43215	614-470-4343
David Milenthal	CEO	612 Park Street Columbus, Ohio 43215	614-470-4343
Patricia Shorr	Finance Officer	612 Park Street Columbus, Ohio 43215	614-470-4343
Daniel Gray	Operations Director	612 Park Street Columbus, Ohio 43215	614-470-4343

Exhibit A-15 Corporate Structure

Empower Gas & Electric LLC is a standalone Limited Liability Company that is physically located in Columbus Ohio. There are no affiliates or subsidiaries of Empower Energy. The LLC is jointly owned by its members is governed by an Operating Agreement.

Exhibit A-16 Company History

Empower Gas & Electric LLC was formed in January 2014 to provide responsive power supply resources to residential, commercial, and industrial customers across Ohio; as well as communities through aggregation contracts. Utilizing a strategy that puts customer energy needs and goals at the forefront of its product offering, Empower energy will help customers save, manage, and develop energy resources and supply balance of power at a reasonable cost. Empower has won Aggregation Electric Supply contracts in Cincinnati and Southeast Ohio.

The group forming Empower has a strong history of energy development, management, regulatory expertise, delivery, and sales.

Exhibit A-17 Articles of Incorporation and Bylaws

Empower Gas & Electric LLC was organized on November 7, 2013 as Milenthal Energy LLC. The name of the LLC was changed to Empower Gas & Electric LLC on January 17, 2014. The following documents certify both the organization founding and name change.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/07/2013	201331101346	ARTICLES OF ORGNZTN/DOM. PROFIT LIM. LIAB. CO.	125.00	0.00	0.00	0.00	0.00

Receipt

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

FISHEL HASS KIM ALBRECHT, LLP
400 S. FIFTH STREET
SUITE 200
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
2244490

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
MILENTHAL ENERGY LLC
and, that said business records show the filing and recording of:

Document(s)
ARTICLES OF ORGNZTN/DOM. PROFIT LIM. LIAB. CO.

Document No(s):
201331101346

Effective Date: 11/07/2013



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

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 7th day of November, A.D. 2013.

Jon Husted
Ohio Secretary of State



Form 533A Prescribed by:
Ohio Secretary of State

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Bussserv@OhioSecretaryofState.gov

Date Electronically Filed: 11/7/2013

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Articles of Organization for Domestic
For-Profit Limited Liability Company
(115-LCA)

(2) ☐ Articles of Organization for Domestic
Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company **MILENTHAL ENERGY LLC**

* Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

Effective Date **11/7/2013**
(Optional) mm/dd/yyyy

(The legal existence of the limited liability company begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing)

This limited liability company shall exist for **PERPETUAL**
(Optional) Period of Existence

Purpose **FOR ANY LAWFUL PURPOSE**
(Optional)

**Note for Nonprofit LLCs

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

MILENTHAL ENERGY LLC

Name of Limited Liability Company

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The name and address of the agent is

DAVID A. RIEPENHOFF

Name of Agent

400 S. FIFTH STREET

Mailing Address

COLUMBUS

City

OH

State

43215

ZIP Code

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent

DAVID A. RIEPENHOFF

Statutory Agent Name

for

MILENTHAL ENERGY LLC

Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

Statutory Agent Signature

DAVID A. RIEPENHOFF

Individual Agent's Signature / Signature on Behalf of Corporate Agent

☒ Please check here to confirm that the agent is an Ohio resident, an Ohio corporation, or a foreign corporation licensed under Ohio law.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

JON MILENTHAL

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Exhibit A-18 Secretary of State

The following certificate shows Empower Gas & Electric LLC as registered with the Secretary of State of Ohio.

201402100807

DATE: 01/21/2014	DOCUMENT ID 201402100807	DESCRIPTION AMEND/ARTICLES- ORGANIZATION/DOM. LLC (LAM)	FILING 50.00	EXPED .00	PENALTY .00	CERT .00	COPY .00
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Receipt

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

FISHEL HASS KIM ALBRECHT LLP
DAVID A. RIEPENHOFF
400 S. 5TH ST., STE 200
COLUMBUS, OH 43215

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2244490

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

EMPOWER GAS & ELECTRIC LLC

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

201402100807

Effective Date: 01/17/2014



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 21st day of January, A.D. 2014.

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

Ohio Secretary of State

Exhibit B-1 Jurisdiction of Operations

Empower Gas & Electric LLC is not certified, licensed, or registered to provide retail or wholesale electric services including aggregation services in any jurisdiction.

Exhibit B-2 Experience and Plans

Empower Gas & Electric, LLC (Empower) intends to use our experience as a platform for providing power to fulfill aggregation and other retail contracts. We will fulfill customers' natural gas needs through developing energy efficiency projects and providing the balance of gas resources from our own supply contracts or through partners.

Our experience includes:

- Developing natural gas projects that are currently operating in Ohio
- Financing energy efficiency projects, both through direct and third party ownership
- Advising and electric customers on utility contracts and PUCO filings, including contract and ordinance drafting
- Developing long term retail customer relationships

Empower will work with strategic partners, as needed, to procure all balance of power gas needs for customers, customer billing services and timely responses to customer complaints.

Balance of Supply: Empower will ensure delivery of gas either directly or contractually through a strategic partner.

Customer Billing: Empower will bill customers through a contract with their local distribution utility.

Customer Service: Empower will directly or contractually through a strategic partner, ensure that all customer complaints and inquiries are responded to within 3 business days and addressed in a timely manner. Empower will respond to both the customer and the PUCO within 3 days for complaints forwarded from the PUCO.

Exhibit B-3 Summary of Experience

The Empower team has unique experience and expertise in energy development, management, delivery, and regulation. We plan to offer a customer-focused gas service that focuses on the specific energy management, savings, and development goals of our customers; while working with other partners to provide reliable gas supply and customer services.

Exhibit B-4 Disclosure of Liabilities and Investigations.

There are none.

Exhibit C-1 Annual Reports

Empower Gas & Electric LLC does not have a Annual Report. See financial statements under Confidential Exhibit C-3.

Exhibit C-2 SEC Filings

Empower Gas & Electric LLC is a privately held company and therefore does not have SEC filings.

Exhibit C-3 Financial Statements

This exhibit contains confidential and proprietary information and is being submitted under seal.

Exhibit C-4 Financial Arrangements

Not Applicable

Exhibit C-5 Forecasted Financial Statements

This exhibit contains confidential and proprietary information and is being submitted under seal.

Exhibit C-6 Credit Rating

As a newly formed LLC, this company does not yet have a credit rating.

Exhibit C-7 Credit Report

As a newly formed LLC, this company does not have a Dunn & Bradstreet report to provide.

Exhibit C-8 Bankruptcy Information

Empower Gas & Electric, LLC has no bankruptcy information.

Exhibit C-9 Merger Information

Empower Gas & Electric, LLC has no merger information.

Exhibit D-1 Operations

Empower Gas & Electric, LLC plans on performing the following operations as part of its business:

Provision of Energy Efficiency Services: For customers with a desire to save energy as part of their natural gas provision package, Empower will work with those customers to design, finance, install and in some cases operate energy efficient equipment that produces gas savings.

Provision of Natural Gas: For all gas needed to satisfy customers' demand, Empower will ensure delivery of gas from the either either by directly scheduling or arranging for gas to be delivered contractually through a strategic partner. Empower will disclose to the customer the method of delivery.

Billing: Empower will bill customers either through the customer's local gas distribution utility or with Empower's balance of gas provider.

Customer Service: Empower will directly or contractually through a strategic partner, ensure that all customer complaints and inquiries are responded to within 3 business days and addressed in a timely manner. Empower will respond to both the customer and the PUCO within 3 days for complaints forwarded from the PUCO. Empower will disclose to the customer a toll free phone number, email and fax for all customer inquiries and complaints no later than when a contract is signed.

Exhibit D-2 Operations Experience

The group forming Empower Gas & Electric has extensive and longstanding utility service, regulation, sales, and development experience in Ohio.

Specifically, the formative group includes who have collectively developed hundreds of megawatts of successfully operating generating facilities; and has deep experience with natural gas exploration. Additionally, the core group includes individuals with strong natural gas regulatory experience, who are well informed on Commission rules, practices, and expectations.

Experience includes:

- Participation in dozens of Commission actions, including work directly with all of Ohio's investor owned utilities, and many of their retail counterparts.
- Extensive experience in high quality customer service, as well as product development and marketing for fortune 500 companies.
- Strong relationships with bonded energy service companies, wholesale energy suppliers, and other channel partners.

Exhibit D-3 Key Technical Personnel

David Wilhelm - Member

614-470-4343

dwilhelm@empowergande.com

Key Technical Responsibilities: Energy project development and financing, strategic partner relationships

Bio: Wilhelm has had a career spanning the worlds of energy, finance, politics, academia, and nonprofits; in each, he has made a meaningful impact and has always been guided by the idea of doing what he can to help others fulfill their human potential.

With Hecate, Wilhelm is leading efforts to build a 50 MW solar array on reclaimed mine land in his native Appalachian Ohio, linking clean energy development to substantial rural job creation. Wilhelm is heavily involved in Hecate's Power Africa initiative, which involves a 55 MW solar project on the campus of the University of Dodoma in central Tanzania.

Wilhelm is the founder of two regionally-focused venture capital funds designed to bring investment dollars to underserved regions of the Midwest and Appalachia. He served as the co-chair of the statewide campaign to renew the Ohio Third Frontier, one of the nation's model programs in support of innovation and entrepreneurship.

Wilhelm is a graduate of Ohio University and Harvard University; he has received honorary doctorates at Ohio University, the University of Charleston, and Wheeling Jesuit University, and has taught at Harvard University, the University of Chicago, DePaul University, and the University of Akron. He is the Co-Chair of the National Advisory Council of the Voinovich School of Leadership and Public Affairs at Ohio University.

David Milenthal - Member

614-470-4343

dmilenthal@empowergande.com

Key Technical Responsibilities: Strategic partner relationships, customer services

Bio: David is the founder of what is now Engauge, a marketing services firm now owned by Publicis. Prior to selling his company to the investors, David built what became one of the largest independently owned ad agencies in America...and all right here out of Columbus. Mr. Milenthal has helped spearhead efforts to develop brands for the nation's leading cruise line, Carnival; the nation's largest energy company, American Electric Power; one of the nation's top five health care giants, Anthem Blue Cross and Blue Shield; and other national and regional companies.

Mr. Milenthal believes in using his marketing skills and that of his company to develop campaigns that positively impact important issues and programs in his local and national community. He is the first and only marketing CEO to ever chair the United Way campaign in Central Ohio, and he also served as Chair of the United Way from 1997-99. For the past several years he has served on the National Marketing Committee and the National Leadership Council of the United Way, as well as the Resource Development Committee of United Way of Central Ohio.

Patricia Shorr - Finance Director

614-470-4343

pshorr@empowergande.com

Key Technical Responsibilities: Project financing, power buying and sales

Bio: Patricia Shorr offers more than 25 years of experience facilitating financial and project advisory services to wind and solar energy developers. She founded Spectrum Capital Energy, LLC a firm providing financial and development consulting services to renewable energy developers, engineering procurement contracts, financial partners, and non-energy-based companies in both the public and private sectors.

In her capacity with Spectrum Capital Energy—and while concurrently overseeing Spectrum Capital Corporation for 12 of the past 14 years—she and her team have managed early- and late-stage development activities for clients involved in multistate initiatives requiring seasoned leadership of ground-up construction, regulatory compliance, and internal and external communications. Now exclusively focused on her renewable energy consulting business, Patricia manages wind and solar projects from concept to completion.

The business has recently expanded into working with landfill gas and water resource opportunities. Patricia possesses extensive experience working with state and federal agencies—critical to permitting efforts—securing state-sponsored financing and economic incentives, negotiating power purchase agreements, and coordinating all legal and leasing activities. With a unique depth and breadth of expertise in this field, Patricia has been called on by wind and solar developers throughout the U.S. and Canada.

Daniel Gray - Operations Director

614-470-4343

dgray@empowergande.com

Key Technical Responsibilities: Operations and day-to-day management

Bio: Dan Gray currently serves as a Business and Utility Consultant for an advanced energy law firm based in Columbus, where he combines his knowledge of utility

rates and regulations with his background in financial modeling to drive value for the customers in complicated energy development projects.

Dan manages the energy development portfolio for the firm, including projects ranging from distributed power generation at individual businesses to community-wide energy efficiency retrofits. Dan consults with both end users and developers in the public, private and non-profit sectors.

Prior to his work in energy development, Dan ran community engagement programs for successful political campaigns across the country, driving the election of two governors, two Senators and nine Congressmen.

Dan is a graduate of Case Western Reserve University and earned his MBA at The Ohio State University.

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Summary: Application Certification Application Competitive Retail Natural Gas Brokers/
Aggregators electronically filed by Mr. Stephen M Howard on behalf of Empower Gas &
Electric LLC