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2015 MAY 15 PM 12:01

PUCO

May 12, 2015

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

RE: Renewal Certification for Alpha Gas and Electric, LLC
Original CRS Case Number: 13-1206-GA-CRS

To whom it may concern,

Enclosed, please find Alpha Gas and Electric's Renewal Certification Application for CRS Case number 13-1206-GA-CRS.

As required, I have included the original notarized and signed application as well as three additional copies.

Any Confidential information that we are filing under seal is enclosed in a separate envelope marked as CONFIDENTIAL.

Please contact me with any questions.

Thank you.

Sincerely,

Dina Freedman

Office Manager

dina@alphagane.com

845-810-0088 x200

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician MV Date Processed MAY 15 2015



Public Utilities Commission

PUCO USE ONLY - Version 1.07		ORIGINAL CRS
Date Received	Renewal Certification Number	Case Number
		13 -1206 - 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 Alpha Gas and Electric, LLC
Address 971 Route 45~ Suite 202, Pomona, NY 10970

Telephone No. 845-810-0088 Web site Address www.alphagasandelectric.com

Current PUCO Certificate No. 13-308G(1) Effective Dates June 16, 2013 through June 16, 2015

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

Name Alpha Gas and Electric, LLC
Address 971 Route 45~ Suite 202, Pomona, NY 10970

Web site Address www.alphagasandelectric.com Telephone No. 845-810-0088

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

Alpha Gas and Electric, LLC

A-5 Contact person for regulatory or emergency matters:

Name Henry Bennett Title Director of Operations

Business Address 971 Route 45 Suite 202, Pomona, NY 10970

Telephone No. 845-810-0088 Fax No. 845-501-0633 Email Address henry@alphagnc.com

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

Name David Wanounou Title C.E.O.
Business address 971 Route 45~Suite 202, Pomona, NY 10970
Telephone No. 845-810-0088 Fax No. 845-501-0633 Email Address david@alphagne.com

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

Customer service address 971 Route 45~ Suite 202, Pomona, NY 10970
Toll-Free Telephone No. 888-636-3749 Fax No. 845-501-0633 Email Address all@alphagne.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 V CORP Agent Services Title
Business address 28602 Yeshiva Lane, Wickliffe, OH 44092
Telephone No. 845-485-0077 Fax No. 845-818-3588 Email Address sarah@vcorpservices.com

A-9 Applicant's federal employer identification number 27-3718690

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	12/23/2014	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 checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	7/01/20150

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

28th

day of

April

Month

2015

Year

Signature of official administering oath



Print Name and Title

Renee Levine

RENEE LEVINE
Notary Public, State of New York
No. 02LE6127285
Qualified in Rockland County
Commission Expires May 23, 2017

My commission expires on

5/23/2017



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)

In the Matter of the Application of)

Alpha Gas and Electric, LLC)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)

Case No. 13 - 1206 -GA-CRS

County of Rockland
State of NY

David Wanounou

[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

28th day of

April

Month

2015

Year

Renee Levine
Signature of Official Administering Oath

Renee Levine
Print Name and Title

RENEE LEVINE
Notary Public, State of New York
No. 02LE6127285
Qualified in Rockland County
Commission Expires May 23, 2017

My commission expires on

5/23/2017

(CRNGS Supplier Renewal)

Page 7 of 7

ALPHA GAS AND ELECTRIC, LLC.

PUCO CERTIFICATION APPLICATION

EXHIBITS A-14 through A-16

PRINCIPAL OFFICERS, DIRECTORS, AND PARTNERS OF ALPHA GAS AND ELECTRIC, LLC.
EXHIBIT A-14

Israel Orzel, Chairman

12 College Road

Monsey NY 10952

845-406-9100

iorzel@homeforadults.com

Harvey Klein, Officer

12 College Road

Monsey, NY 10952

845-406-9100 x 11

hklein@hikoenergy.com

David Wanounou, CEO

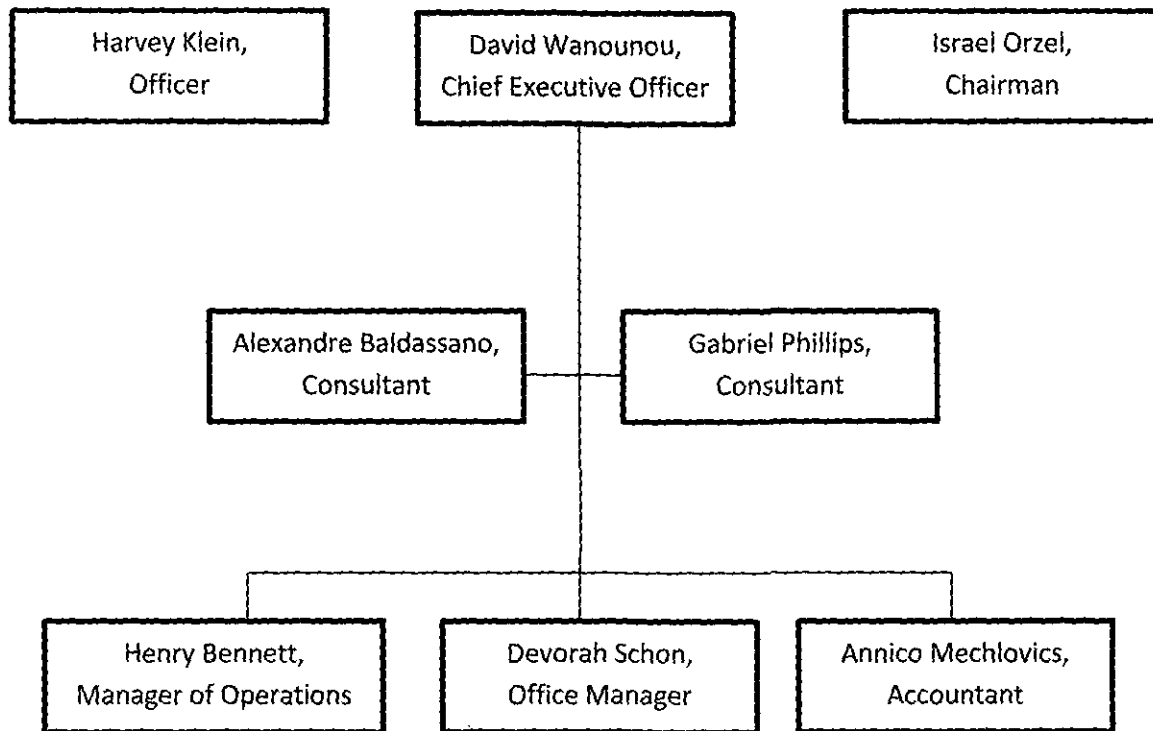
971 Route 45, Suite 202

Pomona, NY 10970

845-810-0088 x 222

david@alphagne.com

CORPORATE STRUCTURE OF ALPHA GAS AND ELECTRIC, LLC.
EXHIBIT A-15



COMPANY HISTORY

EXHIBIT A-16

Alpha Gas and Electric, LLC. was established in October 2010 in New York. Previously called "Pan American Energy," the company did business for 2 years before selling out the company to Alpha Holdings NY LLC, owned by Israel Orzel and Harvey Klein. The change of ownership occurred in July 2012. The company is now run by David Wanounou, former president of HIKO Energy, LLC.

Currently Alpha Gas and Electric is licensed to supply energy in New York, New Jersey, Ohio and Pennsylvania.

Alpha's customers are a large combination of residential and commercial customers. We are currently servicing gas customers and electric customers.

Alpha Gas and Electric uses EC Infosystems to manage enrollments and customer account information. GP renewables & Trading are our aggregators and provide us with our back-office support. We work with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee Pipeline, and Algonquin.

ALPHA GAS AND ELECTRIC, LLC.

ARTICLES OF INCORPORATION AND BYLAWS

AND SECRETARY OF STATE

EXHIBITS A-17 and A-18

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
November 6, 2012.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

101019000 782
ARTICLES OF ORGANIZATION

OF

PAN AMERICAN ENERGY, LLC

Under Section 203 of the New York Limited Liability Company Law

ARTICLE I
NAME

The name of the limited liability company is: Pan American Energy, LLC

ARTICLE II
COUNTY

The county within this state in which the office of the limited liability company is to be located is Rockland County.

ARTICLE III
SERVICE OF PROCESS

The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without the state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

45 Mariner Way
Monsey, New York 10952

ARTICLE IV
ORGANIZER

The name and mailing address of the Organizer is:

Mimi Sanik
25 Robert Pitt Drive, Suite 204
Monsey, NY 10952

/s/Mimi Sanik
Mimi Sanik, Organizer

101019000782

101019000 782

ARTICLES OF ORGANIZATION

OF

PAN AMERICAN ENERGY, LLC

Under Section 203 of the New York Limited Liability Company Law

RECEIVED

2010 OCT 19 2:18:21

Filed by:
Vcorp Services, LLC
25 Robert Pitt Drive, Suite 204
Monsey, New York 10952
Cust. Ref.#349701

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 19 2010

TAX \$
BY: 103

DRAWDOWN ACCOUNT #HD

2010 OCT 19 PM 3:42

FILED

840

201229601384

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/23/2012	201229601384	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	125.00	.00	.00	.00	.00

Receipt

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

VCORP SERVICES LLC
25 ROBERT PITT DRIVE, SUITE 204
ATTN: EFFIE STERN
MONSEY, NY 10952

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2145586

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

ALPHA GAS AND ELECTRIC, LLC

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

Document(s):

REGISTRATION OF FOREIGN FOR PROFIT LLC

Document No(s):

201229601384



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
22nd day of October, A.D. 2012.

Jon Husted

Ohio Secretary of State



Form 533B 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
BusServ@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1380
Columbus, OH 43216

Registration of a Foreign Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Registration of a Foreign For-Profit Limited
Liability Company
(108-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

(2) ☐ Registration of a Foreign Nonprofit
Limited Liability Company
(108-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

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

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Name

Mailing Address

City

State

ZIP Code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

Vcorp Agent Services, Inc.

Name

28602 Yeshiva Lane

Mailing Address

Wickliffe

City

Ohio

State

44092

ZIP Code



If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

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.

Signature

LLC Member

By (if applicable)

David Wanounou

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

**State of New York
Department of State } ss:**

I hereby certify, that PAN AMERICAN ENERGY, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/19/2010, and that the Limited Liability Company is existing so far as shown by the records of the Department. I further certify the following:

A Certificate of Publication of PAN AMERICAN ENERGY, LLC was filed on 12/28/2010.

A certificate changing name to ALPHA GAS AND ELECTRIC, LLC was filed on 01/06/2011.

I further certify, that no other documents have been filed by such Limited Liability Company.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 19th day of September
two thousand and twelve.*

Daniel Shapiro
First Deputy Secretary of State

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS B-1 through B-4

JURISDICTIONS OF OPERATION

Exhibit B-1

Current market of Alpha Gas and Electric, LLC

- New York Public Service Commission
 - Con Edison
 - Keyspan NY
 - Keyspan LI
 - Orange and Rockland
 - Niagara Mohawk
 - NYSEG
 - Rochester Gas and Electric
 - Central Hudson
 - National Fuel Gas
- New Jersey Board of Public Utilities
 - PSE&G
 - Rockland Electric Company
 - Jersey Central Power and Light
 - South Jersey Gas
 - New Jersey Natural Gas
 - Atlantic City Electric
 - Elizabeth Town Gas
- Pennsylvania Public Utilities Commission
 - PPL
 - PECO
 - Met-Ed
 - Duquesne Light
 - Columbia Gas PA
 - NFG
 - Penn Power Company
 - UGI
 - West Penn Power
 - Penelec
- Ohio Public Utilities Commission
 - Dayton Power and Light
 - Duke Energy
 - Cleveland Illuminating

- Ohio Edison
- Toledo Edison
- Columbia Gas OH

EXPERIENCE AND PLANS

Exhibit B-2

BACK END FUNCTIONS

Alpha Gas and Electric, LLC. uses EC Info Systems to manage the back end of enrollments and customer accounts. We work with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee Pipeline, and Algonquin.

GP Renewables are our aggregators and provide back-office support.

FRONT END FUNCTIONS

Alpha Gas and Electric, LLC. aims to keep the level of customer service at a high level. Every call is monitored and recorded. We listen to these recordings at random, to ensure that each customer service representative is treating our customers with respect, and helping to resolve all issues they may have. We take our customer service very seriously, and it is our goal to have only positive feedback from our growing number of customers.

Alpha works with very reputable, first class marketing companies for all marketing campaigns. Our marketing coordinators keep the quality control under a very careful watch. Supervisors monitor and listen to calls to ensure that our quality and integrity remains at the level we expect it.

We have a promotion program that we implemented in Ohio. We offer customers exciting programs and incentives, as well as great customer service.

SUMMARY OF EXPERIENCE

EXHIBIT B-3: PUBLIC

This exhibit (exhibit B-3) had confidential information regarding the amount of Alpha Gas and Electric, LLC.'s customers. This is the copy that can be made available to the public. The original exhibit, with the the confidential information, will be filed separately and will be marked "Exhibit B-3: Confidential."

Alpha Gas and Electric currently has active electric meters and active gas meters. We service both residential and commercial customers.

We serve various utilites throught New York , New Jersey, Ohio and Pennsylvania such as Con Edison, Keyspan NY and LI, Central Hudson, Orange and Rockland, PSEG, NYSEG, RG&E, Niagara Mohawk, National Fuel Gas, Duke Gas, Vectren, Columbia Gas PA, and UGI Utilities.

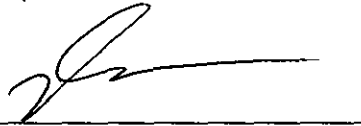
Alpha's average amount of load per month is ----- KWH.

DISCLOSURE OF LIABILITIES AND INVESTIGATIONS

EXHIBIT B-4

Alpha Gas and Electric, LLC. does not have any existing, pending, or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matters that could adversely impact the financial or operational status or ability to provide the services we are seeking to be certified to provide.

Alpha Gas and Electric LLC.

A handwritten signature in black ink, appearing to be 'David Wanounou', written over a horizontal line.

David Wanounou, CEO

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS C-1 and C-2

ANNUAL REPORTS

EXHIBIT C-1

Alpha Gas and Electric, LLC. does not have annual reports because we are not publicly traded.

SEC FILINGS

EXHIBIT C-2

Exhibit C-2 of the PUC of Ohio Application for CRES requests the most recent SEC filings. However, Alpha Gas and Electric, LLC. is not publicly traded; therefore, we are not required to file with the SEC.

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-3: FINANCIAL STATEMENTS

This Exhibit (Exhibit C-3) requests confidential information regarding Alpha Gas and Electric, LLC.s financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-3: Confidential".

ALPHA GAS AND ELECTRIC, LLC.

EXHIBIT C-4: FINANCIAL ARRANGEMENTS

This Exhibit (Exhibit C-4) requests confidential information regarding Alpha Gas and Electric, LLC.'s financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-4: Confidential".

ALPHA GAS AND ELECTRIC, LLC

EXHIBIT C-5: FORECASTED FINANCIAL STATEMENTS

This Exhibit (Exhibit C-5) requests confidential information regarding Alpha Gas and Electric's financials. Since this application is available to the public, a copy with the confidential information will be filed separately and will be marked "Exhibit C-5: Confidential".

ALPHA GAS AND ELECTRIC, LLC.

EXHIBITS C-6 through C-9

CREDIT REPORT/ CREDIT RATINGS

EXHIBITS C-6 AND C-7

Being that Alpha Gas and Electric, LLC. is a fairly new company, we do not have a credit report or credit ratings.

Alpha gives authorization to the State of Ohio to directly contact our bank in regards to our financial information.

M&T Bank
66 Route 59
Monsey, NY 10952

Contact: Anita Levine, ALEVINE@mtb.com

Phone number: 845-352-9300

BANKRUPTCY INFORMATION

EXHIBIT C-8

There have been no reorganizations, protection from creditors, or any other form of bankruptcy filings made by Alpha Gas and Electric, LLC. within the past two years.

MERGER INFORMATION

EXHIBIT C-9

Alpha Gas and Electric, LLC. (originally known as Pan American Energy) was originally owned by Shoshana Mueller and Eva Seitler. As of July 25, 2012, the ownership transferred to Alpha Partners, LLC. (Currently known as Alpha Holdings NY, LLC.) and David Wanounou.

ALPHA GAS AND ELECTRIC, LLC.

OPERATIONS

EXHIBITS D-1 through D-3

OPERATIONS

EXHIBIT D-1

BACK END FUNCTIONS

Alpha Gas and Electric, LLC. uses EC Info Systems to manage all of the back end functions. ECI provides all EDI, CIS, and Billing functions. Alpha Gas and Electric works with larger pipelines, such as Transco, Tetco, Columbia Gulf, Columbia Gas, Tennessee and Algonquin.

MID END FUNCTIONS

Alpha Gas and Electric, LLC. has a Revolving line of Credit with M and T Bank for all collateral postings and power procurement functions, as well as other functions.

Alpha Gas and Electric has contracted with GP Renewables & Trading, LLC ("GP") to help with load forecasting, scheduling, risk management, market expansion, and etcetera. Our primary consultants are Alexandre Baldassano, Managing Director of GP Renewables, and Gabriel Phillips, president of GP. Their resumes/biographies are attached.

FRONT END FUNCTIONS

Alpha Gas and Electric, LLC. aims to keep the level of customer service at a high level. *Every* call is monitored and recorded. We listen to these recordings at random, to ensure that each customer service representative is treating our customers with respect, and helping to resolve all issues they may have. We take our customer service very seriously, and it is our goal to have only positive feedback from our growing number of customers.

Alpha Gas and Electric works with very reputable, first class marketing companies for all marketing campaigns. Our marketing coordinators keep the quality control under a very careful watch. Supervisors monitor and listen to calls; to ensure our quality remains at the level we expect it.

We have multiple promotion programs that we implemented in Ohio. We offer customers exciting programs and incentives, as well as great customer service.

Alexandre Baldassano- Managing Director, GP Renewables & Trading

alex@gprenew.com

212-255-8050

EXPERIENCE

GP Renewables & Trading – New York, NY, CT

11/10 – Present

Managing Director, Renewables & environmental Services

- Analyze federal and regional renewable energy and environmental policy
- Create and market compliance and voluntary environmental credit products
- Expand renewable generation project pipeline
- Analyze state Renewable Portfolio Standard market fundamentals
- Develop spot and futures environmental credit trading strategies for managed accounts and proprietary portfolios

Natsource Asset Management LLC – New York, NY

04/08 – 10/10

Contract Manager

10/09 – 10/10

- Manage all worldwide institutional relationships for \$500mm carbon commodity fund
- Compose monthly and quarterly investor reports for all hedge funds, managed accounts, and commodity funds
- Supervise ongoing contractual commitments between institutional investors, investment manager, and underlying investment

Operations, Sales, and Risk Associate

04/08-10/09

- Determined end of month beta exposures and asset allocation breakdowns for all portfolios
- Acted as a liaison between existing and potential investors, and the Director of Marketing and Sales
- Researched and grew marketing distribution channels for the Director of Marketing and Sales
- Analyzed and communicated daily carbon and FX beta exposure for largest fund directly to Senior Management
- Identified and rectified daily trade and cash reconciliations while acting as liaison between the trading desk and prime brokerage

EDUCATION

Fordham University Graduate School of Business – New York, NY

M.B.A – Finance and Marketing Concentration, 2013

Haverford College – Haverford, PA

B.A. – Economics, 2003

Temple University – Rome, Italy

General Coursework, 8/01-12/01

Gabriel Phillips- President, GP Renewables & Trading

gabe@gprenew.com

212-255-8050

Professional History:

GP Renewables & Trading; Founder & CEO- June 2010 – Present; New York, NY

- Managed the daily forecasting, bidding, and scheduling for over 4 ARES with over 500 MW load portfolios in the NYISO, ISO-NE, PJM.
- Created financial hedging strategies for ARES customers
- Executed financial hedging strategies with a variety of counterparties
- Managed daily collateral and P&L for ARES customer with counterparties and ISOs
- Procured RECs to satisfy ARES customer RPS needs

Sempra Energy Trading; Term Power Trader/Assistant Trader- September 2007 – May 2010; Stamford, CT

- Traded a portfolio of short and long term financial and physical power and natural gas positions spanning four ISO territories, the NYISO, ISO-NE, PJM and the Ontario IMO.
- Priced deals to service customer flow business with an average duration of less than 2 years.
- Managed basis risk to 75 different locations using over the counter basis markets and Financial Transmission rights (FTR) markets to hedge exposure.
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Managed financial tolling deals for two NY power plants totaling 600mws modeled as options driven by various fuel prices and internal option models.
- Utilized the virtual market to diversify risk between the day ahead and real time as well as take incremental risk.
- Gained proficiency in managing and mitigating the financial impact of doing physical and financial direct customer and cleared speculative business in various regions by initiating transactions to reduce ancillary services costs generated by carrying large physical positions and to reduce Original Margin requirements with various exchanges including NYMEX and ICE.
- Built various stack and transmission models for Day Ahead and Term trading; including calibrating the model DAYZER to run in conjunction with internal systems for PJM, and two excel based stack models for NYISO and ISO-NE respectively.

Sempra Energy Trading; Real Time Power Trader- September 2006 – September 2007; Stamford, CT

- Traded day-ahead and hour-ahead financial and physical power in the WECC region, including California Independent System Operator (CAISO) and the Alberta Electric System Operator (AESO).
- Built and capitalized on customer relationships in taking advantage of arbitrage and spread opportunities.
- Took day-ahead transmission positions to be utilized in real time.
- Gained proficiency in creating NERC required tags to represent the flow of energy in Real Time.
- Studied the fundamentals of the power industry as they relate Hour Ahead and Day Ahead trading; including the affect of the generation stack, transmission constraints, congestion, load forecasts and weather on prices at the various trading hubs in the WECC.

Sempra Energy Trading; Day-Ahead Power Scheduler- July 2006-September 2006; Stamford, CT

- Coordinated the flow of long term and day-ahead physical power transactions for the West Coast Power Desk in the WECC region.
- Communicated with a large number of customers daily to search for Bookout opportunities in order to reduce overhead in each of the profit centers on the desk.
- Provided the desk with market intelligence gathered during communication with customers and scheduling/tagging process.
- Learned to make NREC required tags to represent the flow of energy from generator to sink anywhere in the WECC region.

Sempra Energy Trading; Collateral Analyst- December 2005- July 2006; Stamford, CT

- Processed and executed all collateral requests made by and on Sempra Energy Trading Corp, Sempra Energy Europe Ltd and Sempra Oil Trading Sarl., covering all counter parties worldwide.
- Assisted in managing basic liquidity needs by coordinating with CCO and Treasury department in the deployment of cash collateral and letters of credit.
- Reconciled the value of all types of transactions in all of SET's portfolios against the counter parties for the purpose of increasing the coverage of our credit exposure during a margin call dispute resolution. This process must be accomplished in a timely fashion without divulging sensitive information.
- Consistently work towards improved process efficiency and accuracy by increasing automation and enhancing the features of the Java application used as the Margin System.

Sempra Energy Trading; Business Analyst- September 2005-December 2005; Stamford, CT

- Supported the trading floor by interpreting the intricacies of how SET's internal trading and reporting system (Affinity) calculates the value of various deals and stores/displays information for the entire trading staff in Stamford, CT alongside only two other Business Analysts.
- Translated elements of the trading business from settlements and trade entry to P&L calculation to aid the development staff in creating more efficient and accurate systems.

- Coordinated and ensured the accuracy of pricing feeds and reporting updated our systems' information feeds from the nation's ISO's as well as maintained connectivity with data providers such as Reuters and LIM.

OPERATION EXPERTISE

EXHIBIT D-2

Alpha Gas and Electric, LLC is a current member of NYISO, and PJM. Alpha operates in NY, NJ, OH, and PA.

BIOS OF ALPHA GAS AND ELECTRIC, LLC.'s OFFICERS AND CONSULTANTS

Harvey Klein, Officer

Harvey Klein is an officer of Alpha Gas and Electric. His responsibilities encompass investor development as well as identifying and analyzing opportunities for Alpha's strategic growth. Mr. Klein is a managing partner in a variety of other companies, including premium incentives, vending companies, and other real estate holdings. He is a vital member of the Alpha team. Mr. Klein applies his sound business acumen to cultivate and incorporate innovative strategies for Alpha's overall success.

Israel Orzel, Chairman

As Chairman and Managing Partner of Alpha Gas and Electric, LLC., Mr. Orzel is responsible for development, management, and capital marketing activities.

Mr. Orzel is also the largest investor and president of Adult Care Management, which owns and operates eight adult care facilities in the Northeast.

With over three decades of hands-on experience in the real estate and health care management industries, Mr. Orzel is well qualified to lead Alpha's executive management team.

David Wanounou, CEO

David brings his extensive operations experience to Alpha Gas and Electric, LLC. As Chief Operating Officer for IDT Energy, David was responsible for all aspects of serving energy customers, from oversight of initial sales channels, through enrollment and provision, and ongoing customer issue resolution. When David joined IDT Energy, they had 3,000 customers. He completed the acquisition of another ESCO, integrated the two companies, and spearheaded multiple campaigns using varied sales channels. In his first year, he grew the company to 125,000 customers, making IDT Energy the fastest-growing and largest residential ESCO in New York.

As a hands-on leader, David oversaw both the Regulatory and IT arms, directing the build-out of IDT Energy's custom computer system. He expanded IDTE's presence by acquiring licenses and approvals in multiple utilities and states. He also created and implemented policies and procedures to ensure compliance with the numerous regulations applicable in each jurisdiction.

Involvement in day-to-day operations gave him a keen awareness of what it takes to run a successful energy business. His problem-solving and analytical skills were honed by putting them into practical use, and he was responsible for not only much of IDT Energy's rapid growth, but its customer retention as well.

In his previous position as Executive Vice-President of Global Procurement for a Fortune 1000 company, David oversaw multiple projects and took a primary role in budget planning and cost monitoring, key parts of his responsibilities at Alpha Gas and Electric, LLC. He created a process for the purchasing

lifecycle, negotiated all contracts such as software, maintenance and operational needs, and resold excess inventory to ensure a favorable bottom line. Alpha Gas and Electric is confident in David's abilities to create and maintain a well-defined corporate infrastructure with a commitment to both customer satisfaction and profitability.

Alexandre Baldassano, Contracted Consultant

Resume is attached to Exhibit D-1

Gabriel Phillips, /Contracted Consultant

Resume is attached to Exhibit D-1

KEY TECHNICAL PERSONNEL

EXHIBIT D-3

1. David Wanounou
CEO
david@alphagne.com
845-810-0088 x 222
2. Harvey Klein
Officer
hklein@hikoenergy.com
845-406-9100 X 211
3. Israel Orzel
Chairman
iorzel@homeforadults.com
845-409-9100
4. Alexandre Baldassano
Managing Director, GP Renewables & Trading
Consultant, On Retainer
alex@gprenew.com
212-255-8050
5. Gabriel Phillips
President, GP Renewables & Trading
Consultant, On Retainer
gabe@gprenew.com
212-255-8050
6. Henry Bennett
Manager of Operations
henry@alphagne.com
845-810-0088 x 201
7. Dina Freedman
Regulatory and Compliance
dina@alphagne.com
845-810-0088 x 200
8. Annico Mechlovics
Accountant
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845-406-9100 x 207