

FILE

STEVENS & LEE

LAWYERS & CONSULTANTS

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PUCO

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December 22, 2017

VIA FEDERAL EXPRESS

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

17-2547-GA-CRS

Re: Application of Atlantic Energy MD, LLC for Competitive Retail Natural Gas Supplier License

Dear Sir or Madam:

Enclosed for filing please find the original plus four (4) copies of the Application of Atlantic Energy MD, LLC for a Competitive Retail Natural Gas Supplier License, along with the required affidavits, exhibits, and other attachments required by the Commission's rules.

Please note that the financial statements, financial arrangements, and forecasted financial statements have been marked **CONFIDENTIAL for filing under seal**. Atlantic Energy MD, LLC respectfully requests confidential treatment of these materials pursuant to Rule 4901:1-27-08, as it is not a publicly traded entity, and disclosure of Atlantic Energy MD, LLC's financial information and business plans could cause it competitive harm.

Upon filing, please return a time-stamped copy of the Application packet to me in the enclosed self-addressed stamped envelope. Thank you, and please feel free to contact me if you have any questions or concerns.

Sincerely,

STEVENS & LEE



Michael A. Gruin

Encl.

Philadelphia • Reading • Valley Forge • Allentown • Harrisburg • Lancaster • Scranton
Wilkes-Barre • Princeton • Charleston • New York • Wilmington

A PROFESSIONAL CORPORATION

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Public Utilities Commission

PUCO USE ONLY – Version 1.08 May 2016		
Date Received	Case Number	Certification Number
	- GA-CRS	

17-2547-GA-CRS

INITIAL 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-15 - 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 ☒ Retail Natural Gas Marketer

A-2 Applicant information:

Legal Name Atlantic Energy MD, LLC
Address 4602 21st St, Suite 1884, Long Island City, New York, 11101
Telephone No. 1-800-917-9133 Web site Address www.atlanticenergyco.com

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

Name Atlantic Energy MD, LLC
Address 4602 21st St, Suite 1884, Long Island City, New York, 11101
Web site Address www.atlanticenergyco.com Telephone No. 1-800-917-9133

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

A-5 Contact person for regulatory or emergency matters:

Name Nicholas Capozzo Title Director of Operations
Business Address 4602 21st St, Suite 1884, Long Island City, New York, 11101
Telephone No. (800) 917-9133 Fax No. 516) 922-2055 Email Address nick@atlanticenergyco.com

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

Name Sara Petrozza Title Director Customer Service
Business address 4602 21st St, Suite 1884, Long Island City, New York, 11101
Telephone No. (800) 917-9133 Fax No. 516) 922-2055 Email Address sara@atlanticenergyco.com

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

Customer service address 4602 21st St, Suite 1884, Long Island City, New York, 11101
Toll-Free Telephone No. (800) 917-9133 Fax No. 516) 922-2055 Email Address info@atlanticenergyco.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 John Turner Title Customer Service Representative
Business address 3270 Urbancrest Industrial Dr., Grove City, OH 43123
Telephone No. 614-965-3053 Fax No. Email Address john.turner@atlanticenergyco.com

A-9 Applicant's federal employer identification number 47-5194991

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 Ohi	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Duke Energy Ohi	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input 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	February 1, 2018
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	February 1, 2018
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	February 1, 2018
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	February 1, 2018

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 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-16 Exhibit A-16 "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-17 Exhibit A-17 "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.
(This is generally only applicable to publicly traded companies who publish annual reports)
- 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. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

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.)

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

1. The applicant itself stating that it is investment grade rated by Moody's, Standard & Poor's or Fitch and provide evidence of rating from the rating agencies.
2. Have a parent company or third party that is investment grade rated by Moody's, Standard & Poor's or Fitch guarantee the financial obligations of the applicant to the LDU(s).
3. Have a parent company or third party that is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal **in the opinion of the Staff reviewer** to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company's financials must be included in the application if the applicant is relying on this option.
4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

C-5 Exhibit C-5 “Forecasted Financial Statements,” provide two years of forecasted income statements for the applicant's **NATURAL GAS related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

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. If an applicant or its parent does not have such a credit rating, enter “N/A” in Exhibit C-6.

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. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter “N/A” for Exhibit C-7.

- 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 within the two most recent years preceding the application.
- C-9 Exhibit C-9 “Merger Information,”** provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.
- C-10 Exhibit C-10 “Corporate Structure,”** provide a description of the applicant’s corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

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

[Signature] Controller

Sworn and subscribed before me this

27th

day of

November

Month

2017

Year

Signature of official administering oath

[Signature]

Print Name and Title

Nicholas Capozzo - Notary Public



My commission expires on

10/16/21



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)

In the Matter of the Application of)

Atlantic Energy MD, LLC)

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

Case No. - -GA-CRS

County of

State of

[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

Controller

Sworn and subscribed before me this

day of

Month

Year

Signature of Official Administering Oath

Print Name and Title

NICHOLAS CAPOZZO
Notary Public - State of New York
NO. 01CA6365723
Qualified in New York County
My Commission Expires Oct 16, 2021

My commission expires on

(CRNGS Supplier -Version 1.08) Page 8 of 8

Exhibit A-14
Principal Officers, Directors, and Partners

CEO

Name: Patrick Linden

**Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133**

Director of Operations

Name: Nicholas Capozzo

**Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133**

Controller

Name: Kyle Burke

**Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133**

Director of Customer Service

Name: Sara Petrozza

**Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133**

Exhibit A-15

Company History

Atlantic Energy, LLC was formed in 2011, and began operations as a supplier of electricity and natural gas in New York in 2013. Atlantic Energy obtained approval from the New York Public Service Commission to operate as a supplier on November 10, 2011, and the company became a customer of the New York Independent System Operator (NYISO) effective June 27, 2013. Atlantic Energy began serving customers in New York shortly thereafter, and currently provides electricity and/or natural gas supply to approximately 40,000 retail customers in the state of New York.

Atlantic Energy MD, LLC was formed in 2015 as a wholly owned subsidiary of Atlantic Ventures N.A., LLC, to provide retail gas and electricity supply in the states of Maryland, New Jersey, Pennsylvania and Ohio. Atlantic Energy MD, LLC became a member of PJM on February 2016. On March 23, 2016, the Maryland Public Service Commission granted licenses to Atlantic Energy MD, LLC operate as a supplier of electricity (License IR-3605) and natural gas (License IR-3604) in the state of Maryland.

By Order issued on August 11, 2016 in Docket Number A-2016-2542024, the Pennsylvania Public Utility Commission granted Atlantic Energy MD, LLC a license authorizing Atlantic Energy MD, LLC to offer, render, furnish or supply natural gas services as a supplier to the public, limited to residential, small commercial (under 6,000 MCF annually), large commercial (6,000 MCF or more annually), and industrial customers in the natural gas distribution company service territories of Valley Energy, UGI Utilities, Inc., UGI Central Penn Gas, UGI Penn Natural Gas, PECO Energy Company, Philadelphia Gas Works, National Fuel Gas Distribution Corporation, Peoples Natural Gas Company, LLC, Peoples Natural Gas Company, LLC - Equitable Division, Peoples TWP LLC, and Columbia Gas of Pennsylvania, Inc. within the Commonwealth of Pennsylvania.

By Order issued on August 11, 2016 in Docket Number A-2016-2542085, the Pennsylvania Public Utility Commission granted Atlantic Energy MD, LLC a license to offer, render, furnish or supply electricity or electric generation services as a supplier to residential, small commercial (25 kW and under demand), large commercial (over 25 kW demand), and industrial customers in the electric distribution company service territories of Duquesne Light Company, Metropolitan Edison Company, PECO Energy Company, Pennsylvania Electric Company, Pennsylvania Power Company, PPL Electric Utilities Corporation, and West Penn Power Company in the Commonwealth of Pennsylvania.

By Order issued on November 9, 2016 in Case no. 16-1567-EL-CRS, the Public Utilities Commission of Ohio granted the Application of Atlantic Energy MD, LLC for Certification as a Competitive Retail Electricity Supplier in the State of Ohio. On November 29, 2016, the Public Utilities Commission of Ohio issued Atlantic Energy MD, LLC Certificate Number 16-1141E(1) to provide power marketer services in the State of Ohio.

By Order issued on December 20, 2016 in Docket No. 16-0778, the Delaware Public Service Commission granted Atlantic Energy MD, LLC a certificate to operate as an Electric Supplier in the State of Delaware.

By Order number 18616 issued December 30, 2016 in Case numbers GA 2016-06 and GA 2016-06, the Public Service Commission of the District of Columbia granted licenses to

Atlantic Energy MD, LLC to function as an electricity and natural gas supplier in the District of Columbia.

On March 24, 2017, the New Jersey Board of Public Utilities issued licenses to Atlantic Energy MD, LLC as an Electric Power Supplier and Gas Power Supplier (License Numbers ESL-0192 and GSL-0166) in the state of New Jersey.

Exhibit A-16
Articles of Incorporation and Bylaws

See attached Certificate of LLC Organization issued by the Maryland Secretary of State

STATE OF MARYLAND
Department of Assessments and Taxation

I, Paul B. Anderson, Charter Administrator of the Maryland Department of Assessments and Taxation, hereby certify that the attached document, inscribed with the same Authentication Code, is a true copy of the public record of the **Articles of Organization**

for
ATLANTIC ENERGY MD, LLC

I further certify that this document is a true copy generated from the online service with the Department of Assessments & Taxation.

In witness whereof, I have hereunto subscribed my signature and affixed the seal of the State Department of Assessments and Taxation of Maryland at Baltimore on this **September 22, 2015**

Paul B. Anderson

Paul B. Anderson
Charter Administrator



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

Online Certificate Authentication Code: **5000000000510320**
To verify the Authentication Code, visit <http://dat.maryland.gov/verify>

ARTICLES OF ORGANIZATION

The undersigned, with the intention of creating a Maryland Limited Liability Company files the following Articles of Organization:

(1) The name of the Limited Liability Company is:

ATLANTIC ENERGY MD, LLC

(2) The purpose for which the Limited Liability Company is filed is as follows:

Energy Sales & to engage in any lawful act or activity for which limited liability companies may be organized under Maryland State Law.

(3) The address of the Limited Liability Company in Maryland is:

836 Park Ave., 2nd Floor, Unit B, Baltimore, MD, 21201

(4) The Resident Agent of the Limited Liability Company in Maryland is:

Registered Agent Solutions, Inc.

whose address is:

836 Park Ave., 2, Baltimore, MD, 21201

(5) Signature(s) of Authorized Person(s):

Steven Weiss

(6) Signature(s) of Resident Agent(s):

STEVEN WEISS, ASSISTANT SECRETARY

(7) Filing party's name and return address:

**Steven Weiss, Allstate Corporate Services Corp.,
1222 Avenue M, Suite 301, Brooklyn, NY, 11230**

I hereby consent to my designation in this document.

Exhibit A-17
Proof of Ohio Registration

See attached Proof of Registration issued by Ohio Secretary of State



DATE	DOCUMENT ID	DESCRIPTION
04/26/2016	201611802082	REGISTRATION OF FOREIGN FOR PROFIT LLC (LLP)

Receipt

This is not a bill. Please do not remit payment

ATLANTIC ENERGY MD, LLC
ATTN: SAL ABECASIS
1222 AVENUE M, SUITE 301
BROOKLYN, NY 11230

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
3896658

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

ATLANTIC ENERGY MD, LLC

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

Document(s)

REGISTRATION OF FOREIGN FOR PROFIT LLC

Effective Date: 04/26/2016

Document No(s):

201611802082



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
28th day of April, A.D. 2016.

Ohio Secretary of State

From: unknown Page: 4/5 Date: 4/26/2016 8:39:32 AM



Form 5338 Prescribed by:

JON HUSTEN
OHIO SECRETARY OF STATE

 Tel/Fax: (614) 466-3411 (614) 466-3431
 Carol Office: (614) 466-3410

 www.OHioSecretaryofState.gov
 Bureau@OHioSecretaryofState.gov

File online or for more information: www.OHioBusinessCentral.com

Mail this form to one of the following:

 Regular filing (non-expedited)
 P.O. Box 623
 Columbus, OH 43264

 Expedite filing (fee business day processing time)
 Requires an additional \$195 fee
 P.O. Box 1300
 Columbus, OH 43264

Registration of a Foreign Limited Liability Company

CHECK ONLY ONE (1) BOX

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

Jurisdiction of Formation: MARYLAND

Date of Formation: 08/22/2015

 (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

ATLANTIC ENERGY MD, LLC

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 "Co."

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:

ATLANTIC VENTURES N.A. LLC

Name

1 SHORE ROAD, UNIT 1

Mailing Address

OYSTER BAY

City

NY

State

11771

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

REGISTERED AGENT SOLUTIONS, INC.

Name

4568 Mayfield Rd., Suite 204

Mailing Address

Cleveland

City

Ohio

State

44121

ZIP Code

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.

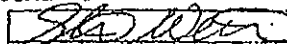
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by an authorized 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

Authorized Representative

By (if applicable)

STEVEN WEISS

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Exhibit B-1

Jurisdictions of Operation

Atlantic Energy MD, LLC and its affiliates are authorized to operate as electricity and/or natural gas suppliers based on Orders , Licenses and/or certificates issued by the New York Public Service Commission, Maryland Public Service Commission, Pennsylvania Public Utility Commission, Public Utilities Commission of Ohio, Delaware Public Service Commission, Public Service Commission of the District of Columbia, Public Utilities Regulatory Authority of Connecticut, Massachusetts Department of Public Utilities, and New Jersey Board of Public Utilities.

On November 10, 2011, the New York Public Service Commission authorized Atlantic Energy, LLC to operate as an Energy Services Company in the State of New York, under ESCO Code “ATEN”.

On March 23, 2016, the Maryland Public Service Commission granted licenses to Atlantic Energy MD, LLC operate as a supplier of electricity (License IR-3605) and natural gas (License IR-3604) in the state of Maryland.

On July 20, 2016, the Massachusetts Department of Public Utilities approved the Application of Atlantic Energy MA, LLC to act as a Competitive Supplier of Electricity under License Number CS-162 in the Commonwealth of Massachusetts.

By Order issued on August 11, 2016 in Docket Number A-2016-2542024, the Pennsylvania Public Utility Commission granted Atlantic Energy MD, LLC a license authorizing Atlantic Energy MD, LLC to offer, render, furnish or supply natural gas services as a supplier to the public, limited to residential, small commercial (under 6,000 MCF annually), large commercial (6,000 MCF or more annually), and industrial customers in the natural gas distribution company service territories of Valley Energy, UGI Utilities, Inc., UGI Central Penn Gas, UGI Penn Natural Gas, PECO Energy Company, Philadelphia Gas Works, National Fuel Gas Distribution Corporation, Peoples Natural Gas Company, LLC, Peoples Natural Gas Company, LLC - Equitable Division, Peoples TWP LLC, and Columbia Gas of Pennsylvania, Inc. within the Commonwealth of Pennsylvania.

By Order issued on August 11, 2016 in Docket Number A-2016-2542085, the Pennsylvania Public Utility Commission granted Atlantic Energy MD, LLC a license to offer, render, furnish or supply electricity or electric generation services as a supplier to residential, small commercial (25 kW and under demand), large commercial (over 25 kW demand), and industrial customers in the electric distribution company service territories of Duquesne Light Company, Metropolitan Edison Company, PECO Energy Company, Pennsylvania Electric Company, Pennsylvania Power Company, PPL Electric Utilities Corporation, and West Penn Power Company in the Commonwealth of Pennsylvania.

By Order issued on November 9, 2016 in Case no. 16-1567-EL-CRS, the Public Utilities Commission of Ohio granted the Application of Atlantic Energy MD, LLC for Certification as a

Competitive Retail Electricity Supplier in the State of Ohio. On November 29, 2016, the Public Utilities Commission of Ohio issued Atlantic Energy MD, LLC Certificate Number 16-1141E(1) to provide power marketer services in the State of Ohio.

By Order issued on December 20, 2016 in Docket No. 16-0778, the Delaware Public Service Commission granted Atlantic Energy MD, LLC a certificate to operate as an Electric Supplier in the State of Delaware.

By Decision issued on December 21, 2016 in Docket No. 16-09-19, the Public Utilities Regulatory Authority of Connecticut granted Atlantic Energy MA, LLC an Electric Supplier License.

By Order number 18616 issued December 30, 2016 in Case numbers GA 2016-06 and GA 2016-06, the Public Service Commission of the District of Columbia granted licenses to Atlantic Energy MD, LLC to function as an electricity and natural gas supplier in the District of Columbia.

On March 24, 2017, the New Jersey Board of Public Utilities issued licenses to Atlantic Energy MD, LLC as an Electric Power Supplier and Gas Power Supplier (License Numbers ESL-0192 and GSL-0166) in the state of New Jersey.

Copies of all of the aforementioned approvals are attached hereto.

**STATE OF NEW YORK DEPARTMENT OF PUBLIC SERVICE
THREE EMPIRE STATE PLAZA, ALBANY, NY 12223-1350**

Internet Address: <http://www.dps.state.ny.us>

PUBLIC SERVICE COMMISSION

GARRY A. BROWN PETER McGOWAN

PATRICIA L. ACAMPORA
MAUREEN F. HARRIS JACLYN A. BRILLING
ROBERT E. CURRY JR.
James L. Larocca

November 10, 2011

Mr. Patrick J. Linden
Atlantic Energy, LLC
963 Oyster Bay Rd.
East Norwich, NY 11732

RE: Atlantic Energy, LLC – ESCO Code ATEN

Dear Mr. Linden:

Thank you for submitting your Retail Access Application Package to become an Energy Services Company (ESCO) serving residential and nonresidential natural gas and electric customers in New York State. This letter is to inform you that documentation submitted in your application package, including sales agreements for the ESCO Referral Programs, have been reviewed by Staff and established to be in compliance with the New York State Public Service Commission's ESCO eligibility requirements that are implemented by codes and regulations found in the Uniform Business Practices, the Home Energy Fair Practices and other applicable regulations.

I am also pleased to notify you that Atlantic Energy, LLC has successfully met the Commission's EDI Phase I certification requirements for Core, Utility Rate and Bill Ready Transactions effective November 10, 2011. All requirements therefore, for this initial stage of your eligibility determination have been satisfied.

Please be advised that you may now continue with the utility approval stage of the eligibility process by contacting those companies in whose service territories you intend to participate. The utility stage normally consists of a creditworthiness determination, completion of Phase III EDI testing and the execution of any operating or billing service agreements. Please note that each utility's eligibility requirements pertain to only their retail access programs.

Once you have satisfactorily completed the utility eligibility stage, Staff will be notified by the utility of your success. It would be helpful if Atlantic Energy, LLC notified Staff of the actual production date in the utility service territories you intend to enroll customers. At that point I will confirm that your final eligibility requirements have been satisfied.

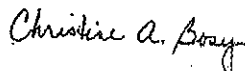
Be advised that to maintain your ESCO eligibility, you must notify Staff of any substantive legal, financial or business related changes to your company as they occur. If your business plan changes and you decide to expand your service offerings by choosing to participate in any of the ESCO referral programs or move into other utility service territories, you must immediately submit the appropriate documentation for Staff review and determination of how it affects your current eligibility.

If you are using vendors to provide ESCO related services (e.g., EDI), the ESCO remains fully responsible for any activities the vendors perform. If you have not already done so, or if you have changed vendors since last reporting them to us, please provide Staff a list with contact information for all vendors that you are now using. _____

Upon completion of our review of new eligibility information, Staff will then update your eligibility status as necessary.

We will only post your company's contact information on our Website once you have completed the eligibility process and are ready to begin enrolling customers. Please do not hesitate to contact me if you have any further questions or concerns at (518) 486-2432 or Christine_Bosy@dps.state.ny.us.

Sincerely,



Christine A. Bosy
Retail Access Section
Office of Consumer Policy

cc: F, Ferreira (via email)

COMMISSIONERS

W. KEVIN HUGHES
CHAIRMAN

HAROLD D. WILLIAMS
ANNE E. HOSKINS
JEANNETTE M. MILLS
MICHAEL T. RICHARD

STATE OF MARYLAND



PUBLIC SERVICE COMMISSION

#3, 3/23/16 AM; ML#S 177633, 183970 and 184421
License Reference No.: IR-3605

March 23, 2016

Michael A. Gruin
Stevens & Lee
17 North Second Street, 16th Floor
Harrisburg, PA 17101

Dear Mr. Gruin:

On November 10, 2015, Atlantic Energy MD, LLC ("Company") filed an Application for a License to Supply Electricity or Electric Generation Services in Maryland under COMAR 20.51. The Company proposes to provide electricity supplier services in Maryland for residential, commercial and industrial customers as described in the application. Additional information was filed on February 25, 2016 and February 29, 2016.

After considering this matter at the March 23, 2016 Administrative Meeting, the Commission granted the Company a license to supply electricity or electric generation services in Maryland (License Reference Number IR-3605). The license granted by the Commission under this Letter Order is limited solely to electricity supplier services for the customer classes and service territories applied for and recommended by Staff. Additionally, the Company is directed to provide marketing and training materials specific to its Maryland operations to the Commission Staff and Office of People's Counsel 30 days prior to commencing electricity supplier operations in Maryland.

Finally, the Company is reminded that it is under a continuing obligation to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license. A copy of the supplemental or updated information is required to be filed concurrently with the Office of People's Counsel.

By Direction of the Commission,

/s/ David J. Collins

David J. Collins
Executive Secretary

DJC/st

cc: Phil VanderHeyden, Electricity Division
Obi Linton, Director, External Relations

WILLIAM DONALD SCHAEFER TOWER • 6 ST. PAUL STREET • BALTIMORE, MARYLAND 21202-6806

410-767-8000

Toll Free: 1-800-492-0474

FAX: 410-333-6495

MDRS: 1-800-735-2258 (TTY/Voice)

Website: www.psc.state.md.us

COMMISSIONERS

W. KEVIN HUGHES
CHAIRMAN

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MICHAEL T. RICHARD

STATE OF MARYLAND



PUBLIC SERVICE COMMISSION

#2, 3/23/16 AM; ML#s 177632 and 184421
License Reference No.: IR-3604

March 23, 2016

Michael A. Gruin
Stevens & Lee
17 North Second Street, 16th Floor
Harrisburg, PA 17101

Dear Mr. Gruin:

On November 10, 2015, Atlantic Energy MD, LLC ("Company") filed an Application for a License to Supply Natural Gas or Natural Gas Supply Services under COMAR 20.54. The Company proposes to provide natural gas supplier services in Maryland for residential, commercial and industrial customers as described in the application. Additional information was filed on February 25, 2016.

After considering this matter at the March 23, 2016 Administrative Meeting, the Commission granted the Company a license to supply natural gas or natural gas supply services in Maryland (License Reference Number IR-3604). The license granted by the Commission under this Letter Order is limited solely to natural gas supplier services for the customer classes and service territories as recommended by Staff. Additionally, the Company is directed to provide marketing and training materials specific to its Maryland operations to the Commission Staff and Office of People's Counsel 30 days prior to commencing natural gas supplier operations in Maryland.

Finally, the Company is reminded that it is under a continuing obligation to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license. A copy of the supplemental or updated information is required to be filed concurrently with the Office of People's Counsel.

By Direction of the Commission,

/s/ David J. Collins

David J. Collins
Executive Secretary

DJC/st

cc: Phil VanderHeyden, Electricity Division
Obi Linton, Director, External Relations

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**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
HARRISBURG, PA 17120**

Public Meeting held August 11, 2016

Commissioners Present:

Gladys M. Brown, Chairman
Andrew G. Place, Vice Chairman
John F. Coleman, Jr.
Robert F. Powelson
David W. Sweet

Application of Atlantic Energy MD, LLC dba
Atlantic Energy to become a Licensed Supplier
of Natural Gas Services

Docket Number:
A-2016-2542024

ORDER

BY THE COMMISSION:

On April 21, 2016, the Commission accepted Atlantic Energy MD, LLC dba Atlantic Energy's, (Atlantic), Utility Code 1218734, application to provide natural gas supply services in the natural gas distribution company (NGDC) service territories of Valley Energy, UGI Utilities, Inc., UGI Central Penn Gas, UGI Penn Natural Gas, PECO Energy Company, Philadelphia Gas Works, National Fuel Gas Distribution Corporation, Peoples Natural Gas Company, LLC, Peoples Natural Gas Company, LLC - Equitable Division, Peoples TWP LLC and Columbia Gas of Pennsylvania, Inc., within the Commonwealth of Pennsylvania. This application was filed pursuant to section 2208 of the Natural Gas Choice and Competition Act (Act) and Title 52 of the Pennsylvania Code, Chapter 62, Subchapter D.

§2208 provides in pertinent part that:

Requirements for Natural Gas Suppliers.--No entity shall engage in the business of a natural gas supplier unless it holds a license issued by the Commission. To the extent that a natural gas distribution company provides natural gas supply service outside of its chartered or certificated territory, it also must hold a license. A license shall not be required for customers who make de minimis incidental sales or resales to themselves, an affiliate or to other nonresidential retail gas customers. 66 Pa. C.S. §2208.

A natural gas supplier is defined as:

An entity other than a natural gas distribution company, but including natural gas distribution company marketing affiliates, which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of a natural gas distribution company. The term includes a natural gas distribution company that provides natural gas supply services outside its certificated service territories. The term includes a municipal corporation, its affiliates or any joint venture, to the extent that it chooses to provide natural gas supply services to retail customers located outside of its corporate or municipal limits, as applicable, other than:

- (i) as provided prior to the effective date of this chapter, pursuant to a certificate of public convenience if required under this title;
- (ii) total natural gas supply services in de minimis amounts;
- (iii) natural gas supply services requested by, or provided with the consent of, the public utility in whose certificated territory the services are provided; or
- (iv) natural gas supply services provided to the municipal corporation itself or its tenants on land it owns or leases, or is subject to an agreement of sale or pending condemnation, as of September 1, 1999, to the extent permitted by applicable law independent of this chapter.

The term excludes an entity to the extent that it provides free gas to end-users under the terms of an oil or gas lease. Notwithstanding any other provision of this title, a natural gas supplier that is not a natural gas distribution company is not a public utility as defined in section 102

(relating to definitions) to the extent that the natural gas supplier is utilizing the jurisdictional distribution facilities of a natural gas distribution company or is providing other services authorized by the Commission. 66 Pa. C.S. § 2202.

As used in the above definition of a natural gas supplier, the term natural gas supply services includes: (i) the sale or arrangement of the sale of natural gas to retail customers; and (ii) services that may be unbundled by the Commission under section 2203(3) of the Act (relating to standards for restructuring of the natural gas utility industry). Natural gas supply service does not include distribution service. 66 Pa. C.S. § 2202.

Atlantic is a foreign limited liability company, formed in the State of Maryland as of September 22, 2015, and registered to do business in the Commonwealth of Pennsylvania on March 23, 2016. Atlantic has stated that upon the approval of this Application, it proposes to provide natural gas supply services as a supplier to residential, small commercial (less than 6,000 Mcf annually), large commercial (6,000 Mcf or more annually), and industrial customers.

Regarding the financial and technical fitness requirements of the license application, Atlantic has submitted income statements, balance sheets, and profit and loss statements for 2014 and 2015. Atlantic has also provided professional resumes for its chief officers, as well as a certificate of liability insurance. We note that Atlantic has also submitted an application for an electric generation services supplier license at Docket No. A-2016-2542085. We find that sufficient information has been provided by Atlantic to demonstrate its financial and technical fitness in order to be licensed as a NGS in the Commonwealth of Pennsylvania.

Since Atlantic will be serving residential customers, it is important to note that a licensee must comply with, and be governed by, applicable Chapter 56 residential service regulations as set forth in the Commission Order *Guidelines for Maintaining Customer Service at the Same Level of Quality Pursuant to 66 Pa. C. S. §2206(a), Assuring*

Conformance with 52 Pa. Code Chapter 56 Pursuant to 66 Pa. C.S. §2207(b), §2208(e) and (f) and Addressing the Application of Partial Payments (M-00991249 F003). Thus, we deem it appropriate to reiterate certain items with respect to Chapter 56 of our regulations. Chapter 56 (52 Pa Code Chapter 56) is applicable to residential accounts. A natural gas supplier cannot physically disconnect a residential customer from the distribution system, and thus, the rules relating to residential service termination are not applicable to natural gas suppliers. A natural gas supplier may seek to terminate its natural gas services through an appropriate written notice to the customer and the local distribution company. The residential customer can then attempt to repair his or her relationship with the natural gas supplier, seek a new natural gas supplier, or default to the natural gas distribution company's service tariffed rates in accordance with the local distribution company's obligations under Section 2207(a), 66 Pa. C.S. §2207(a). The customer would only be disconnected from the distribution system pursuant to appropriate regulations if the customer failed to meet his or her obligations to the natural gas distribution company or the natural gas supplier which has been designated by the Commission as the supplier of last resort.

Section 2208(c)(1), 66 Pa. C.S. §2208(c)(1), provides that a natural gas supplier license shall not be issued unless the applicant furnishes a bond or other security in a form and amount to ensure its financial responsibility. The criteria used to establish the form and amount of the bond or other security is set forth in the natural gas distribution company's tariff. The amount and form of the bond or other security may also be mutually agreed to between the natural gas distribution company and the natural gas supplier. Section 2208 also provides that should the parties fail to achieve an agreement, then the form and amount of bond or other financial security "shall be determined by criteria approved by the Commission." Atlantic has provided documentation to evidence its compliance with the Section 2208(c) bonding requirement for the NGDC service territories of Valley Energy, UGI Utilities, Inc., UGI Central Penn Gas, UGI Penn Natural

Gas, PECO Energy Company, Philadelphia Gas Works, National Fuel Gas Distribution Corporation, Peoples Natural Gas Company, LLC, Peoples Natural Gas Company, LLC - Equitable Division, Peoples TWP LLC, and Columbia Gas of Pennsylvania, Inc., within the Commonwealth of Pennsylvania.

Additionally, we specifically note that the licensee must comply with, and ensure that its employees, agents, representatives and independent contractors comply with the standards of conduct and disclosure for licensees set out in Commission regulations at 52 Pa. Code § 62.114 that were enacted to protect consumers of this Commonwealth. These standards include, *inter alia*, the provision of timely and accurate information about the services offered by the licensee, the practice of nondiscrimination in service in regard to race, color, religion, national origin, marital status, etc., the safeguarding of a customer's personal information, and compliance with applicable state and federal consumer protection laws. We further note that the licensee and its agents must comply with the Commission's sales and marketing regulations at 52 Pa. Code §111.1, et seq. applicable to residential customers. Among other things, these regulations require the licensee and its agents to provide accurate information about products and services being offered and prohibit a licensee and its agents from engaging in misleading or deceptive conduct and from making false or misleading representations. Also, we take this opportunity to remind the licensee of its agreement to abide by, and to ensure that its employees, representatives, agents and independent contractors abide by all applicable federal and state laws, and Commission regulations, procedures, and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business.

Atlantic has published notice of its application in the Pennsylvania newspapers and provided proofs of service to the interested parties as required by the Commission.

As of August 2, 2016, no protests have been filed.

We find that Atlantic:

1. Is fit, willing and able to properly perform the service proposed in conformance with applicable provisions of the Public Utility Code and the Commission orders and regulations, specifically including 52 Pa. Code Chapter 56 (relating to Standards and Billing Practices for Residential Utility Service).

2. Has agreed to abide by all Commission regulations, procedures and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may develop from time to time in the course of doing business in Pennsylvania.

3. Has proposed to offer natural gas supply services which, to the extent authorized by the license, will be consistent with the public interest and the policy declared in the Natural Gas Choice and Competition Act.

Upon full consideration of all matters of record, we find that approval of this application is necessary and proper for the service, accommodation and convenience of the public; **THEREFORE,**

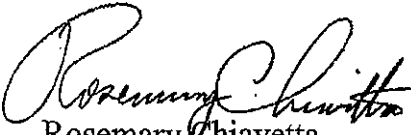
IT IS ORDERED:

1. That the application of Atlantic Energy MD, LLC dba Atlantic Energy is hereby approved, consistent with this Order.

2. That a license be issued authorizing Atlantic Energy MD, LLC dba Atlantic Energy the right to begin to offer, render, furnish or supply natural gas services as a supplier to the public, limited to residential, small commercial (under 6,000 MCF annually), large commercial (6,000 MCF or more annually), and industrial customers in the natural gas distribution company service territories of Valley Energy, UGI Utilities, Inc., UGI Central Penn Gas, UGI Penn Natural Gas, PECO Energy Company, Philadelphia Gas Works, National Fuel Gas Distribution Corporation, Peoples Natural Gas Company, LLC, Peoples Natural Gas Company, LLC - Equitable Division, Peoples TWP LLC, and Columbia Gas of Pennsylvania, Inc. within the Commonwealth of Pennsylvania.

3. That this proceeding, at Docket No. A-2016-2542024 be closed.

BY THE COMMISSION,


Rosemary Chiavetta
Secretary

(SEAL)

ORDER ADOPTED: August 11, 2016

ORDER ENTERED: August 11, 2016

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17120**

Public Meeting held August 11, 2016

Commissioners Present:

Gladys M. Brown, Chairman
Andrew G. Place, Vice Chairman
John F. Coleman, Jr.
Robert F. Powelson
David W. Sweet

Application of Atlantic Energy MD, LLC dba
Atlantic Energy for Approval to Offer, Render,
Furnish or Supply Electricity or Electric Generation
Services as a Supplier of Retail Electric Power

Docket Number:
A-2016-2542085

ORDER

BY THE COMMISSION:

On April 21, 2016, the Commission accepted Atlantic Energy MD, LLC dba Atlantic Energy's (Atlantic), Utility Code 1118739, application seeking to become a licensed electric generation supplier (EGS) in the electric distribution company service territories of Duquesne Light Company, Metropolitan Edison Company, PECO Energy Company, Pennsylvania Electric Company, Pennsylvania Power Company, PPL Electric Utilities Corporation, and West Penn Power Company in the Commonwealth of Pennsylvania. The application was filed pursuant to the Commission's regulations at 52 Pa. Code §§54.31-54.43, which became effective on August 8, 1998, and which were established under Section 2809 of the Public Utility Code, 66 Pa. C.S. §2809.

§2809 provides in pertinent part that:

License Requirement.--No person or corporation, including municipal corporations which choose to provide service outside their municipal limits except to the extent provided prior to the effective date of this chapter, brokers and marketers, aggregators and other entities, shall engage in the business of an electric generation supplier in this Commonwealth unless the person or corporation holds a license issued by the Commission. 66 Pa. C.S. §2809.

An electric generation supplier is defined as:

A person or corporation, including municipal corporations which choose to provide service outside their municipal limits except to the extent provided prior to the effective date of this chapter, brokers and marketers, aggregators or any other entities, that sells to end-use customers electricity or related services utilizing the jurisdictional transmission or distribution facilities of an electric distribution company, or that purchases, brokers, arranges or markets electricity or related services for sale to end-use customers utilizing the jurisdictional transmission and distribution facilities of an electric distribution company. 66 Pa. C.S. §2803.

Atlantic is a foreign limited liability company, formed in the State of Maryland as of September 22, 2015, and registered to do business in the Commonwealth of Pennsylvania on March 23, 2016. Atlantic proposes to act as a supplier of retail electric power to residential, small commercial (25 kW and under demand), large commercial (over 25 kW demand), and industrial customers.

Regarding the financial and technical requirements of the license application, Atlantic has submitted income statements, balance sheets, and profit and loss statements for 2014 and 2015. Atlantic has also supplied resume data for its chief officers, as well as a certificate of liability insurance. We note that Atlantic has also submitted an application for a natural gas supplier license at Docket No. A-2016-2542024. We find that sufficient information has been provided by Atlantic to

demonstrate its financial and technical fitness in order to be licensed as a supplier of retail electric power in the Commonwealth of Pennsylvania.

Since Atlantic will be providing electric generation supplier services to residential customers it is required to comply with, and be governed by, applicable Chapter 56 residential service regulations as set forth in the Commission Order *Guidelines for Maintaining Customer Service at the Same Level of Quality Pursuant to 66 Pa. C.S. §2807(d), and Assuring Conformance with 52 Pa. Code Chapter 56 Pursuant to 66 Pa. C.S. §2809(e) and (f)*, at Docket No. M-00960890 F0011, Order entered July 11, 1997. Thus, we deem it appropriate to reiterate certain items with respect to Chapter 56 of our regulations. Chapter 56 (52 Pa Code Chapter 56) is applicable to residential accounts. An electric generation supplier cannot physically disconnect a residential customer from the electricity grid; therefore, the rules relating to residential service termination are not applicable to electric generation suppliers. An electric generation supplier may seek to terminate its generation service through an appropriate written notice to the customer and the distribution company. The residential customer can then attempt to repair their relationship with the supplier, seek a new supplier, or return to utility service at default service rates in accordance with the utility's obligations under Section 2807(e), 66 Pa. C.S. §2807(e). The customer would only be disconnected from the electricity grid pursuant to appropriate regulations if the customer failed to meet its obligations to the utility or the electric generation supplier that has been designated by the Commission as the provider of last resort.

Additionally, we specifically note that the licensee must comply with, and ensure that its employees, agents, representatives and independent contractors comply with the standards of conduct and disclosure for licensees set out in Commission regulations at 52 Pa. Code §54.43 that were enacted to protect consumers of this Commonwealth. These standards include, *inter alia*, the provision of timely and accurate information about the services offered by the licensee, the practice of nondiscrimination in service in regard to

race, color, religion, national origin, marital status, etc., the safeguarding of a consumer's personal information, and compliance with applicable state and federal consumer protection laws. We further note that the licensee and its agents must comply with the Commission's sales and marketing regulations at 52 Pa. Code §111.1, et seq. applicable to residential customers. Among other things, these regulations require the licensee and its agents to provide accurate information about products and services being offered and prohibit a licensee and its agents from engaging in misleading or deceptive conduct and from making false or misleading representations. Also, we take this opportunity to remind the licensee of its agreement to abide by, and to ensure that its employees, representatives, agents and independent contractors abide by all applicable federal and state laws, and Commission regulations, procedures and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

We also note that that the licensee must comply with our decision in Docket No. M-2010-2157431, Motion adopted at the February 11, 2010, Public Meeting, regarding EGS membership in the PJM Interconnection LLC (PJM). Specifically, our Motion directed that such EGS applicants must file with the Commission, within 120 days of receiving an EGS license, proof of membership in the PJM as a Load Serving Entity (LSE) or proof of a contractual arrangement with an existing PJM LSE that facilitates the applicant's retail operations. Since Atlantic is taking title to electricity, it is required to comply with this requirement and has already provided proof of PJM Membership as an LSE.

Finally, should Atlantic employ any independent consultants to arrange for the sale of its energy products to end-users, it must inform such independent consultants that they will be required to be licensed as an EGS if they arrange for the sale of energy products to end-users from another supplier or suppliers in addition to Atlantic.

Atlantic has provided proofs of publication in the Pennsylvania newspapers and proofs of service to the interested parties as required by the Commission.

Atlantic has provided a \$250,000 surety bond as required by the license application.

As of August 2, 2016, no protests have been filed.

We find that the applicant:

1. Is fit, willing and able to properly perform the service proposed in conformance with applicable provisions of the Public Utility Code and lawful Commission orders and regulations, specifically including 52 Pa. Code Chapter 56 (relating to Standards and Billing Practices for Residential Utility Service).
2. Has agreed to lawfully abide by all Commission regulations, procedures and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.
3. That the proposed service, to the extent authorized by the license, will be consistent with the public interest and the policy declared in the Electricity Generation Customer Choice and Competition Act.

Upon full consideration of all matters of record, we find that approval of this application is necessary and proper for the service, accommodation and convenience of the public; **THEREFORE,**

IT IS ORDERED:

1. That the application of Atlantic Energy MD, LLC dba Atlantic Energy is hereby approved, consistent with this Order.

2. That a license be issued authorizing Atlantic Energy MD, LLC dba Atlantic Energy to begin to offer, render, furnish or supply electricity or electric generation services as a supplier to residential, small commercial (25 kW and under demand), large commercial (over 25 kW demand), and industrial customers in the electric distribution company service territories of Duquesne Light Company, Metropolitan Edison Company, PECO Energy Company, Pennsylvania Electric Company, Pennsylvania Power Company, PPL Electric Utilities Corporation, and West Penn Power Company in the Commonwealth of Pennsylvania.

3. That if Atlantic Energy MD, LLC dba Atlantic Energy should employ any independent consultants to arrange for the sale of its energy products to end-users, it must inform such independent consultants that they will be required to be licensed as electric generation suppliers if they arrange for the sale of energy products to end-users from another supplier or suppliers in addition to Atlantic Energy MD, LLC dba Atlantic Energy.

4. That a copy of this Order be served on the Department of Revenue, Bureau of Corporation Taxes.

5. That this proceeding at Docket No. A-2016-2542085 be closed.

BY THE COMMISSION,

A handwritten signature in black ink, appearing to read "Rosemary Chiavetta", written in a cursive style.

Rosemary Chiavetta
Secretary

(SEAL)

ORDER ADOPTED: August 11, 2016

ORDER ENTERED: August 11, 2016

THE PUBLIC UTILITIES COMMISSION OF OHIO

IN THE MATTER OF THE APPLICATION OF
ATLANTIC ENERGY MD, LLC, FOR
CERTIFICATION AS A COMPETITIVE RETAIL
ELECTRIC SERVICE PROVIDER IN OHIO.

CASE NO. 16-1567-EL-CRS

FINDING AND ORDER

Entered in the Journal on November 9, 2016

I. SUMMARY

{¶ 1} In this Finding and Order, the Commission approves the application of Atlantic Energy MD, LLC, for certification as a Competitive Retail Electric Service Provider in Ohio.

II. APPLICABLE LAW

{¶ 2} R.C. 4928.08 provides that retail electric suppliers, which includes brokers and aggregators, that provide competitive retail electric service (CRES) must be certified by the Commission prior to providing CRES. Pursuant to R.C. 4928.08 and Ohio Adm.Code 4901:1-27-10, an application for certification or renewal of certification shall be deemed approved 30 days after the filing of the application, unless the Commission suspends such approval. If the case is suspended, R.C. 4928.08 provides that the Commission shall act to approve or deny the application within 90 days after the date of suspension.

III. PROCEDURAL HISTORY

{¶ 3} On July 13, 2016, Atlantic Energy MD, LLC (Atlantic Energy or Applicant), filed an application in accordance with Ohio Adm.Code Chapter 4901:1-24, for certification to provide aggregation services as a competitive retail electric service (CRES) provider in Ohio pursuant to R.C. 4928.08.

{¶ 4} By entry issued August 11, 2016, the application was suspended at the request of Staff to allow the Applicant more time to provide additional information.

{¶ 5} On September 14, 2016, the Applicant filed additional information.

{¶ 6} On October 26, 2016, Staff filed a recommendation that the application be approved.

IV. DISCUSSION

{¶ 7} Upon review of the application, as amended, and Staff's recommendation, the Applicant appears managerially, financially, and technically fit and capable of performing competitive retail electric service in compliance with all applicable regulations adopted pursuant to Chapter 4928. Accordingly, a certificate as a CRES provider should be issued to the Applicant to provide competitive retail electric service in Ohio, effective immediately, for a period of two years.

V. ORDER

{¶ 8} It is, therefore,

{¶ 9} ORDERED, That Atlantic Energy's application for certification as CRES provider in Ohio should be granted. It is, further,

{¶ 10} ORDERED, That a copy of this Finding and Order be served upon all parties of record.

THE PUBLIC UTILITIES COMMISSION OF OHIO

A Z W

Asim Z. Haque, Chairman

Lynn Slaby

Lynn Slaby

M. Beth Trombold

M. Beth Trombold

Thomas W. Johnson

Thomas W. Johnson

M. Howard Petricoff

M. Howard Petricoff

RMB/dah

Entered in the Journal

NOV 09 2016

Barcy F. McNeal

Barcy F. McNeal
Secretary



**Public Utilities
Commission**

John Kasich, Governor
Asim Z. Haque, Chairman

Commissioners
Lynn Staby
M. Beth Trombold
Thomas W. Johnson
M. Howard Petricoff

PUBLIC UTILITIES COMMISSION OF OHIO

Certified as a Competitive Retail Electric Service Provider

Certificate Number:

16-1141E (1)

Issued Pursuant to Case Number(s):

16-1567-EL-CRS

A certificate as a Competitive Retail Electric Service Provider is hereby granted to, **Atlantic Energy MD, LLC dba Atlantic Energy** whose office or principal place of business is located at **One Shore Ave Unit #1 Oyster Bay NY, 11771** to provide **power marketer** services within the State of Ohio effective **November 09, 2016**.

The certification of competitive retail electric suppliers is governed by Section 4901:1-24-(01-13) of the Ohio Administrative Code, Section 4901:1-21-(01-15) of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: **November 29, 2016**

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Barcy F. McNeal, Secretary

Tanowa M. Troupe, Acting Secretary

Felecia D. Burdett, Acting Secretary

Certificate Expires: November 09, 2018

BEFORE THE PUBLIC SERVICE COMMISSION

OF THE STATE OF DELAWARE

IN THE MATTER OF THE APPLICATION)
OF ATLANTIC ENERGY MD, LLC FOR A)
CERTIFICATE TO PROVIDE ELECTRIC) PSC DOCKET NO. 16-0778
SUPPLY SERVICES WITHIN THE STATE)
OF DELAWARE)
(SUBMITTED JULY 7,)
2016; FILED NOVEMBER 8, 2016))

ORDER NO. 9011

ELECTRIC SUPPLIER CERTIFICATE

This 20th day of December, 2016, the Delaware Public Service Commission (the "Commission") determines and orders the following:

WHEREAS, on July 7, 2016, Atlantic Energy MD, LLC (the "Company") submitted to the Commission an incomplete application¹ pursuant 26 Del. C. §1001 - §1020, the Electric Utility Restructuring Act (the "Act"),² and 26 Del. Admin. C. §3001, the Commission's Rules for Certification and Regulation of Electric Suppliers (the "Supplier Rules"). This incomplete application requested certification for Atlantic Energy MD, LLC to act as an electric supplier that will utilize appropriate energy procurement strategies to meet the needs of residential, small commercial, large commercial and industrial customers in Delaware. This incomplete application was docketed as PSC Docket No. 16-0778; and

¹ Under Section 3001 of the Supplier Rules, applicants must submit certain required documents to complete their application. Atlantic Energy MD, LLC's original submission failed to include all of the required documents.

² Unless otherwise noted, capitalized terms shall have the meanings ascribed to them in the Act and the Supplier Rules.

WHEREAS, the Commission Staff ("Staff") sent two notices of deficiency to the Company and worked with the Company in an attempt to correct the deficiencies in the incomplete application; and

WHEREAS, on November 8, the Company submitted all of the required documents and thereby filed a complete application (the "Application") pursuant to the Act and the Supplier Rules; and

WHEREAS, Staff reports that the Application fulfills all of the requirements set forth in the Act and the Supplier Rules for an Electric Supplier Certificate to provide electric supply services. In particular, Staff reports that the Company has specifically presented substantial evidence to support its financial, operational, managerial, and technical ability to operate as a supplier of Electric Supply Service within the State of Delaware. Therefore, Staff recommends that the Commission issue an Electric Supplier Certificate to authorize Atlantic Energy MD, LLC to supply Electric Supply Services in the State of Delaware;

**NOW, THEREFORE, IT IS ORDERED BY THE AFFIRMATIVE VOTE
OF NOT FEWER THAN THREE COMMISSIONERS:**

1. Atlantic Energy MD, LLC is hereby granted a certificate to do business and operate as an Electric Supplier

within the State of Delaware. Under this Electric Supplier Certificate, Atlantic Energy MD, LLC is authorized to provide Electric Supply Service within the State of Delaware consistent with and in accordance with the Act and the Supplier Rules.

2. Atlantic Energy MD, LLC is hereby notified that a violation of any applicable order, statute, regulation, rule, or other controlling authority may be enforced by sanctions permitted by §§1012(a) and 1019 of the Act and §3001-10.2 of the Supplier Rules.

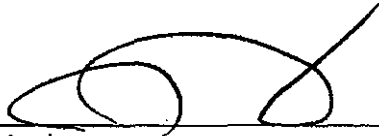
3. Atlantic Energy MD, LLC shall file such reports and pay such fees and assessments as may be required or imposed by §§114, 115, and 1012(c)(2) of the Act and §§3001-3.9 and 3.10 of the Supplier Rules.

4. Atlantic Energy MD, LLC consents to the jurisdiction of the courts of the State of Delaware for all acts or omissions related to its offering of Electric Supply Services in this State.

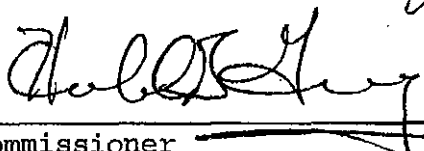
5. Atlantic Energy MD, LLC is hereby placed on notice that the costs of this proceeding will be charged to it pursuant to §114(b)(1) of the Act.


6. The Commission reserves the jurisdiction and authority to enter such further orders in this matter as may be deemed necessary or proper.


BY ORDER OF THE COMMISSION:


Chair

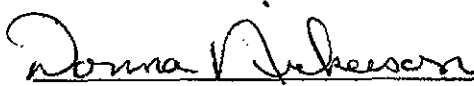

Commissioner


Commissioner


Commissioner


Commissioner

ATTEST:


Secretary



PUBLIC SERVICE COMMISSION OF THE DISTRICT OF COLUMBIA
1325 G STREET N.W., SUITE 800
WASHINGTON, D.C. 20005

ORDER

November 30, 2016

FORMAL CASE NO. GA 2016-06, IN THE MATTER OF THE APPLICATION OF ATLANTIC ENERGY MD, LLC FOR A NATURAL GAS SUPPLIER LICENSE; and

FORMAL CASE NO. EA 2016-17, IN THE MATTER OF THE APPLICATION OF ATLANTIC ENERGY MD, LLC FOR AN ELECTRICITY SUPPLIER LICENSE, Order No. 18616

I. INTRODUCTION

1. By this Order, the Public Service Commission of the District of Columbia ("Commission") grants licenses to Atlantic Energy MD, LLC ("Atlantic Energy MD" or "Applicant") to function as an electricity and natural gas supplier in the District of Columbia.¹ The licenses for Atlantic Energy MD, LLC are effective upon issuance of this Order.

II. BACKGROUND

2. On July 15, 2016, Atlantic Energy MD filed its license applications.² Specifically, Atlantic Energy MD indicates that it intends to operate as a marketer of electricity pursuant to Section 34-1505 of the "Retail Electric Competition and Consumer Protection Act of 1999" ("Act")³ and as a marketer of natural gas pursuant to the Commission's licensing requirements as set forth in GT 96-3, Order Nos. 12709 and 12903.⁴ In both filings, the Applicant represents that it intends to serve residential,

¹ D.C. Code § 34-1501(17) (2001) defines, in part, an electricity supplier as "a person, including an aggregator, broker, or marketer, who generates electricity; sells electricity; or purchases, brokers, arranges or markets electricity for sale to customers." D.C. Code § 34-1671.02(12) (2001) defines a natural gas supplier as "a person including an aggregator, broker, or marketer, who sell natural gas or purchases, brokers, arranges or, markets natural gas for sale to customers."

² *Formal Case No. EA 2016-17, In the Matter of the Application of Atlantic Energy MD, LLC for an Electricity License ("Formal Case No. EA 2016-17")*, Application of Atlantic Energy MD, LLC filed July 15, 2016 and *Formal Case No. GA 2016-06, In the Matter of the Application of Atlantic Energy MD, LLC for a Natural Gas Supplier License ("Formal Case No. GA 2016-06")*, Application of Atlantic Energy MD, LLC filed July 15, 2016.

³ D.C. Code § 34-1505; *see generally* D.C. Code §§ 34-1501-1520.

⁴ GT 96-3, Order No. 12709, as revised by Order No. 12903, at Attachment C.

commercial and industrial customers in the District of Columbia. Atlantic Energy MD provided the following information in compliance with the Commission's licensing requirements:⁵

- a) Proof of technical and managerial competence;
- b) Affidavits certifying compliance with applicable Federal and District of Columbia environmental laws and regulations;
- c) Proof of financial integrity to include financial statements;
- d) Proof that Atlantic Energy MD has registered with the Department of Consumer and Regulatory Affairs to do business in the District of Columbia;
- e) Affidavits certifying that Atlantic Energy MD is subject to all applicable taxes;
- f) Affidavits certifying that Atlantic Energy MD will comply with all the requirements of all orders and regulations of the Commission; and
- g) Applicant's website address: <http://www.atlanticenergyco.com>.

Atlantic Energy MD filed supplemental information on September 2 and 26, 2016.⁶

III. DISCUSSION

3. Our review of the information contained in Atlantic Energy MD's applications, demonstrate that it has met all the prescribed licensing requirements and that the Applicant has the ability and the financial integrity to serve electricity and natural gas customers in the District of Columbia. The Commission also finds that granting Atlantic Energy MD's applications will serve the public interest by fostering competition in the District's energy market. Accordingly, Atlantic Energy MD' applications are approved.

⁵ Formal Case No. 945, *In the Matter of the Investigation into Electric Service Market Competition and Regulatory Practices*, Order No. 11796 at Attachment C; and GT 96-3, Order No. 12709, as revised by Order No. 12903, at Attachment C.

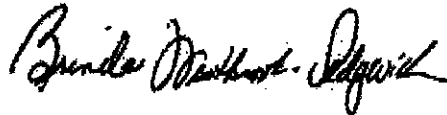
⁶ Formal Case No. EA 2016-17 and GA 2016-06, Atlantic Energy MD, LLC filed supplemental information on September 2 and 26, 2016.

THEREFORE, IT IS ORDERED THAT:

4. The applications of Atlantic Energy MD, LLC for licenses to conduct business in the District of Columbia as a marketer of electricity and natural gas are hereby **GRANTED**. The licenses for Atlantic Energy MD, LLC are effective upon issuance of this Order.

A TRUE COPY:

BY DIRECTION OF THE COMMISSION:

A handwritten signature in black ink, appearing to read "Brinda Westbrook-Sedgwick". The signature is fluid and cursive, written over the printed name of the Commission Secretary.

CHIEF CLERK:

**BRINDA WESTBROOK-SEDGWICK
COMMISSION SECRETARY**



STATE OF CONNECTICUT

PUBLIC UTILITIES REGULATORY AUTHORITY
TEN FRANKLIN SQUARE
NEW BRITAIN, CT 06051

DOCKET NO. 16-09-19 APPLICATION OF ATLANTIC ENERGY MA, LLC FOR A
CONNECTICUT ELECTRIC SUPPLIER LICENSE

December 21, 2016

DECISION GRANTING ELECTRIC SUPPLIER LICENSE

On September 19, 2016, the Public Utilities Regulatory Authority (Authority or PURA) received an application (Application) from Atlantic Energy MA, LLC (Atlantic or Company) requesting that the Authority grant it an Electric Supplier License.

The Authority reviewed all of the information in the record pursuant to §16-245 of the General Statutes of Connecticut (Conn. Gen. Stat.). Atlantic explained that it is unable to produce credit rating information as it is a relatively new company. Never the less, the Authority reviewed the Company's financial statements and finds that Atlantic sufficiently possesses the requisite financial capability to operate as an Electric Supplier. In addition, the Authority finds that Atlantic has satisfied the remaining the application requirements and that the Company also possesses the requisite technical and managerial capability to operate as an Electric Supplier.

The Company is granted an Electric Supplier License to serve residential, commercial, and industrial customers effective the date of this Decision. The Company's website is www.atlanticenergyco.com and toll free customer service number is 1-800-917-9133.

ORDERS FOR COMPANY

To comply with the Orders below, the Company shall submit one original of the required documentation to the Executive Secretary, 10 Franklin Square, New Britain, CT 06051, and file an electronic version through the Authority's website at www.ct.gov/pura. Submissions filed in compliance with the Authority's Orders must be identified by all three of the following: Docket Number, Title and Order number.

1. The Company is under a continuing obligation to notify the Authority of any changes to the information provided in the Application. Any updates shall be filed in the Company's original licensing docket.
2. The Company shall comply with relevant portions of the General Statutes of Connecticut, the Regulations of Connecticut State Agencies, and Authority Decisions, of which some requirements are highlighted below. The Company maintains an obligation to stay current as to changes in statute, regulations or other applicable administrative law.
3. On or before January 29 of each year the Company shall file, with the Authority, the annual report required by Conn. Gen. Stat. §16-245p(a), including all information specified in Conn. Gen. Stat. §16-245p(b).
4. On or before October 15 of each year the Company shall file, with the Authority, the annual renewable portfolio standards report required by §16-245a-1(a) of the Regulations of Connecticut State Agencies (Conn. Agencies Regs.) and Conn. Gen. Stat. §16-243q.
5. No later than September 20, 2016, and by September 20 annually thereafter, the Company shall post its information (e.g., rates and charges, resource mix percentages, air emissions and all disclosure labels) to the Authority's "Electric Supplier Information Database" as required by Order No. 3 in the Decision dated February 27, 2008 in Docket No. 07-05-33, DPUC Administration of Disclosure Label Requirements and Examination of Direct Billing by Electric Suppliers, Section II.A. Statutory Requirements Regarding Disclosure.
6. Not less than 20 days before the Company executes its first contract for the sale of electric generation services to an end user customer in Connecticut the Company shall file, with the Authority, an affidavit concerning its capability to exchange data with the electric distribution companies in accordance with Conn. Agencies Regs. §16-245-3(b).
7. Atlantic shall submit a complete Company Contact Information Form as discussed in the Decision dated November 5, 2014 in Docket No. 13-07-18, PURA Establishment of Rules for Electric Suppliers and EDCs Concerning Operations and Marketing in the Electric Retail Market. Such form shall be filed before Atlantic begins marketing in Connecticut and as of January 1st annually thereafter in the Company's original licensing docket. The Company Contact Information form can be found via the PURA website at www.ct.gov/pura/forms.
8. The Company shall submit a complete Third Party Agent Form pursuant to Conn. Gen. Stat. §16-245o(h)(9) as discussed in the Decision dated November 5, 2014 in Docket No. 13-07-18, PURA Establishment of Rules for Electric Suppliers and EDCs Concerning Operations and Marketing in the Electric Retail Market. Such form shall be filed before the Company begins marketing in Connecticut and as of January 1st annually thereafter in Atlantic's original licensing docket. The Third Party Agent form can be found via the PURA website at www.ct.gov/pura/forms

9. The Company shall provide the Authority with any changes to its customer service practices, procedures or policies in writing at least 10 business days prior to the effective date of such changes.
10. The Company shall file its generally available rates on a form prescribed by the Authority. Such form shall be filed in Name's original licensing docket, pursuant to pages 7 and 8 in the Decision dated November 5, 2014 in Docket No. 13-07-18, PURA Establishment of Rules for Electric Suppliers and Electric Distribution Companies Concerning Operations and Marketing in the Electric Retail Market. The Electric Supplier Price Filing form and instructions can be found via the PURA website at www.ct.gov/pura/forms. This information is posted to the Official Connecticut Rate Board, available at www.EnergizeCT.com/suppliers.
11. Pursuant to the Conn. Agencies Regs. §16-245-2(g)(1), the Company shall maintain all records of customer complaints for a minimum of three (3) years from the date of the complaint. The Company shall maintain its customer complaint records to indicate: (1) the date of the complaint; (2) the name and address of the complainant; (3) the address or location of the complaint; (4) a description of the complaint; and (5) a description of the resolution of the complaint. A customer complaint is defined as any inquiry or expression of dissatisfaction from a customer.
12. The Company shall notify the Authority at least 60 days in advance of any changes to Company's bond on file.

**DOCKET NO. 16-09-19 APPLICATION OF ATLANTIC ENERGY MA, LLC FOR A
CONNECTICUT ELECTRIC SUPPLIER LICENSE**

This Decision is adopted by the following Commissioners:

John W. Betkoski, III

Michael A. Caron

Katherine S. Dykes

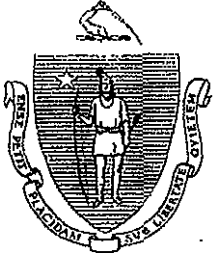
CERTIFICATE OF SERVICE

The foregoing is a true and correct copy of the Decision issued by the Public Utilities Regulatory Authority, State of Connecticut, and was forwarded by Certified Mail to all parties of record in this proceeding on the date indicated.

A handwritten signature in black ink, appearing to read 'Jeffrey R. Gaudiosi', written over a horizontal line.

Jeffrey R. Gaudiosi, Esq.
Executive Secretary
Public Utilities Regulatory Authority

December 21, 2016
Date



THE COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF PUBLIC UTILITIES

CHARLES D. BAKER
GOVERNOR

KARYN E. POLITO
LIEUTENANT GOVERNOR

MATTHEW A. BEATON
SECRETARY OF ENERGY
AND ENVIRONMENTAL AFFAIRS

ONE SOUTH STATION
BOSTON, MA 02110
(617) 305-3500

ANGELA M. O'CONNOR
CHAIRMAN

JOLETTE A. WESTBROOK
COMMISSIONER

ROBERT E. HAYDEN
COMMISSIONER

July 20, 2016

Leonard Scarola, CFO
Atlantic Energy MA, LLC
One Shore Avenue – Unit 1
Oyster bay, New York 11771

RE: Competitive Supplier License Application

Dear Mr. Scarola,

The Department of Public Utilities ("Department") has reviewed the application of Atlantic Energy MA, LLC ("Atlantic Energy" or "Company") for a Competitive Supplier license in the Commonwealth of Massachusetts, and is pleased to inform you that the Department has approved the application. Atlantic Energy's license number is CS-162.

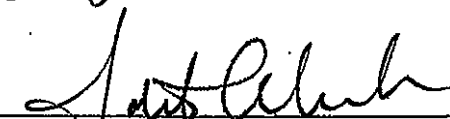
Consistent with the information provided in Atlantic Energy's application, the activities the Company is licensed to provide are limited to electricity supply services to commercial and industrial customers and residential customers associated to those commercial and industrial accounts. If, at a later date, the Company seeks to provide electricity supplier services to a broader range of residential customers, it must first seek and obtain Department approval when renewing its license.

As a condition of maintaining this license, Atlantic Energy must comply with all relevant requirements of G.L. c. 164 and the regulations promulgated thereunder, including 220 C.M.R. §§ 11.00, 12.00 *et seq.* In addition, within 30 days of any material change in the information required by 220 C.M.R. § 11.05(2), the Company must file updated information.

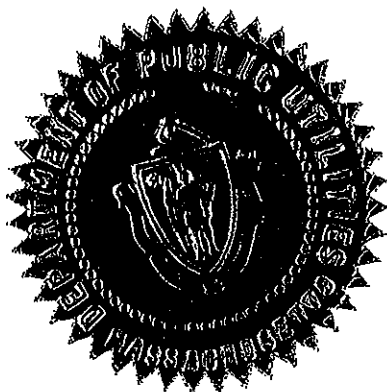
with the Department. If Atlantic Energy requests a renewal of its license next year, please submit the renewal application no later than **August 1, 2017**.

By Order of the Department,


Angela M. O'Connor, Chairman


Jolette A. Westbrook, Commissioner


Robert E. Hayden, Commissioner





Chris Christie
Governor

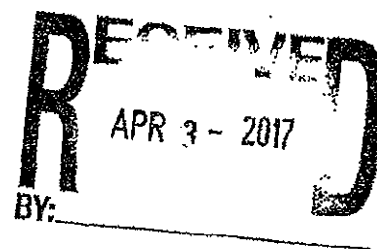
Kim Guadagno
Lt. Governor

STATE OF NEW JERSEY
Board of Public Utilities
44 South Clinton Avenue, 3rd Floor, Suite 314
Post Office Box 350
Trenton, New Jersey 08625-0350
www.nj.gov/bpu/

Irene Kim Ashbury
Secretary to the Board
(609) 292-1599

March 24, 2017

Michael Gruin
(Steven & Lee - Lawyers & Consultants)
Atlantic Energy MD, LLC d/b/a Atlantic Energy
17 N. 2nd Street, 16th Floor
Harrisburg, PA 17101



Re: **Electric Power Supplier and Gas Power Supplier Initial License**
Dkts.No. EE16121139L & GE16121140L

Dear Mr. Gruin:


In accordance with the Electric Discount and Energy Competition Act of 1999, N.J.S.A. 48:3-49 et seq., at its March 24, 2017 Agenda meeting, the New Jersey Board of Public Utilities voted to issue Licenses as an Electric Power Supplier and Gas Power Supplier, License number ESL-0192 and GSL-0166 to Atlantic Energy MD, LLC d/b/a Atlantic Energy.

The enclosed licenses are effective March 24, 2017 and expire on March 23, 2018. These licenses and the rights thereunder are **Non-Transferable**.

This letter is not an endorsement of, nor is it intended for use in, the marketing promotions of the licensee. Licensees shall comply with all applicable laws and regulations, including the Electric Discount and Energy Competition Act, which prohibits the unauthorized change of a customer's energy provider and other fraudulent and illegal marketing activities.

If you have any questions, please contact Dante Cusi at (609) 292-1356.

Sincerely,


Irene Kim Ashbury
Secretary of the Board

IKA/dec
Encl. (s)

State of New Jersey



Board of Public Utilities

44 South Clinton Avenue, 3rd Floor, Suite 314, P.O. Box 350, Trenton, New Jersey 08625-0350

HEREBY LICENSES

Atlantic Energy MD, LLC
d/b/a Atlantic Energy

82 Myer Street

Hackensack, New Jersey 07601

To conduct business in the State of New Jersey as an

Electric Power Supplier

Irene Kim Asbury

Irene Kim Asbury

Secretary of the Board

License No. ESL-0192

Effective Date: March 24, 2017

Expiration Date: March 23, 2018



State of New Jersey



Board of Public Utilities

44 South Clinton Avenue, 3rd Floor, Suite 314, P.O. Box 350, Trenton, New Jersey 08625-0350

HEREBY LICENSES

Atlantic Energy MD, LLC
d/b/a Atlantic Energy

82 Myer Street
Hackensack, New Jersey 07601

To conduct business in the State of New Jersey as a

Natural Gas Supplier

Reene Kim Asbury
Reene Kim Asbury

Secretary of the Board

License No. GSL-0166
Effective Date: March 24, 2017
Expiration Date: March 23, 2018

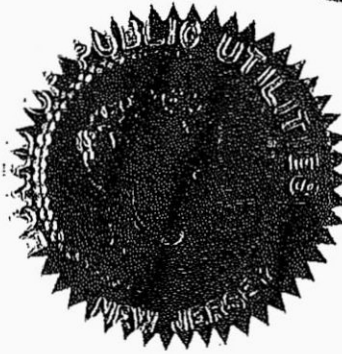


Exhibit B-2

Experience and Plans

Atlantic Energy, LLC obtained approval from the New York Public Service Commission to operate as a supplier on November 10, 2011, and the company became a customer of the New York Independent System Operator (NYISO) effective June 27, 2013. Atlantic Energy successfully completed the EDI certification process for Core, Utility Rate, and Bill Ready Transactions, met the applicable utility creditworthiness requirements, and began serving load in the service territories of Con-Edison and National Grid in late 2013, and Central Hudson and Orange & Rockland in 2014. Atlantic Energy began supply natural gas to customers in the National Fuel, Con-Edison, and National Grid New York utility service territories in 2013. Atlantic Energy's customers are primarily residential and small commercial customers. Atlantic Energy currently provides electricity and/or natural gas supply to approximately 40,000 retail customers in the state of New York.

Atlantic Energy MD, LLC was formed in 2015 to provide retail gas and electricity supply in the states of Maryland, Ohio, New Jersey, Pennsylvania, Delaware and the District of Columbia. As an affiliate company, Atlantic Energy MD, LLC will utilize Atlantic Energy's operational staff, compliance team, customer service personnel, vendor relationships, sales and marketing professionals, and administrative personnel for its operations in Ohio. Atlantic Energy MD, LLC will be able to leverage Atlantic Energy's existing resources, experience, and expertise, which will enable it to immediately begin operations in Ohio upon licensure from the Commission.

Atlantic Energy MD, LLC has been certified as a Competitive Retail Electricity Service Supplier since November of 2016, and meets the appropriate technical qualifications necessary to successfully and properly do business in Ohio as a Competitive Retail Natural Gas Supplier. Atlantic Energy is led by a team of experienced management professionals, and has retained the services of a leading energy procurement and EDI transaction firm to support the company's operations and expected growth.

Patrick Linden serves as Chief Executive Officer of the Atlantic Energy family of companies, and is primarily responsible for the organization's strategic vision, business development, and sales and marketing functions.

Kyle Burke serves as Controller for the Atlantic Energy family of companies, and is primarily responsible for the day-to-day operations including financial transactions, accounting/payroll, legal/regulatory compliance, and vendor relations.

Sara Petrozza is Atlantic's Director of Customer Service. Ms. Petrozza has 8 years of experience as a customer service manager for major electricity and natural gas suppliers. In that role, she ensures regulatory compliance, responds to and resolves customer inquiries, trains and manages customer service representatives, oversees training of sales agents, and monitors sales and customer service representatives for regulatory compliance. As a CRES operating in Ohio for the past year, Atlantic has demonstrated its ability to provide customer service and respond to customer complaints in accordance with the PUCO's regulations.

Copies of the resumes of Mr. Linden, Mr. Burke and Ms. Petrozza are attached hereto.

Atlantic Energy utilizes Big Apple Energy to provide procurement support and to assist Atlantic Energy in supervising and managing short and long term wholesale procurement and supply obligations. Big Apple is an energy management and consulting company that assists Natural Gas Suppliers with load forecasting, scheduling and portfolio management, as needed.

Atlantic Energy utilizes Latitude for its EDI Transaction Management, to coordinate billing and accounts receivable functions with the various utilities that deliver Atlantic's electricity and natural gas. Latitude currently interfaces with numerous utility companies in multiple states on behalf of its clients.

Atlantic Energy will conduct third party verifications using a combination of leading outside vendors and internal personnel.

Atlantic will be marketing its services primarily to small commercial customers, although it expects to serve all customer classes including large commercial and industrial. Atlantic will offer fixed and variable rate product offerings, in conjunction with value added promotions and service offerings. Atlantic currently does marketing solely through in person contacts at this time, although it may consider other sales channels.

Exhibit B-3

Summary of Experience

Atlantic Energy MD, LLC's New York affiliate (Atlantic Energy, LLC) currently serves approximately 2500 residential and small business natural gas customers in New York, in the service territories in the National Fuel, Con-Edison, and National Grid New York.

Atlantic Energy MD, LLC is currently serving natural gas customers in Pennsylvania, Maryland, and New Jersey, in the utility service territories of PSE&G (NJ), PECO (PA) and Baltimore Gas & Electric (MD). Atlantic Energy MD, LLC serves approximately 1500 residential and small commercial natural gas supply customers with a total monthly volume of 165 dekatherms.

See Exhibit B-2 for further discussion of Atlantic Energy MD, LLC's experience.

Exhibit B-4
Disclosure of Liabilities and Judgments

Atlantic Energy has no existing, pending, or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact its financial or operational status or ability to provide services.

Exhibit C-1
Annual Reports

Atlantic Energy MD, LLC is not a publicly traded company and therefore does not issue Annual Reports to shareholders.

Exhibit C-2
SEC Filings

Not Applicable. Atlantic Energy MD, LLC is a privately held Limited Liability Company and is therefore not required to file with the SEC

Exhibit C-4
Financial Arrangements

See attached letter from Duke Energy confirming that Atlantic Energy MD, LLC has provided Gas collateral in the amount of \$50,000 to Duke Energy.



139 East Fourth
EX396
Cincinnati, Ohio 45202

October 31, 2017

Atlantic Energy MD, LLC has the following amount held with Duke Energy for Collateral as of October, 2017:

Gas Collateral = \$50,000

Atlantic Energy MD, LLC has met the Energy Default Collateral obligations for Duke Energy Corporation.

Tom Hunt

Duke Energy Corp
Certified Supplier Business Center
Tom.Hunt@Duke-Energy.com



Exhibit C-6
Credit Rating

As a relatively new company, Atlantic Energy MD, LLC does not have a credit rating.

Exhibit C-7
Credit Report

See attached Credit report

Summary

Order Reference: klr@stevenslee.com | Report as of: 12-22-2017
using Currency as USD

ATLANTIC ENERGY LLC

Tradestyle(s): -

ACTIVE SINGLE LOCATION

Address: 4709 30th St Ste 401, Moved From: 1 Shore Ave Unit 1, Oyster Bay, Ny, Long Island City, NY, 11101, UNITED STATES
Phone: (800) 917-9133
D-U-N-S: 96-985-0218
In Portfolio: No

Company Profile

D-U-N-S

96-985-0218

Legal Form

Corporation (US)

History Record

Clear

Ownership

Not publicly traded

Mailing Address

United States

Telephone

(800) 917-9133

Employees

50

Age (Year Started)

6 years (2011)

Named Principal

Patrick Linden, MBR-CEO

Line of Business

Natural gas distribution

D&B GUIDANCE

Is this company credit worthy? If so, how much credit should I extend?

Save time and get peace of mind with D&B Guidance. D&B will evaluate its data to determine the creditworthiness of this business and calculate a credit limit recommendation for you.

Risk Assessment

D&B Viability Rating

Portfolio Comparison Score

3

Low Risk (1)

High Risk (9)

Company's risk level is: LOW

Probability that a company will go out of business, become dormant/inactive, or file for bankruptcy/insolvency within the next 12

Risk of Bad Debt Write-off Formerly Financial Stress Score

64

Low Risk (100)

Company's risk level is: **MODERATE**

Based on the D&B Failure Score, the probability of failure for this company in the next 12 months is **0.16%**, which makes it a **Moderate** risk for you to incur a write-off.

Past 12 Months



Cash Flow Risk Formerly Commercial Credit Score

89

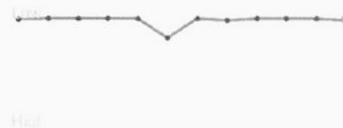
Low Risk (100)

Company's risk level is: **LOW-MODERATE**

Based on a D&B Delinquency Score of **89**

Based on the D&B Delinquency Score reporting a payment behavior of **CONSISTENT, TIMELY PAYMENTS**, this company is predicted to have a **Low-Moderate** risk of a negative impact to your cash flow.

Past 12 Months



Payment Behavior

79

Low Risk (100)

Company's risk level is: **LOW**

Days Beyond Terms : **2**

Based on a D&B PAYDEX® of **79**

According to the D&B PAYDEX® Score, this company paid its vendors on 2 days beyond credit terms.

Past 24 Months



D&B Rating

Current Rating as of 08-10-2016

Employee Size

1R : 10 employees and over

Risk Indicator

2 : Low Risk

Previous Rating

Employee Size

1R : 10 employees and over

PEER COMPARISON

Range : 100 miles

Peer comparison with similar companies based on industry and proximity.

This Company

Local Peers

Total Revenue

No Data available for this company

US\$ 216,591,904

Number of Employees

50 *

258

Age of Business

6 years

17 years

Cash Flow Risk

Low Risk

High Risk

Low Risk

High Risk

Risk of Debt Write-off

This Company Moderate

Low Risk

High Risk

No Data available for local peers

Average Days Beyond Terms

This Company 2 days

0 days

90 days

Local Peers 16 days

0 days

90 days









INQUIRIES

The number of individual product(s) purchased by a customer(s) on this Dun & Bradstreet D-U-N-S® Number in each time frame.

View by Summary

3 Months		4
12 Months		28

View by Industry 12 Month

Mining		2
Manufacturing		3
Transportation, Communicat...		1
Wholesale Trade		5
Retail Trade		1
Finance, Insurance and Rea...		13
Services		2
Nonclassifiable Establishm...		1

Legal Events

Events	Occurrences	Last Filed
Bankruptcies	0	-
Judgements	0	-
Liens	0	-
Suits	0	-
UCC	15	10-31-2017

Trade Payments

Highest Past Due

US\$ 1,000

Highest Now Owing
US\$ 15,000

Total Trade Experiences
16

Largest High Credit
US\$ 15,000

Average High Credit
US\$ 4,214

Financial Overview

This company does not have a Financial Summary.

Country Insight

United States



Risk Category



Negotiations are under way to create a single new tax law.

Rating Outlook

Declining

Trade Payments

Trade Payments Summary

Overall Payment Behavior

2

Days Beyond Terms

% of Trade Within Terms

92%

Highest Past Due

US\$ 1,000

Highest Now Owning:

US\$ 15,000

Total Trade Experiences:

16

Largest High Credit:

US\$ 15,000

Average High Credit:

US\$ 4,214

Total Unfavorable Comments :

0

Largest High Credit:

US\$ 0

Total Placed in Collections:

0

Largest High Credit:

US\$ 0

Trade Payments By Credit Extended

Range of Credit Extended (US\$)	Number of Payment Experiences	Total Value
100,000 & over	0	US\$ 0
50,000 - 99,999	0	US\$ 0
15,000 - 49,999	2	US\$ 30,000
5,000 - 14,999	4	US\$ 22,500
1,000 - 4,999	4	US\$ 5,500
Less than 1,000	4	US\$ 1,000

Trade Payments By Industry

Industry Category	Number of Payment Experiences	Largest High Credit (US\$)	% Within Terms (Expand to View)	1 - 30 Days Late (%)	31 - 60 Days Late (%)	61 - 90 Days Late (%)	91 + Days Late (%)
-------------------	-------------------------------	----------------------------	---------------------------------	----------------------	-----------------------	-----------------------	--------------------

▼ 36 - Electronic and other electrical equipment and components except computer equipment	1	7,500					
3674 - Mfg semiconductors	1	7,500	100	0	0	0	0
▼ 48 - Communications	1	2,500					
4812 - Radiotelephone commun	1	2,500	50	50	0	0	0
▼ 51 - Wholesale Trade - Nondurable Goods	1	5,000					
5113 - Whol service paper	1	5,000	50	50	0	0	0
▼ 57 - Home Furniture Furnishings and Equipment Stores	1	5,000					
5731 - Ret electronics	1	5,000	100	0	0	0	0
▼ 62 - Security and Commodity Brokers Dealers Exchanges and Services	3	1,000					
6282 - Investment advice	3	1,000	79	21	0	0	0
▼ 73 - Business Services	4	15,000					
7374 - Data processing svcs	2	5,000	100	0	0	0	0
7379 - Misc computer service	1	15,000	100	0	0	0	0
7389 - Misc business service	1	1,000	100	0	0	0	0
▼ 87 - Engineering Accounting Research Management and Related Services	2	15,000					
8742 - Management consulting	1	15,000	100	0	0	0	0
8748 - Business consulting	1	1,000	100	0	0	0	0

Trade Lines

Date of Experience	▼ Payment Status	Selling Terms	High Credit (US\$)	Now Owes (US\$)	Past Due (US\$)	Months Since Last Sale
11/17	Pays Promptly	-	1,000	0	0	Between 2 and 3 Months
11/17	Pays Promptly	-	50	50	0	1
11/17	Pays Prompt to Slow 15+	-	5,000	1,000	0	1
11/17	Pays Prompt to Slow 15+	-	2,500	2,500	0	1
11/17	Pays Prompt to Slow 30+	-	750	500	0	1
11/17	-	-	1,000	1,000	1,000	1
10/17	Pays Promptly	-	100	-	-	1
08/17	Pays Promptly	-	15,000	0	0	Between 4 and 5 Months
07/17	Pays Promptly	-	1,000	1,000	0	1
02/17	Pays Promptly	N15	15,000	15,000	0	1
02/17	Pays Promptly	N30	7,500	0	0	1
02/17	Pays Promptly	N15	5,000	5,000	0	1
02/17	Pays Promptly	N30	5,000	0	0	1
02/17	Pays Promptly	N30	1,000	1,000	0	1
01/17	-	Cash account	50	-	-	Between 6 and 12 Months
08/16	Pays Promptly	-	100	0	0	Between 2 and 3 Months

Legal Events

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.

0

Latest Filing: -

0

Latest Filing: -

0

Latest Filing: -

15

Latest Filing: 10-31-2017

Events

UCC Filing - Original

Filing Date	10-31-2017
Filing Number	1710316320526
Received Date	11-21-2017
Collateral	Equipment
Secured Party	LEAF CAPITAL FUNDING, LLC AND/OR ITS ASSIGNS, PHILADELPHIA, PA
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	05-15-2017
Filing Number	1705150233443
Received Date	06-06-2017
Collateral	Negotiable instruments including proceeds and products - Account(s) including proceeds and products
Secured Party	VANTAGE COMMODITIES FINANCIAL SERVICES II, LLC, NEW YORK, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	05-12-2017
Filing Number	1705120231051
Received Date	05-30-2017
Collateral	Negotiable instruments including proceeds and products - Inventory including proceeds and products - Accounts receivable including proceeds and products - Account(s) including proceeds and products - and OTHERS
Secured Party	VANTAGE COMMODITIES FINANCIAL SERVICES II, LLC, NEW YORK, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	07-16-2015
Filing Number	1507160358970
Received Date	07-22-2015
Collateral	Accounts receivable including proceeds and products - Account(s) including proceeds and products
Secured Party	NATIONAL GRID, SYRACUSE, NY
Secured Party	NIAGARA MOHAWK POWER CORPORATION, SYRACUSE, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	03-18-2015
Filing Number	1503188097475
Received Date	03-26-2015
Collateral	Inventory and proceeds - Assets and proceeds - Account(s) and proceeds - General intangibles(s) and proceeds - and OTHERS
Secured Party	BIG APPLE ENERGY, LLC, WOODBURY, NY
Debtors	ATLANTIC ENERGY LLC

UCC Filing - Original

Filing Date	12-21-2014
Filing Number	1412218498784
Received Date	12-29-2014
Collateral	Negotiable instruments and proceeds - Account(s) and proceeds - General intangibles(s) and proceeds - Contract rights and proceeds
Secured Party	CLEAR CHOICE ENERGY, LLC, WOODBURY, NY
Debtors	ATLANTIC ENERGY, LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	12-11-2014
Filing Number	1412110693107
Received Date	12-22-2014
Collateral	Accounts receivable including proceeds and products - Account(s) including proceeds and products
Secured Party	NATIONAL GRID, SYRACUSE, NY
Secured Party	NIAGARA MOHAWK POWER CORPORATION, SYRACUSE, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	06-28-2013
Filing Number	1306288268205
Received Date	07-05-2013
Collateral	Account(s) and proceeds - Chattel paper and proceeds - General intangibles(s) and proceeds
Secured Party	NATIONAL FUEL GAS DISTRIBUTION CORPORATION, WILLIAMSVILLE, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	11-19-2012
Filing Number	1211198403568
Received Date	11-27-2012
Collateral	Negotiable instruments and proceeds - Accounts receivable and proceeds - Account(s) and proceeds - Contract rights and proceeds - General intangibles(s) and proceeds
Secured Party	NATIONAL GRID NY, BROOKLYN, NY
Secured Party	THE BROOKLYN UNION GAS COMPANY, BROOKLYN, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

UCC Filing - Original

Filing Date	11-19-2012
Filing Number	1211198403544
Received Date	11-27-2012
Collateral	Negotiable instruments and proceeds - Account(s) and proceeds - Contract rights and proceeds - General intangibles(s) and proceeds
Secured Party	KEYSPAN GAS EAST CORPORATION, HICKSVILLE, NY
Secured Party	NATIONAL GRID, HICKSVILLE, NY
Debtors	ATLANTIC ENERGY LLC
Filing Office	SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

There may be additional UCC Filings in D&B's file on this company available by contacting 1-800-234-3867.

Special Events

12-19-2017

Business address has changed from 1 Shore Ave Unit 1, Oyster Bay, NY, 11771 to 4709 30th St Ste 401, Long Island City, NY, 11101.

Company Profile

Company Overview

D-U-N-S

96-985-0218

Legal Form

Corporation (US)

History Record

Clear

Ownership

Not publicly traded

Mailing Address

United States

Telephone

(800) 917-9133

Employees

50

Age (Year Started)

6 years (2011)

Named Principal

Patrick Linden, MBR-CEO

Line of Business

Natural gas distribution

Business Registration

Corporate and business registrations reported by the secretary of state or other official source as of: -

This data is for informational purposes only, certification can only be obtained through the Office of the Secretary of State.

Registered Name

ATLANTIC ENERGY LLC

Corporation Type

Corporation (US)

Business Commenced On

2011

Principals

Officers

PATRICK LINDEN, MBR-CEO
SAMMY JANOWITZ, MBR-PRES
LEONARD SCAROLA, CFO

Directors

DIRECTOR(S): THE OFFICER(S)

Company Events

The following information was reported on: 12-19-2017

The New York Secretary of State business registrations file showed that Atlantic Energy LLC was registered as a Limited Liability Company on August 30, 2011, under the file registration number 4136305.

Business started 2011. 33.3% of capital stock is owned by Patrick Linden. 33.3% of capital stock is owned by Leonard Scarola. 33.3% of capital stock is owned by Eric Scheblein.

PATRICK LINDEN. Antecedents are undetermined.

LEONARD SCAROLA. Antecedents are undetermined.

Business address has changed from 62 South St, Oyster Bay, NY 11771 to 1 Shore Ave Unit 1, Oyster Bay, NY 11771.

Business address has changed from 1 Shore Ave Unit 1, Oyster Bay, NY, 11771 to 4709 30th St Ste 401, Long Island City, NY, 11101.

Business Activities And Employees

The following information was reported on: 12-19-2017

Business Information

Description	Provides natural gas distribution (100%). Sells to commercial concerns and general public. Territory : United States.
Employees	50 which includes officer(s).
Financing Status	Unsecured
Facilities	Operates from residence of Patrick Linden.

SIC/NAICS Information

SIC Codes	SIC Description	Percentage of Business
4924	Natural gas distribution	-
49240000	Natural gas distribution	-

NAICS Codes	NAICS Description
221210	Natural Gas Distribution

Government Activity

Activity Summary

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

Possible candidate for socio-economic program consideration

8(A) Firm	Yes
Labor Surplus Area	Yes
Small Business	Yes (2017)

Peer Comparison

Range : 100 miles

Peer comparison with similar companies based on industry and proximity.

Profile Information

This Company 

Local Peers 

Age of Business

6 years

17 years

6

17

Number of Locations

No Data available for this company

No Data available for local peers

Number of Employees

50 *

258

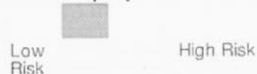
Risk Assessment

This Company

Local Peers

Cash Flow Risk

This Company Low-Moderate



Local Peers Moderate



Past 12 Months



Average Days Beyond Terms

This Company 2 days



Local Peers 18 days

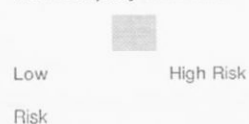


Past 12 Months



Risk of Debt Write-off

This Company Moderate



No Data available for local peers

Past 12 Months



Average High Credit

USD\$ 4,214

USD\$ 26,291

Largest High Credit

USD\$ 15,000

USD\$ 189,219

Amount Past Due

USD\$ 1,000

No Data available for local peers

Highest Past Due

USD\$ 1,000

No Data available for local peers

Financial Assessment

	This Company	Local Peers
Net Worth	No Data available for this company	USD\$ 292,669,276
Sales Revenue	No Data available for this company	USD\$ 216,591,904
Gross Profit	No Data available for this company	USD\$ 234,195,803
Net Profit	No Data available for this company	USD\$ 52,132,325
Working Capital	No Data available for this company	USD\$ 58,070,038
Quick Ratio	No Data available for this company	0.3%
Assets To Sales Ratio	No Data available for this company	66.75%
Accounts Payable to Sales Ratio	No Data available for this company	No Data available for local peers

Total Liabilities To Net Worth	No Data available for this company	103.2%
---------------------------------------	------------------------------------	---------------

Current Liabilities to Net Worth	No Data available for this company	61.15%
---	------------------------------------	---------------

Fixed Assets to Net Worth	No Data available for this company	54.65%
----------------------------------	------------------------------------	---------------

Return on Assets	No Data available for this company	3.9%
-------------------------	------------------------------------	-------------

Return on Sales	No Data available for this company	3.3%
------------------------	------------------------------------	-------------

Financials

D&B currently has no financial information on file for this company

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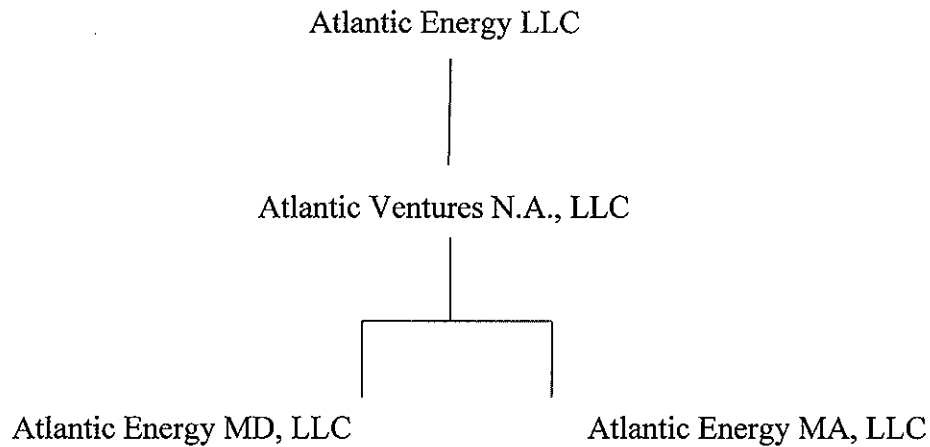
Exhibit C-8
Bankruptcy Information

None

Exhibit C-9
Merger Information

None

Exhibit C-10 Corporate Structure



Atlantic Energy MD, LLC is a Maryland Limited Liability Company formed in September 2015. Atlantic Energy LLC is the ultimate parent company of Atlantic Energy, MD, LLC.

Atlantic Energy MD, LLC is a member of PJM and is currently approved as an electricity and/or natural gas supplier in Maryland, Pennsylvania, Delaware, District of Columbia, New Jersey and Ohio.

Atlantic Energy MA, LLC is a member of the ISO New England and is licensed as an electricity supplier in Massachusetts and Connecticut.

Atlantic Energy, LLC is a member of the NY ISO and is licensed by the New York Public Service Commission as a supplier of natural gas and electricity.

Exhibit D-1

Operations

Atlantic Energy MD, LLC will be providing services as a retail natural gas supplier and retail natural gas marketer under 4901:1-27-01 of the Revised Code, including contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery to the natural gas company city gate for ultimate distribution to retail end user customers.

Exhibit D-2

Operations Experience

Atlantic Energy, LLC obtained approval from the New York Public Service Commission to operate as a supplier on November 10, 2011, and the company became a customer of the New York Independent System Operator (NYISO) effective June 27, 2013. Atlantic Energy successfully completed the EDI certification process for Core, Utility Rate, and Bill Ready Transactions, met the applicable utility creditworthiness requirements, and began serving load in the service territories of Con-Edison and National Grid in late 2013, and Central Hudson and Orange & Rockland in 2014. Atlantic Energy began supply natural gas to customers in the National Fuel, Con-Edison, and National Grid New York utility service territories in 2013. Atlantic Energy's customers are primarily residential and small commercial customers. Atlantic Energy currently provides electricity and/or natural gas supply to approximately 40,000 retail customers in the state of New York.

Atlantic Energy MD, LLC was formed in 2015 to provide retail gas and electricity supply in the states of Maryland, Ohio, New Jersey, Pennsylvania, Delaware and the District of Columbia. As an affiliate with company ownership, Atlantic Energy MD, LLC will utilize Atlantic Energy's operational staff, compliance team, customer service personnel, vendor relationships, sales and marketing professionals, and administrative personnel for its operations in Ohio. Atlantic Energy MD, LLC will be able to leverage Atlantic Energy's existing resources, experience, and expertise, which will enable it to immediately begin operations in Ohio upon licensure from the Commission.

Atlantic Energy MD, LLC has been certified as a Competitive Retail Electricity Service Supplier since November of 2016, and meets the appropriate technical qualifications necessary to successfully and properly do business in Ohio as a Competitive Retail Natural Gas Supplier. Atlantic Energy is led by a team of experienced management professionals, and has retained the services of a leading energy procurement and EDI transaction firm to support the company's operations and expected growth.

Patrick Linden serves as Chief Executive Officer of the Atlantic Energy family of companies, and is primarily responsible for the organization's strategic vision, business development, and sales and marketing functions.

Kyle Burke serves as Controller for the Atlantic Energy family of companies, and is primarily responsible for the day-to-day operations including financial transactions, accounting/payroll, legal/regulatory compliance, and vendor relations.

Sara Petrozza is Atlantic's Director of Customer Service. Ms. Petrozza has 8 years of experience as a customer service manager for major electricity and natural gas suppliers. In that role, she ensures regulatory compliance, responds to and resolves customer inquiries, trains and manages customer service representatives, oversees training of sales agents, and monitors sales and customer service representatives for regulatory compliance.

Copies of the resumes of Mr. Linden, Mr. Burke and Ms. Petrozza are attached hereto.

Atlantic Energy has a contractual relationship with Big Apple Energy to provide procurement support and to assist Atlantic Energy in supervising and managing short and long term wholesale procurement and supply obligations. Big Apple is an energy management and consulting company that assists Natural Gas Suppliers with load forecasting, scheduling and portfolio management.

The use of specialized energy consultants is commonplace among Natural Gas Suppliers, and Big Apple Energy provides its energy consulting services to a variety of licensed and certified Suppliers. Big Apple is strictly a consultant to Atlantic Energy and does not purchase or take title to any natural gas. Big Apple Energy provides the following services to Atlantic Energy on an as needed basis:

- Procurement
- Load Forecasting
- Scheduling
- Hedging
- Balancing and Settlements
- Market Intelligence
- Regulatory Support

Atlantic Energy utilizes Latitude for its EDI Transaction Management, to coordinate billing and accounts receivable functions with the various utilities that deliver Atlantic's electricity and natural gas. Latitude currently interfaces with numerous utility companies in multiple states on behalf of its clients.

Atlantic Energy will conduct third party verifications using a combination of leading outside vendors and internal personnel.

Atlantic will be marketing its services primarily to small commercial customers, although it expects to serve all customer classes including large commercial and industrial. Atlantic will offer fixed and variable rate product offerings, in conjunction with value added promotions and service offerings. Atlantic currently does marketing solely through in person contacts at this time, although it may consider other sales channels.

Sara M. Petrozza
1681 Nostrand Ave, Apt 2F
Brooklyn, NY 11226
E-Mail: Sarapetrozza@yahoo.com

Summary

Seasoned customer service manager with 6 years experience and proven track record of managing a wide variety of customer service issues quickly and efficiently. Dedicated to providing excellent customer service through efficient team and customer account management

Highlights

- Quality assurance
- Customer service
- Data entry
- EDI sales processing
- Marketing Savvy
- Conflict Resolution Techniques
- Team Management
- Excellent customer service & phone etiquette
- Meticulous attention to detail
- Focused on customer satisfaction
- Driven
- Customer oriented
- Excellent communication and organizational skills,
- Excellent customer service & phone etiquette
- Proficient in Microsoft Word, Excel & Outlook

Experience

Office Manager/Director of Customer Service

Atlantic Energy LLC

February 2015 – Present

- Manage the day-to-day activities of the Customer Service Center, including answering phones and ensuring all calls and customer inquiries are handled in a timely manner.
- Resolve customer questions, issues and complaints
- Recruit and interview new quality customer service representatives
- Hold weekly conference calls with the office to ensure recruiting goals are reached.
- Travel to each office to ensure compliance within the guidelines of the PSC and coach sales pitches
- Ensure all Atlantic Energy Materials are PSC approved before release.
- Ensure all sales submitted are "good" quality sales.

HR Recruiter/Head Administrator

Family Energy Inc.

April 2012 – October 2013

- Answered heavy phone lines
- Assisted Sales Office Manager with the sales agents
- Processed accounts

- Advertised and recruited for three office
- Processed new agents
- Scheduled and conducted interviews
- Held weekly conference calls with the other admins to discuss numbers and goals with recruiting.
- Handled different vendors marketing for the company.
- Orientation classes
- Daily sales training
- Door to door selling

CEO

YMC Marketing Inc.

December 2011 – April 2012

- Negotiated with ESCO companies for a contract to market energy door-to-door for them with my elite sales team.
- Ensured quality sales and client satisfaction.
- Went out on the field D2D with agents to ensure they were not misleading consumers in any way.
- Ensured production was always up and implemented improvements when needed within the team.

Director of Operations

AGR Field Services/Fierce Marketing Group

April 2010 – December 2011

- Processed payroll for all five offices
- *Customer Service* – Assisted consumers with billing questions, called consumers to ensure the sales representative represented themselves in a professional manner and explaining the program accurately.
- *Quality Control*
 - Traveled to all offices to ensure sales agents followed their script and compliances rules.
 - Ensured agent's wore their i.d. badges so they can be identified at all times, researched permits for different states, counties, and towns before the agents went in and ensured we had the correct documents to proceed.
 - Verified all incoming sales to the company, listened to all voice recorded sales, and validated all paper applications.
 - Created necessary reports when needed

Quality Control/Data Entry Supervisor

Major Energy Services LLC

February 2007 – October 2010

- *Customer Service*– Handled billing issues, cold calling, sent out welcome letters.
- *Quality Control Supervisor*
 - Validated 2000 accounts per week
 - managed two telemarketing companies from Bombay India
 - held conference calls
 - sent out all necessary materials

- listened to recorded sales.
- ◆ *Data Entry Supervisor*
 - Data entered 2000 accounts per week
 - Sorted out applications in numerical order upload onto our data base by application number and scanned in applications.
 - Submitted all accounts once a week by 1:00 p.m. to the utility company.
 - Handled PSC (Public Service Commission) complaints
 - EDI sales processing

Patrick Linden

963 Oyster Bay Road, East Norwich NY 11732
Cell: 5162428762 - pat@atlanticenergyco.com

Summary

A visionary and dynamic CEO with a remarkable capacity for motivational leadership. Successful at leading high-performing teams through all phases of projects, from concept development to product launch.

Highlights

- Visionary
- Legal compliance
- Operations start-up
- Team building
- New business development
- Social media marketing
- Strategic thinker & planner
- Driven
- Contract Negotiation
- Networking
- Web Development & Design
- Project Management
- Outsourcing
- Sales Management
- Customer-oriented

Experience

President & CEO

August 2011 to Current

Atlantic Energy LLC - Oyster Bay, NY

Energy Savings, customized pricing plans

- Built a thriving New York based ESCO that delivers energy to customers as cost effectively as possible with top-of-the-line customer service; and energy savings alternatives such as LED lightbulbs
- Developed strong relationships with all industry leaders
- Researched market competitors and industry trends to identify potential new products and services.
- Formulated a comprehensive business plan complete with clear and actionable sales goals and targets.
- Established and maintained more than [Number] business accounts.
- Analyzed client requirements, created a business plan and drove strategy development.

President

January 2012 to January 2014

New York Web Park - Long Island, NY

A full service marketing and development company

Account Manager

May 2010 to August 2011

Micco Fuel - Oyster Bay, NY

- Home heating specialist

Education

Bachelor of Science : Logistics, Materials and Supply Chain Management, 2010
SUNY Plattsburgh - Plattsburgh, NY, USA

Kyle A. Burke

111 Towne St, Apt 422 • Stamford, CT 06902 • (518) 466-4424 • kyleburke44@gmail.com

PROFESSIONAL EXPERIENCE

Atlantic Energy LLC, New York, New York
Controller

June 2016- Present

SmartWatt Energy Inc., Albany, New York
Senior Accountant

March 2012-June 2016

- Input invoices into accounting software with a strong focus on Sales and Use Tax laws of different states
- Pay processed invoices weekly to appropriate vendors
- Upload tax transactions to accounting software using AvaTax software
- Process all expense checks, verify accuracy and confirm all reimbursement requests against receipts provided
- Upload over 100+ credit card charges of employees into accounting software weekly
- Reconcile both personal American Express cards and corporate American Express cards monthly
- Assist with projects duties, including the creation of estimates and purchase orders and project close out tasks
- File invoices, paid invoices and paid expense reports into appropriate folders

Conductor Inc., New York, New York
Intern

December 2010-January 2011

- Accounting for Stock-Based Compensation (SFAS-123R)
 - Performed reconciliation of annual compensation for granted and outstanding options
 - Prepared schedule of vested, forfeited, and exercised options for Financial Statement footnote
 - Reconciled exercised options to the Fully Diluted Capitalization Table
- Year End Closing Procedures
 - Provided year-end cash reconciliation for customer credit charge cards
 - Performed internal audit of deferred revenue for customer subscriptions paid in advanced
 - Examined invoices related to cash disbursements verifying the expense was recorded in the proper period
 - Prepared roll-forward of additions, dispositions and depreciation expense for fixed assets and accumulated depreciation

EDUCATION

SUNY Plattsburgh School of Business and Economics, Plattsburgh, NY

Bachelor of Science, May 2011

Double Major: Accounting and Business

Minor: Criminal Justice

Related Course Work

- Governmental Accounting
- Financial Accounting
- Managerial Accounting
- Cost Accounting
- Business Ethics and Modern Society
- Introduction to Information and Technology Literacy

SKILLS & INTERESTS

Computer: Proficient of PC and Mac formats: Microsoft Office, Quickbooks, PhotoShop, and AutoCAD (Computer Aided Design)

Exhibit D-3
Key Technical Personnel

CEO

Name: Patrick Linden

Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133
pat@atlanticenergyco.com

Director of Operations

Name: Nicholas Capozzo

Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133
nick@atlanticenergyco.com

Controller

Name: Kyle Burke

Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133
kyle@atlanticenergyco.com

Director of Customer Service

Name: Sara Petrozza

Business Address: 4602 21st St, Suite 1884
Long Island City, New York, 11101
1-800-917-9133
Sara@atlanticenergyco.com

See Exhibit D-2 for additional information regarding these individuals.