



PUCO USE ONLY		
Date Received	Case Number	Version
	18-1723-EL-AGG	May 2016

## INITIAL CERTIFICATION APPLICATION FOR ELECTRIC AGGREGATORS/ POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-12 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 input information directly onto the form.  
You may also download the form, by saving it to your local disk, for later use.

### A. APPLICANT INFORMATION

#### A-1 Applicant intends to be certified as: (check all that apply)

☒ Power Broker ☒ Aggregator

#### A-2 Applicant's legal name, address, telephone number and web site address

Legal Name OPEN MARKET ENERGY, LLC  
Address 7625 WISCONSIN AVE SUITE 200 BETHESDA, MD 20814  
Telephone # (240) 482-4729 Web site address (if any) OPENMARKETENERGY.NET

#### A-3 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name Coproration Service Company  
Address 50 West Broad Street, Suite 1330 Columbus OH. 43215  
Telephone # (800) 927-9800 Web site address (if any) \_\_\_\_\_

#### A-4 List all names under which the applicant does business in North America OPEN MARKET ENERGY, LLC

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

Name JOHN GARDINER  
Title PRESIDENT - MANAGING PARTNER

RECEIVED-DOCKETING DIV  
2018 NOV 27 PM 2:56  
PUCO

This is to certify that the images appearing are an accurate and complete reproduction of a corp file document delivered in the regular course of business.

Technician AS Date Processed 11/27/18

Business address 7625 WISCONSIN AVE SUITE 200 BETHESDA, MD 20814

Telephone # (240) 482-4729

Fax # (240) 596-1111

E-mail address licensing@openmarketenergy.net

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

Name JOHN GARDINER

Title PRESIDENT - MANAGING PARTNER

Business address 7625 WISCONSIN AVE SUITE 200 BETHESDA, MD 20814

Telephone # (240) 482-4729

Fax # (240) 596-1111

E-mail address licensing@openmarketenergy.net

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

Customer Service address 7625 WISCONSIN AVE SUITE 200 BETHESDA, MD 20814

Toll-free Telephone # (844) 278-9244

Fax # (240) 496-1111

E-mail address licensing@openmarketenergy.net

**A-8 Applicant's federal employer identification number # 260428080**

**A-9 Applicant's form of ownership (check one)**

☐ Sole Proprietorship

☐ Limited Liability Partnership (LLP)

☐ Corporation

☐ Partnership

☒ Limited Liability Company (LLC)

☐ Other \_\_\_\_\_

**A-10 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).**

☐ **First Energy**

☐ Ohio Edison

☐ Toledo Edison

☐ Cleveland Electric Illuminating

☐ **Duke Energy**

☐ Monongahela Power

☐ American Electric Power

☐ Ohio Power

☐ Columbus Southern Power

☐ Dayton Power and Light

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Residential

☐ Commercial

☐ Commercial

☐ Commercial

☐ Commercial

☐ Commercial

☐ Commercial

☐ Commercial

☐ Commercial

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Mercantile

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

☐ Industrial

- A-11 Provide the approximate start date that the applicant proposes to begin delivering services  
November 19, 2018

**PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:**

- A-12 **Exhibit A-12 "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-13 **Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-14 **Exhibit A-14 "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-15 **Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

**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 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 or wholesale electric services including aggregation services.
- B-2 **Exhibit B-2 "Experience & Plans,"** provide a 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 4928.10 of the Revised Code.

**B-3** **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. (e.g. number and types of customers served, utility service areas, amount of load, etc.).

**B-4** **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation 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** Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever 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** Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☒ 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.

## **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 in 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 the 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 financial to satisfy collateral requirements to conduct retail electric/gas business activity (e.g., parental or third party guarantees, 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.

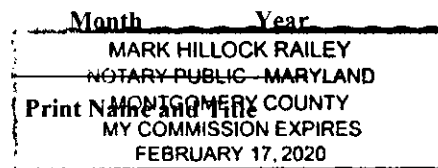
**C-5 Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted income statements for the applicant’s **ELECTRIC related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. 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 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 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.

  
Signature of Applicant & Title

Sworn and subscribed before me this 20<sup>TH</sup> day of NOVEMBER, 2018

  
Signature of official administering oath



My commission expires on \_\_\_\_\_

# **AFFIDAVIT**

State of MARYLAND :

BETHESDA ss.  
(Town)

County of MONTGOMERY :

JOHN GARDNER, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the PRESIDENT (Office of Affiant) of OPEN MARKET ENERGY LLC (Name of Applicant);

That he/she is authorized to and does make this affidavit for said Applicant,

1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief and that he/she expects said Applicant to be able to prove the same at any hearing hereof.

John Gumbert - President  
Signature of Affiant & Title

Sworn and subscribed before me this 20 day of NOVEMBER, 2018  
Month Year

Mark H. Railey  
Signature of official administering oath

My commission expires on

MARK HILLOCK RAILEY  
NOTARY PUBLIC - MARYLAND  
MONTGOMERY COUNTY  
MY COMMISSION EXPIRES  
FEBRUARY 17, 2020



## **Exhibit A-12 Principal Officers, Directors & Partners**

John P. Gardiner, President  
7625 Wisconsin Ave Suite 200  
Bethesda, Maryland 20814  
O: 240.482.4729  
F: 240.496.1111  
[John@openmarketenergy.net](mailto:John@openmarketenergy.net)

Matt Gardiner, VP of Major Accounts  
7625 Wisconsin Ave Suite 200  
Bethesda, Maryland 20814  
O: 240.482.4738  
F: 240.496.1111  
[matt@openmarketenergy.net](mailto:matt@openmarketenergy.net)

Mark Railey , CFO  
7625 Wisconsin Ave Suite 200  
Bethesda, Maryland 20814  
O: 240.482 .3581  
F: 240.496. 1111  
[mr@openmarketenergy.net](mailto:mr@openmarketenergy.net)

Steve Pritchett, VP of Business Development  
7625 Wisconsin Ave Suite 200  
Bethesda, Maryland 20814  
O: 240.482.4952  
F: 240.496. 1111  
[Steve@openmarketenergy.net](mailto:Steve@openmarketenergy.net)

## **Exhibit A-13 Company History**

Open Market Energy, a State of Maryland LLC, formed in 2007 as a professional energy consulting and brokerage firm. The President is a marine and mechanical engineer with a passion for the energy market and a commitment to providing valued services to clients while maintaining the highest levels of integrity, trust, and honesty. Open Market Energy consists of over 180 years of mechanical engineering, information management, utility & energy procurement, financial management, and enterprise solutions that offer clients the experience and confidence to recommend and manage their energy portfolio. Open Market Energy has developed a trusted supplier network consisting of WGL, CNE, AEP, Champion Energy, Direct Energy, PPL, UGI and others to ensure the most competitive pricing and products for our clients. Open Market Energy engages our customers to understand their business goals and energy profile allowing the entire process to be simple & transparent for our clients.

Open Market Energy has grown to nine energy consultants managing over 1 billion kWh with active electric licenses in Delaware, Massachusetts, Maryland, New Jersey, New York, Pennsylvania, Virginia, and Washington D.C. Open Market Energy has four employees who started working at the utility and now have over 25 years of experience working with energy suppliers and utility industry.

Open Market Energy provides electric procurement services and energy account management for our clientele, which is comprised of commercial businesses, schools/universities, nonprofits, and real estate developers. Our clients' energy usage ranges from 1000 to 75 million kWh per year over multiple accounts, with many our clients carrying an average load profile of 10 million kWhs. We currently manage over 7,000 electric meters and over 7,000 natural gas meters, serving over 1 billion kWhs and 100 million therms. Our clients include Panera Bread, Washington Properties, Associated Press, C-SPAN, and Matan Development. Open Market Energy has developed significant relationships with property managers, industrial customers, and government agencies in the Washington Metropolitan Area.



ARTICLES OF ORGANIZATION OF

OPEN MARKET ENERGY LLC

A Maryland Limited Liability Company

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

FIRST: The name of the limited liability company (hereinafter referred to as the "Company") is "Open Market Energy LLC."

SECOND: The purposes for which the Company is formed are to (i) to serve as a broker for the sale of energy, (ii) to have and exercise all powers now or hereafter conferred by the laws of the State of Maryland on limited liability companies formed pursuant to the Act, and (iii) to do any and all things necessary, convenient or incidental to the achievement of the foregoing.

THIRD: The address of the principal office of the Company in this State is 5507 Albia Road, Bethesda, Maryland 20816.


FOURTH: The name and address of the manager and resident agent of the Company are John P. Gardiner, 5507 Albia Road, Bethesda, Maryland 20816.

FIFTH: The Company shall continue in existence perpetually.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 29<sup>th</sup> day of June, 2007.

  
John P. Gardiner, Manager

I hereby consent to act as Resident Agent in Maryland for the entity named in this instrument.

  
John P. Gardiner, Manager

CUST ID:0001995835  
WORK ORDER:0001438873  
DATE:07-19-2007 02:16 PM  
AMT. PAID:\$150.00

# CORPORATE CHARTER APPROVAL SHEET

**\*\*EXPEDITED SERVICE\*\***

**\*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 40 BUSINESS CODE \_\_\_\_\_

# \_\_\_\_\_

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) \_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_



1000361995046285

ID # W12031902 ACK # 1000361995046285  
LIBER: 001140 FOLIO: 0388 PAGES: 0002  
OPEN MARKET ENERGY LLC

07/13/2007 AT 11:35 A WO # 0001438873

New Name \_\_\_\_\_

## FEES REMITTED

Base Fee: 100  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: 50  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
Certified Copies \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates \_\_\_\_\_  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Mail Processing Fee: \_\_\_\_\_  
Other: \_\_\_\_\_

TOTAL FEES: 150

Change of Name  
Change of Principal Office  
Change of Resident Agent  
Change of Resident Agent Address  
Resignation of Resident Agent  
Designation of Resident Agent  
and Resident Agent's Address  
Change of Business Code

Adoption of Assumed Name

Other Change(s)

Credit Card \_\_\_\_\_ Check ☒ Cash \_\_\_\_\_

Documents on \_\_\_\_\_ Checks

Approved By: 14

Keyed By: \_\_\_\_\_

COMMENT(S):

Code \_\_\_\_\_

Attention: \_\_\_\_\_

Mail: Name and Address

C. BRIAN CARLIN, P.A., ATTORNEY AT LAW  
SUITE 800  
7700 OLD GEORGETOWN RD.  
BETHESDA MD 20814

CUST ID: 0001995835  
WORK ORDER: 0001438873  
DATE: 07-19-2007 02:16 PM  
AMT. PAID: \$150.00





DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/23/2016	201617402194	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	99.00	0.00	0.00	0.00	0.00

**Receipt**

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

OPEN MARKET ENERGY LLC  
7625 WISCONSIN AVE  
BETHESDA, MD 20814

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted  
3914859

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**OPEN MARKET ENERGY LLC**

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

Document(s)

**REGISTRATION OF FOREIGN FOR PROFIT LLC**

Effective Date: 06/14/2016

Document No(s):

**201617402194**



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  
23rd day of June, A.D. 2016.

*Jon Husted*

Ohio Secretary of State

## **Section B: Applicant Managerial Capability and Experience**

### **Exhibit B-1 Jurisdictions of Operation**

Open Market Energy LLC is licensed to operate as an electric energy aggregator/broker under the name Open Market Energy LLC in Delaware, Massachusetts, Maryland, New Jersey, New York, Pennsylvania, Virginia, and Washington D.C.

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

Open Market Energy LLC does not supply or take title to electricity and does not enter directly into any contract with customers. As electrical service consultants, the only contract is between the suppliers and the customers. We do not bill the customers for any energy procurement services and we are entirely compensated by the suppliers we represent.

Open Market Energy, LLC assists and advocates for our customer with any issues (billing, usage, taxation or energy related) that they may have with the utility or supplier as it relates to energy procurement. Our customer can reach out to their account manager at any time for assistance, either contacting them directly or using our toll-free number. Open Market Energy, LLC defers to existing fair dispute resolution procedures that utilities/suppliers have in place.

Steve Pritchett, our VP of Business Development, will be responsible for the operations conducted in Ohio. Mr. Pritchett has over 30 years of experience in the energy business. His experience includes 10 years of work for a utility company in the DC metropolitan area where he analyzed tariff classes and managed natural gas procurement for large interruptible gas accounts. Pritchett's experience also includes 20 years as a broker/account manager at WGES(now WGL) for both electric and natural gas customers.

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

Open Market Energy provides electric and gas account procurement services and account management for a client profile, which is comprised of commercial businesses and mid-size real estate developers. The clients' energy usage is anywhere from 1 to 50 million kWh per year over multiple accounts, with many our clients carrying an average load profile of 5-10 million kWhs. We currently manage over 7,000 electric meters and over 7,000 natural gas meters, serving over 1 billion kWhs and 100 million therms. Our clients include Panera Bread, Washington Properties, Associated Press, CSPAN and Matan Development. Open Market Energy has developed significant relationships with the major property managers, industrial customer and government agencies in the Mid-Atlantic region.

### **Exhibit B-4 Disclosure of Liabilities and Investigations**

N/A Open Market Energy has no Liabilities and Investigations to disclose.

**B-5** Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever 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** Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☒ 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**

### **Exhibit C-1 Annual Reports**

N/A Open Market Energy LLC is not a publicly traded company and has no share-holders.

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

N/A Open Market Energy LLC does not have a parent company and does not have any 10-k/8-k filings.



11/19/18

# Open Market Energy, LLC

## Balance Sheet Standard

As of December 31, 2017

	<u>Dec 31, '17</u>	<u>Dec 31, '16</u>
ASSETS		
Current Assets		
Checking/Savings		
United Bank	136,088.61	27,676.50
Total Checking/Savings	136,088.61	27,676.50
Accounts Receivable		
Accounts Receivable	0.00	-8,125.32
Total Accounts Receivable	0.00	-8,125.32
Other Current Assets		
Matt Gardiner – Clubouse ...	0.00	50,000.00
PEPCO Rebates 1	0.00	3,420.05
Commission Advances	71,977.00	79,921.00
Total Other Current Assets	71,977.00	133,341.05
Total Current Assets	208,065.61	152,892.23
Other Assets		
OME Solutions	10,000.00	0.00
Total Other Assets	10,000.00	0.00
TOTAL ASSETS	<u>218,065.61</u>	<u>152,892.23</u>
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		
Sales Tax Payable – Maryl...	0.00	526.46
Line of Credit	0.00	50,000.00
Total Other Current Liabilit...	0.00	50,526.46

11/19/18

Open Market Energy, LLC  
Balance Sheet Standard  
As of December 31, 2017

	<u>Dec 31, '17</u>	<u>Dec 31, '16</u>
Total Current Liabilities	<u>0.00</u>	<u>50,526.46</u>
Total Liabilities	0.00	50,526.46
Equity		
Amy Gardiner Equity	-468151.87	-473107.97
Retained Earnings	0.00	185,058.51
Net Income	<u>686,217.48</u>	<u>390,415.23</u>
Total Equity	<u>218,065.61</u>	<u>102,365.77</u>
TOTAL LIABILITIES & EQUITY	<u><u>218,065.61</u></u>	<u><u>152,892.23</u></u>

11/19/18

# Open Market Energy, LLC

## Profit and Loss Standard

January through December 2017

	<u>Jan - Dec '17</u>	<u>Jan - Dec '16</u>
Ordinary Income/Expense		
Income		
Energy Efficiency Income	705,039.41	133,808.54
Energy Sales Commissi...	3,957,145.89	3,101,956.14
Other Regular Income	17.03	20.61
Total Income	4,662,202.33	3,235,785.29
Cost of Goods Sold		
Energy Efficiency COGS	405,123.80	59,769.70
Customer Refunds	0.00	1,957.67
Total COGS	405,123.80	61,727.37
Gross Profit	4,257,078.53	3,174,057.92
Expense		
Continuing Education	1,175.00	598.00
Salary and Commissions	78,100.00	487,503.17
Advertising	10,660.38	17,191.53
Automobile Expense	18,933.08	19,094.68
Bank Service Charges	673.26	262.08
Computer Services	50.00	0.00
Contributions	2,570.00	4,875.00
Donations	3,650.00	2,776.50
Dues and Subscriptions	18,062.04	18,723.60
Equipment Rental	0.00	1,575.00
Insurance	-940.16	9,201.25
Interest Expense	5,612.72	4,458.32
Licenses and Permits	4,612.50	5,405.90
Marketing	10,500.52	11,103.15
Office Equipment	4,348.44	5,896.98
Office Supplies	12,794.20	4,463.45
Outside Services	0.00	1,991.00
Parking	1,545.52	3,211.74

11/19/18

Open Market Energy, LLC  
**Profit and Loss Standard**  
January through December 2017

	<u>Jan - Dec '17</u>	<u>Jan - Dec '16</u>
Postage and Delivery	1,667.50	529.38
Printing and Reproducti...	55.21	0.00
Professional Fees	158,222.50	75,107.50
Rent	64,655.00	9,315.28
Software	309.97	96.43
Surety Bond Fee	1,000.00	300.00
Taxes	16,060.48	300.00
Telephone	741.09	600.20
Travel & Ent	72,001.20	85,851.84
Total Expense	<u>487,060.45</u>	<u>770,431.98</u>
Net Ordinary Income	3,770,018.08	2,403,625.94
Other Income/Expense		
Other Expense		
Consultants	3,083,800.60	2,013,210.71
Other Expenses	<u>0.00</u>	<u>0.00</u>
Total Other Expense	<u>3,083,800.60</u>	<u>2,013,210.71</u>
Net Other Income	<u>-3083800.60</u>	<u>-2013210.71</u>
Net Income	<u>686,217.48</u>	<u>390,415.23</u>

## **Exhibit C-4 Financial Arrangements**

N/A Open Market Energy does not take title to the electricity and is seeking to be certified as a aggregator or broker.

**Exhibit C-5 Forecasted Financial Statements**



## Ohio Forcasted Finanacial Projections

	2019	2020	2021
Income			
Electric Sales Commissions	\$21,750.00	\$23,925.00	\$26,317.00
Natural Gas Sales Commissions	\$6,000.00	\$6,600.00	\$7,260.00
Expense			
Advertising	\$1,000.00	\$1,100.00	\$1,210.00
Resident Agent	\$50.00	\$50.00	\$50.00
Travel & Entertainment	\$1,500.00	\$1,500.00	\$1,500.00
Net Income	\$25,200.00	\$27,875.00	\$30,817.50

### Assumptions:

#### -Panera Bread, Dominos, REI, & Harris Teeter

-- Our current customer Panera Bread has about 60 locations in Ohio - these numbers are based on the assumption that OME will become the energy broker of all the Panera Ohio accounts.

--OME already manages 57 Panera locations in the Washington area, a total load profile of 14500000 kWh and 400000 therms. in Ohio, assuming that the load profile is similar, OME's broker fee is \$0.0015 per kWh and \$0.015 per therm.

Electric: 14500000 kWh x \$0.0015 = \$21750.00

Gas: 400000 therms x \$0.015 = \$6000.00

--OME through advertising and utilizing our current network of customers plans to grow the business by 10% each year.

**Exhibit C-6 Credit Rating**

N/A Open Market Energy LLC does not have such a credit rating.

**Exhibit C-7 Credit Report**

N/A Open Market Energy LLC does not have such a credit report.

**Exhibit C-8 Bankruptcy Information**

N/A Open Market Energy LLC has never filed Bankruptcy

**Exhibit C-9 Merger Information**

N/A Open Market Energy LLC has not had any dissolutions or mergers or acquisitions.

**Exhibit C-10 Corporate Structure**

Open Market Energy LLC is a stand-alone entity with no affiliate or subsidiary companies.



*"Helping the Environment & Your Bottom Line by providing Gas & Electric brokerage services"*

November 19, 2018

Mrs. Melissa Scarberry  
Utility Specialist  
Ohio Public Utility Commission  
Docketing Division  
180 Broad Street  
Columbus Ohio 43215-3793

Re: Notice of Cancellation of Certificate

Dear Mrs. Scarberry:

Thank you for taking my call to discuss the reason for the cancellation of the Open Market Energy certificate. Our sincere apologies as our licensing team has been managing our Ohio licenses requirements from the PUCO portal and were not aware that the certificates were not managed from this portal. I have enclosed a new application (1 original and 3 copies for your review).

I hope you find our application complete and with all the appropriate information. Again, please accept our apologies for the delinquent renewal application as I am confident this will not happen again. If you have any questions, please give me a call at 202-379-8202.

Respectfully

John Gardiner  
President  
Open Market Energy, LLC



## Public Utilities Commission

### Notice of Cancellation of Certificate

Notice is hereby given that the following certificate was cancelled by operation of law, pursuant to Rules 4901:1-24-12, and/or 4901:1-24-13 of the Ohio Administrative Code:

**Certificate No(s):** 16-1118E  
**Cert Expired/Cancelled:** Expired: 9-2-18  
**Reference Case No(s):** 16-1675-EL-AGG  
**Company Name(s):** Open Market Energy LLC  
**Address(es):** 7625 Wisconsin Ave Suite 200  
Bethesda MD 20814

The Docketing Division is directed to cancel the above certificate on the Commission's records, and serve a copy of this notice upon the company at the address(es) listed above.

The listed company must cease providing regulated service under the above certificate, and notify any Ohio jurisdictional customers served thereunder, that it is no longer providing such service in Ohio. Any company or company officer that continues to provide Ohio jurisdictional service under a cancelled certificate or operating authority may be assessed a civil forfeiture of not more than \$10,000 per day for each violation or failure to comply with a Commission order, pursuant to Section 4905.54 of the Ohio Revised Code.

Questions regarding this notice should be directed to:

Melissa Scarberry  
Utility Specialist  
Melissa.Scarberry@puco.ohio.gov  
(614) 644-7960

or the PUCO Docketing Division at 614-466-4095

Further Case information is available at <http://dis.puc.state.oh.us/>