

PUCOHSEONLY - Version 1.08 May 2016		
Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		13 - 1206 - GA-CRS

RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please type or print all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-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 renew its certificate as: (check all that apply)

☐ Retail Natural Gas Aggregator ☐ Retail Natural Gas Broker ☒ Retail Natural Gas Marketer

A-2 Applicant information:

Legal Name Alpha Gas and Electric, LLC
Address 12 College Rd Suite 100, Monsey NY 10952
Telephone No. 845.810.0088 Web site Address www.alphagasandelectric.com
Current PUCO Certificate No. 13-308G Effective Dates 6/15/17-6/15/19

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

Name Alpha Gas and Electric, LLC
Address 12 College Rd Suite 100, Monsey NY 10952
Web site Address www.alphagasandelectric.com Telephone No. 845.810.0088

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

Alpha Gas and Electric, LLC

A-5 Contact person for regulatory or emergency matters:

Name Dina Freedman Title Regulatory and Operations
Business Address 12 College Rd Suite 100, Monsey NY 10952
Telephone No. 845.810.0088 Fax No. 845.501.0633 Email Address dina@alphagne.com

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

Technician Dmm

Date Processed 05/14/19

NGS Supplier Renewal - Version 1.08

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2019 MAY 14 AM 11:54
PUCO

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

Name Adam Small Title General Counsel
Business address 12 College Rd Suite 100, Monsey NY 10952
Telephone No. 845.810.0088 Fax No. 845.501.0633 Email Address adam.small@alphagne.com

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

Customer service address 12 college Rd. Suite 100, Monsey NY 10952
Toll-Free Telephone No. 888.636.3749 Fax No. 845.501.0633 Email Address customerservice@alphagne.com

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name VCORP AGENT SERVICES Title
Business address 28602 Yeshiva Lane, Wickliffe OH 44092
Telephone No. 845.425.0077 Fax No. 845.818.3588 Email Address sarah@vcorpservices.com

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

A-10 Applicant's form of ownership: (Check one)

- | | |
|--|---|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input checked="" type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Other |

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers*. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Dominion East Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Duke Energy Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/>	Residential	<input checked="" type="checkbox"/>	Small Commercial	<input checked="" type="checkbox"/>	Large Commercial / Industrial

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

☒ Columbia Gas of Ohio

<input type="checkbox"/>	Residential	Beginning Date of Service	2014	End Date	
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

☐ 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	2015	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	2015	End Date	
<input type="checkbox"/>	Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/>	Industrial	Beginning Date of Service		End Date	

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

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

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 Exhibit A-14 "Principal Officers, Directors & Partners,"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-15 Exhibit A-15 "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,"** provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, *only if the contents of the originally filed documents changed since the initial application.*
- A-17 Exhibit A-17 "Secretary of State,"** provide evidence that the applicant is still currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

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

status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

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

☒ No ☐ Yes

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

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

☒ No ☐ Yes

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

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- C-1 Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
(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, Fitch IBCA, Moody's Investors Service, Standard & Poor's, 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 an 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 Experian, 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 within the two most recent years preceding the application.

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

Adam Small CEO

Sworn and subscribed before me this

13th

day of

May

Month

2019

Year

Adam Small

Signature of official administering oath

Adam Small

Print Name and Title

My commission expires on

ADAM SMALL
Notary Public, State of New York
No. 02SM6211734
Qualified in Queens County
Commission Expires September 21, 20 *21*



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

Alpha Gas and Electric, LLC)

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

Case No. 13 - 1206 -GA-CRS

County of Rockland

State of NY

Harvey Moeller

[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

Mill. CEO

Sworn and subscribed before me this

13th

day of

May

Month

2014

Year

Adam Small

Signature of Official Administering Oath

Adam Small

Print Name and Title

ADAM SMALL
Notary Public, State of New York

No. 02SM6211734

Qualified in Queens County

Commission Expires September 21, 2021

My commission expires on

(CRNGS Supplier Renewal) - Version 1.08

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Principal Officer Directors & Partners

EXHIBIT A-14

1. Israel Orzel – Officer
12 College Rd.
Monsey, NY 10952
845.406.9100
2. Harvey Klein – Chief Executive Officer
12 College Rd.
Monsey, NY 10952
845.810.0088 x205
3. Mark Weiderman – President
12 College Rd.
Monsey, NY 10952
845.810.0088 x206
4. Levi Moeller – Chief Operations Officer
12 College Rd.
Monsey, NY 10952
845.810.0088 x207

Company History

EXHIBIT A-15: Public

This exhibit (Exhibit A-15) had confidential information regarding the amount of Alpha Gas and Electric, LLC's customers. This is the copy that can be available to the public. The original exhibit, with the confidential information, will be filed separately and will be marked "Exhibit A-15: Confidential."

Articles of Incorporation and Bylaws
EXHIBIT A-16

STATE OF NEW YORK
DEPARTMENT OF STATE

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



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

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

Daniel E. Shapiro
First Deputy Secretary of State

101019000 782
ARTICLES OF ORGANIZATION

OF

PAN AMERICAN ENERGY, LLC

Under Section 203 of the New York Limited Liability Company Law

ARTICLE I
NAME

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

ARTICLE II
COUNTY

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

ARTICLE III
SERVICE OF PROCESS

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

45 Mariner Way
Monsey, New York 10952

ARTICLE IV
ORGANIZER

The name and mailing address of the Organizer is:

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

/s/Mimi Sanik
Mimi Sanik, Organizer

101019000782

101019000 782

RECEIVED
2010 OCT 19 PM 3:21

ARTICLES OF ORGANIZATION

OF

PAN AMERICAN ENERGY, LLC

Under Section 203 of the New York Limited Liability Company Law

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

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 19 2010

TAX \$
BY: 103

DRAWDOWN ACCOUNT #HD

2010 OCT 19 PM 3:42

FILED

840

Secretary of State

EXHIBIT A-17



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
04/13/2017	201710302930	Bulk Agent Change (BAP)	0.00	0.00	0.00	0.00

Receipt

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

CT CORPORATION SYSTEM
111 8TH AVENUE, 13TH FLOOR
MARIE HAUER
NEW YORK, NY 10011

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted

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

VCORP AGENT SERVICES, INC.

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

Document(s)

Bulk Agent Change

Document No(s):

201710302930

Effective Date: 03/31/2017



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
13th day of April, A.D. 2017.

Jon Husted

Ohio Secretary of State



Form 533B Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

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

Mail this form to one of the following:

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

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

Registration of a Foreign Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

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

Jurisdiction of Formation

Date of Formation

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

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

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

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

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

Name

Mailing Address

City

State

ZIP Code

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

Vcorp Agent Services, Inc.

Name

28602 Yeshiva Lane

Mailing Address

Wickliffe

City

Ohio

State

44092

ZIP Code

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

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

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

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

Required

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

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

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

Signature

LLC Member

By (if applicable)

David Wanounou

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

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

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

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

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

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



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

Daniel Shapiro
First Deputy Secretary of State

JURISDICTIONS OF OPERATION

EXHIBIT B-1

Current market of Alpha Gas and Electric, LLC

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

EXPERIENCE AND PLANS

Exhibit B-2

BACK END FUNCTIONS

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

Genscape, are our aggregator,s and provide back-office support.

FRONT END FUNCTIONS

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

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

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

SUMMARY OF EXPERIENCE

EXHIBIT B-3: PUBLIC

This Exhibit has confidential information. This copy may be made available to the Public and a separate document marked as Confidential will be filed separately under seal.

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

We serve various utilities throughout New York, New Jersey, Pennsylvania, Ohio and Illinois such as Con Edison, Keyspan NY and LI, Central Hudson, Orange and Rockland, PSEG, NYSEG, RG&E, Niagara Mohawk, National Fuel Gas, South Jersey Gas, Elizabeth Town Gas, New Jersey Natural Gas, Atlantic City Electric, Duquesne Light, PPL Electric, West Penn Power, Penn Power, UGI Utilities, Penelec, Met Ed, Peco, Columbia Gas, Ohio Edison, Toledo Edison, Cleveland Illuminating, Duke Energy, DP&L, Vectren Energy, and Com Edison.

In the past year alpha has served a total of ----- Gas customers in OH with a usage of ----- MWH and -----Electric Customers in OH with a usage of ----- KWH .

DISCLOSURE OF LIABILITIES AND INVESTIGATIONS

EXHIBIT B-4

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

ANNUAL REPORTS

EXHIBIT C-1

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

SEC FILINGS

EXHIBIT C-2

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

FINANCIAL STATEMENTS

Public

EXHIBIT C-3

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

FINANCIAL ARRANGEMENTS

EXHIBIT C-4 PUBLIC

Alpha Gas and Electric, LLC. Would like our financial arrangements to be kept confidential, and therefore filed this exhibit under seal.

Forecasted Financial Statements

EXHIBIT C-5: PUBLIC

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

Credit Report

EXHIBIT C-6

N/A

Bankruptcy Information

EXHIBIT C-8

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

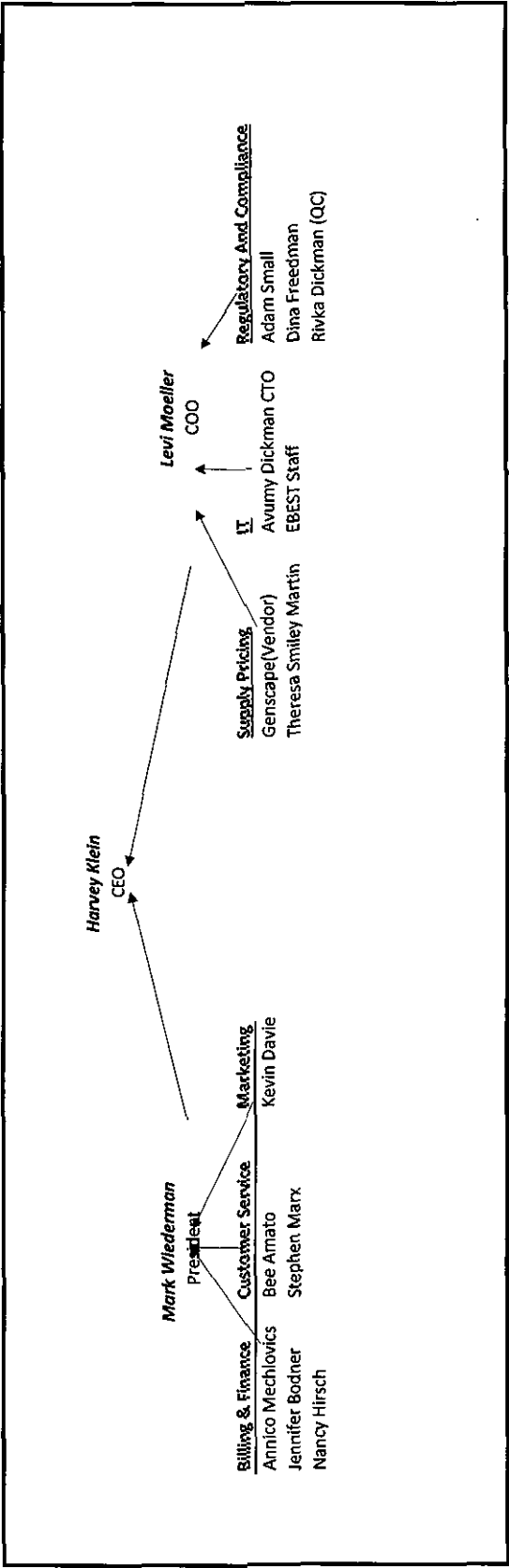
Merger Information

EXHIBIT C-9

N/A

Corporate Structure

EXHIBIT C-10



OPERATIONS

EXHIBIT D-1

BACK END FUNCTIONS

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

MID END FUNCTIONS

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

In addition, Alpha Gas and Electric, LLC has contracted with Genscape, LLC of New York, a consultancy with over 30 years of energy industry experience, to manage all wholesale business processes. Genscape is tasked with creating retail supply forecasts, scheduling energy into PJM, as well as managing all settlement data and hedging activities. Genscape currently manages over 500,000 retail meters *nationwide for over 30 different power marketers.*

FRONT END FUNCTIONS

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

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

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

OPERATIONS EXPERTISE

EXHIBIT D-2

Alpha Gas and Electric, LLC's operations will be managed through direct staff, consultants and service providers. Please also see Exhibit B-2 (Experience & Plans); Exhibit B-3 (Summary of Experience); and Exhibit D-3 (Key Personnel) for more detail regarding Alpha Gas and Electric, LLC's plans and experience.

Key Technical Personnel

EXHIBIT D-3

1. Harvey Klein
CEO
Harvey.klein@alphagne.com
845.810.0088 x205
2. Mark Weiderman
President
Mark.weiderman@alphagne.com
845.810.0088 x206
3. Levi Moeller
COO
Levi.moeller@alphagne.com
845.810.0088 x2017
4. Alexandre Bladassano
Managing Director, GP Renewables and Trading
Consultant, On retainer
alex@gprenew.com
212.255.8050
5. Jon Spivak
President, GP Renewables & Trading
Consultant, On Retainer
jon@gprenew.com
212.255.8050
6. Adam Small
Director of Regulatory and Compliance
Adam.small@alphagne.com
845.810.0088 x209
7. Annico Mechlovics
Accountant
amech@alphagne.com
845.810.0088 x203

Harvey Klein, CEO/ Chairman of The Board/Partner; Alpha Gas and Electric

Harvey Klein, an entrepreneur and seasoned business executive, simultaneously spearheads the operations of four highly successful businesses that employ 100+ people and generate a combined revenue in excess of \$100 million annually. Throughout his career, he has repeatedly proven his ability to hit the ground running while delivering impressive results quickly.

In 1997, Mr. Klein founded King Ventures to sell gift-with-purchase programs to cosmetic companies. Building the business from the ground up, he strategically expanded into new markets, transforming King Ventures into a premium supplier of incentive gifts to 100+ casinos throughout the nation. The company produces over \$7 million in annual revenue and, at its peak, achieved gross profit margins in excess of \$2 million. This has been accomplished by Mr. Klein's total dedication to client satisfaction, as demonstrated by his travels across the United States and throughout Asia in order to maintain strong customer relations. He obtained gaming licenses in the states of New Jersey, Pennsylvania, California, Nevada, Louisiana, and Connecticut to better execute some of the most successful casino marketing initiatives to date.

Serving as the Chief Executive Officer of HIKO Energy LLC from 2011 until its sale in 2018, Mr. Klein was initially part of a team that invested \$6 million into the initiative. He was then asked to take over the reins due to his reputation for establishing smooth and lean operational structures while continually increasing margins. In doing so, he successfully retrieved 100% of the initial investment in just 24 months. At its peak Mr. Klein achieved \$50 million in revenue and \$13 million in gross profits. Through the implementation of a new customer service team, in-house IT systems, and powerful new marketing strategies, he drove 40+% growth every year. In March 2018, HIKO Energy was sold to Spark Energy.

While investing in White Eagle Property Group, Mr. Klein was onboarded as a Partner in 2009 to better manage the company's operational and financial performance. He leveraged his advanced expertise in property and financial analysis to drive intelligent business and property purchasing decisions. Under Harvey Klein's guidance, White Eagle Property Group now manages over 10,000 apartment units throughout the USA. The company currently has over \$1 Billion in assets, and annual revenue in excess of \$85 million.

In 2008, Mr. Klein started Breaking Vending, a business that generates \$5+ million a year in revenue while maintaining a staggering \$1,000,000+ profit margin. This has been accomplished through vending machines strategically placed in nursing homes, hospitals, and office buildings.

In addition, Mr. Klein is extremely active in the local community. He founded the Ketanah Foundation, a 501(c)(3) organization that has helped more than 100 charitable organizations serving underprivileged families, widows, and orphans.

Over the years, Harvey Klein has proven his unwavering passion for taking businesses to their next level of success while resolving deficiencies that impede growth and prosperity. He quickly produces positive results because focusing on details and organizational imperatives is a core value of his, one that he brings to every project he manages. Mr. Klein is driven by challenges and undaunted by obstacles. He has the distinction of being a leader who possesses the experience, personality, capacity, judgment, and business savvy to ensure seamless operations for any business.

Levi Moeller, COO; Alpha Gas and Electric

Levi Y. Moeller began his career in the energy industry in 2003 with Econnergy (Gateway) where he functioned as a risk analyst. Some of his many responsibilities included variance analysis and testing, regression analysis and forecasting, reporting trend analysis, storage organization, product development and implementation. He also served as a liaison to wholesale suppliers, hedging strategies, and conducted related reconciliations, cost calculations, and rate development (including developing forecasting and rate models). All of this was for both gas and electric.

While working at Econnergy, Levi became proficient in the natural gas market, and energy industry and gained hands on experience with the NYMEX, NYISO, PJM and ERCOT markets. Additionally, Levi took courses to further enhance his skills and knowledge of these markets.

In 2008 Levi left Econnergy to help develop a new company called GasLimit, which was the brain child of energy experts, to assist fleet and residential customers manage their gasoline costs.

In November 2008 Major Energy Services recruited Levi to manage their supply department. Major's supply functions were originally outsourced and he brought that all in-house. At the time Levi joined Major the company was only licensed and serving gas customers. Levi got Major Energy Electric Services up and running and developed all their pricing models, risk policies and procedures, furthering product development, scheduling, forecasting and was responsible for the growth into new markets that allowed them to become big players in the ESCO world.

In 2013 Levi was promoted to Chief Operating Officer a title which he held until he left in August 2018. As COO Levi was responsible for Major's IT department and software development, legal department, marketing and broker departments, and customer service department all in addition to his responsibilities on the supply side. Under Levi's management and leadership Major grew from a small ESCO of approximately two thousand accounts into over two hundred thousand accounts and RCE. Levi was also an integral part of Major's sale to Spark Energy and remained at the company after the deal was finalized to help manage Major and lend a hand to Spark's supply and risk teams.

Levi left Major in August of this year to join Alpha Gas and Electric as President.

Levi is an active member of his community including serving and volunteering in many non for profit organizations.

Mark Wiederman – President

Mark is currently the President of Alpha gas and Electric. Prior to his current position, Mark founded Major Energy Services LLC and affiliated Companies in 2005 and served as President. In April 2016, Major Energy was acquired by National Gas and electric in a deal worth up to 80.0 Million. Prior to founding Major Energy, Mark spent 5 years supervising Billing Operations at Econnergy, which was subsequently rebranded as Gateway Energy Service. Mark has a background in Computer Networking and received his MCSE certification from Long Island University. Mark and his family live in Monsey, NY.

EXPERIENCE:

General Counsel, Alpha Gas & Electric
Current

April 2019 –

General Counsel, Major Energy
April 2019

January 2011 –

- General Corporate
 - Research, investigate and advise partners on issues relating to general business obligations. Develop and implement policies and procedures related to internal business functions as well as oversight of vendors.
 - Manage successful resolution of large disputes with various government agencies.
- Contracts
 - Negotiate, draft, and review a variety of contracts.
 - Advise and redraft advertising and marketing campaigns, as well as all other agreements for the company.
 - Write rules, oversee, and administer sweepstakes and contests, used as promotions.
- Advisory/Compliance
 - Ensure compliance with all Federal, State, and Local laws, rules, guidelines and regulations by reviewing and analyzing state and utility tariffs and rules.
 - Resolve inquiries and complaints from the Public Service Commissions, Utilities, Attorneys General, the Better Business Bureau, as well as any other regulatory bodies.

EDUCATION:

ST. JOHN'S UNIVERSITY SCHOOL OF LAW, Jamaica, N.Y.

Juris Doctor, June 2007

Honors: 1st Place at the 2006 Internal Negotiation Competition

Activities: Entertainment and Sports Law Society - Commissioner

UNIVERSITY OF MARYLAND, COLLEGE PARK

ROBERT H. SMITH SCHOOL OF BUSINESS, College Park MD

Bachelor of Science, Accounting, May 2004

JONATHAN SPIVAK

jon@gprenew.com
212-255-8050 office

Recent Experience

Genscape, Inc.
Managing Director

New York NY
Apr 2011-Present

- Structure and negotiate unique power hedging transactions for clientele.
- Daily load forecasting, bidding and scheduling for over 20 competitive retail electric suppliers in PJM, ISO-NE, and NYISO with over 3,000 MWh of average hourly load and spanning over ten states, with a combined customer book of ~1,000,000 residential and commercial customers.
- Forecast and maintain physical and financial power hedges in the forward market.
- Create daily, weekly, and monthly settlements reports in order to analyze costs to minimize risks.

RBS Sempra Commodities

New York NY

Financial Risk Analyst

Nov 2009-Apr 2011

- Maintained firm-wide official profit and loss, generating integral and time-sensitive company reports pivotal to all of risk management
- Prepare and maintain excel based reports using various data sources such as pricing, P&L, positions, VaR, stress etc. under rapidly changing requirements
- Verified and corrected in-house trades within various trading platforms, implemented process to verify and track explanations on trades generating substantial revenue, submitted external price reporting of physical basis and fixed natural gas trading activities on regular schedules
- Provide daily profit and loss explanations for physical and financial natural gas revenue

Margin/Credit Analyst

Aug 2008–Nov 2009

- Responsible for all margin activities including daily calls to over fifty counterparties, confirm settlements, and manage letter of credit activities.
- Primary contact for dispute resolution including exposure, interest rate and contract discrepancies
- Identify forward pricing issues via Excel pivot table analyses
- Generate ideas to improve the efficiency and accuracy of the Credit Management System
- Communicate daily cash flow and letter of credit movements through intraday reports.

Education

Bucknell University
Bachelor of Arts, Major in Economics & Minor in Political Science

Lewisburg PA
2005

Dean's List

ALEXANDRE BALDASSANO

alex@gprenew.com

212-255-8050 office

EXPERIENCE

Genscape, Inc.
Managing Director

New York NY
Nov 2010-Present

- Analyze federal and regional renewable energy and environmental policy
- Create and market compliance and voluntary environmental credit products
- Expand renewable generation project pipeline
- Analyze state Renewable Portfolio Standard market fundamentals
- Develop spot and futures environmental credit trading strategies for managed accounts and proprietary portfolios
- Hourly power demand bidding/scheduling within the PJM and ISO-NE wholesale markets
- Origination of long-term wholesale power/REC contracts (PJM, ISO-NE, NYISO)
- Client advisory concerning profit/loss of new wholesale market entry (ISO Level, State, Utility)

Natsource Asset Management LLC

New York NY

Contract Manager

Oct 2009-Oct 2010

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

Operations, Sales, and Risk Associate

Apr 2008-Oct 2009

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

Education

Fordham University Graduate School of Business
Master of Business Administration, Finance & Marketing concentration

New York NY
2013

Haverford College
Bachelor of Arts, Economics

Haverford PA
2003

Temple University
General Coursework

Rome, Italy
Aug 2001-Dec 2001