

FILE  
NC



20.1268 GA CRS

33

1930 Marlton Pike East, Suite N73 Cherry Hill, NJ 08003

PHONE: 844.277.7517 | FAX: 215.790.6224

EMAIL: [customer@sunseaenergy.com](mailto:customer@sunseaenergy.com) | WEBSITE: [www.sunseaenergy.com](http://www.sunseaenergy.com)

**SunSea Energy OH, LLC's Ohio Natural Gas Supplier Application**

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

To whomever this may concern,

Attached, please find the application for a license to supply natural gas in Ohio for SunSea Energy OH, LLC for your review and consideration. Please keep under seal as "Confidential" and not make part of the public record the responses to exhibits B-2, C-3, C-4, C-5, C-6, and C-7. The retail natural gas marketplace business is highly competitive, and it is imperative that public disclosure of the confidential information contained in the documents identified above be avoided.

SunSea Energy OH, LLC is not a publicly traded company, and therefore, all of its information is highly confidential and is available only to those individuals on a need to know basis. The public disclosure of SunSea's information as disclosed in response to the questions and provided in the exhibits referenced above would create an extreme hardship for SunSea Energy because it would give an unfair advantage to the company's competitors and would likely result in substantial economic damages to SunSea Energy OH, LLC.

Thank you for your time and consideration of our application as well. We look forward to working with you as we continue through the application process.

Regards,

Jacob Adigwe  
CEO  
SunSea Energy OH, LLC

PUCO  
2020 JUL 10 PM 4:28

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 DR Date Processed 7-10-20



# Public Utilities Commission

PUCO USE ONLY – Version 1.08 May 2016		
Date Received	Case Number	Certification Number
	201268 - 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 SunSea Energy OH, LLC  
Address 1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003  
Telephone No. 844-277-7517 Web site Address <https://www.sunseaenergy.com>

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

Name SunSea Energy OH, LLC  
Address 1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003  
Web site Address <https://www.sunseaenergy.com> Telephone No. 844-277-7517

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

SunSea Energy, LLC  
SunSea Energy NJ, LLC  
SunSea Energy DC, LLC

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

Name Jacob Adigwe Title CEO  
Business Address 1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003  
Telephone No. 215-758-4077 Fax No. 215-790-6224 Email Address [compliance@sunseaenergy.com](mailto:compliance@sunseaenergy.com)

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

Name Jacob Adigwe Title CEO  
Business address 1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003  
Telephone No. 844-277-7517 Fax No. 215-790-6224 Email Address compliance@sunseaenergy.com

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

Customer service address 1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003  
Toll-Free Telephone No. 844-277-7517 Fax No. 215-790-6224 Email Address customercare@sunseaenergy.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 Dorothy Stone Title Customer Service Agent  
Business address 100 E. Campus View Boulevard, Suite #250, Columbus, OH 43235  
Telephone No. 614-333-8634 Fax No. 215-790-6224 Email Address compliance@sunseaenergy.com

**A-9 Applicant's federal employer identification number 83-3885200**

**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 checked="" type="checkbox"/> Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial

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

☐ Columbia Gas of Ohio

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

☐ Dominion East Ohio

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

☐ Duke Energy Ohio

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

☐ Vectren Energy Delivery of Ohio

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

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

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	8/1/2020
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	8/1/2020
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	8/1/2020
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	8/1/2020

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.

**Please find the attached and completed Exhibit A-14**

- A-15 Exhibit A-15 "Company History,"** provide a concise description of the applicant's company history and principal business interests.

**Please find the attached and completed Exhibit A-15**

- 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.

**Please find the attached and completed Exhibit A-16**

- A-17 Exhibit A-17 "Secretary of State,"** provide evidence that the applicant is currently registered with the Ohio Secretary of the State.

**Please find the attached and completed Exhibit A-17**

## 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.

**Please find the attached and completed Exhibit B-1**

- 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.

**Please find the attached and completed Exhibit B-2 Confidential**

- 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.).

**Please find the attached and completed Exhibit B-3**

- 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

**Please find the attached and completed Exhibit B-4**

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) **NA**
- 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. **NA**
- 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).

**Please find the attached and completed Exhibit C-3    Confidential**



**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.

**Please find the attached and completed Exhibit C-4 "Financial Arrangements"**

**Confidential**

**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.

**Please find the attached and completed Exhibit C-5 "Forecasted Financial Statements"**

**Confidential**

**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.

**Please find the attached and completed Exhibit C-6 "Credit Rating"**

**Confidential**

**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.

**Please find the attached and completed Exhibit C-7 "Credit Report"**

**Confidential**

**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.

**Please find the attached and completed Exhibit C-8 "Bankruptcy Information"**

**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.

**Please find the attached and completed Exhibit C-9 "Merger Information"**

**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.

**Please find the attached and completed Exhibit C-10 "Corporate Structure"**

#### **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.

**Please find the attached and completed Exhibit D-1 "Operations"**

**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.

**Please find the attached and completed Exhibit D-2 "Operations Expertise"**

**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.

**Please find the attached and completed Exhibit D-3 "Key Technical Personnel"**

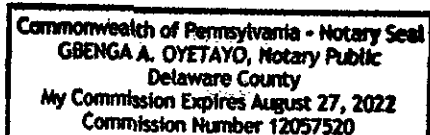
Applicant Signature and Title

*[Signature]* President

Sworn and subscribed before me this 26<sup>th</sup> day of JUNE Month 2020 Year

*[Signature]*  
Signature of official administering oath

Gbenra A. Oyetayo  
Print Name and Title



My commission expires on

August 27, 2022.





# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service  
Affidavit Form  
(Version 1.07)

In the Matter of the Application of )

SunSea Energy OH, LLC )  
for a Certificate or Renewal Certificate to Provide )  
Competitive Retail Natural Gas Service in Ohio. )

Case No.  -  -GA-CRS

County of Delaware  
State of Pennsylvania

Jacob Adigwe [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

[Signature] President

Sworn and subscribed before me this 26<sup>th</sup> day of JUNE Month 2020 Year

[Signature]  
Signature of Official Administering Oath

Gbenga A. Oyetayo  
Print Name and Title

Commonwealth of Pennsylvania - Notary Seal  
GBENGA A. OYETAYO, Notary Public  
Delaware County  
My Commission Expires August 27, 2022  
Commission Number 12057520

My commission expires on August 27, 2022

(CRNGS Supplier -Version 1.08) Page 8 of 8



1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003

PHONE: 844.277.7517 | FAX: 215.790.6224

EMAIL: [customercare@sunseaenergy.com](mailto:customercare@sunseaenergy.com) | WEBSITE: [www.sunseaenergy.com](http://www.sunseaenergy.com)

**"Principal Officers, Directors & Partners"**

**Exhibit A-14**

NAME	POSITION	ADDRESS/PHONE
Jacob Adigwe	FOUNDER & CEO	1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003 215-758-4077
Emmanuel Adigwe	CFO	1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003 844-277-7517



1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003

PHONE: 844.277.7517 | FAX: 215.790.8224

EMAIL: [customercare@sunseaenergy.com](mailto:customercare@sunseaenergy.com) | WEBSITE: [www.sunseaenergy.com](http://www.sunseaenergy.com)

### Company History

#### Exhibit A-15

SunSea Energy, LLC ("SunSea Energy"), the parent, with offices in Cherry Hill, New Jersey, is a competitive retail Energy Supply Company (ESCO). The Company was formed to participate in the deregulation of the electricity and natural gas markets. The company has successfully received licenses in New York, New Jersey, DC, and Maryland.

SunSea Energy will offer both variable and fixed rate products to meet all customer requests.

SunSea Energy, LLC, a Delaware limited liability company was formed in May 2012 but only recently filed and received their New York license in October of 2017, New Jersey license in January of 2018, DC in November of 2019, and Maryland in 2019. Currently, SunSea Energy is marketing in the States of New York, Maryland and New Jersey with plans on marketing within the District of Columbia this summer.

SunSea Energy OH, LLC, was organized as a Domestic Delaware limited liability company in September 2017. SunSea Energy, LLC has also filed foreign status with the State of Ohio in March 2019. SunSea Energy OH, LLC is a wholly owned subsidiary of SunSea Energy, LLC and was recently formed to provide natural gas supply services to customers in Ohio.

SunSea Energy has assembled a team of experienced energy professionals and have strategic relationships with the leading EDI, Billing and financial risk platforms to ensure smooth operations within the State of Ohio. SunSea Energy has a structured finance agreement to support operations as a retail natural gas provider including power purchases and receivable funding.



1930 Marlton Pike East, Suite N73, Cherry Hill, NJ 08003

PHONE: 844.277.7517 | FAX: 215.790.6224

EMAIL: [customercare@sunseaenergy.com](mailto:customercare@sunseaenergy.com) | WEBSITE: [www.sunseaenergy.com](http://www.sunseaenergy.com)

**Articles of Incorporation and Bylaws**

**Exhibit A-16**

Please find the enclosed evidence of the applicants incorporation filing.

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUNSEA ENERGY OH, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MARCH, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SUNSEA ENERGY OH, LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



6558078 8300

SR# 20191871938

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202411049

Date: 03-11-19



1930 Mariton Pike East, Suite N73, Cherry Hill, NJ 08003

PHONE: 844.277.7517 | FAX: 215.790.6224

EMAIL: [customercare@sunseaenergy.com](mailto:customercare@sunseaenergy.com) | WEBSITE: [www.sunseaenergy.com](http://www.sunseaenergy.com)

Secretary of State

Exhibit A-17

Please find the enclosed evidence that the applicant has registered with the State of Ohio's Secretary of the State.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/20/2019	201907400552	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	99.00	0.00	0.00	0.00

**Receipt**

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

INCorp SERVICES, INC.  
3773 HOWARD HUGHES PARKWAY  
SUITE 500S  
LAS VEGAS, NV 89169

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Frank LaRose**  
4307015

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**SUNSEA ENERGY OH, LLC**

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

Document(s)

**REGISTRATION OF FOREIGN FOR PROFIT LLC**

Effective Date: 03/15/2019

Document No(s):

**201907400552**



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  
20th day of March, A.D. 2019.

**Ohio Secretary of State**



Form 533B Prescribed by:

**OFFICE OF THE**  
Ohio Secretary of State

Date Electronically Filed: 3/15/2019  
Toll Free: (877) SOS-FILE (877-767-3453) | Central Ohio: (614) 466-3910  
[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov) | [Bussserv@OhioSecretaryofState.gov](mailto:Bussserv@OhioSecretaryofState.gov)  
File online or for more information: [www.OHBusinessCentral.com](http://www.OHBusinessCentral.com)

## Registration of a Foreign Limited Liability Company

**Filing Fee: \$99**  
**Form Must Be Typed**

**CHECK ONLY ONE (1) BOX**

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

Jurisdiction of Formation    
State Country

Date of Formation

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

Jurisdiction of Formation    
State Country

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

Country

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

INCORP SERVICES, INC.

Name of Agent

9435 WATERSTONE BOULEVARD SUITE 140

Mailing Address

CINCINNATI

City

OH

State

45249

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.

SUNSEA ENERGY, LLC

Signature

JACOB ADIGWE

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



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Jurisdictions of Operation  
Exhibit B-1

Current Markets Jurisdictions:

SunSea Energy, LLC (New York, Maryland)

Sunsea Energy NJ, LLC (New Jersey)

SunSea Energy DC, LLC (District of Columbia)

SunSea Energy OH, LLC (Ohio)



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### Summary of Experience

#### **Exhibit B-3**

SunSea Energy OH, LLC is a wholly owned subsidiary of the parent company SunSea Energy, LLC. SunSea Energy OH, LLC along with the parent SunSea Energy, LLC is a brand-new start up entity which most recently started operations in the State of New York. SunSea Energy OH, LLC and their parent company were formed by industry veterans with over 25 years of collective experience in retail energy compliance, regulatory, risk management, EDI, regulatory, billing, taxes, customer service, marketing and sales. The SunSea team has managed both front and back office services to responsibly manage fixed, variable and renewable products for up to 500,000 residential, small commercial and industrial customers collectively in each of the following deregulated States; Illinois, Ohio, Pennsylvania, New Jersey, Maryland, District of Columbia, New York, Connecticut, Massachusetts, New Hampshire and Maine including managing all relationships with over thirty (30) utilities within those service territories. Collectively, the SunSea team has managed risk, financial operations, and compliance for over 200,000 therms throughout the states of New Jersey and New York. The SunSea team has implemented internal procedures to manage customer service, customer complaints, risk services, and all required monthly, quarterly, and annual requirements to maintain compliance with all reporting agencies including local, State, and Federal. Currently SunSea Energy is serving approximately 2,000 meters throughout the States of New York and New Jersey.



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### Disclosure of Liabilities and Investigations

#### Exhibit B-4

SunSea Energy OH, LLC is a new entity and has no present, past, or pending investigations, or any other matter that could adversely impact the applicants financial or operational status or ability to provide the services it is seeking to be certified to provide in any state or operating territory.



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**Disclosure of Consumer Protection Violations**

**Exhibit B-5**

Neither SunSea Energy OH, LLC nor its parent company SunSea Energy, LLC, nor any predecessor or any principal officer has been convicted nor held liable for fraud or for violation of any consumer protection or anti-trust laws within the past five (5) years.



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**Disclosure of Certification Denial, Curtailment, Suspension, or Revocation**

**Exhibit B-6**

Neither SunSea Energy OH, LLC nor any predecessor of SunSea Energy OH, LLC has had any certification license, or application to provide retail or wholesale natural gas service denied, curtailed, suspended, revoked, or cancelled. SunSea Energy OH, LLC and their parent company SunSea Energy, LLC have not been terminated from Ohio's Natural Gas Choice programs, and have never failed to deliver their natural gas.





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

**Non-Applicable**

SunSea Energy OH, LLC is a start-up limited liability company therefore, SunSea Energy has no annual reports to shareholders to provide the commission.



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SEC Filings

Exhibit C-2

Non-Applicable

SunSea Energy OH, LLC and its parent company, SunSea Energy, LLC, are both privately held entities, therefore SunSea Energy is not required to file with the SEC.



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**Bankruptcy Information**

**Exhibit C-8**

**Non-Applicable**

SunSea Energy OH, LLC nor its parent SunSea Energy, LLC has no bankruptcy filings to report within the last 2 years or since inception of the companies.



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### Merger Information

#### Exhibit C-9

#### Non-Applicable

SunSea Energy OH, LLC is a new entity therefore, they have not had any merger or acquisition proceedings within the last 2 years, and throughout the life of the company.



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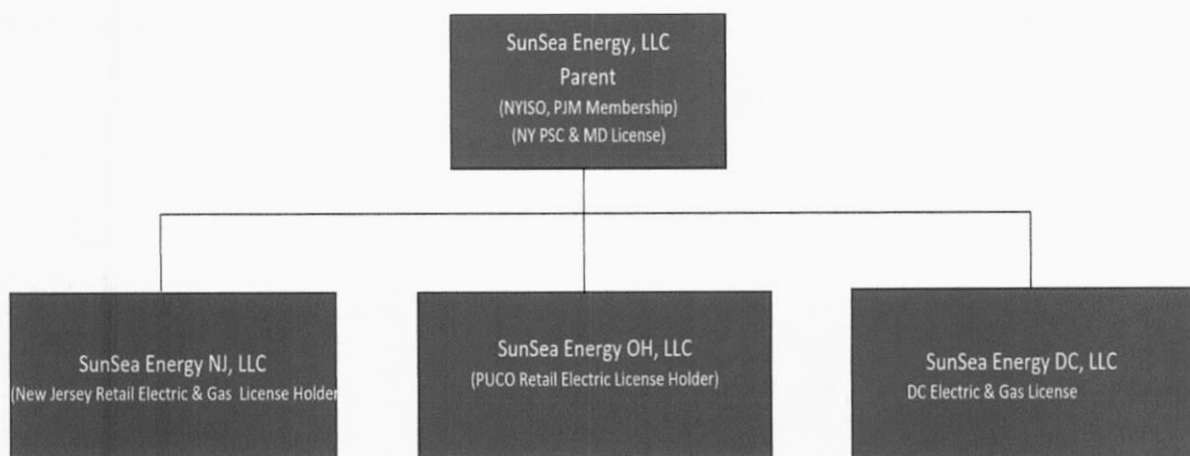
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### Corporate Structure

#### Exhibit C-10

SunSea Energy OH, LLC is a wholly owned subsidiary of SunSea Energy, LLC. SunSea Energy OH, LLC is one of (3) wholly owned subsidiaries. Please reference the company organizational chart below and the different licenses or memberships that they hold.





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### Operations

#### Exhibit D-1

SunSea Energy OH, LLC in conjunction with its agents and consultants will perform all of the energy requirements and serve all potential customers within the State of Ohio service territories. SunSea Energy OH, LLC has internal risk management staff and proprietary risk platform to accurately price, schedule, forecast their customer load into the DA and RT markets including all ancillary costs. SunSea Energy OH, LLC has implemented risk management policies and procedures to protect all fixed customer contracts and the ability to forecast those products with approved counterparties, price schedule, and nominate the customers load on all required pipelines.



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**Operations Expertise**  
**Exhibit D-2**

Given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations.

Management Bios reflecting Technical and Managerial Competence are as follows

- A. SunSea Energy, LLC
- B. Strategic Third-Party Relationships

**Enhanced Energy Services of America:**

The Enhanced Energy Services of America is an energy management and consulting firm for small to mid-size energy companies located in Texas. The main purpose of Enhanced Energy is to increase their client's bottom line budgets, consequently making their client more profitable. Over the past ten years, Enhanced Energy Services has been working to increase their client's profitability, and help their client's reach their goals. Some of the services that Enhanced Energy offers are; a solid procurement and budgeting strategy, delivering energy costs lower than many clients competitors, providing daily pricing reports to allow their clients to capture the most up to date cost structures and bill accordingly, etc... All of these services offered by Enhanced Energy can play a crucial role in increasing profitability for a small to mid-sized energy company.

SunSea Energy uses Enhanced Energy for their natural gas scheduling, storage requests, and transportation requests. The Enhanced Energy Services of America does not own any pipelines, but is in charge of scheduling the capacity and transportation of the natural gas for SunSea Energy, LLC. Listed below are the two key personnel that SunSea Energy mainly works with for Enhanced Energy.

**Christopher Prejean**

Christopher Prejean is the President of the Enhanced Energy Services of America. He is responsible for the daily oversight of gas procurement, operational issues, sales and marketing, and general administrative for Enhanced Energy. Prior to forming Enhanced Energy in 2005, Mr. Prejean served as the Director of Energy Management Consulting at Quantum Gas & Power, a national energy consulting firm. At Mr. Prejean's prior company, he oversaw the development and implementation of tailored energy strategies for commercial industrial clients. Christopher Prejean holds a B.B.A in Marketing degree from the University of Houston.

**Rene Hightower**

Rene Hightower is in charge of tracking budgets for clients with multi facility/multi state locations, setting up new locations with energy suppliers, benchmarking, payroll, company taxes, etc... Ms. Hightower has been working with Enhanced Energy since 2006, and she has had over thirty years of financial and marketing experience.





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### **EC Infosystems:**

EC Infosystems is a New York based Professional Services Firm that will provide Electronic Data Interchange (EDI) services to allow exchange of data with the utilities, etc. and a Billing solution that will allow for customer management, generation of bills for reconciliation purposes, and management of accounts receivable/payable functions.

### **POWWR**

Powwr is a division of Cognitive Energy, a leader in retail energy supply managed software solutions and consulting services. Cognitive Energy was formed by a group of energy industry professionals all of whom have either owned or held top executive positions at successful retail energy supply companies.

With over 50 years of combined experience in the energy field, management quickly realized that by leveraging their knowledge and experience they could help ESCOs avoid the time consuming and costly mistakes associated with the industry.

The company's core focus is in providing operation critical applications that allow ESCOs to reduce overhead while increasing efficiency, improving margins and profitability. In addition to our software solutions; Risk Management and Demand Forecasting (DFS), Customer Relationship Management (CRM), Broker Relationship Management (BRM), Cognitive Energy also offers several industry specific consulting services.

### **Stephanie Puntel: Senior Analyst**

Ms. Stephanie Puntel serves as a Senior Analyst of Strategic Energy Services for POWWR. She has over 6 years of experience in the deregulated energy market specializing in risk management, scheduling and position management. She started her career in the energy industry at Verde Energy in 2013 where she held numerous positions including Pricing Manager and Energy Operations Manager. As a Senior Analyst at POWWR, she works closely with clients on forecast accuracy, recommendations on position management and overall risk management. Stephanie has an M.B.A and BS in Finance from Sacred Heart University.



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### **SunSea Energy, LLC**

#### **Jacob Adigwe, CEO, President**

Mr. Adigwe is a senior level executive with more than ten years of experience in executive management, sales and marketing with seven of those years in the deregulated energy industry. He has extensive experience with highly engineered systems which require a deep understanding of critical business drivers in multiple markets and industries. Jacob has been highly successful in building relationships with upper-level decision makers, seizing control of critical problem areas, and delivering on customer commitments.

Mr. Adigwe began his career in management and quickly advanced to lead 3 global business units with a staff of 1,300 and \$250 million in annual revenues with an additional unit integrated in 2004 to bring his total to 2,000 personnel and \$400+ million in annual revenues. His career expanded to oversee team of 7 directors across all units/functions, including HR, finance, customer service, and business development, as well as sales, marketing, and R&D/engineering.

Mr. Adigwe successfully transitioned into the deregulated energy industry in 2010 where he built a large client base selling deregulated energy products in both the residential and commercial markets. Through the efforts of building and maintaining a large customer base, Mr. Adigwe has been able to inherit and learn the different rules and regulations to maintain compliance with the governing agencies and consumer protection laws throughout many of the deregulated states within the PJM, NEISO and NYISO services territories.

#### **Romaine Reid**

Mr. Reid is a dynamic and well-seasoned professional with over sixteen years of Senior Executive Management experience in sales and marketing. His expertise ranges from training and development to project management and quality assurance. Romaine's skills are wide ranging and include a diverse range of business management skills and applications, customer service, team building, project management, budgeting, forecasting, and quality control and assurance.

Mr. Reid has demonstrated success in launching and growing new businesses and has proved effective in working with the upper management of Fortune 500 companies throughout Europe and North America. Romaine began his career in sales management and quickly advanced into upper level operations where he was a key player in generating a record breaking 3.5 million dollars in sales and revenue in one year.



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As the CEO and President of Edge Solutions Inc., Mr. Reid provided steady and effective leadership that allowed the company to double its earning potential within a year of its launch. He provided strategic planning and execution of all call center operations which included the management and leadership of processes for the continuous improvement of the customer experience. In 2012, Mr. Reid launched Pro-Tel Marketing which quickly became one of the premier near shore contact centers for energy suppliers in the United States looking for a quality and compliance-oriented contact center.

Mr. Reid holds an advanced Diploma in Management from the University of Leicester in the UK. He is an A+ Certified Computer Service Technician, certified in Information Technology, certified in the field of Communication and Customer Service, as well as holding a certificate in Microsoft Power Point and Access.



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Key Technical Personnel

Exhibit D-3

Jacob Adigwe

CEO

[compliance@sunseaenergy.com](mailto:compliance@sunseaenergy.com)

Phone: 215-758-4077

Bio in Exhibit D-2