

PUCO USE ONLY - Version 1.08		
Date Received	Renewal Certification Number	ORIGINAL AGG Case Number
		17 - 1733 - GA-AGG

## RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS BROKERS/AGGREGATORS

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

#### A-2 Applicant information:

Legal Name Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail Energy  
Address 3900 Essex Lane, Suite 775, Houston, TX 77027  
Telephone No. 281-407-2500 Web site Address www.atlascommodities.com  
Current PUCO Certificate No. 17-618G Effective Dates exp 9/4/2021

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

Name Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail Energy  
Address 3900 Essex Lane, Suite 775, Houston, TX 77027  
Web site Address www.atlascommodities.com Telephone No. 281-407-2500

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

Atlas Commodities II Retail Energy, LLC Atlas Retail Energy

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

Name Benita Fields Land Title General Counsel  
Business Address 3900 Essex Lane, Suite 775, Houston, TX 77027  
Telephone No. 281-407-2418 Fax No. 281-533-8246 Email Address retailreg@atlasretailenergy.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 (PUCO Form AGG-2016) Page 1 of 8  
Technician [Signature] Date Processed 8/5/21  
180 East Broad Street Columbus, OH 43215-3793 (614) 466-6666 www.puc.ohio.gov

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

Name Dan Petersen

Title Director

Business address 201 Edgewater Drive, Suite 280, Wakefield, MA 01880

Telephone No. 781-587-3985

Fax No. 281-533-8246

Email Address retailreg@atlasretailenergy.com

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

Customer service address 3900 Essex Lane, Suite 775, Houston, TX 77027

Toll-Free Telephone No. 800-780-8599

Fax No. 281-533-8246

Email Address retailreg@atlasretailenergy.c

**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 National Registered Agents, Inc.

Title Registered Agent

Business address 4400 Easton Commons Way, Suite 125, Columbus, OH 43219

Telephone No. 800-862-5438

Fax No.

Email Address jschroeder@nr.ai.com

**A-9 Applicant's federal employer identification number 46-5466777**

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

☐ Sole Proprietorship

☐ Partnership

☐ Limited Liability Partnership (LLP)

☒ Limited Liability Company (LLC)

☐ Corporation

☐ 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 type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Dominion East Ohio	<input type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Duke Energy Ohio	<input 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 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 checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	10/1/2017	End Date	10/1/2023
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	10/1/2017	End Date	10/1/2023
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	10/1/2017	End Date	10/1/2023

☒ Dominion East Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	3/1/2018	End Date	10/1/2023
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	3/1/2018	End Date	10/1/2023
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	3/1/2018	End Date	10/1/2023

☒ Duke Energy Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service	7/1/2019	End Date	10/1/2023
<input type="checkbox"/> Large Commercial	Beginning Date of Service	7/1/2019	End Date	10/1/2023
<input type="checkbox"/> Industrial	Beginning Date of Service	7/1/2019	End Date	10/1/2023

☐ Vectren Energy Delivery of Ohio

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

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

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

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.
- 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. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether the applicant is not required to file with the SEC and why.
- C-3 Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

**C-4 Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial arrangements to satisfy collateral requirements to conduct retail electric/gas business activity (e.g., parental or third party guarantees, contractual arrangements, credit agreements, etc.,).

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

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

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

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

**C-5 Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted income statements for the applicant's **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 or subsidiary companies.

## **SECTION D – APPLICANT TECHNICAL CAPABILITY**

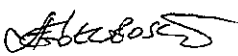
PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business functions.
- D-2 Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.
- D-3 Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

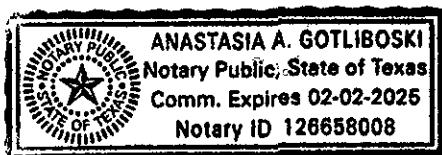
Applicant Signature and Title



Sworn and subscribed before me this 4<sup>th</sup> day of August Month 2021 Year

  
Signature of official administering oath

ANASTASIA GOTLIBOSKI, Corporate  
Print Name and Title Compliance Specialist



My commission expires on 02/02/2025



# The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service  
Affidavit Form  
(Version 1.07)

In the Matter of the Application of )

Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail Energy )  
for a Certificate or Renewal Certificate to Provide )  
Competitive Retail Natural Gas Service in Ohio. )

Case No. 17 - 1733 -GA-AGG

County of Harris  
State of Texas

Craig Taylor

[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]*

Sworn and subscribed before me this

4<sup>th</sup>

day of

August

Month

2021

Year

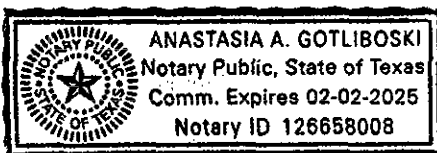
*[Signature]*

Signature of Official Administering Oath

ANASTASIA GOTLIBOSKI, Corporate Compliance

Print Name and Title

Specialist



My commission expires on

02/02/2025



# EXHIBIT A-14

## Principal Officers, Directors and Partners

<b>Name</b>	<b>Email</b>	<b>Title</b>	<b>Address</b>
Craig Taylor	ctaylor@iapetusllc.com	CEO	3900 Essex Lane Suite 775 Houston, TX 77027 US
Benita Fields Land	bfland@iapetusllc.com	General Counsel	3900 Essex Lane Suite 775 Houston, TX 77027 US
Stephen Roberson	steve.roberson@atlasretailenergy.com	President	201 Edgewater Drive Suite 280 Wakefield, MA 01880 US
Tejpal Singh	tsingh@iapetusllc.com	COO	3900 Essex Lane Suite 775 Houston, TX 77027 US

# **EXHIBIT A-15**

## **Company History**

Founded in 2014, Atlas Retail Energy creates strategic, customized solutions for commercial, industrial and higher education end-users of electricity and natural gas in deregulated markets across the U.S. We are more than just energy brokers for our clients. What makes us unique is that we are one of the few integrated energy advisory firms in the country with transparency, expertise and insights into wholesale energy markets. With this unparalleled market intelligence and depth of understanding, we help our clients create a long-term energy strategy based off the actual markets affecting the price.

Atlas Retail Energy is a wholly owned subsidiary of Iapetus Holdings, a portfolio of privately held energy services businesses and alternative investments founded by CEO Craig Taylor.

# **EXHIBIT A-16**

## **Articles of Incorporation and Bylaws**

See following pages.



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Atlas Commodities II Retail Energy, LLC  
File Number: 801968373

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 04/09/2014

Effective: 04/09/2014



*NANDITA BERRY*

Nandita Berry  
Secretary of State

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709



**Certificate of Formation  
Limited Liability Company**

Filed in the Office of the  
Secretary of State of Texas  
Filing #: 801968373 04/09/2014  
Document #: 538281740002  
Image Generated Electronically  
for Web Filing

Filing Fee: \$300

**Article 1 - Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the entity is:

**Atlas Commodities II Retail Energy, LLC**

**Article 2 - Registered Agent and Registered Office**

☐ A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

☒ B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

**Craig Taylor**

C. The business address of the registered agent and the registered office address is:

Street Address:

**24 East Greenway Plaza, Suite 445 Houston TX 77046**

**Consent of Registered Agent**

☐ A. A copy of the consent of registered agent is attached.

OR

☒ B. The consent of the registered agent is maintained by the entity.

**Article 3 - Governing Authority**

☒ A. The limited liability company is to be managed by managers.

OR

☐ B. The limited liability company will not have managers. Management of the company is reserved to the members. The names and addresses of the governing persons are set forth below:

Manager 1: **Stephen J Marshall**

Title: **Manager**

Address: **906 Ruthven Street Houston TX, USA 77019**

Manager 2: **Craig Taylor**

Title: **Manager**

Address: **24 East Greenway Plaza, Suite 445 Houston TX, USA 77046**

**Article 4 - Purpose**

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

**Supplemental Provisions / Information**

[The attached addendum, if any, is incorporated herein by reference.]

**Executed - TX SOS Name Consent.pdf**

**Organizer**

The name and address of the organizer are set forth below.

**Mark J. Pietrantone**      **Selman, Munson & Lerner, 1900 West Loop South, Ste. 850,**  
**Houston, Texas 77027**

**Effectiveness of Filing**

☒ A. This document becomes effective when the document is filed by the secretary of state.

**OR**

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

**Mark J. Pietrantone**

Signature of Organizer

**FILING OFFICE COPY**

**ATLAS COMMODITIES, LLC**  
**24 E. GREENWAY PLAZA, SUITE 445**  
**HOUSTON, TEXAS 77046**

April 9, 2014

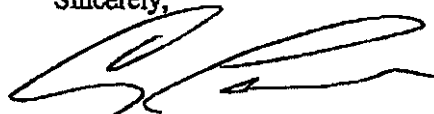
Texas Secretary of State  
1019 Brazos  
Austin, Texas 78701

Re: Consent to Use of Name

Ladies and Gentlemen:

Please accept this letter as Atlas Commodities, LLC's consent to the use of the name "*Atlas Commodities II Retail Energy, LLC*" by a newly-formed entity.

Sincerely,

A handwritten signature in black ink, appearing to read 'Craig Taylor', written over a horizontal line.

Craig Taylor  
President

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Nandita Berry  
Secretary of State

## Office of the Secretary of State

April 10, 2014

Attn: Selman Munson & Lerner, P.C.

Selman Munson & Lerner, P.C.  
Barton Oaks Plaza Four, Suite 200, 901 South Mopac Expressway  
Austin, TX 78746 USA

RE: Atlas Commodities II Retail Energy, LLC  
File Number: 801968373

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created domestic limited liability company (llc).

Unless exempted, the entity formed is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The entity formed does not file annual reports with the Secretary of State. Documents will be filed with the Secretary of State if the entity needs to amend one of the provisions in its certificate of formation. It is important for the entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the involuntary termination of the entity.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division  
(512) 463-5555

Enclosure

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

Phone: (512) 463-5555  
Prepared by: Bridget Swonke

Fax: (512) 463-5709  
TID: 10285

Dial: 7-1-1 for Relay Services  
Document: 538281740002<sup>16</sup>



# **EXHIBIT A-17**

## **Secretary of State Evidence**

See following pages.

**\*201625203242\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
09/09/2016	201625203242	REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP)	99.00	.00	.00	.00	.00

**Receipt**

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

CT CORPORATION SYSTEM  
KAITY TOON  
4400 EASTON COMMONS WAY, STE 125  
COLUMBUS, OH 43219

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**3938241**

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

**ATLAS COMMODITIES II RETAIL ENERGY, LLC**

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

Document(s)

**REG. OF FOR. PROFIT LIM. LIAB. CO.**

Document No(s):

**201625203242**

**Effective Date: 09/02/2016**



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 9th day of September, A.D. 2016.

*Jon Husted*

Ohio Secretary of State

# **EXHIBIT B-1**

## **Jurisdictions of Operation**

Jurisdiction of Operation: Atlas Retail Energy is licensed or otherwise authorized to provide natural gas or retail electric brokerage/aggregator services in OH, MA, NH, MD, PA, IL, District of Columbia, NJ, DE, ME, and TX.

# **EXHIBIT B-2**

## **Experience and Plans**

## **B-2. Experience and plans**

Describe the applicant's experience in providing the service(s) for which it is applying (e.g., number and type of customers served, utility service areas, amount of load, etc.). Include the 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 Sections 4928.10 and/or 4929.22 of the Ohio Revised Code.

Application Experience and Plan Description: Atlas Retail Energy has been in business since 2014 providing its commercial/industrial/government clientele with energy consulting and brokering services. Our primary goal is to manage and reduce our clients energy budgets through strategic energy management strategies.

- To contract customers, Atlas conducts a transparent and competitive Request for Pricing on behalf of our clients. This process allows us to evaluate a variety of products and suppliers for our client to contract with.
- Our contracted services include: market based procurement, renewable consulting, customized reporting, wholesale market intelligence, strategic future planning, demand side service consulting.
- All of our clients are assigned a company representative to be their single point of contact, a company phone number, and email address to ensure the client is able to contact us with any inquiry, or complaint. Atlas does our best to respond to every customer question immediately, but will always return correspondence with the customer inside of 24 hrs.
- Atlas services approximately 267 customers within the state of Ohio. Atlas' service area is nationwide, with 1 billion kwh managed annually.
- Atlas does not provide billing services to its clients because the clients electricity and natural gas bills are sent by their local utility company and or their third party electric or natural gas supplier.

# **EXHIBIT B-3**

## **Summary of Experience**

**Not applicable**

# **EXHIBIT B-4**

## **Disclosure of Liabilities and Investigations**

**Not applicable**

**EXHIBIT B-5**  
**Disclosure of Consumer**  
**Protection Violations**

**Not applicable**



# **EXHIBIT B-6**

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

Description: On April 3, 2017, the Commonwealth of Pennsylvania's Public Utility Commission canceled Atlas Commodities, LLC's (Atlas) Electric Generation Supplier License as a broker/marketer due to missing proof of financial security. Although Atlas had timely obtained a continuation certificate of the required bond, the certificate itself was never received by the Commission. Atlas' bonding company sent the certificate to the Commission directly by firstclass mail, and Atlas believes the certificate was lost in the mail. Atlas was already in the process of shifting its retail energy operations to a new affiliate, Atlas Commodities II Retail Energy, LLC d/b/a Atlas Retail Energy at that time. Atlas, in consultation with the Commission, decided to submit a new license application under the affiliate's name. Atlas Commodities II Retail Energy, LLC's license application was approved by the PA PUC on January 18, 2018 and remains active as of the date of this filing.



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Newark, New Jersey 07102  
(973) 624-7200

CONTINUATION CERTIFICATE

Bond No: BUIFSU0631326 Bond Amount: \$10,000.00  
Term: 01/22/2017-01/22/2018  
Insured: Atlas Commodities, LLC  
  
Obligee: State of Pennsylvania Public Utility Commission  
Agent: Bonding Solutions LLC

It is hereby agreed that the captioned numbered Bond continued in force in the above amount for the period of the continued term stated above.

This continuation shall be deemed a part of the original bond and not a new obligation and is subject to all the covenants and conditions of said bond.



INTERNATIONAL FIDELITY INSURANCE COMPANY

By

Leland Pfingstag / Attorney-in-Fact

# **EXHIBIT C-1**

## **Annual Reports**

**Not applicable as this company is not publicly traded.**

# **EXHIBIT C-2**

## **SEC Filings**

**Not applicable as this company is not publicly traded.**

# **EXHIBIT C-3**

## **Financial Statements**

See following pages.

# **EXHIBIT C-8**

## **Bankruptcy Information**

**Not applicable.**

# **EXHIBIT C-6**

## **Credit Rating**

**Not applicable.**

# **EXHIBIT C-9**

## **Merger Information**

**Not applicable.**



# **EXHIBIT C-10**

## **Corporate Structure**

Applicant is a stand-alone entity with no affiliate or subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America.

# **EXHIBIT D-1**

## **Operations**

Operations Description: Atlas Retail Energy follows a transparent RFP process for its clients. Atlas collects the historical electricity usage and account information to run analytics for the customer. We then send out a Request for Pricing (RFP) to suppliers. The RFP includes all relevant information that allows suppliers to accurately price. Once the suppliers provide pricing proposals, Atlas vets the pricing for accuracy and reviews the different product, term, and supplier options with the client. After all parties are in agreement on the product, price, term and supplier, a contract is provided by the supplier. Atlas again reviews it with the client to ensure it meets the needs of their business. If so, the customer executes the supplier contract.

# **EXHIBIT D-2**

## **Operations Expertise**

### **Operations Expertise & Personnel Description:**

Stephen J. Roberson, President Atlas Retail Energy; [steve.roberson@atlasretailenergy.com](mailto:steve.roberson@atlasretailenergy.com); 603-583-4512. Experienced energy professional specializing in advising large commercial and industrial (C&I) energy consumers. Critically focused on risk management and developing hedging strategies for both electricity and natural gas. Extensive dealings with Clients across all major industries including data centers, food processing, plastics, general manufacturing, commercial real estate, hospitality and municipal/government accounts.

Dan Peterson, Director of Operations Atlas Retail Energy; [dan.petersen@atlasretailenergy.com](mailto:dan.petersen@atlasretailenergy.com); 781-587-3985. Experienced in delivering streamlined processes and new products to the retail energy industry; managing clientele pricing proposals processes; and responsible for the curation of market intelligence and customer reporting for Atlas. This includes internal proprietary retail power and natural gas forward curves, client specific peak load management, and budget sensitivity analysis.

Address for both: 201 Edgewater Drive; Suite 280, Wakefield, MA 01880

# EXHIBIT D-3

## Key Technical Personnel

Craig Taylor, CEO

[Craig.Taylor@AtlasCommodities.com](mailto:Craig.Taylor@AtlasCommodities.com)

281-407-2500

Craig Taylor is the founder and manager of a multifaceted energy services and real-estate portfolio company. He has led 30+ employees across four offices throughout the U.S. Craig has extensive cross-functional experience in start-ups, development and turnaround management. He has built a multi-million U.S. dollar company organically. Craig is a former bank finance and M&A attorney.

Stephen Roberson, Managing Director

[Stephen.Roberson@AtlasRetailEnergy.com](mailto:Stephen.Roberson@AtlasRetailEnergy.com)

603-583-4512

Stephen Roberson is an experienced energy professional specializing in advising large commercial and industrial (C&I) energy consumers. Stephen is critically focused on risk management and developing hedging strategies for both electricity and natural gas. He has extensive dealings with clients across all major industries including data centers, food processing, plastics, general manufacturing, commercial real estate, hospitality and municipal/government accounts.

Dan Petersen, Director Retail Energy

[Dan.Petersen@atlasretailenergy.com](mailto:Dan.Petersen@atlasretailenergy.com)

603-583-4498

Dan Petersen's primary responsibilities include new product development of Atlas Retail services, overseeing Atlas' pricing team, regulatory activity, the curation of market intelligence, and customer reporting. This includes internal proprietary retail power and natural gas forward curves, client specific peak load management, sustainability initiatives and budget sensitivity analysis. Prior to joining Atlas, Dan spent six years with EnerNOC Inc. where he held various positions, from Senior Wholesale Analyst to Wholesale Energy Procurement Manager I and II. Dan also holds a CEP (Certified Energy Procurement Professional) from the Association of Energy Engineers.