

NORTH AMERICAN POWER AND GAS, LLC
APPLICATION FOR NEW HAMPSHIRE COMPETITIVE ELECTRIC POWER SUPPLIER
REGISTRATION

Re: Initial Registration of Competitive Electric Power Suppliers



1. **The legal name:** North American Power and Gas, LLC

 www.napower.com (Corporate Website)

2. **Address: telephone number, email address and website address:**

 1 Marshall Street, Suite 205, Norwalk, CT 06854
 Phone: 203.939.1155
 Email: info@napower.com
 www.napower.com

3. **The applicant's place of incorporation:**

 The State of Delaware attachment A

4. **The names, titles, business addresses, telephone numbers and email addresses of the applicant's principal officers;**

 Attachment B

5. **The following regarding any affiliate and/or subsidiary of the applicant that is conducting business in New Hampshire:**

No affiliate and/or subsidiary of American Power and Gas, LLC is conducting business in New Hampshire.

- 6. Name, Title, Telephone number, email address of customer service manager.**

Lisa Janniello - 203-663-9721 – ljanniello@napower.com

- 7. Name, Telephone number, Email address of regulatory contact person:**

Michael D'Angelo – 203-663-9736 mdangelo@napower.com

- 8. Name and address of registered agent for service of process:**

National Registered Agents, Inc.
63 Pleasant Street
Concord, NH 03301
(Merrimack County)

- 9. A Copy of the applicant's authorization to do business in New Hampshire from the New Hampshire secretary of state, if anything other than an individual:**

Attachment C

- 10. A listing of the utility franchise areas in which the applicant intends to operate.**

NGrid
Public Service of New Hampshire (NE Utilities)
Unitil

- 11. A description of the types of customers the applicant intends to serve:**

Residential only

- 12. A listing of the States that the applicant currently conducts business relating to the sale of electricity**

Attachment D

- 13. A listing disclosing the number and type of customer complaints concerning the applicant or its principals, if any, filed with a state licensing/registration agency, attorney general's office or other government consumer protection agency for the most recent calendar year in every state in which the applicant has conducted business relating to the sale of electricity:**

Attachment E

- 14. A statement as to whether the applicant or any of the applicant's principals, as listed in a. through c. below, have ever been convicted of any felony that has not been annulled by a court:**

- a) For partnerships, any of the general partners
- b) For corporations, any of the officers, directors or controlling stockholders
- c) For limited liability companies, any of the managers or members

No director, officer, principal or other similar official of North American Power and Gas, LLC has ever been convicted of any felony.

- 15. A statement as to whether the applicant or any of the applicant's principals:**

- a. Has, within the 10 years immediately prior to registration, had any civil, criminal or regulatory sanctions or penalties imposed against them pursuant to any state or federal consumer protection law or regulation at any time.
- b. Has, within the 10 years immediately prior to registration, settled any civil, criminal or regulatory investigation or complaint involving any state or federal consumer protection law or regulation:

16. If an affirmative answer is given to any item in (14) or (15) above, an explanation of the event;

17. For those applicants intending to telemarket, a statement that the applicant shall:

a) Maintain a list of consumers who request being placed on the applicant's do not call list for the purposes of telemarketing.

North American Power and Gas, LLC shall maintain a list of consumers who request being placed on the company's (PPG) do not call list for the purpose of telemarketing.

b) Obtain monthly updated do not call lists from the National do not call registry.

North American Power and Gas, LLC shall obtain monthly updated do not all lists from the National do not call registry.

c) Not initiate calls to New Hampshire customers who have either requested being placed on the applicant's do not call list(s) or customers who are listed on the National do not call registry.

North American Power and Gas, LLC shall not initiate calls to New Hampshire customers who have either requested being placed on the company's (PPG) do not call list or customers who are listed on the National do not call registry.

18. For those applicants that intend not to telemarket, a statement to that effect.

N/A

- 19. A Sample of the bill form(s) the applicant intends to use or a statement that the applicant intends to use the utilities billing service.**

North American Power and Gas, LLC intends to use the utilities consolidated billing service.

- 20. A copy of each contract to be used for residential and small commercial customers.**

On-line registration available with electronic signature

- 21. A statement certifying that the applicant has the authority to file the application on behalf of CEPS and that its contents are truthful, accurate and complete.**

Attached affidavit

- 22. The signature of the applicant or its representative:**

Signature: _____

Name: Chris Sattler

Title: Chief Operating Officer

Dated: This 17th day of May, 2012

ATTACHMENT A

NORTH AMERICAN POWER AND GAS, LLC

Delaware

PAGE 1

The First State

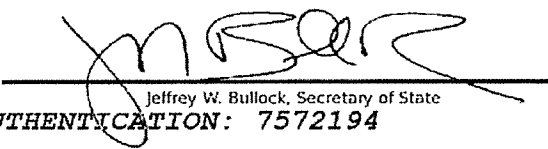
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "NORTH AMERICAN POWER AND GAS, LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF OCTOBER, A.D. 2009, AT 5:41 O'CLOCK P.M.



4739634 8100

090918792

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7572194

DATE: 10-08-09

CERTIFICATE OF FORMATION

OF

NORTH AMERICAN POWER AND GAS, LLC

1. The name of the limited liability company is NORTH AMERICAN POWER AND GAS, LLC

2. The address of its registered office in the State of Delaware is: Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

3. (Insert any other matters the members determine to include herein. For example, if the LLC is to have a specific effective date of dissolution, set forth as an additional item: "The latest date on which the limited liability company is to dissolve is _____".)

If a later effective date is desirable, set forth as an additional item: "This Certificate of Formation shall be effective on _____".)

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of NORTH AMERICAN POWER AND GAS, LLC, THIS 6th day of October, 2009.

Carey Turnbull, Member

ATTACHMENT B
NORTH AMERICAN POWER AND GAS, LLC

Kerry Breitbart
Chief Executive Officer
Kerry@napower.com
Cell: 203.858.0055

Carey Turnbull
Chairman

Chris Sattler
Chief Operating Officer
Chris@napower.com
Work: 203.663.9703
Cell: 203.500.9905

Bill Kinneary
President
bkinneary@napower.com
Work: 203.663.9730
Cell: 732.598.4756

Taff Tschamler
Senior Vice President
taff@napower.com
Work: 203.663.9733
Cell: 860.792.1425

Brad Tayles
Vice President of Operations
btayles@napower.com
Work: 203.663.2718
Cell: 248.605.1011

Michael D'Angelo
General Counsel
mdangelo@napwoer.com
Work: 203.663.9736
Cell: 201.736.6247

Paul Rossi
Vice President
North American Gas
prossi@napower.com

Work: 203.663.9756
Cell: 203.215.4958

Matthew Redett
Chief Financial Officer
mredett@napower.com
Work: 203.663.9703

ATTACHMENT C

NORTH AMERICAN POWER AND GAS, LLC.

Evidence of Authorization from the New Hampshire Secretary of State to do Business in New Hampshire.

State of New Hampshire

Department of State

CERTIFICATE OF REGISTERED TRADE NAME

OF

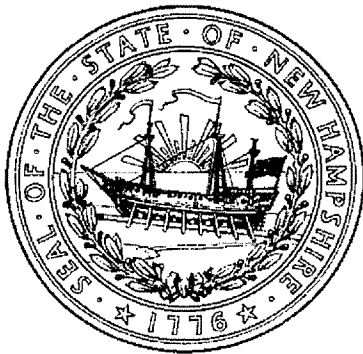
North American Power and Gas Delaware

This is to certify that North American Power and Gas, LLC registered in this office as doing business under the Trade Name North American Power and Gas Delaware, at One Marshall Street Suite 205 Norwalk, CT 06854 on May 14, 2012.

The nature of business is electric supply company.

Expiration Date: May 14, 2017

Business ID#: 670760



IN TESTIMONY WHEREOF, I hereto
set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 14th day of May, 2012 A.D.

A handwritten signature in cursive script, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State

ATTACHMENT D

NORTH AMERICAN POWER AND GAS, LLC.

- . **A listing of the States that the applicant currently conducts business relating to the sale of electricity**

CT	Docket # 09-10-21
MD	IR-1983
NY	
NJ	ESL-0104
PA	A-2010-2176743
OH	11-410E (1)

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

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

PUBLIC SERVICE COMMISSION

GARRY A. BROWN

Chairman

PATRICIA L. ACAMPORA

MAUREEN F. HARRIS

ROBERT E. CURRY JR.

JAMES L. LAROCCA

Commissioners



PETER MCGOWAN

General Counsel

JACLYN A. BRILLING

Secretary

January 20, 2011

Mr. Chris Sattler
North American Power & Gas LLC
One Marshall St., Suite 205
Norwalk, CT 06854

RE: **North American Power & Gas, LLC – ESCO Code NAPG**

Dear Mr. Sattler:

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

I am also pleased to notify you that North American Power & Gas LLC has successfully met the Commission's EDI Phase I certification requirements for Core, Utility Rate and Bill Ready Transactions effective December 13, 2010. All requirements therefore, for this initial stage of your eligibility determination have been satisfied.

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

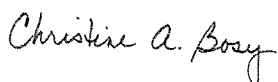
Once you have satisfactorily completed the utility eligibility stage, Staff will be notified by the utility of your success. It would be helpful if North American Power & Gas LLC notified Staff of the actual production date in the utility service territories you intend to enroll customers. At that point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

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

If you are using vendors to provide ESCO related services (e.g., EDI), the ESCO remains fully responsible for any activities the vendors perform. If you have not already done so, or if you have changed vendors since last reporting them to us, please provide Staff a list with contact information for all vendors that you are now using. **Finally, you must submit a statement annually, by January 31st, indicating that the information in your original or most recent updated Retail Access Application (RAAF) remains current, or submit a revised RAAF with statement identifying revisions.** Upon completion of our review of new eligibility information, Staff will then update your eligibility status as necessary.

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

Sincerely,



Christine A. Bosy
Retail Access Section
Office of Consumer Policy

ATTACHMENT E
NORTH AMERICAN POWER AND GAS, LLC.

	Slamming	Rate/Billing Dispute	Do Not Call	Deceptive Sales/Advertising	<u>TOTAL</u>
Maryland	1	0	0	0	1
Pennsylvania	1	7	0	5	13
Connecticut	2	4	4	3	13
New York	0	1	0	1	2
New Jersey	0	1	0	0	1
<u>TOTAL:</u>	4	13	4	9	<u>30</u>

ATTACHMENT F

NORTH AMERICAN POWER AND GAS, LLC.

RESPONSE TO QUESTION'S 15 (A) (B) AND 16

15a.

Excluding the one Maryland issue described below, North American Power and Gas, LLC and its principals have had no civil, criminal, or regulatory sanctions or penalties imposed against them pursuant to any state or federal consumer protection law.

Maryland

In early 2011 The Maryland PSC did initiate an investigation against North American Power and Gas, LLC (“NAP”) and eventually imposed a \$100,000 penalty against NAP which NAP immediately paid. The Maryland Commission recognized that NAP fully cooperated with the Maryland Staff and Commission investigation. The Maryland Commission also specifically found that NAP did not intentionally violate any Maryland provision, but rather that the violations resulted from issues created by rapid expansion into Maryland’s electricity supply market. NAP has learned from its Maryland experience and has implemented numerous measures to ensure full compliance in all states of operation, including:

Hiring additional executives with lengthy experience in the energy business to provide additional depth and oversight of marketing and related competitive supply operations. NAP hired Bill Kinneary, President and Chief Compliance Officer, who has over 38 years of experience in the energy industry, including specific experience with both the technical and managerial requirements of operating an alternative electric supplier. NAP also hired Michael D’Angelo, Esq., as General Counsel, who has over 19 years of compliance experience with 10 years of compliance experience in the energy industry.

Additionally, NAP engaged local Maryland counsel (two law firms) to assist with review and approval of all Maryland-specific marketing materials and operations and NAP created a compliance Department dedicated toward ensuring full compliance with all federal, state, and local laws, regulations policies and procedures. NAP also implemented a zero tolerance anti-slamming policy.

Currently all Maryland issues have been resolved and there are no pending formal complaints and/or investigations.

All of NAP’s above-referenced resources and protocols are designed to minimize potential customer problems associated with marketing which will apply equally to all states of operation.

15b.

Excluding the one Maryland issue described above, North American Power and Gas, LLC and its principals have not settled any civil, criminal, or regulatory sanctions or penalties imposed against them pursuant to any state or federal consumer protection law.

15c.

Notwithstanding NAP's above response related to item 13, North American Power and Gas, LLC and its principals are not currently the subject of any pending civil, criminal, or regulatory investigations or complaints involving any state or federal consumer protection law.

AFFIDAVIT

State of Connecticut :

: Norwalk

County of Fairfield :

Chris Sattler, Affiant, being duly sworn/affirmed according to law,
deposes and says that:

He is the Chief Operating Officer (Office of Affiant) of North American Power and Gas, LLC. (Name of Applicant);

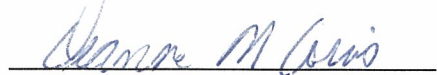
That he is authorized to and does make this affidavit for said Applicant;

I swear or affirm that the Affiant/Applicant will comply with the New Hampshire general laws and all rules and regulations promulgated by New Hampshire Public Utilities Commission and/or the Division of Public Utilities and Carriers.

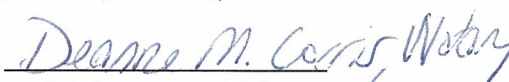


Chris Sattler, Signature of Affiant
Chief Operating Officer

Sworn and subscribed before me this 12 day of March, 2012



Signature of official administering oath



Print name and title

My commission expires _____

DEANNE M. CORRIS
NOTARY PUBLIC OF CONNECTICUT
My Commission Expires 6/30/2016