

DM 16-868



NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION
Debra Howland, Executive Director
21 South Fruit Street, Suite 10
Concord, NH 03301-2429

NHPUC 20DEC16PM3:15

Subject: Aggregator Initial Registration Application for **NAUP Brokerage, LLC**

Dear Ms. Howland,

Pursuant to New Hampshire Code of Administrative Rules, Part PUC 2003.04 and Part PUC 2006.02, NAUP Brokerage, LLC is submitting this application for registration as an Aggregator to begin serving all residential, small, medium and large customers in New Hampshire.

NAUP Brokerage, LLC is seeking to provide energy procurement services as a Broker only, but, based on the definition described in PUC2002.02, with regards to customers of 2 or more meters or multiple locations, NAUP is requesting approval to be registered as an authorized aggregator under the New Hampshire PUC Code of Administrative Rules.

NAUP intends to be a full service energy advisor and consultant to better address the needs of each of our customers by offering the best possible supply rates, terms, and recommendations for energy conservation and sustainability solutions.

The following is included with our company's filing:

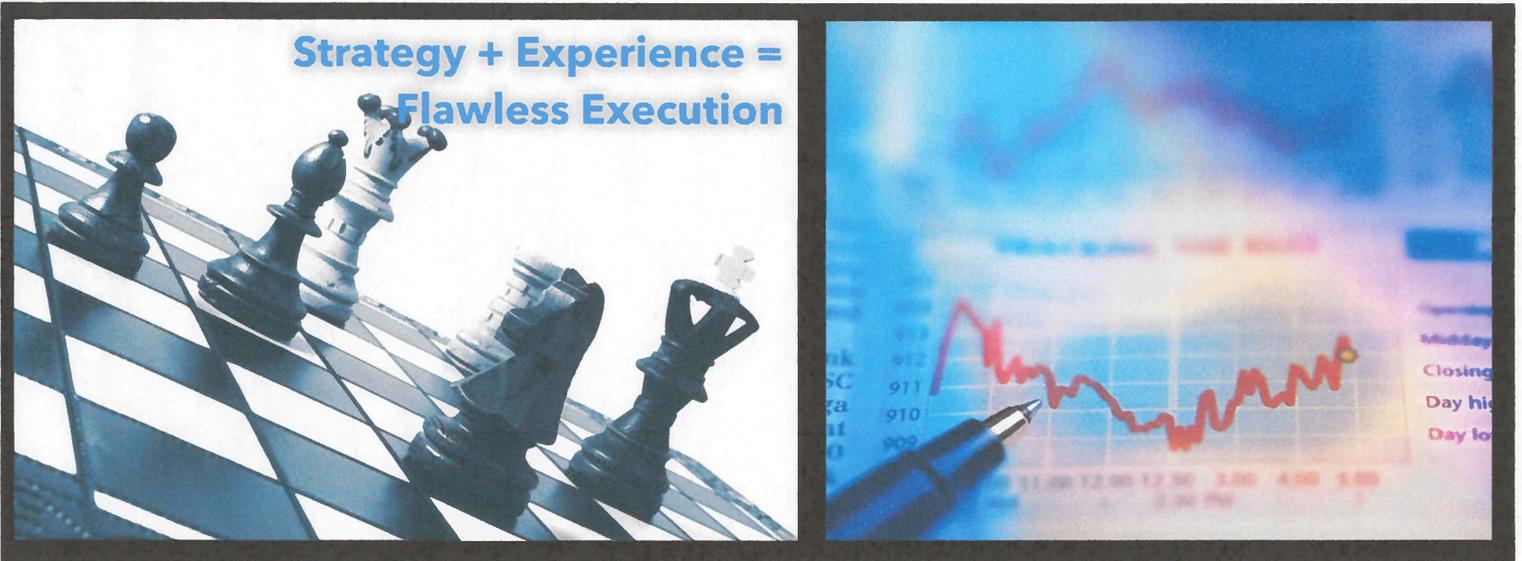
- NAUP Brokerage, LLC – Introduction
- Company Leadership's Summary of Experience
 - Alex Rodriguez – President/CEO
 - Ryan Samuel – VP of Operations
- one original application
- two copies of the application and accompanying documents
- one flash drive with an electronic copy in PDF format,
- A certified check in the amount of \$250.

Please feel free to contact me anytime if I can offer any clarification or additional information.

Sincerely,

Ryan D. Samuel
VP, Operations
T: (214) 295-8755
C: (214) 223-6942
rsamuel@naupenergy.com

**Strategy + Experience =
Flawless Execution**



ABOUT NAUP Brokerage

NAUP Brokerage, LLC is a wholly owned subsidiary of NAUP Investments, LLC (formerly NAUP Capital, LP), a venture development firm founded in 2008 by renowned energy entrepreneur, Mr. Alex Rodriguez. NAUP Brokerage is a multi-faceted full service energy broker and advisor. NAUP provides end-to-end energy solutions, advisory and long term road-map planning and project management services to commercial and industrial customers.

In addition to representing end-use customers for power, natural gas and sustainable energy solutions; NAUP also represents and manages energy marketing programs for several indirect marketing channels in a client/vendor relationship setting. These encompass, but are not limited to (i) Door-to-Door Companies, (ii) Direct Sales Organizations (including TeleSales), (iii) Internet Marketing Mediums and (iv) Multi-Level-Marketing Companies. Because of NAUP's rich history and pedigree in the deregulated energy industry, all types of companies turn to us to their partner in energy marketing campaigns and endeavors. NAUP is able to provide regulatory oversight, quality assurance, a robust pricing desk and fully customized IT capabilities with complete API Integration (if applicable) to all of our energy marketing campaigns (internal and external).

ESCO/Supplier Value Proposition

NAUP's founders and executive team have vast experience in the sales and marketing of electricity and natural gas. Over the past 16 years, they have acquired the esoteric know-how associated with virtually every type of "go to market" strategy and distribution channel in the market place. Moreover, NAUP founders have been responsible for originating over \$5 Billion in retail energy transactions. NAUP implements varying business models and sales approaches depending on each marketing channel. For example, if NAUP is managing a Multi-Level-Marketing channel focusing on small commercial then we will create a framework and supplier selection best geared for this marketing channel. Alternatively, if we are deploying a 100% B2B direct sales team, focusing on exclusively on origination and aggressive market penetration, then we may select a more exclusive supplier(s) options and focus more on process and pricing mechanisms.

Customer Value Proposition

Conservation

- Onsite Equipment
- Load Factor Improvement
- Sustainability Sourcing

Procurement

- Retail Procurement
- Wholesale Procurement
- RFP Management
- Customized Solutions Management

Road-mapping

- Data Management
- Rate Verification-Issue Resolution
- Demand Curve Solutions
- Project Financing/Management

Alex Rodriguez, President/CEO

Background

Summary

Specialties include: Deregulated Energy Markets, Retail & Wholesale Energy Operations, Strategy and M&A Experience, Smart Home & IOT, Structured Finance, Marketing, IT & Operations Systems (ERP, CRM & Sales Automation), Renewable Energy Projects & Energy Advisor for C&I and Municipal end use customers.

Apart from good wine with friends and family... I am a results driven executive with just under 20 years of true business management experience. This encompasses business development, marketing, origination and proven high level sales experience. I have 12 years of P&L experience and 15 years of highly successful experience within deregulated energy markets across North America. Prior to my tenure in the energy industry, I spent time in telecommunication and in the custom software development space - worked on a few dot com projects. At my core, I am an entrepreneur and I thrive best when creating something where there once was nothing.

Experience:



President & Secretary

The Chron Organization, Inc.

December 2015 – Present (9 months) Plano, TX

The Chron Organization, Inc. (OTCPK: CHRO), is an entrepreneurial-minded company founded and envisioned by Mr. Byron Young and Mr. Alex Rodriguez. The Company's purpose is to develop a portfolio of highly successful and unique wholly owned businesses by providing incubation, advisory and capital services to the same. Our interests include the smart home services, IOT platforms, deregulated energy & energy efficiency offerings, software, telecomm & wireless related segments.

Managing Member & President

Legends Commodities Group, LLC

September 2015 – Present (1 year) Plano, TX

Legends Commodities Group is a Certified Minority Business Enterprise (MBE) and Certified Historically Underutilized Business (HUB), which provides wholesale energy trading services, advisory, consulting and project management services.

Our target audience is wholesale energy companies, Independent Power Producers, Fortune 1000 and Municipal related entities.

Non Executive Chairman

NAUP Investments, LLC (NAUP Capital, LP) DBA: North American Utility Partners

August 2008 – Present (8 years 1 month) Dallas, TX

Business incubator, venture development and early stage investor in energy related entities and projects since 2008. In this capacity, we've arranged financing for energy projects/entities, provided risk management services, provide strategy development, provided advisory and risk management policy development for our portfolio entities. The NAUP portfolio includes energy software, royalty agreements, retail electric providers and solar projects.

To learn more about our venture development services, visit us at www.nautilitypartners.com

To learn more about our Energy Brokerage & Advisory services, please visit us at www.naupenergy.com.

**CEO & Chairman**

Diversegy (NYSE:GNE)

February 2011 – March 2015 (4 years 2 months) Dallas, TX

A wholly owned subsidiary of Genie Energy LTD., (NYSE: GNE), Diversegy has become North America's premier energy broker and advisor to thousands of customers in various industries across deregulated energy markets throughout the nation. Diversegy's senior management team possesses expertise across the entire energy supply chain, including but not limited to regulatory, legal, energy finance, solar, renewable projects, electricity, natural gas, engineering, metering, retail and wholesale risk management aspects of the energy industry. Commercial and industrial end-use customers of all types and size can leverage Diversegy's expertise and purchasing power as they evaluate their electricity and natural gas procurement plans.

**Co-Founder, Managing Director, Operations**

Stream Energy (Ignite, Powered by Stream Energy)

August 2004 – May 2008 (3 years 10 months) Dallas, TX

Stream Energy is a competitive energy retailer of electricity and natural gas. It blazed a trail in 2005 and 2006 via its wholly owned network marketing company (Ignite) and quickly became known as "arguably the fastest growing start up in US History".

I was an original co-founder and served as Managing Director of Operations, reporting directly to the Chairman. In this capacity, my initial oversight included Retail and Wholesale Operations, Customer Care, Strategy Development, Supplier Planning and Product Development. This was one of the best experiences of my life.

Ryan D. Samuel – VP of Operations

Summary:

I am an energy management consultant with over 15 years of experience working with businesses as an independent, unbiased, and transparent client advocate. My career is characterized by accomplishments in sales & operations management, commodity procurement, energy conservation & load management experience.

NAUP Brokerage, LLC is a multi-faceted full service energy broker and advisor providing end to end energy solutions, advisory, and long term road-map planning & project management services to commercial and industrial customers.

Experience:

VP of Operations

North American Utility Partners (NAUP)

June 2016 – Present (3 months) Dallas, TX

North American Utility Partners (NAUP) is a well-rounded, full services energy adviser and a nationwide broker of electricity and natural gas services and has been at the forefront of energy deregulation since its inception. Possessing a paramount level of brain-trust and expertise, NAUP Brokerage, LLC is the premier energy broker and adviser to commercial, industrial and municipal power and natural gas consumers across North America.



Regional Vice President

Incite Energy

January 2015 – June 2016 (6 months) Dallas, TX

Incite Energy, LLC (formerly River Oaks Energy) provides energy brokerage and consulting services for commercial, industrial, municipal, and residential customers. It offers energy management solutions, including energy procurement, demand response, data management, energy efficiency, and sustainability services; and provides market intelligence to source and manage energy. The company also allows clients to compare plans and prices from various electricity providers; and assist clients in selecting the plan that works within their budget and lifestyle.

Director Of Sales

E-Services, Inc. - (Energy Advisory Service)

February 2014 – September 2014 (8 months) plano, tx

Energy Advisory Service (EAS) works with companies to understand their energy goals and design a program that meets their risk tolerance needs. We are an independent nationwide energy management firm with no financial ties to energy suppliers. We service our customers through market awareness, industry/product knowledge and efficient and effective contract negotiations.



Channel Sales Manager

Cirro Energy

February 2005 – May 2013 (8 years 4 months)

I managed the entire independent agent/broker/aggregator program for Cirro Energy, a retail electric provider serving the ERCOT market. Cirro Energy was acquired by Dominion Resources in 2008, making Cirro Energy the only retail arm operated by Dominion, the 3rd largest utility company in the U.S. In my 8+ years at Cirro Energy, I successfully recruited, trained, and developed over 700 authorized energy brokers and contracted more than 2.5 million megawatt hours of electricity.



Sales Manager

Cbeyond Communications

2002 – 2005 (3 years)

Responsible for meeting revenue objectives generated from recruiting, hiring and managing a team of Account Executives/Senior Account Executives/Enterprise Business Consultants who sell services to small-medium size businesses. Primary services included VoIP Communications; integrated voice & data, Dedicated Internet Access & Co-location.



U.S. Cellular Assistant Area Manager

Telephone and Data Systems, Inc.™ (TDS™)

February 1998 – February 2002 (4 years 1 month) Durant, OK

For 5 years, as the wireless industry capitalized on new technologies offering affordability to almost any consumer, I helped manage the retail sales operations of 4 retail locations throughout the Southeastern Region of Oklahoma, including Atoka, OK, Hugo, OK, Idabel/Broken Bow, OK, and Durant, OK. Each location was staffed with 3 or more employees and all U.S. Cellular's retail locations offered equipment and accessory sales as well as bill payment and other services for commercial and individual customers.

New Hampshire PUC 2006.02 Form for Initial Registration of Electricity Aggregators

- (1) The legal name of the applicant as well as any trade name(s) under which it intends to operate in this state;

Legal Name: **NAUP Brokerage, LLC**

- (2) The applicant's business address, telephone number, e-mail address, and website address, as applicable;

Business Address: **5851 Legacy Circle, suite 600**
Plano, TX 75024

Phone: **800.481.0115** Email: **info@naupenergy.com** Website: **www.naupenergy.com**

- (3) The name(s), title(s), business address(es), telephone number(s), and e-mail address(es) of the applicant if an individual, or of the applicant's principal(s) if the applicant is anything other than an individual;

○ **Alex Rodriguez – President**
5851 Legacy Circle, suite 600
Plano, TX 75024
(214) 295-8755
arod@naupenergy.com

○ **John Sivo - Treasurer**
5851 Legacy Circle, suite 600
Plano, TX 75024
(214) 989-6902
jsivo@naupenergy.com

- (4) The telephone number of the customer service department or the name, title, telephone number and e-mail address of the customer service contact person of the applicant, including toll free telephone numbers if available;

Customer Service
(800) 481-0115
info@naupenergy.com

Regulatory Contact
Ryan Samuel
rsamuel@naupenergy.com

- (5) A copy of the applicant's authorization to do business in New Hampshire from the secretary of state, if anything other than an individual;

See attached

- ***Registration as Foreign Limited Liability Company from the State of New Hampshire Department of State.***
- ***Articles of Incorporation from the Texas Secretary of State***

- (6) Description of the geographic areas of New Hampshire in which the applicant intends to provide service, consistent with Puc 2006.01(a)(10);

Pnc 2006.01(a)(10) - A listing of the utility franchise areas in which the applicant intends to operate. To the extent an applicant does not intend to provide service in the entire franchise area of a utility, this list shall delineate the cities and towns where the applicant intends to provide service;

All geographic areas and all customer classes (residential, small, medium and large businesses) of:

- **PSNH - Public Service Co. of New Hampshire**
- **UES - Unitil Energy Systems, Inc.**
- **NHEC - New Hampshire Electric Cooperative**
- **GSEC - Granite State Electric Co. (National Grid)**

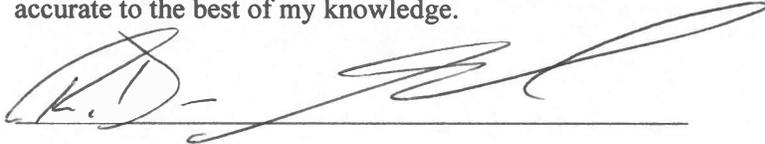
- (7) A statement that the applicant is not representing any supplier interest or a listing of any supplier interest the applicant intends to represent;

NAUP Brokerage, LLC is full-service energy advisor representing the customer and customers' best interests in all things energy. We have no association with any energy supplier or utility.

- (8) Except as provided in 2003.04(e), payment of the required filing fee;

This application includes a Certified Check in the amount of \$250.00, issued by Bank of America.

By submitting this application for registration as an aggregator, I certify that I have the authority to file the application on behalf of NAUP Brokerage, LLC and that all contents are truthful and accurate to the best of my knowledge.



Ryan D. Samuel

Vice President, NAUP Brokerage, LLC



State of New Hampshire

Department of State



Accepted Date: **8/8/2016**
Business Name: **NAUP BROKERAGE, LLC**
Principal Office Address: **5851 Legacy Cir, Ste 600, Plano, TX, 75024, USA**

RE: Acceptance of Business Formation

This letter is to confirm the acceptance of the following business formation:

Business ID: **748723**
Tracking#: **3340673**
Effective Date: **08/05/2016**
Payment Transaction #: **116561**

To maintain your business registration in good standing, you must maintain a Registered Agent at all times. You must also file an annual report no later than April 1st of each year. To file your annual report please go to <http://www.sos.nh.gov/corporate/annualreport/>.

It is incumbent upon you to keep this office informed of address or email changes to ensure that all communications from our office reaches you. There is no charge for address changes.

Please visit our website for helpful information regarding all your business needs. If you require assistance or should you have any questions, you may contact the Corporation Division using the information provided below. Please reference your Business ID in your communication.

Thank you.
New Hampshire Department of State
Corporation Division



State of New Hampshire

Department of State

Filed
 Date Filed: 08/05/2016
 Effective Date: 08/05/2016
 Business ID: 748723
 William M. Gardner
 Secretary of State

Form FLLC-1
 RSA 304-C:175

APPLICATION FOR REGISTRATION AS A FOREIGN LIMITED LIABILITY COMPANY

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS, THE UNDERSIGNED HEREBY APPLIES FOR REGISTRATION TO TRANSACT BUSINESS IN NEW HAMPSHIRE AND FOR THAT PURPOSE SUBMITS THE FOLLOWING STATEMENT:

FIRST: The name of the limited liability company is

NAUP BROKERAGE, LLC

SECOND: The name which it proposes to register and do business in New Hampshire is

NAUP BROKERAGE, LLC

THIRD: It is formed under the laws of Texas

FOURTH: The date of its formation is 03/08/2016

DURATION: The period of duration is Perpetual

FIFTH: The nature of the business or purposes to be conducted or promoted in New Hampshire is

NAICS CODE	NAICS SUBCODE
OTHER / Energy broker	

SIXTH: The name of it's registered agent IN NEW HAMPSHIRE is InCorp Services Inc

and the physical address, of its initial registered office IN NEW HAMPSHIRE is

152 S Mast Street., Goffstown, NH, 03045, USA

SEVENTH : The sale or offer for sale of membership interests of the limited liability company will comply with the requirements of the New Hampshire Uniform Securities Act (RSA 421-B).

PRINCIPAL OFFICE ADDRESS:

PRINCIPAL OFFICE BUSINESS ADDRESS	PRINCIPAL OFFICE MAILING ADDRESS
5851 Legacy Cir, Ste 600, Plano, TX, 75024, USA	5851 Legacy Cir, Ste 600, Plano, TX, 75024, USA

**APPLICATION FOR REGISTRATION AS A
FOREIGN LIMITED LIABILITY COMPANY**

Form FLLC-1
(Cont.)

NAUP BROKERAGE, LLC

CERTIFY:

By checking this box and continuing, each signatory certifies that the information provided herein is true, accurate, and complete to the best of his/her knowledge and belief, and that he/she has authorized the affixing of his/her electronic signature in accordance with the Electronic Signatures in Global and National Commerce Act (e-Sign) and N.H. RSA § 294-E. Further, each signatory understands that his/her electronic signature has full legal effect and enforceability and he/she intends this form, as signed, to be filed with the office of the New Hampshire Secretary of State.

EFFECTIVE DATE:

This statement shall be effective from: 08/05/2016

*Signature: Alex Rodriguez

Title: Manager

Date signed: 08/08/2016

Complete address of person signing: 5851 Legacy Cir, Ste 600, Plano, TX, 75024, USA

Notice: The membership interests of the limited liability company: 1) have been registered or when offered will be registered under RSA 421-B; 2) are exempted or when offered will be exempted under RSA 421-B; 3) are or will be offered in a transaction exempted from registration under RSA 421-B; 4) are not securities under RSA 421-B; OR 5) are federal covered securities under RSA 421-B. The statement above shall not by itself constitute a registration or a notice of exemption from registration of securities within the meaning of sections 448 and 461(i)(3) of the United States Internal revenue Code and the regulation promulgated thereunder.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mailing Address - Corporation Division, NH Department of State, 107 North Main Street, Room 204, Concord, NH 03301-4989

Physical Location - State House Annex, 3rdFloor, Room 317, 25 Capitol Street, Concord, NH

Phone: (603)271-3246 | **Fax:**(603)271-3247 | **Email:** corporate@sos.nh.gov | **Website:** sos.nh.gov



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

NAUP Brokerage, LLC
Filing Number: 802409566

Certificate of Formation

March 08, 2016

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 11, 2016.



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos
Secretary of State