

Control Number: 43882



Item Number: 1

Addendum StartPage: 0

DOCKET NO. \_\_\_\_\_

**43882**

FILED  
2009 DEC -3 AM 10:06  
PUBLIC UTILITY COMMISSION

**APPLICATION OF POTENTIA  
ENERGY, LLC FOR AMENDMENT TO  
A RETAIL ELECTRIC PROVIDER  
CERTIFICATION** §  
§  
§  
§

**PUBLIC UTILITY COMMISSION  
OF TEXAS**

**NOW COMES** Potentia Energy, LLC (Potentia Energy) and files this, the attached Application for, or Amendment to, a Retail Electric Provider (REP) Certificate, for the Change in Ownership/Control of the membership interest of Potentia Energy.

**WHEREFORE, PREMISES CONSIDERED,** Potentia Energy prays that the Commission approve and grant Potentia Energy's application and any and all relief to which it is justly entitled.

Respectfully submitted,

**Holland & Knight**

Mark C. Davis  
State Bar No. 05525050  
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**ATTORNEYS FOR POTENTIA ENERGY, LLC**

DOCKET NO. \_\_\_\_\_

APPLICATION OF POTENTIA § PUBLIC UTILITY COMMISSION  
ENERGY, LLC FOR AMENDMENT TO §  
A RETAIL ELECTRIC PROVIDER § OF TEXAS  
CERTIFICATION §

**TITLE PAGE**

Name of Applicant: Potentia Energy, LLC

**Authorized Company Legal Representative:**

Representative Name: Mark C. Davis and Russell G. Parish  
Representative Title: Attorneys for Potentia Energy, LLC (and purchaser, Verde Energy USA Texas, LLC)  
Representative Address: 1005 Congress Avenue  
(Suite, Floor, Apartment Number, etc.): Suite 950  
(City, State, Zip Code): Austin, Texas 78701  
Representative Phone Number: 512-472-1081  
Representative Fax Number: 512-472-7473  
Representative Email address: Mark.Davis@hkllaw.com and Russell.Parish@hkllaw.com



**Public Utility Commission of Texas**

1701 N. Congress Avenue or P.O. Box 13326

Austin, Texas 78711-3326

512-936-7000 • (Fax) 512-936-7003

Web Site: www.puc.texas.gov

**Application for, or Amendment to, a Retail Electric Provider (REP) Certificate**  
(Pursuant to PUC Substantive Rule §25.107)

**DOCKET NUMBER:**

|  |
|--|
| <b>Applicant</b>   |
| <b>Applicant Name:</b> Potentia Energy, LLC  |
| <b>Second Applicant Name (if required):</b>  |
|  |
| <b>Type of Certification</b>   |
| (a) Check only one of the following.   |
| <input type="checkbox"/> New REP Option 1 Certification  |
| <input type="checkbox"/> New REP Option 2 Certification  |
| <input type="checkbox"/> New REP Option 3 Certification  |
| <input checked="" type="checkbox"/> REP Amendment [REP Certification No.: ] 10157  |
| (b) If you are filing an amendment, check one or more of the following amendment categories requested in this filing: (Provide a written explanation of the Amendment in "c" below). |
| Note: In A-8, a new assumed name is requested  |
| <input checked="" type="checkbox"/> Name Change amendment  |
| <input type="checkbox"/> Corporate Restructuring   |
| <input checked="" type="checkbox"/> Change in Ownership/Control  |
| <input checked="" type="checkbox"/> Change in Technical/Managerial Qualifications  |
| <input type="checkbox"/> Change in Service Area  |
| <input type="checkbox"/> Change in Financial Qualifications  |
| <input type="checkbox"/> Change in Type of Provider  |
| <input type="checkbox"/> Other (Explain in "c" below)  |
| <input type="checkbox"/> Relinquishment of Certification   |
| (c) Provide an explanation of the Amendment:   |
| Please see below "Explanation Attachment" and Confidential Attachment "Company Structure"  |

**Type of Certification**

(c) Provide an explanation of the Amendment:

**"Explanation Attachment"**

On December 2, 2014, Verde Energy USA Texas, LLC, a Delaware limited liability company ("Verde TX"), acquired 100% of the issued and outstanding membership interests in Potentia Energy, LLC, a Texas limited liability company ("Potentia"). Potentia is a retail electric provider certified by the Commission to engage in the sale of electricity of residential and commercial retail customers in the State of Texas. As a result of the transaction, Potentia has become a wholly-owned subsidiary of Verde TX. Verde TX is a wholly-owned subsidiary of Verde Energy USA Holdings, LLC, a Delaware limited liability company.

None of the current owners or executive management will remain with Potentia. The managerial, technical, and financial qualifications of the new ownership and executive management meet or exceed the Commission's requirements to hold a REP certificate and provide competitive electric services to customers. To reflect the change in the ownership and management of Potentia, this application provides information about the owners, directors, and management of Verde TX and updated contact for customer complaints and regulatory matters.

Verde TX requests that the certificate retain Potentia's name and authorize "Verde Energy USA Texas" as a d/b/a. From the customers' perspective, there will not be a substantial change in the operation of the company. Customer services will continue to be provided to existing Potentia customers in the same manner as they are currently. Verde TX intends to maintain Potentia's billing service provider and customer service provider. Moreover, many key operational Potentia personnel will continue their roles in the Houston headquarters, to help ensure that existing customers notice little to no difference in the day-to-day operations of Potentia.

## PART A – COMPANY ADMINISTRATIVE INFORMATION

### A-1. Application Contact Information

|   |  |  |                        |
|---|--|--|------------------------|
| <b>Contact Name:</b> Natalia Kralia                           |  | <b>Title:</b> Manager, Compliance & Natural Gas Coordination |                        |
| <b>Street or Mailing address:</b> 101 Merritt 7, Second Floor |  |  |                        |
| <b>Mailing address (Suite, Floor or Room):</b>                |  |  |                        |
| <b>City:</b> Norwalk  |  | <b>State:</b> CT   | <b>Zip Code:</b> 06851 |
| <b>Phone No.:</b> (203) 663-5721                              |  | <b>Fax No.:</b>  | <b>Toll Free No.:</b>  |
| <b>Email:</b> nkralia@verdeenergyusa.com                      |  | <b>Web Address:</b> www.lowcostpower.com                     |                        |

### A-2. Authorized Representative Contact Information

|   |  |  |                        |
|---|--|--|------------------------|
| <b>Contact Name:</b> Thomas FitzGerald                        |  | <b>Title:</b> President & CEO            |                        |
| <b>Street or Mailing address:</b> 101 Merritt 7, Second Floor |  |  |                        |
| <b>Mailing address (Suite, Floor or Room):</b>                |  |  |                        |
| <b>City:</b> Norwalk  |  | <b>State:</b> CT                         | <b>Zip Code:</b> 06851 |
| <b>Phone No.:</b> (203) 663-5730                              |  | <b>Fax No.:</b> (203) 842-4201           | <b>Toll Free No.:</b>  |
| <b>Email:</b> tfitzgerald@verdeenergyusa.com                  |  | <b>Web Address:</b> www.lowcostpower.com |                        |

### A-3. Regulatory Representative Contact Information

|   |  |   |                                      |
|---|--|---|--------------------------------------|
| <b>Contact Name:</b> Ann Marie Toss                           |  | <b>Title:</b> Director, Business Development & Compliance |                                      |
| <b>Street or Mailing address:</b> 101 Merritt 7, Second Floor |  |   |                                      |
| <b>Mailing address (Suite, Floor or Room):</b>                |  |   |                                      |
| <b>City:</b> Norwalk  |  | <b>State:</b> CT  | <b>Zip Code:</b> 06851               |
| <b>Phone:</b> (203) 663-5709                                  |  | <b>Fax No.:</b>   | <b>Toll Free No.:</b> (800) 388-3862 |
| <b>Email:</b> atoss@verdeenergyusa.com                        |  | <b>Web Address:</b> www.lowcostpower.com                  |                                      |

### A-4. Complaint Representative Contact Information

|   |  |  |                        |
|---|--|--|------------------------|
| <b>Contact Name:</b> Tony Menchaca                            |  | <b>Title:</b> Chief Marketing Officer    |                        |
| <b>Street or Mailing address:</b> 101 Merritt 7, Second Floor |  |  |                        |
| <b>Mailing address (Suite, Floor or Room):</b>                |  |  |                        |
| <b>City:</b> Norwalk  |  | <b>State:</b> CT                         | <b>Zip Code:</b> 06851 |
| <b>Phone No.:</b> (203) 663-5702                              |  | <b>Fax No.:</b>                          | <b>Toll Free No.:</b>  |
| <b>Email:</b> tmenchaca@verdeenergyusa.com                    |  | <b>Web Address:</b> www.lowcostpower.com |                        |

**A-5. Emergency Contact Information – The Applicant shall provide the following information concerning its 9-1-1 Contact Personnel as required in Substantive Rule §25.53(c). You may provide up to three 9-1-1 contacts per company. The Commission prefers that you provide at least two 9-1-1 Contacts.**

|  |                               |                                      |  |
|--|-------------------------------|--------------------------------------|--|
| PRIMARY CONTACT: Thomas FitzGerald                               |                               | TITLE: President & CEO               |  |
| Office No: (203) 663-5730  | Fax No:                       | Toll Free No:                        |  |
| Cell No: (203) 947-5561  | Home No:                      |                                      |  |
| EMAIL: tfitzgerald@verdeenergyusa.com                            | WEBSITE: www.lowcostpower.com |                                      |  |
| SECONDARY CONTACT: Richard Reilly                                |                               | TITLE: EVP, Finance                  |  |
| Office No: (203) 663-5706  | Fax No:                       | Toll Free No:                        |  |
| Cell No:   | Home No:                      |                                      |  |
| EMAIL: rreilly@verdeenergyusa.com                                | WEBSITE: www.lowcostpower.com |                                      |  |
| TERTIARY CONTACT:  |                               | TITLE:                               |  |
| Office No:   | Fax No:                       | Toll Free No:                        |  |
| Cell No:   | Home No:                      |                                      |  |
| EMAIL:   | WEBSITE:                      |                                      |  |
| <b>A-6. Principal Company Information</b>                        |                               |                                      |  |
| <b>(a). Physical Address</b>                                     |                               |                                      |  |
| <b>Company Name:</b> Verde Energy USA Texas, LLC                 |                               |                                      |  |
| <b>Primary Contact:</b> Thomas FitzGerald                        |                               | <b>Title:</b> President & CEO        |  |
| <b>Physical Address:</b> 101 Merritt 7, Second Floor             |                               |                                      |  |
| <b>City:</b> Norwalk   | <b>State:</b> CT              | <b>ZIP:</b> 06851                    |  |
| <b>Email:</b> tfitzgerald@verdeenergyusa.com                     |                               | <b>Website:</b> www.lowcostpower.com |  |
| <b>Phone:</b> (203) 663-5730                                     | <b>Fax:</b>                   | <b>Toll Free:</b> (800) 388-3862     |  |
| <b>(b). Mailing Address (if different from Physical Address)</b> |                               |                                      |  |
| <b>Company Name:</b>   |                               |                                      |  |
| <b>Contact:</b>  |                               | <b>Title:</b>                        |  |
| <b>Mailing Address:</b>  |                               |                                      |  |
| <b>City:</b>   | <b>State:</b>                 | <b>ZIP:</b>                          |  |
| <b>Email:</b>  |                               | <b>Website:</b>                      |  |
| <b>(c). Texas Office Address</b>                                 |                               |                                      |  |
| <b>Company Name:</b> Potentia Energy, LLC                        |                               |                                      |  |

|  |                  |  |
|--|------------------|--|
| <b>Contact:</b> Sultan Virani                      |                  | <b>Title:</b>                          |
| <b>Address:</b> 7322 Southwest Freeway, Suite 1010 |                  |  |
| <b>City:</b> Houston                               | <b>State:</b> TX | <b>ZIP:</b> 77074                      |
| <b>Email:</b> sultan.virani@potentiaenergy.com     |                  | <b>Website:</b> www.potentiaenergy.com |
| <b>Phone:</b> (713) 981-4242                       | <b>Fax:</b>      | <b>Toll Free:</b>                      |
| ext 104  |                  |  |

**A-7. Directors, Officers, or Principals Information – (Provide a list of the names, titles, phone number and office email)**

|                                |                                       |                              |  |
|--------------------------------|---------------------------------------|------------------------------|--|
| <b>Name:</b> Thomas FitzGerald | <b>Title:</b> President & CEO         | <b>Phone:</b> (203) 663-5730 | <b>Email:</b> tfitzgerald@verdeenergyusa.com |
| <b>Name:</b> Tony Menchaca     | <b>Title:</b> Chief Marketing Officer | <b>Phone:</b> (203) 663-5702 | <b>Email:</b> tmenchaca@verdeenergyusa.com   |
| <b>Name:</b> Lance Lundberg    | <b>Title:</b> Chairman                | <b>Phone:</b> (203) 663-5704 | <b>Email:</b> llundberg@verdeenergyusa.com   |
| <b>Name:</b>                   | <b>Title:</b>                         | <b>Phone:</b>                | <b>Email:</b>                                |
| <b>Name:</b>                   | <b>Title:</b>                         | <b>Phone:</b>                | <b>Email:</b>                                |

**A-8. Certificated Name(s)**

**(a). Primary Name on Certificate**

**Primary Certificate Name:** Potentia Energy LLC

**Texas Secretary of State (or County) File Number:** 800916117

**Date and State where Business was established:** 12/27/2007, TX

**Texas Comptroller's Tax ID. Number:** 32034380330

**Other Applicable Certification/File Numbers:**

**(b). EXISTING Approved Certificate Names (if applicable)(Maximum of 5 d/b/as)**

**PUC Approved Name:**

**PUC Approved Name:**

**PUC Approved Name:**

**PUC Approved Name:**

**PUC Approved Name:**

**(c). REQUESTED Certificate Names (if applicable)(Maximum of 5 d/b/as)**

|                                     |                                     |                              |
|-------------------------------------|-------------------------------------|------------------------------|
| <b>Name:</b> Verde Energy USA Texas | <b>Texas SoS File No.</b> 800916117 | <b>Date Active:</b> 11-17-14 |
| <b>Name:</b>                        | <b>Texas SoS File No.</b>           | <b>Date Active:</b>          |
| <b>Name:</b>                        | <b>Texas SoS File No.</b>           | <b>Date Active:</b>          |



|  |                           |                     |
|--|---------------------------|---------------------|
| <b>Name:</b>   | <b>Texas SoS File No.</b> | <b>Date Active:</b> |
| <b>Name:</b>   | <b>Texas SoS File No.</b> | <b>Date Active:</b> |
| <b>(d). DELETION of EXISTING Certificate Names (if applicable)</b> |                           |                     |
| <b>Name to be DELETED:</b>   |                           |                     |
| <b>Name to be DELETED:</b>   |                           |                     |
| <b>Name to be DELETED:</b>   |                           |                     |
| <b>Name to be DELETED:</b>   |                           |                     |
| <b>Name to be DELETED:</b>   |                           |                     |

## PART B – SERVICE AREA

### B-1. Certificated Service Area

#### (a). Option 1 REP – Service Area by Geography (Select Only One)

- Entire State of Texas
- By Service Area of one or more Transmission and Distribution Utilities (TDUs), Municipal Utilities, or Electric Cooperatives (Identify each requested utility and cooperative):
- Geographic Area of one or more Independent Organization within Texas (e.g. ERCOT) (Identify each organization):
- Specific Geographic Area. (Identify on Attachment B-1 the Zip Codes defining the requested service area.):

#### (b). Option 2 REP – Service Area by Customer (Select Only One)

- Provide as Attachment B-2 the affidavit from each customer required by §25.109(d)(2). (Identify the customer):

#### (c). Option 3 REP – Service Area by Customer (Select Only One)

- Provide as Attachment B-3 the affidavit which states that the Applicant is in compliance with §25.107(d)(3), §25.109, §25.211, and §25.212 (Registration of PGC, Registration of Distributed Generation, and compliance with National electric safety code and local building codes.) (Identify the entities involved):

## PART C – FINANCIAL REQUIREMENTS

### C-1. Access to Capital – An Applicant must choose one of the three methods below to demonstrate that the Applicant meets the capital requirements stated in §25.107(f)(1)

- Investment Grade Credit Rating.** If the Applicant elects to meet the requirements of §25.107(f)(1)(A)(i), provide as Attachment C-1 the documentation required by §25.107(f)(4)(A)

demonstrating an Investment Grade Credit Rating. If the Applicant relies on a guarantor to satisfy this requirement, provide the documentation required by §25.107(f)(1)(A)(i) for the guarantor and provide agreements or commitments demonstrating compliance with §25.107(f)(4)(G).

**Tangible Net Worth.** If the Applicant elects to meet the requirements of §25.107(f)(1)(A)(ii), provide as Attachment C-1 the documentation required by §25.107(f)(4)(B) demonstrating Tangible Net Worth greater than or equal to \$100,000,000, a minimum current ratio of 1.0, and a debt to total capitalization ratio not greater than 0.60. If the Applicant relies on a guarantor to satisfy these requirements, provide the documentation required by §25.107(f)(1)(A)(ii) for the guarantor and provide agreements or commitments demonstrating compliance with §25.107(f)(4)(G).

**Shareholders' Equity and Letter of Credit.** If the Applicant elects to meet the requirements of §25.107(f)(1)(B), provide as Attachment C-1 the documentation required by §25.107(f)(4)(C) and §25.107(f)(4)(F) demonstrating Shareholders' Equity of not less than \$1,000,000 and an irrevocable stand-by Letter of Credit payable to the Commission of \$500,000. If the Applicant believes that it is exempt from the Shareholders' Equity requirement under §25.107(f)(1)(B)(iii), include in Attachment C-1 the documentation required by §25.107(f)(4)(F) and provide documentation demonstrating that the Applicant began serving load on or before January 1, 2009.

Note: Potentia will continue to have its existing Letter of Credit on file at the Commission

**C-2. Protection of Customer Deposits.** An Applicant that wishes to have the option of collecting customer deposits or residential advance payments must indicate its intention to do so and must comply with the requirements of §25.107(f)(2).

Yes  No. Does the Applicant wish to have the option of collecting deposits or advance payments from customers? If Yes, provide as Attachment C-2 the documentation required by §25.107(f)(4)(D), (E), or (F) to demonstrate compliance with §25.107(f)(2).

Please see Attachment C-2 - FILED SEPARATELY AS CONFIDENTIAL INFORMATION

**C-3. Financial standards required for billing and collection of transition charges.**

Yes  No. Will the Applicant comply with §25.107(f)(5), relating to financial standards required of REPs for the billing and collection of transition charges?

**C-4. Financial History – (Insolvency, Bankruptcy, Dissolution, Merger or Acquisition).**

Yes  No. Does the Applicant or a Predecessor in Interest of the Applicant have any history of insolvency, bankruptcy, dissolution, merger, or acquisition during the 60 months immediately preceding the application? If Yes, provide as Attachment C-4 an explanation of each incident.

**C-5. Financial Reporting Year.**

Identify the last month and day of the fiscal reporting year of the applicant and its guarantor, if applicable.

Date: December 31

## PART D – TECHNICAL AND MANAGERIAL REQUIREMENTS

AN APPLICANT MUST ANSWER EACH QUESTION FOR ITS ENTIRE COMPANY, INCLUDING ALL ASSUMED NAMES UNDER WHICH IT OPERATES.

### D-1. Customer Service.

- Yes     No. Is the REP currently providing service to customers? If Yes, answer Questions D-2 thru D-12. If No, answer Questions D-3 thru D-12.

### D-2. Independent Organization Requirements:

- (a). Provide as Attachment D-2A the following information for each of your Qualified Scheduling Entities (QSEs): (1) Type of Service Provided; (2) Term of Service Agreement; (3) Date Service Agreement Began; (4) Company Name; (5) Contact Person; (6) Contact Person Title; (7) Company Address (street address, city, state & zip code); (8) Company Phone Number, (9) Facsimile Number; and (10) Email Address.

FILED SEPARATELY AS CONFIDENTIAL INFORMATION

- (b). Are you current with your ERCOT testing obligation?

- Yes     No. If No, provide an explanation as Attachment D-2B.

- (c). Have you defaulted on the Load Serving Entity (LSE) Agreement?

- Yes     No. If Yes, provide an explanation as Attachment D-2C.

- (d). Are you providing Outage Notification as required by §25.107(g)(1)(G)?

- Yes     No. If No, provide an explanation as Attachment D-2D.

- (e). Do you agree to comply with all system rules established by the Independent System Operator (ISO) as required by §25.107(g)(2)(F)?

- Yes     No. If No, provide an explanation as Attachment D-2E.

- D-3. Provide as Attachment D-3 the following information for each third party entity or consultant that you rely upon to meet the Technical Qualifications for REP Certification: (1) Type of Service Provided; (2) Term of Service Agreement; (3) Date Service Agreement Began; (4) Number of Years of Experience; (5) Type of Experience; (6) Company Name; (7) Contact Person; (8) Contact Person Title; (9) Company Address (street address, city, state & zip code); (10) Company Phone Number, (11) Facsimile Number; and (12) Email Address.

FILED SEPARATELY AS CONFIDENTIAL INFORMATION

**D-4. Competitive Electric or Gas Industry Experience.** Provide as Attachment D-4 the following information for each of the Principals and Permanent Employees whom the Applicant relies upon to demonstrate compliance with §25.107(f)(1)(D) to meet the combined competitive work experience requirement of at least 15 years.

- (a). Name, Title, Phone Number, Email Address, Type of Experience, Number of Years of Experience, and the Number of Years of Employment with the Applicant of each Principal and Permanent Employee that the Applicant relies upon to meet this requirement.
- (b). For Principal(s) or Permanent Employee(s) with previous employment history in the competitive Electric or Gas Industries provide the Name, Previous Employer, Title, Employment Period and a contact name and number that will verify the previous employment information. Commission Staff may follow up its initial review of the work experience information with a request for additional information or a telephone interview for work experience verification.
- (c). If any person that you rely upon to meet the 15-year experience requirement was a Principal of a REP that experienced a mass transition of its customers to a Provider of Last Resort (POLR), identify the person(s), their title at that time, the name of the REP(s) that experienced the mass transition and the date upon which the transition occurred.

**D-5. Risk Management Experience.** Provide as Attachment D-5 the following information to demonstrate compliance with §25.107 (g)(1)(E) to meet the 5 or more years of energy commodity risk management requirement.

- (a). The Name, Title, Phone Number and Email Address of the Principal or Permanent Employee that the Applicant relies upon to meet the energy commodity risk management requirement, or the Name, Title, Phone Number and Email Address of the Contact Person for the risk management services company that will provide energy commodity risk management services pursuant to the terms of a two-year contract with the Applicant.
- (b). Any information or documentation necessary to substantiate a claim that the Principal(s), Permanent Employee(s), or Risk Management Services Company have the required minimum of 5 years of energy commodity risk management experience, including but not limited to a resume that provides employment history in the energy commodity risk management field; which at a minimum includes job titles or classifications, descriptions of the types of risk management experience, and the contact information of former and current employers; the dollar amounts of client portfolios managed, the specific nature of the risk management objectives, and the contact information for each client, account statements or other similar documents, and credentials that evidence the completion of formal education in commodity risk management. Commission Staff may follow up its initial review of the work experience information with a request for additional information or a telephone interview for work experience verification.

FILED SEPARATELY AS CONFIDENTIAL INFORMATION

**D-6.** Provide as Attachment D-6 a brief explanation of how you plan to provide adequate staffing to meet all service level commitments.

FILED SEPARATELY AS CONFIDENTIAL INFORMATION

**D-7. Complaint History, Disciplinary Record and Compliance Record. Provide as Attachment D-7 the information required by §25.107(g)(2)(B). If you have “Nothing to Report”, please indicate below.**

Nothing to Report. Please see Attachment D-7- FILED SEPARATELY AS CONFIDENTIAL INFORMATION

**D-8. Investigations, Penalties and Violations of Deceptive Trade or Consumer Protection Laws and Regulations. Provide as Attachment D-8 the information required by §25.107(g)(2)(D). If you have “Nothing to Report”, please indicate below.**

Nothing to Report.

**D-9. Convictions and Liabilities for Fraud, Theft, Larceny, Deceit and Violations of Securities Laws, Customer Protection Laws and Deceptive Trade Laws. Provide as Attachment D-9 the information required by §25.107(g)(2)(E). If you have “Nothing to Report”, please indicate below.**

Nothing to Report.

**D-10. Provide the Name and PUC Certification Number for each of the Applicant’s affiliates that are certificated to provide electric service in Texas. To report more than five affiliates provide additional affiliates as Attachment D-10.**

|                 |                       |
|-----------------|-----------------------|
| Affiliate Name: | PUC Certification No. |
| Affiliate Name: | PUC Certification No. |
| Affiliate Name: | PUC Certification No. |
| Affiliate Name: | PUC Certification No. |
| Affiliate Name: | PUC Certification No. |

**D-11. Provide as Attachment D-11 any other evidence in support of your plans to meet the requirements of 25.107(g) that you would like considered. If you have “No Additional Information to Report”, please indicate below.**

No Additional Information to Report.

**PART E – RELINQUISHMENT OF CERTIFICATION**

**E-1. Provision of Notice - 45 days prior to REP Relinquishment of Certification.**

**(a). Date that the REP satisfied or will satisfy the notice requirements of §25.107(i)(6).**

Date:

**(b). Date that the REP intends to cease operations.**

Date:

**E-2. Customer Notice of REP Relinquishment of Certification. Did the REP notify all of its customers that it intends to cease operations?**

Yes     No. If Yes, provide a representative copy of the Customer Notice as Attachment E-2. If No, provide an explanation as Attachment E-2.

**E-3. Other Notices of REP Relinquishment of Certification. Did the REP notify the relevant ISO (e.g. ERCOT), the PUC's Customer Protection Division, the Texas Comptroller's Office, the Texas Secretary of State, and the Administrator of the Texas Universal Service Fund that the REP intends to cease operations?**

Yes     No. If No, provide an explanation as Attachment E-3.

**E-4. Customer Deposits and Credits. Provide as Attachment E-4 proof that the REP has refunded any monies owed to customers.**

PLEASE SEE ATTACHMENT D-4

## ATTACHMENT D-4

### Competitive Electric or Gas Industry Experience relied upon to meet Technical Qualifications

|  |   |
|--|---|
| <b>Name:</b> Thomas FitzGerald                       | <b>Title:</b> President & CEO               |
| <b>Employer:</b> Verde Energy USA Group of Companies |   |
| <b>Employment Period:</b> 2009-present               |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b> (203) 663-5730                         | <b>Email:</b> tfitgerald@verdeenergyusa.com |
| <b>Name:</b> Anthony Menchaca                        |   |
| <b>Title:</b> Chief Marketing Officer                |   |
| <b>Employer:</b> Verde Energy USA Group of Companies |   |
| <b>Employment Period:</b> 2009-present               |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b> (203) 663-5702                         | <b>Email:</b> tmenchaca@verdeenergyusa.com  |
| <b>Name:</b> Lance Lundberg                          |   |
| <b>Title:</b> Chairman                               |   |
| <b>Employer:</b> Verde Energy USA Group of Companies |   |
| <b>Employment Period:</b> 2009- present              |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b> (203) 663-5704                         | <b>Email:</b> llundberg@verdeenergyusa.com  |
| <b>Name:</b>   | <b>Title:</b>                               |
| <b>Employer:</b>                                     |   |
| <b>Employment Period:</b>                            |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b>  | <b>Email:</b>                               |
| <b>Name:</b>   | <b>Title:</b>                               |
| <b>Employer:</b>                                     |   |
| <b>Employment Period:</b>                            |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b>  | <b>Email:</b>                               |
| <b>Name:</b>   | <b>Title:</b>                               |
| <b>Employer:</b>                                     |   |
| <b>Employment Period:</b>                            |   |
| <b>Verifying Contact and Title:</b>                  |   |
| <b>Phone:</b>  | <b>Email:</b>                               |

# **Attachment D-4**



The individuals listed below have more than 15 years of combined experience in the competitive electric or gas industries and will be directly involved in managing the day-to-day operations of Potentia Energy, LLC to provide high-quality, reliable retail electric service to Texas customers.

**Management Team:**

- Thomas FitzGerald, President and Chief Executive Officer, Verde Energy USA Group of Companies which include: Verde Energy USA Holdings LLC, Verde Energy USA, Inc., Verde Energy USA New Jersey, LLC, Verde Energy USA Pennsylvania, LLC, Verde Energy USA Illinois, LLC, Verde Energy USA Ohio, LLC, Verde Energy USA Maryland, LLC, Verde Energy USA Trading, LLC, Verde Energy Solutions, LLC, Verde Energy USA New York, LLC, Verde Energy USA Massachusetts, LLC, and Verde Energy USA Texas, LLC
- Lance Lundberg, Board of Directors - Chairman, Verde Energy USA Group of Companies
- Anthony Menchaca, Chief Marketing Officer, Verde Energy USA Group of Companies

|                  |   |   |   |
|------------------|---|---|---|
| <b>Name:</b>     | <b>Thomas FitzGerald</b>  | <b>Anthony Menchaca</b>   | <b>Lance Lundberg</b>   |
| <b>Position:</b> | <b>President &amp; CEO</b>  | <b>Chief Marketing Officer</b>  | <b>Chairman</b>   |
| <b>Address:</b>  | <b>101 Merritt 7, Second Floor<br/>Norwalk, CT 06851</b>                                  | <b>101 Merritt 7, Second Floor<br/>Norwalk, CT 06851</b>                                | <b>101 Merritt 7, Second Floor<br/>Norwalk, CT 06851</b>                              |
| <b>Phone:</b>    | <b>203-663-5701</b>   | <b>203-663-5702</b>   | <b>203-663-5704</b>   |
| <b>Email:</b>    | <b><a href="mailto:tfitzgerald@verdeenergyusa.com">tfitzgerald@verdeenergyusa.com</a></b> | <b><a href="mailto:tmenchaca1@verdeenergyusa.com">tmenchaca1@verdeenergyusa.com</a></b> | <b><a href="mailto:llundberg@verdeenergyusa.com">llundberg@verdeenergyusa.com</a></b> |

| <b><i>Thomas FitzGerald, President and Chief Executive Officer</i></b> |                                       |               |   |
|--|---------------------------------------|---------------|---|
| <b>Company</b>   | <b>Title</b>                          | <b>Dates</b>  | <b>Job Description</b>  |
| Verde Energy USA Group of Companies.                                   | President and Chief Executive Officer | 2009- Present | Founder of Verde Group of Companies operating across eight jurisdictions; approves all major business decisions                   |
| LifeMed Media, Inc.<br>d/b/a dLife<br><br>www.dlife.com                | Financial Advisor                     | 2005 - 2010   | Raised initial startup capital and two additional rounds of equity totaling \$18MM. Provided financial and CFO advisory services. |
| TnT Expense Management<br>(A Vodafone Company)<br>www.intem.com        | Board of Director                     | 2006 - 2010   | Provided governance and business oversight  |
| ArmorStruxx  | Financial Advisor                     | 2007 - 2008   | Raised initial startup capital of   |

|  |                             |             |   |
|--|-----------------------------|-------------|---|
| www.armorstruxx.com                    |                             |             | \$5MM. Provided financial and CFO advisory services.  |
| Goodrich Capital/Accrete Partners      | Managing Director           | 2003 - 2009 | Provided investment banking advisory services to buy/sell side clients. Managed transaction volume of over \$500MM.   |
| Home-Link Services, Inc.               | Chief Financial Officer     | 2002-2003   | Recruited by private equity investors to turnaround distressed company and evaluate strategic alternatives which ultimately led to the sale of the company's assets |
| BrandDirect Marketing, Inc.            | Chief Financial Officer     | 1999-2002   | Led successful turnaround of the company, which resulted in revenue growth of 42% (\$30 million) and improved net income by more than \$63 million in 2001          |
| Engelhard Corporation (a BASF company) | Director of Corporate Audit | 1998-1999   | Recruited to startup and lead the audit and security functions in support of its global risk assessment and mitigation strategies.                                  |

|   |   |               |   |
|---|---|---------------|---|
|   |   |               | Principal responsibilities included identifying, monitoring, and mitigating business risks worldwide, ensuring the adequacy of the system of internal controls and integrity of its financial statements. |
| The Dun & Bradstreet Corporation/<br>ACNielsen/<br>RH Donnelley | Vice President,<br>Financial<br>Planning &<br>Control | 1985-<br>1998 | Gained international business experience through mentored finance career and promotions with increasing responsibilities across multiple industries and business environments,                            |
| <b>Total Experience: 29 years</b>                               |   |               |   |

| <b><i>Lance Lundberg, Board of Directors - Chairman</i></b> |                      |                |  |
|---|----------------------|----------------|--|
| <b>Company</b>  | <b>Title</b>         | <b>Dates</b>   | <b>Job Description</b>   |
| Verde Energy USA Group of Companies                         | Chairman             | 2009 – Present | Chairman of The Board  |
| Icon International  | Founder and Chairman | 1986 - 2002    | Founded Icon a global corporate trading firm engaged in the business of helping corporations restructure sub-par assets. Sold Icon to Omnicom Group, a publicly traded media holding company |

|                                   |                      |  |   |
|-----------------------------------|----------------------|--|---|
| iSolve Incorporated               | Founder and Chairman |  | Secured initial and secondary funding totaling \$40 million from various investors. Assembled senior management team that created the first full-service B2B e-commerce marketplace for managing surplus inventory and excess assets, using corporate barter as a settlement option |
| <b>Total Experience: 28 years</b> |                      |  |   |

| <b><i>Anthony Menchaca, Chief Marketing Officer</i></b> |                            |                |  |
|---|----------------------------|----------------|--|
| <b>Company</b>  | <b>Title</b>               | <b>Dates</b>   | <b>Job Description</b>   |
| Verde Energy USA Group of Companies                     | Chief Marketing Officer    | 2009 - Present | Responsible for customer service, marketing and sales functions  |
|   | Angel Investor and Advisor | 2000-2009      | Led angel round investment in four start-up companies in 2000 and 2001; ran one of the four companies, Media Space Solutions, for 19 months during initial start-up and continued to serve in an active role as Chairman |
| Main Street Direct                                      | Managing Director          | 2003-2007      | Assisted two founders with overall management of \$30 million plus revenue direct marketing company  |
| TnT Expense Management                                  | Board Member/ Advisor      | 2006-2009      | Assisted Chief Executive Officer   |

|                                    |                            |           |  |
|------------------------------------|----------------------------|-----------|--|
|                                    |                            |           | with monthly review of business performance and development of growth strategies   |
| Clarus Marketing Group             | Board Member/ Advisor      | 2006-2009 | Assisted Chief Executive Officer with monthly review of business performance and development of growth strategies  |
| Cendant Corporation                | Executive VP of Operations | 1985-2000 | Developed company's internal operations and call centers which totaled 12 centers with over 3,000 employees; Direct management responsibility for approximately half of overall business units |
| <b>Total Experience = 29 years</b> |                            |           |  |


State of: Connecticut §

§

County of: Fairfield §

My name is Thomas FitzGerald. I am the Chief Executive Officer of the Applicant.

I swear or affirm that I have personal knowledge of the facts stated in this Application for a Retail Electric Provider Certificate that I am competent to testify to them, and that I have the authority to make this Application on behalf of the Applicant. I further swear or affirm that all of the statements and representations made in this Application for a Retail Electric Provider Certificate are true and correct. I swear or affirm that the Applicant understands and will comply with all requirements applicable to a Retail Electric Provider.



Signature Title

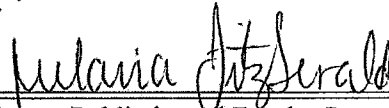
Thomas FitzGerald

Typed or Printed Name

President & CEO

Title of Signatory

SWORN TO AND SUBSCRIBED before me on the DECEMBER 2, 2014



Notary Public in and For the State of CONNECTICUT

My commission expires on: \_\_\_\_\_

**MELANIA FITZGERALD**  
NOTARY PUBLIC OF CONNECTICUT  
My Commission Expires 8/31/2016

State of: Connecticut §

§

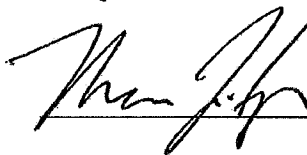
County of: Fairfield §

§

My name is Thomas FitzGerald. I am the Chief Executive Officer of the Applicant.

I swear or affirm that I have personal knowledge of the facts stated in this application for, or amendment to, a Retail Electric Provider (REP), that I am competent to testify to those facts, and that I have the authority to make this application on behalf of the Applicant. I further swear or affirm that all of the statements and representations made in this application are true and correct.

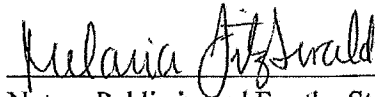
I swear or affirm that the Applicant has provided all information as an attachment to this application regarding any current principal or permanent employee that was a principal of a REP that experienced a mass transition of its customers to a Provider of Last Resort (POLR). Included in such information will be a disclosure of any settlements regarding outstanding debts defaulted upon by such principal's REP, including the return of any owed customer deposits and any additional relevant information related to that default.

  
Signature

Thomas FitzGerald  
Typed or Printed Name

President & CEO  
Title of Signatory

SWORN TO AND SUBSCRIBED before me on the DECEMBER 2, 2014

  
Notary Public in and For the State of CONNECTICUT.

My commission expires on: \_\_\_\_\_

**MELANIA FITZGERALD**  
NOTARY PUBLIC OF CONNECTICUT  
Commission Expires 8/31/2016