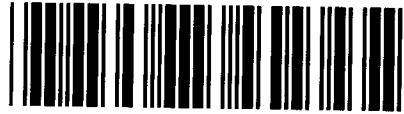




Control Number: 44375



Item Number: 1

Addendum StartPage: 0

44375

PUBLIC UTILITY COMMISSION OF TEXAS
AGGREGATOR REGISTRATION, PURSUANT TO PUC SUBSTANTIVE RULE § 25.111

2015 JAN 27 AM 11:17

PUBLIC UTILITY COMMISSION OF TEXAS
FILING CLEAR

AGGREGATOR REGISTRATION FORM
For the Texas Retail Electric Market

PROJECT NO. **44375** (Assigned by Central Records when registration is initially filed)

Registering Party:

Brasovan Group LLC

Authorized Representative or Attorney to contact about this application:

NAME: **Mike Brasovan** TITLE: **President**

ADDRESS: **1831 Chapman Court, Aledo, TX 76008**

TELEPHONE: **817.369.5678** FAX: **817.369.5672**

EMAIL ADDRESS: **Mike@BrasovanGroup.com**

Agent for Service of Process:

NAME: **Mike Brasovan** TITLE: **President**

ADDRESS: **1831 Chapman Court, Aledo, TX 76008**

TELEPHONE: **817.369.5678** FAX: **817.369.5672**

EMAIL ADDRESS: **Mike@BrasovanGroup.com**

Check the most appropriate box to describe the submission of this document:

- This submission opens a new aggregator registration.
- This submission supplies additional information for a pending aggregator registration.
- This submission amends an existing, completed aggregator registration.

5. Address. List the registering party's Texas business address, telephone number and fax number. Provide the same details for the principal place of business, if different from the Texas business address.

1831 Chapman Court, Aledo, Texas 76008 Phone: 817.369.5671 Fax: 817.369.5672

6. Officers. Provide, as **Attachment A**, the names, business addresses, and phone numbers of the registering party's officers, directors, or partners.

7. Affiliates. Provide, as **Attachment B**, the names of the registering party's affiliates and subsidiaries that provide utility-related services, such as telecommunications, electric, gas, water or cable (if any).

8. Customer Service Contact. List the telephone number of the customer service department.

817.369.5671

9. Regulatory contact person. List the name, physical business address, telephone number, fax number, and e-mail address for a regulatory contact person – and for the agent for service of process, if different.

Mike Brasovan, 1831 Chapman Court, Aledo, Texas 76008 Phone: 817.369.5678 Fax: 817.369.5672

10. Customers. Circle all of the electricity customer classes in the following list that the registering party intends to aggregate:

RESIDENTIAL COMMERCIAL INDUSTRIAL MUNICIPALITIES POLITICAL SUBDIVISIONS

Please provide further detail regarding the classes you have selected:

Brasovan Energy Group would like to pursue aggregation opportunities wherever they present themselves.

**CLASS II.B AND CLASS II.C REGISTERING PARTIES MAY STOP HERE.
COMPLETE THE AFFIDAVIT AND SUBMIT ALL MATERIALS, INCLUDING
SUPPORTING ATTACHMENTS A AND B, TO THE COMMISSION.**

- (j) **Complaint history.** Provide a complete complaint history list for the past 3 calendar years as required by the Aggregator Rule (*see Instructions* for exact rule requirements).
 - (k) **Pending authorizations (Class II.A or II.D aggregators only).** List pending authorizations, if any, from public entities for the registering party to aggregate their loads or that of their citizens.
- 2. ALTERNATIVE LIMITED REGISTRATION.** To exercise the Alternative Limited Registration described in the Instructions, which limits the size of customers that may be served, check the box at left so that the statement (a) below is incorporated into the Affidavit, and then provide as **Attachment D** the information specified in (b) below.
- (a) By executing the Affidavit attached hereto, the registering party swears and affirms that it is aware of, and will comply with, P.U.C. SUBST. R. §25.111(f)(2), which applies to entities that aggregate only customers who seek to contract individually for 250 kilowatts or more of peak demand electricity. Specifically, the registering party swears and affirms that it possesses a written consent from each customer it plans to serve, authorizing the registering party to provide aggregation for that customer.
 - (b) Provide as **Attachment D** the information required by paragraphs (a), (b), (c), (g), (h), (i), and (k) of the Standard Registration requirements.¹

PART C – FINANCIAL RESOURCE INFORMATION

APPLICABLE ONLY TO PARTIES REGISTERING FOR CLASS I, CLASS II.A, AND CLASS II.D.

1. Intention to take deposits or other advance payments. Check only one of the following two statements of intention:

- YES, THE REGISTERING PARTY WILL COLLECT DEPOSITS OR OTHER ADVANCE PAYMENTS FROM ELECTRIC CUSTOMERS IN ADVANCE OF DELIVERING AGGREGATION SERVICES.**

By executing the Affidavit attached hereto, the registering party swears and affirms that it is aware of, and will comply with, P.U.C. SUBST. R. §25.111(g)(1)(A)-(D), which applies to any entities that aggregate electricity customers and intend to take any deposits or other advance payments from electricity customers for aggregation services.

If the “YES” box above is selected, proceed to Item No. 2 below to indicate the method of meeting the financial qualifications required by the Aggregator Rule.

¹ Parties registering by means of the Alternative Limited Registration option are exempted from the information required by paragraphs (d), (e), (f) and (j) of the Standard Registration and from the affiliate disclosure required by No. 7 of *Part A*.

PUBLIC UTILITY COMMISSION OF TEXAS
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- An investment grade credit rating.
- Other financial evidence approved in advance by the commission _____

- (c) **Financial integrity of loans or guarantees.** If applicable, provide as **Attachment F** the financial evidence showing that the lender or guarantor possesses the financial resources needed to fund the loan or guaranty.
- (d) **Unencumbered resources.** Provide as **Attachment G** evidence of cash and other instruments listed as financial resources unencumbered by pledges for collateral.
- (e) **Credit ratings.** If applicable, provide as **Attachment H** evidence of investment grade credit rating.
- (f) **Disclosure to financial backers.** Provide as **Attachment I** evidence that a copy of P.U.C. SUBST. R. 25.111 (the Aggregator Rule) has been provided to any party providing, either directly or indirectly, financial resources necessary to protect customers pursuant to this paragraph.

- ALTERNATIVE FINANCIAL QUALIFICATIONS FOR LIMITED REGISTRATION.** This method of qualification is available only to parties who register by means of the Alternative Limited Registration, specifically those that aggregate customers that individually contract for at least 250 kilowatts of peak demand electricity. Check the box at left to exercise this option and incorporate into the Affidavit the statement below:

By executing the affidavit attached hereto, the registering party swears and affirms that it is aware of, and will comply with, P.U.C. SUBST. R. 25.111(g)(2), which applies to entities that aggregate only customers that individually contract for 250 kilowatts or more of peak demand electricity. Specifically, the registering party swears and affirms that it possesses a written consent from each customer it wishes to serve, authorizing the registering party to provide aggregation for that customer *without* establishing the cash and credit resources normally required of aggregators who take deposits or other advance payments from customers.

ATTACHMENT C

- (a) Texas Secretary of State records. Any applicable information on file with the Texas Secretary of State, such as copies of the registering party's endorsed certificate of incorporation certified by the Texas Secretary of State, the registering party's certificate of good standing, or other business registration on file with the Texas Secretary of State. Include any information under d/b/a (doing-business-as) names.

Attached are copies of the applicants Texas SOS certificate of incorporation, along with our DBA certificate.

- (b) Tax delinquency disclosure. Disclose any delinquency with taxing authorities in the state of Texas, including the Comptroller's Office.

None.

- (c) Prior experience. Describe prior experience, if any, of the registering party or one or more of the registering party's principals or employees in the retail electric industry or a related industry.

Brasovan Group's owner, Mike Brasovan, has been in the energy procurement business in Texas for over 21 years. He has helped customers procure power individually and in aggregated groups in many areas of the country but mainly here in Texas. Mr. Brasovan has filed previously for Texas Aggregation registrations, and been granted them, as the former president of THG Energy Solutions LLC and as a project director at Fowler Energy Company. Note that he is no longer associated with either of these two companies.

- (d) Affiliate and agency relationships. Disclose any affiliate or agency relationships and the nature of any affiliate or agency agreements with REPs or transmission and distribution utilities. If such a relationship or agreement exists, explain how the registering party will disclose this information to its customers and to the REPs with whom it does business.

None.

- (e) Activities in other states. List the other states, if any, in which the registering party, and/or its affiliates and subsidiaries providing utility-related services, currently conduct business, or have previously conducted business, within the past 3 calendar years.

None.

- (f) Compensation sources. Disclose the registering party's known or anticipated sources of compensation for aggregation services, and provide an explanation of its plans for disclosure of those compensation sources to its customers.

Brasovan Energy Solutions is paid by the customers directly and is also paid by suppliers for other customers. In both cases the fees paid to Brasovan Energy are fully disclosed to the customer.

- (g) Bankruptcy disclosure. Disclose any bankruptcy or liquidation proceedings of the registering party, any predecessors in interest, or its affiliates, within the past 3 calendar years.

None.

- (h) Disclosure of fraud or liability. List any convictions or liability findings of fraud, theft or larceny, deceit, or violations of any customer protection or deceptive trade laws in any state against the registering party, a predecessor, its principals, or its affiliates.

None.

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



Nandita Berry
Secretary of State

Office of the Secretary of State

August 11, 2014

Mike Brasovan
1831 Chapman Court
Aledo, TX 76008 USA

RE: BRASOVAN GROUP LLC
File Number: 802042881

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

Page 11 of 21

Phone: (512) 463-5555
Prepared by: Jean Marchione

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

Fax: (512) 463-5709
TID: 10285

Dial: 7-1-1 for Relay Services
Document: 558974840002

ARTICLES FOR ORGANIZATION
OF
BRASOVAN GROUP LLC
A LIMITED LIABILITY COMPANY

FILED
In the Office of the
Secretary of State of Texas

AUG 06 2014

Corporations Section

Consent to Ratification

I, the undersigned, am a natural person eighteen years of age or older. I am acting in the capacity of organizer and of a limited liability company pursuant to the Texas Limited Liability Company Act. I hereby adopt the following Articles of Organization for a limited liability company.

ARTICLE I - NAME

1.01 The name of the Limited Liability Company is BRASOVAN GROUP LLC.

ARTICLE II - DURATION

2.01 The period of the company's duration is perpetual.

ARTICLE III - PURPOSES

3.01 The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of Texas.

3.02 The Limited Liability Company shall have the powers provided for a corporation under the Texas Business Corporation Act and a limited partnership under the Texas Revised Limited Partnership Act.

3.03 The foregoing shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Texas.

3.04 The company may, in its Regulations, confer powers, not in conflict with law, on its Members in addition to the foregoing and in addition to the powers and authorities expressly conferred on them by statute.

ARTICLE IV - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

4.01 The company's initial Registered Agent is: Mike W. Brasovan.

4.02 The address of the company's initial Registered Office is: 1831 Chapman Court, Aledo, Texas 76008

ARTICLE V - MANAGEMENT

5.01 The company shall be managed by its Members. The name and address of the initial Member is:

<u>Name</u>	<u>Address</u>
Mike W. Brasovan	1831 Chapman Court, Aledo, Texas 76008

10.02 The Limited Liability Company will provide a copy of the Regulations without charge to any record holder of a membership interest upon written request addressed to the Limited Liability Company at its principal business office or its registered agent's address.

ARTICLE XI - CLASSES OF MEMBERS

11.01 The Members may establish, through the company Regulations, classes or groups of Members. These classes may have relative rights, powers, and duties, including voting rights.

ARTICLE XII - PREEMPTIVE RIGHTS

12.01 Except as provided in the Regulations, no member shall have a preemptive right to acquire any membership interests or securities of any class that may at any time be issued, sold or offered for sale by the limited liability company.

ARTICLE XIII - CONTINUITY OF BUSINESS

13.01 All of the remaining Members of the company may agree to continue the business upon the death, expulsion, withdrawal, bankruptcy or other dissolution of a Member.

IN WITNESS WHEREOF, and with thankfulness to God Almighty for His grace and guidance in this endeavor and for allowing me to live in a state and country where I have the freedom to pursue this business opportunity and with hopes that this enterprise will bless others, my family, our customers and its employees, I have hereunto set my hand this 2nd day of August, 2014.



Mike W. Brasovan

County or Counties in which Assumed Name Used

8. The county or counties where business or professional services are being or are to be conducted or rendered under the assumed name are:

All counties

All counties with the exception of the following counties: _____

Only the following counties: _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and also certifies that the person is authorized to sign on behalf of the identified entity. If the undersigned is acting in the capacity of an attorney in fact for the entity, the undersigned certifies that the entity has duly authorized the undersigned in writing to execute this document.

Date: 8/4/2014



Mike Brasovan, Member, Brasovan Group, LLC

Signature of a person authorized by law to sign on behalf of the identified entity (see instructions)



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

BRASOVAN GROUP LLC

File Number: 802042881

Assumed Name:

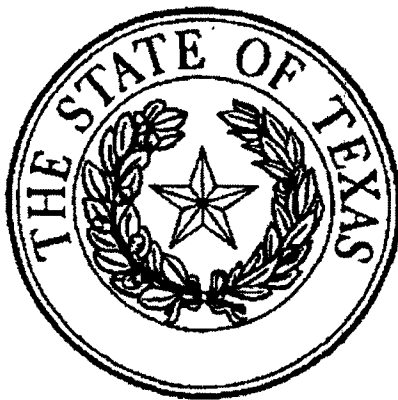
Brasovan Energy Solutions, LLC

The undersigned, as Secretary of State of Texas, hereby certifies that the assumed name certificate for the above named entity has been received in this office and filed as provided by law on the date shown below.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law hereby issues this Certificate of Filing.

Dated: 08/06/2014

Effective: 08/06/2014



NANDITA BERRY

Nandita Berry
Secretary of State

County or Counties in which Assumed Name Used.

8. The county or counties where business or professional services are being or are to be conducted or rendered under the assumed name are:

All counties

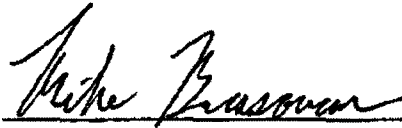
All counties with the exception of the following counties: _____

Only the following counties: _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and also certifies that the person is authorized to sign on behalf of the identified entity. If the undersigned is acting in the capacity of an attorney in fact for the entity, the undersigned certifies that the entity has duly authorized the undersigned in writing to execute this document.

Date: 8/4/2014



Mike Brasovan, Member, Brasovan Group LLC

Signature of a person authorized by law to sign on behalf of the identified entity (see instructions)