



Control Number: 14406



Item Number: 601

Addendum StartPage: 0

PUC PROJECT NO. 14406

**REGISTRATION OF POWER
MARKETER PURSUANT TO
SUBSTANTIVE RULE § 25.105**

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PUBLIC UTILITY COMMISSION

OF TEXAS

2013 FEB 28 AM 9:04
PUC-REGISTRATION

**POWER MARKETER REGISTRATION OF
ATLANTIC COAST ENERGY CORPORATION**

TO THE HONORABLE PUBLIC UTILITY COMMISSION OF TEXAS:

Pursuant to P.U.C. SUBST. R. 25.105 and §35.032 of the Public Utility Regulatory Act, Atlantic Coast Energy Corporation ("Atlantic") hereby provides proof of its authorization by the Federal Energy Regulatory Commission to sell electricity at market based rates and submits this registration as a power marketer in the State of Texas. In support of this registration, Atlantic Coast Energy hereby shows the following:

1. Name and Address of Registrant:

Atlantic Coast Energy Corporation
2020 NW 71st Street
Miami, FL 33147

2. Communication regarding this matter shall be addressed to both of the following:

Anturuan Stallworth
Chief Executive Officer
Atlantic Coast Energy Corporation
2020 NW 71st Street
Miami, FL 33147

Derrell D. Walton
Chief Financial Officer
Atlantic Coast Energy Corporation
2020 NW 71st Street
Miami, FL 33147

Telephone: (786) 663-3742
Fax: (305) 675-2262
Email: astallworth@acoastenergy.com

Telephone: (786) 970-7081
Fax: (305) 675-2262
Email: ddwalton@acoastenergy.com

3. Names and types of businesses of the owners with percentages of ownership:

Atlantic Coast Energy is a Sub-Chapter S Corporation organized under the laws of the State of Florida, with its principal place of business in Miami, FL. Atlantic is engaged in wholesale marketing of energy products to utilities in the United States. Atlantic is

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owned and managed by its two individual investors; Anturuan Stallworth (50%) and Derrell D. Walton (50%).

4. Each affiliate that buys or sells electricity at wholesale in Texas, sells electricity at retail in Texas, or is an electric or municipally owned utility in Texas:

Atlantic Coast Energy Corporation has no affiliates that buy or sell electricity at wholesale in Texas, sell electricity at retail in Texas, or is an electric or municipally owned utility in Texas.

5. A description of the location of any facility in Texas used to provide service:

Atlantic Coast Energy Corporation does not own or operate any facilities in Texas used to provide electric service.

6. A description of the service provided:

Atlantic Coast Energy Corporation requests authorization to serve as a marketer of wholesale electric power in Texas and intends to buy and sell electricity and other ancillary services at market-based rates.

7. Copies of all registration information filed with FERC:

See Appendix A, a copy of the registration information filed with FERC on January 9, 2013.

8. Affidavit by an authorized person that the registrant is a power marketer:

See Appendix B, the affidavit of Anturuan Stallworth, in support of this Power Marketer Registration, which is incorporated herein by reference.

February 25, 2013

Respectfully submitted,

Atlantic Coast Energy Corporation

By:



Anturuan Stallworth
Atlantic Coast Energy Corporation
2020 NW 71st Street
Miami, FL 33147
Tel: (786) 663-3742
Fax: (305) 675-2262
Email: astallworth@acoastenergy.com

Appendix A

FERC Filings

FEDERAL ENERGY REGULATORY COMMISSION
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

In Reply Refer To:
Atlantic Coast Energy Corporation
Docket No. ER13-734-000

February 11, 2013

Mr. Anturuan Stallworth
Chief Executive Officer
Atlantic Coast Energy Corporation
2020 NW 71 Street
Miami, Florida 33147

Reference: Market-Based Rate Authorization

Dear Mr. Stallworth:

On January 9, 2013, you filed on behalf of Atlantic Coast Energy Corporation (Atlantic Coast Energy) an application for market-based rate authority with an accompanying tariff. The proposed market-based rate tariff provides for the sale of energy, capacity, and ancillary services at market-based rates.¹ Atlantic Coast Energy requests waivers commonly granted to similar market-based rate applicants.

Your filing was noticed on January 9, 2013, with comments, protests or interventions due on or before January 30, 2013. None was filed.

Pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307, your submittal filed in the referenced docket is accepted for filing, effective January 10, 2013, as requested. Based on your

¹ Atlantic Coast Energy requests authorization to sell ancillary services in the markets administered by PJM Interconnection, L.L.C. (PJM), New York Independent System Operator, Inc. (NYISO), ISO New England Inc. (ISO-NE), California Independent System Operator Corp. (CAISO), and Midwest Independent Transmission System Operator, Inc. (MISO). Atlantic Coast Energy also requests authorization to engage in the sale of certain ancillary services as a third-party provider in other markets.

representations, Atlantic Coast Energy meets the criteria for a Category 1 seller in all regions and is so designated.²

You state that Atlantic Coast Energy is located in Miami, Florida, and intends to act as a power marketer. You further represent that Atlantic Coast Energy is wholly owned by two individuals and is not affiliated with any entity that owns or controls generation or transmission facilities. Further, you affirmatively state that Atlantic Coast Energy has not erected barriers to entry and will not erect barriers to entry into the relevant market.

You state the Atlantic Coast Energy meets the criteria for Category 1 status in all regions. You further state that Atlantic Coast Energy does not own, operate, or control any electric generation or transmission facilities. You add that Atlantic Coast Energy is not affiliated with any entity that owns, operates, or controls any electric generation or transmission facilities. Lastly, you represent that Atlantic Coast Energy is not a franchised public utility or affiliated with a franchised public utility, and raises no other vertical market power concerns.

Market-Based Rate Authorization

The Commission allows power sales at market-based rates if the seller and its affiliates do not have, or have adequately mitigated, horizontal and vertical market power.³

Based on your representations, Atlantic Coast Energy's submittal⁴ satisfies the Commission's requirements for market-based rate authority regarding horizontal and

² *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252, at P 848-50, *clarified*, 121 FERC ¶ 61,260 (2007), *order on reh'g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268, *clarified*, 124 FERC ¶ 61,055, *order on reh'g*, Order No. 697-B, FERC Stats. & Regs. ¶ 31,285 (2008), *order on reh'g*, Order No. 697-C, FERC Stats. & Regs. ¶ 31,291 (2009), *order on reh'g*, Order No. 697-D, FERC Stats. & Regs. ¶ 31,305 (2010), *aff'd sub nom. Mont. Consumer Counsel v. FERC*, 659 F.3d 910 (9th Cir. 2011), *cert. denied sub nom. Pub. Citizen, Inc. v. FERC*, 133 S. Ct. 26 (2012).

³ Order No. 697, FERC Stats. & Regs. ¶ 31,252 at P 62, 399, 408, 440.

⁴ The next time you make a market-based rate filing with the Commission, you must include a revised tariff in compliance with Appendix C – Limitations and Exemptions Regarding Market-Based Rate Authority to include appropriate citations. *Niagara Mohawk Power Corporation*, 121 FERC ¶ 61,275 (2007) at P 8. *See also*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268 at P 384.

vertical market power.

Atlantic Coast Energy's request for waiver of Subparts B and C of Part 35 of the Commission's regulations requiring the filing of cost-of-service information, except for sections 35.12(a), 35.13(b), 35.15 and 35.16 is granted. Atlantic Coast Energy's request for waiver of Part 41, Part 101, and Part 141 of the Commission's regulations concerning accounting and reporting requirements is granted with the exception of 18 C.F.R. §§ 141.14 and 141.15.⁵ Notwithstanding the waiver of the accounting and reporting requirements here, Atlantic Coast Energy is expected to keep its accounting records in accordance with generally accepted accounting principles.

Atlantic Coast Energy requests blanket authorization under Part 34 of the Commission's regulations for all future issuances of securities and assumptions of liability. A separate notice was published in the Federal Register establishing a period during which protests could be filed. None was filed. Atlantic Coast Energy is authorized to issue securities and assume obligations or liabilities as guarantor, indorser, surety, or otherwise in respect of any security of another person; provided that such issue or assumption is for some lawful object within the corporate purposes of Atlantic Coast Energy, compatible with the public interest, and reasonably necessary or appropriate for such purposes.⁶

Atlantic Coast Energy must file electronically with the Commission Electric Quarterly Reports.⁷ Atlantic Coast Energy further must timely report to the Commission any change in status that would reflect a departure from the characteristics the Commission relied upon in granting market-based rate authority in accordance with Order No. 697.⁸

⁵ *Citizens Energy Corp.*, 35 FERC ¶ 61,198 (1986); *Citizens Power and Light Corp.*, 48 FERC ¶ 61,210 (1989) (*Citizens Power*); *Enron Power Marketing, Inc.*, 65 FERC ¶ 61,305 (1993), *order on reh'g*, 66 FERC ¶ 61,244 (1994) (*Enron*).

⁶ *Citizens Power*, 48 FERC ¶ 61,210; *Enron*, 65 FERC ¶ 61,305.

⁷ *Revised Public Utility Filing Requirements*, Order No. 2001, FERC Stats. & Regs. ¶ 31,127, *reh'g denied*, Order No. 2001-A, 100 FERC ¶ 61,074, *reh'g denied*, Order No. 2001-B, 100 FERC ¶ 61,342, *order directing filing*, Order No. 2001-C, 101 FERC ¶ 61,314 (2002), *order directing filing*, Order No. 2001-D, 102 FERC ¶ 61,334 (2003). Attachments B and C of Order No. 2001 describe the required data sets for contractual and transaction information. Public utilities must submit Electric Quarterly Reports to the Commission using the EQR Submission System Software, which may be downloaded from the Commission's website at <http://www.ferc.gov/docs-filing/eqr.asp>.

⁸ *Reporting Requirement for Changes in Status for Public Utilities with Market-*

Docket No. ER13-734-000

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This action does not constitute approval of any service, rate, charge, classification, or any rule, regulation, or practice affecting such rate or service provided for in the filed documents; nor shall such action be deemed as recognition of any claimed contractual right or obligation affecting or relating to such service or rate; and such acceptance is without prejudice to any findings or orders which have been or may hereafter be made by the Commission in any proceeding now pending or hereafter instituted by or against any of the applicant(s).

This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order, pursuant to 18 C.F.R. § 385.713.

Questions regarding the above order should be directed to:

Federal Energy Regulatory Commission
Attn: Debra Irwin
Phone: (202) 502-6253
Office of Energy Market Regulation
888 First Street, N.E.
Washington, D.C. 20426

Sincerely,

Steve P. Rodgers, Director
Division of Electric Power
Regulation - West

Based Rate Authority, Order No. 652, FERC Stats. & Regs. ¶ 31,175, *order on reh'g*, 111 FERC ¶ 61,413 (2005); 18 C.F.R. § 35.42 (2012).

Document Content(s)

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UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

COMBINED NOTICE OF FILINGS #1
(January 09, 2013)

Take notice that the Commission received the following electric corporate filings:

Docket Numbers: EC13-60-000
Applicants: ITC Midwest LLC
Description: Application Pursuant to Section 203 of the Federal Power Act of ITC Midwest LLC for North Madrid Substation Relay Acquisition.
Filed Date: 1/9/13
Accession Number: 20130109-5089
Comments Due: 5 pm ET 1/30/13

Take notice that the Commission received the following electric rate filings:

Docket Numbers: ER09-1224-004
Applicants: Energy Services, Inc., Entergy Operating Companies
Description: Entergy Services, Inc. submits compliance filing on behalf of Entergy Operating Companies.
Filed Date: 7/6/12
Accession Number: 20120706-5098
Comments Due: 5 pm ET 1/23/13

Docket Numbers: ER10-2794-010; ER10-2849-009; ER11-2028-010; ER12-1825-008
Applicants: EDF Trading North America, LLC, EDF Industrial Power Services (NY), LLC, EDF Industrial Power Services (IL), LLC, EDF Industrial Power Services (CA), LLC
Description: Updated Market Power Analysis for the Southwest Power Pool, Inc. Region of EDF Trading North America, LLC, et al.
Filed Date: 1/8/13
Accession Number: 20130108-5162
Comments Due: 5 pm ET 3/11/13

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Docket Numbers: ER13-17-001
Applicants: Niagara Wind Power, LLC
Description: Compliance Filing to be effective 3/11/2013.
Filed Date: 1/9/13
Accession Number: 20130109-5008
Comments Due: 5 pm ET 1/30/13

Docket Numbers: ER13-733-000
Applicants: Silver Bear Power, LLC
Description: New filing 1 to be effective 3/1/2013.
Filed Date: 1/9/13
Accession Number: 20130109-5011
Comments Due: 5 pm ET 1/30/13

Docket Numbers: ER13-734-000
Applicants: Atlantic Coast Energy Corporation
Description: Atlantic Coast Energy Corporation submits tariff filing per 35.12: Initial Application for MBR Authority to be effective 1/31/2013.
Filed Date: 1/9/13
Accession Number: 20130109-5073
Comments Due: 5 pm ET 1/30/13

Docket Numbers: ER13-735-000
Applicants: ISO New England Inc.
Description: ISO New England Inc. Resource Termination Filing – Concord.
Filed Date: 1/9/13
Accession Number: 20130109-5082
Comments Due: 5 pm ET 1/30/13

Docket Numbers: ER13-736-000
Applicants: Niagara Mohawk Power Corporation, New York Independent System Operator, Inc.
Description: Niagara Mohawk Power Corporation submits tariff filing per 35.13(a)(2)(iii): LGIA among NiMo, Alliance, AG Power, Seneca and Sterling Power to be effective 6/8/2012.
Filed Date: 1/9/13

CNF010913

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Accession Number: 20130109-5105

Comments Due: 5 pm ET 1/30/13

The filings are accessible in the Commission's eLibrary system by clicking on the links or querying the docket number.

Any person desiring to intervene or protest in any of the above proceedings must file in accordance with Rules 211 and 214 of the Commission's Regulations (18 CFR § 385.211 and § 385.214) on or before 5:00 pm Eastern time on the specified comment date. Protests may be considered, but intervention is necessary to become a party to the proceeding.

eFiling is encouraged. More detailed information relating to filing requirements, interventions, protests, service, and qualifying facilities filings can be found at: <http://www.ferc.gov/docs-filing/efiling/filing-req.pdf>. For other information, call (866) 208-3676 (toll free). For TTY, call (202) 502-8659.

Nathaniel J. Davis, Sr.,
Deputy Secretary.

Document Content(s)

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UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

Atlantic Coast Energy Corporation

Docket No. ER13-734-000

SUPPLEMENTAL NOTICE THAT INITIAL MARKET-BASED RATE FILING
INCLUDES REQUEST FOR BLANKET SECTION 204 AUTHORIZATION

(January 9, 2013)

This is a supplemental notice in the above-referenced proceeding, of Atlantic Coast Energy Corporation's application for market-based rate authority, with an accompanying rate schedule, noting that such application includes a request for blanket authorization, under 18 C.F.R. Part 34, of future issuances of securities and assumptions of liability.

Any person desiring to intervene or to protest should file with the Federal Energy Regulatory Commission, 888 First Street, NE, Washington, DC 20426, in accordance with Rules 211 and 214 of the Commission's Rules of Practice and Procedure (18 CFR § 385.211 and § 385.214). Anyone filing a motion to intervene or protest must serve a copy of that document on the Applicant.

Notice is hereby given that the deadline for filing protests with regard to the applicant's request for blanket authorization, under 18 C.F.R. Part 34, of future issuances of securities and assumptions of liability is January 29, 2013.

The Commission encourages electronic submission of protests and interventions in lieu of paper, using the FERC Online links at <http://www.ferc.gov>. To facilitate electronic service, persons with Internet access who will eFile a document and/or be listed as a contact for an intervenor must create and validate an eRegistration account using the eRegistration link. Select the eFiling link to log on and submit the intervention or protests.

Persons unable to file electronically should submit an original and 14 copies of the intervention or protest to the Federal Energy Regulatory Commission, 888 First Street, NE, Washington, DC 20426.

The filings in the above-referenced proceeding(s) are accessible in the Commission's eLibrary system by clicking on the appropriate link in the above list. They are also available for review in the Commission's Public Reference Room in Washington, DC. There is an eSubscription link on the web site that enables subscribers to receive email notification when a document is added to a subscribed docket(s). For

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assistance with any FERC Online service, please email FERCOnlineSupport@ferc.gov, or call (866) 208-3676 (toll free). For TTY, call (202) 502-8659.

Nathaniel J. Davis, Sr.,
Deputy Secretary.

Document Content(s)

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**ATLANTIC COAST
ENERGY CORPORATION**

"Powering Today With Tomorrow in Mind..."

January 9, 2013

Kimberly D. Bose
Secretary
Federal Energy Regulatory Commission
888 First St. NE
Washington, DC 20426

**Re: Initial Application for Market-Based Rate Authority
Atlantic Coast Energy Corporation, Docket No. ER12- -000**

Dear Secretary Bose:

On behalf of Atlantic Coast Energy Corporation please find attached an application for Market-Based Rate Authority, related waivers and blanket authorizations. Atlantic Coast Energy Corporation hereby submits the following:

- 1) This transmittal letter; and
- 2) The Petition for Order Accepting Market-Based Rate Tariff, including a copy of the tariff.

Please contact the undersigned with any questions regarding this petition.

Respectfully submitted,

Anturuan Stallworth
Chief Executive Officer

Enclosures

www.acoastenergy.com

2020 NW 71 Street | Miami, FL 33147 | Office: 1-786-663-3742 | Email: info@acoastenergy.com

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

| | | |
|-----------------------------------|-------------|---------------------------|
| Atlantic Coast Energy Corporation |))) | Docket No. ER12- ____-000 |
|-----------------------------------|-------------|---------------------------|

**PETITION OF ATLANTIC COAST ENERGY CORPORATION FOR
ORDER ACCEPTING MARKET-BASED RATE TARIFF FOR FILING,
GRANTING WAIVERS AND BLANKET APPROVALS
REQUEST FOR EXPEDITED CONSIDERATION**

Pursuant to Section 205 of the Federal Power Act ("FPA"), 16 U.S.C. § 824d, Rules 205 and 207 of the Rules of Practice and Procedure of the Federal Energy Regulatory Commission ("Commission"), 18 C.F. R. §§ 385.205 and 385.207, and Part 35 of the Commission's regulations, 18 C.F.R. Part 35, Atlantic Coast Energy Corporation ("Seller") hereby submits for filing its Market-Based Rate Tariff ("Tariff"), under which Seller proposes to engage in sale of wholesale electric energy, capacity and ancillary services. Seller requests that the Commission issue an Order: (1) accepting the Tariff; (2) granting blanket authorization for Seller to make sales of electric energy, capacity and ancillary services at market-based rates; and (3) granting of certain waivers of, and authorizations under, the Commission's regulations, including blanket approval under Part 34 of the Commission's regulations regarding future issuances of securities and assumptions of liabilities. Seller also seeks a determination from the Commission that Seller shall be deemed a Category 1 seller. Seller respectfully requests expedited consideration of this Petition and that the Commission grant this Petition no later than January 31, 2013.

I. COMMUNICATIONS

All communications and service related to this application should be directed to the following:

Mr. Anturuan Stallworth
Chief Executive Officer
Atlantic Coast Energy Corporation
2020 NW 71 Street
Miami, FL 33147
Phone: (786) 663-3742
Facsimile: (305) 675-2262
Email: astallworth@acoastenergy.com

Mr. Derrell Walton
Chief Financial Officer
Atlantic Coast Energy Corporation
2020 NW 71 Street
Miami, FL 33147
Phone: (786) 970-7081
Facsimile: (305) 675-2262
Email: ddwalton@acoastenergy.com

II. DESCRIPTION OF APPLICANT

Seller is a Sub-Chapter S Corporation organized under the laws of the State of Florida, with its principal place of business in Miami, Florida. Seller intends to engage in bilateral sales of wholesale electric power, to be purchased and delivered in the Western Interconnection. Specifically, Seller intends to participate in wholesale transactions stemming from California Public Utilities Commission General Order 156, which provides opportunities for minority-owned businesses to participate in procurement contracts with the major California electric utilities. In the future, Seller may participate in other wholesale electric markets that are subject to the Commission's jurisdiction. Seller has not yet obtained membership in any RTO. Seller is wholly-owned by two individuals (the "Individual Investors"). The two Individual Investors, Mr. Anturuan Stallworth and Mr. Derrell D. Walton own all of the membership interests in Atlantic Coast Energy Corporation. Each of the two Individual Investors owns fifty percent (50%) interest in Seller.

Additionally, Atlantic Coast Energy Corporation is pursuing authorization as a

competitive retail electricity provider serving retail and commercial customers within NYISO. Seller was issued its ESCO¹ authorization by the New York Public Service Commission and plans to engage in Competitive Retail Energy Sales in the near future and does not engage in jurisdictional wholesale sales and has not sought market-based rate authority from the Commission.

Seller has two officers, Mr. Anturuan Stallworth, Chief Executive Officer; and Mr. Derrell Walton, Chief Financial Officer. None of the officers of Seller is engaged in other businesses in the energy industry in North America, none sits on the board of any energy company, and none holds material interests in any other energy-related companies operating in North America.

Furthermore, Seller does not own or control any wholesale electric generation or transmission facilities in North America, nor has a franchised service area for the sale of electricity to captive customers. In addition, pursuant to Order No. 697, Seller states that there are no contractual or other arrangements that will result (a) in the transfer of control of any electric generation assets owned by third parties to Seller, Atlantic Coast Energy Corporation, or (b) in the transfer of any electric generation assets owned by Seller, Atlantic Coast Energy Corporation, or any affiliate to third parties. As of now, none of Seller, Atlantic Coast Energy Corporation, or any affiliate owns or controls any electric generation facilities that produce power for sale into the wholesale markets.

¹ Atlantic Coast Energy Corporation was granted ESCO approval by New York Public Service Commission in March 2010.

III. REQUEST FOR BLANKET AUTHORIZATION TO SELL ELECTRICITY AT MARKET-BASED RATES

Seller requests authorization to sell electric energy, capacity, and ancillary services at market-based rates pursuant to the proposed Tariff, which is included herein as Attachment B. The Tariff includes standard provisions adopted by the Commission and authorizes Seller to sell energy, capacity, and ancillary services, subject to the Commission's rules prohibiting sales to franchised public utility affiliates.² Currently, Seller is not affiliated with any such franchised public utility.

A. Criteria for Market-Based Rate Authorization

In accord with Order No. 697,³ the Commission applies a two-pronged analysis which focuses on horizontal market power (generation) and vertical market power (transmission and barriers to entry). The Commission requires a seller seeking market-based rate authority to show that it and its affiliates do not have, or have adequately mitigated, both horizontal and vertical market power. As discussed below, Seller does not have horizontal or vertical market power and therefore qualifies for market-based rate authority.

1. Horizontal Market Power

Pursuant to 18 C.F.R. § 35.37(c)(1), the Commission applies two indicative horizontal market power screens: a Pivotal Supplier Analysis and a Seasonal Market Share Analysis. Sellers that fail either screen will be rebuttably

² 18 C.F.R. § 35.39.

³ *Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities*, Order No. 697, FERC Stats. & Regs. ¶ 31,252, *clarified*, 121 FERC ¶ 61,260 (2007), *order on reh 'g*, Order No. 697-A, FERC Stats. & Regs. ¶ 31,268, *clarified*, 124 FERC ¶ 61,055, *order on reh 'g*, Order No. 697-B, FERC Stats. & Regs. ¶ 31,285 (2008), *order on reh 'g*, Order No. 697-C, FERC Stats. & Regs. ¶ 31,291 (2009), *order on reh 'g*, Order No. 697-D, FERC Stats. & Regs. ¶ 31,305 (2010).

presumed to have market power.

Seller does not own, operate, or control any electric generation facilities in the United States. Seller is not affiliated with any entity that owns, operates, or control electric generation facilities in the United States. Neither Seller nor any affiliate has entered into any contractual arrangements that would transfer control over any generation facilities. By virtue of a complete lack of ownership or control over generating facilities, Seller passes the two indicative market power screens and lacks Horizontal Market Power as a mathematical certainty.

Pursuant to 18 C.F.R. § 35.37(a) (2), Seller is providing an appendix of assets in the specified format in Attachment A to this application.

2. Vertical Market Power

Pursuant to 18 C.F.R. § 35.37(d), the Commission analyzes potential Vertical Market Power by considering the applicant's ownership or control over electric transmission facilities or affiliation with any entity that owns or controls any electric transmission facilities. Neither Seller nor any affiliate owns, operates, or controls any electric transmission facilities in the United States. Pursuant to 18 C.F.R. § 35.37(e), the Commission analyzes potential Vertical Market Power by considering the applicant's ownership or control of inputs to electric power production or affiliation with any entity that owns or controls inputs to electric power production. Relevant inputs include intrastate natural gas transportation and intrastate natural gas storage or distribution facilities; sites for generation capacity development; or sources of physical coal supplies or facilities used in the transportation of coal supplies such as barges or rail cars. Neither Seller nor any affiliate owns, operates, or controls any such inputs to electric power production

in the United States.

In compliance with 18 C.F.R. § 35.37(e)(4), Seller affirmatively states that it has not erected barriers to entry into the relevant markets and will not erect barriers to entry into the relevant markets. Under these circumstances, Seller satisfies the Commission's standards with respect to Vertical Market Power.

3. Affiliate Restrictions

Wholesale sellers with market-based rate authority are required to comply with the affiliate power sales restrictions and other affiliate restrictions codified in 18 C.F.R. § 35.39. Seller has included a provision in its market-based rate schedule requiring it to comply with these restrictions. Seller emphasizes that it is not a franchised public utility with captive customers, nor is it affiliated with any entity that is a franchised public utility with captive customers.

B. Ancillary Services

While Seller does not currently intend to sell ancillary services, it nevertheless requests authorization to do so to the extent it elects to engage in such sales in the future. Seller has included in its Market-Based Rate Tariff the standard provisions adopted by the Commission for the sale of these ancillary services.

Specifically, Seller seeks authorization to sell certain ancillary services in markets administered by the California Independent System Operator Corporation ("CAISO"), ISO New England, Inc. ("ISO NE"), Midwest Independent Transmission System Operator, Inc. ("MISO"), New York Independent System Operator, Inc. ("NYISO"), and PJM Interconnection, LLC ("PJM"). The Commission requires a separate study of the ancillary services markets to support an application for market-based rate authority to sell

ancillary services. For ancillary services in markets operated by CAISO, ISO NE, Midwest ISO, NYISO, and PJM, Seller relies in the same manner as other sellers on the studies submitted and accepted by the Commission in previous orders.⁴ Additionally, Seller requests market-based rate authority with respect to the sale of ancillary services in other markets pursuant to the requirements set forth in *Avista Corporation*, 87 FERC ¶ 61,223 (1999), *order on reh 'g*, 89 FERC ¶ 61,136 (1999), and Order No. 697.

IV. SELLER'S CATEGORY 1 STATUS

The Commission's regulations define Category 1 Sellers as wholesale power marketers and wholesale power producers that meet each of the following criteria: (1) own or control 500 MW or less of generation in aggregate per region; (2) do not own, operate, or control transmission facilities other than limited equipment necessary to connect individual generating facilities to the transmission grid; (3) are not affiliated with anyone who owns, operates, or controls transmission facilities in the same region as the seller's generation assets; (4) are not affiliated with a franchised public utility in the same region as the seller's generation assets; and (5) do not raise other vertical market power issues.⁵ Market-based rate sellers that do not qualify as Category 1 Sellers are defined as Category 2 Sellers.⁶

⁴ For CAISO, *see, e.g., AES Redondo Beach, LLC*, 83 FERC ¶ 61,123 (1998), *order on reh 'g*, 87 FERC ¶ 61,208 (1999), *order on reh 'g*, 90 FERC ¶ 62,036 (2000). For ISO NE, *see, e.g., New England Power Pool*, 85 FERC ¶ 61,379 (1998), *order on reh 'g*, 95 FERC ¶ 61,074 (2001). For NYISO, *see, e.g., Central Hudson Gas and Elec. Corp.*, 86 FERC ¶ 61,062 (1999), *order on reh 'g*, 88 FERC ¶ 61,138 (1999). For PJM, *see, e.g., Atlantic City Electric Company*, 85 FERC ¶ 61,379 (1998), *order on reh 'g*, 95 FERC ¶ 61,074 (2000). For Midwest ISO, *see, e.g., Midwest Indep. Transmission Sys. Operator, Inc.*, 122 FERC ¶ 61,172 (2008), *order on reh 'g*, 123 FERC ¶ 61,297 (2008).

⁵ *See* 18 C.F.R. § 35.36(a)(2).

⁶ *See* 18 C.F.R. § 35.36(a)(3).

Seller does not own, operate, or control any electric generation or transmission facilities. Seller is not affiliated with any entity that owns, operates, or controls any electric generation or transmission facilities. Seller is not a franchised public utility or affiliated with a franchised public utility. As demonstrated *supra*, Seller has no Vertical Market Power. Accordingly, Seller is a "Category 1" seller in all regions pursuant to 18 C.F.R. § 35.36(a).

V. REPORTING AND OTHER REQUIREMENTS

Seller will comply with reporting and other requirements applicable to wholesale sellers with market-based rate authority, including the submission of electric quarterly reports, the submission of change-in-status reports pursuant to 18 C.F.R. § 35.42, and compliance with the market behavior rules set forth in 18 C.F.R. § 35.41. In accordance with 18 C.F.R. § 35.41(c), Seller hereby notifies the Commission that it does not intend to report transaction data to publishers of electricity or natural gas price indices. Seller will notify the Commission within fifteen (15) days of any change to its transaction reporting status.

VI. REQUEST FOR PRE-APPROVALS AND WAIVERS

Seller seeks the same pre-approvals and waivers of Commission rules and filing requirements previously granted to other sellers permitted to sell at market-based rates.

This relief consists of:

- Waiver of Parts 41, 101, and 141 of the Commission's accounting and periodic reporting regulations, with the exception of Sections 141.14 and 141.15;
- Waiver of Subparts B and C of Part 35 of the Commission's regulations, except as to Sections 35.12(a), 35.13(b), 35.15, and 35.16;
- Blanket approval under Part 34 for all future issuances of securities and

assumptions of liability.

VII. EFFECTIVE DATE

Seller respectfully requests that the Tariff be effective one day after filing. Seller respectfully requests that the Commission issue an order accepting the rate schedule no later than January 31, 2013.

Seller is a minority-owned business. Seller was organized to participate in wholesale transactions stemming from California Public Utilities Commission General Order 156, which provides opportunities for minority-owned businesses to participate in procurement contracts with the major California electric utilities. Granting an effective date one day after filing would allow Seller to participate in the California bilateral markets and advance the policies of the California Public Utilities Commission at the earliest possible date, which demonstrates good cause.⁷ Granting such an effective date would be consistent with Commission orders granting market-based rate authority to similarly situated power marketers.⁸

⁷ Seller requests waiver of 18 C.F.R. § 3 5.3(a) to permit an effective date fewer than sixty days from the date of filing. Waiver is justified because it will permit Seller to more rapidly participate in the transactions described above. Given that Seller has no market power in any Balancing Authority Area, allowing the tariff to be effective one day after filing will result in no prejudice or harm.

⁸ See, e.g., *Solios Power Mid-Atlantic Virtual LLC*, Docket No. ER12-861-000 (Mar. 3, 2012) (delegated letter order) (tariff filed Jan. 23, 2012 effective one day after filing).

VIII. CONCLUSION

WHEREFORE, for the reasons set forth above, Seller respectfully requests that the Commission: (1) accept for filing Seller's proposed Market-Based Rate Tariff; (2) authorize Seller to engage in the sale of electric energy, capacity, and ancillary services at market-based rates; (3) find that Seller qualifies as a Category 1 Seller in all regions; (4) grant an effective date for the Tariff as requested herein; and (5) grant the other waivers and blanket authorizations requested herein.

Respectfully submitted,

/s/ Anturuan Stallworth

Anturuan Stallworth, Chief Executive Officer

Atlantic Coast Energy Corporation

2020 NW 71 Street

Miami, FL 33147

Telephone: (786) 663-3742

astallworth@acoastenergy.com

January 9, 2013

ATTACHMENT A
Asset Appendix

Market-Based Rate Authority and Generation Assets

Page 1 of 2

| Filing Entity and its Energy Affiliates | Docket # where MBR authority was granted | Generation Name | Owned By | Controlled By | Date Control Transferred | Location | | In- service Date | Nameplate and/or Seasonal Rating |
|---|---|--------------------|-------------|------------------|--------------------------------|--------------------------------|--|------------------------|---|
| | | | | | | Balancing Authority Area | Geographic Region (per Appendix D) | | |
| Atlantic Coast Energy Corporation | ER12- - 000 | N/A* | N/A | N/A | N/A | N/A | N/A | N/A | N/A |

**ATTACHMENT A
Asset Appendix**

Page 2 of 2 Electric

Transmission Assets and/or Natural Gas Intrastate Pipelines and/or Gas Storage Facilities

| Filing Entity and its Energy Affiliates | Asset Name and Use | Owned By | Controlled By | Date Control Transferred | Location | | Size |
|---|-----------------------|-------------|------------------|--------------------------------|--------------------------------|--|------|
| | | | | | Balancing Authority Area | Geographic Region (per Appendix D) | |
| Atlantic Coast Energy Corporation | N/A* | N/A | N/A | N/A | N/A | N/A | N/A |

ATTACHMENT B

Atlantic Coast Energy Corporation Market-Based Rate Tariff

1. Availability. Seller will make available at wholesale under this Market-Based Rate Tariff:
 - (a) electric energy;
 - (b) electric capacity; and
 - (c) the following ancillary services:
 - (i) PJM: Seller offers regulation and frequency response service, energy imbalance service, and operating reserve service (which includes spinning, 10-minute, and 30-minute reserves) for sale into the market administered by PJM Interconnection, L.L.C. ("PJM") and, where the PJM Open Access Transmission Tariff permits, the self-supply of these services to purchasers for a bilateral sale that is used to satisfy the ancillary services requirements of the PJM Office of Interconnection.
 - (ii) New York: Seller offers regulation and frequency response service, and operating reserve service (which include 10-minute non-synchronous, 30-minute operating reserves, 10-minute spinning reserves, and 10-minute non-spinning reserves) for sale to purchasers in the market administered by the New York Independent System Operator, Inc.
 - (iii) New England: Seller offers regulation and frequency response service (automatic generator control), operating reserve service (which includes 10-minute spinning reserve, 10-minute non-spinning reserve, and 30-minute operating reserve service) to purchasers within the markets administered by the ISO New England, Inc.
 - (iv) California: Seller offers regulation service, spinning reserve service, and non-spinning reserve service to the California Independent System Operator Corporation ("CAISO") and to others that are self-supplying ancillary services to the CAISO.
 - (v) Midwest ISO: Seller offers regulation service and operating reserve service (which include 10-minute spinning reserve and 10-minute supplemental reserve) for sale to the Midwest Independent Transmission System Operator, Inc. ("Midwest ISO") and to others that are self-supplying ancillary services to Midwest ISO.
 - (vi) Third-party Ancillary Services: Seller offers all of the following third-party ancillary services: Regulation Service, Energy Imbalance Service, Spinning Reserves, and Supplemental Reserves. Sales will not include the following: (1) sales to an RTO or an ISO, *i.e.*, where that entity

has no ability to self-supply ancillary services but instead depends on third parties; (2) sales to a traditional, franchised public utility affiliated with the third-party supplier, or sales where the underlying transmission service is on the system of the public utility affiliated with the third-party supplier; and (3) sales to a public utility that is purchasing ancillary services to satisfy its own open access transmission tariff requirements to offer ancillary services to its own customers.

2. Applicability. This Tariff is applicable to all wholesale sales by Seller of electric energy, electric capacity, and ancillary services listed in Section 1 of this Tariff.
3. Rates. All sales shall be made at rates established by agreement between the purchaser and Seller.
4. Other Terms and Conditions. All other terms and conditions shall be established by agreement between the purchaser and Seller.
5. Compliance with Commission Regulations. Seller shall comply with the provisions of 18 C.F.R. Part 35, Subpart H, as applicable, and with any conditions the Commission imposes in its orders concerning Seller's market-based rate authority, including orders in which the Commission authorizes Seller to engage in affiliate sales under this Tariff or otherwise restricts or limits the Seller's market-based rate authority. Failure to comply with the applicable provisions of 18 C.F.R. Part 35, Subpart H, and with any orders of the Commission concerning Seller's market-based rate authority, will constitute a violation of this Tariff.
6. Limitations and Exemptions Regarding Market-Based Rate Authority.

In *Atlantic Coast Energy Corporation*, Docket No. ER12-_____ the Commission granted Seller the following waivers and blanket authorization:

- (i) Waiver of the accounting, reporting, and other requirements of 18 C.F.R. Parts 41, 101 and 141 with the exception of Sections 141.14 and 141.15;
 - (ii) Waiver of the reporting requirements of Subparts B and C of Part 35 of the Commission's regulations, with the exception of Sections 35.12(a), 35.13(b), 35.15 and 35.16; and
 - (iii) Blanket authorization under 18 C.F.R. Part 34 of all future issuances of securities and assumptions of liability.
7. Seller Category. Seller is a Category 1 Seller in all regions, as defined in 18 C.F.R. § 35.36(a).
 8. Effective Date. This Tariff shall become effective on the date specified by the Commission.

FERC rendition of the electronically filed tariff records in Docket No. ER13-00734-000

Filing Data:

CID: C003232

Filing Title: Initial Application for MBR Authority

Company Filing Identifier: 10913

Type of Filing Code: 400

Associated Filing Identifier:

Tariff Title: FERC Electric MBR Tariff

Tariff ID: 1

Payment Confirmation:

Suspension Motion:

Tariff Record Data:

Record Content Description, Tariff Record Title, Record Version Number, Option Code:

1., MBR Tariff, 0.0.0, A

Record Narrative Name: 1. MBR Tariff

Tariff Record ID: 100

Tariff Record Collation Value: 100 Tariff Record Parent Identifier: 0

Proposed Date: 2013-01-31

Priority Order: 100

Record Change Type: New

Record Content Type: 1

Associated Filing Identifier:

Atlantic Coast Energy Corporation Market-Based Rate Tariff

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- (iii) New England: Seller offers regulation and frequency response service (automatic generator control), operating reserve service

(which includes 10-minute spinning reserve, 10-minute non-spinning reserve, and 30-minute operating reserve service) to purchasers within the markets administered by the ISO New England, Inc.

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2. Applicability. This Tariff is applicable to all wholesale sales by Seller of electric energy, electric capacity, and ancillary services listed in Section 1 of this Tariff.
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 4. Other Terms and Conditions. All other terms and conditions shall be established by agreement between the purchaser and Seller.
 5. Compliance with Commission Regulations. Seller shall comply with the provisions of 18 C.F.R. Part 35, Subpart H, as applicable, and with any conditions the Commission imposes in its orders concerning Seller's market-based rate authority, including orders in which the Commission authorizes Seller to engage in affiliate sales under this Tariff or otherwise restricts or limits the Seller's market-based rate authority. Failure to comply with the applicable provisions of 18 C.F.R. Part 35, Subpart H, and with any orders of the Commission concerning Seller's market-based rate authority, will constitute a violation of this Tariff.

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- (ii) Waiver of the reporting requirements of Subparts B and C of Part 35 of the Commission's regulations, with the exception of Sections 35.12(a), 35.13(b), 35.15 and 35.16; and
- (iii) Blanket authorization under 18 C.F.R. Part 34 of all future issuances of securities and assumptions of liability.

7. Seller Category. Seller is a Category 1 Seller in all regions, as defined in 18 C.F.R. § 35.36(a).

8. Effective Date. This Tariff shall become effective on the date specified by the Commission.

Document Content(s)

| | |
|---------------------------------------|-------|
| FERC Transmittal Letter.PDF..... | 1-1 |
| FERC Petition.PDF..... | 2-15 |
| FERC GENERATED TARIFF FILING.RTF..... | 16-18 |

Appendix B

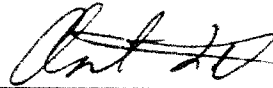
AFFIDAVIT

STATE OF FLORIDA

COUNTY OF MIAMI DADE

I, Anturuan Stallworth, Chief Executive Officer of Atlantic Coast Energy Corporation, being duly sworn, on oath depose and attest that:

1. My business address is 2020 NW 71st Street, Miami, FL 33147.
2. I am the Chief Executive Officer of Atlantic Coast Energy Corporation.
3. The purpose of this Affidavit is to verify that Atlantic Coast Energy Corporation is a Power Marketer as the term is defined in Section 31.002(11) of the Texas Utilities Code.
4. I have reviewed the "Power Marketer Registration of Atlantic Coast Energy Corporation" and certify that all of the statements contained therein are true and correct to the best of my knowledge, information and belief.



Anturuan Stallworth

SUBSCRIBED AND SWORN before me this 25 day of February 2013.



Notary Public in and for the State of Florida

Printed Name: Evelyn Artola

My Commission Expired: 2/7/16

