



Control Number: 40917



Item Number: 1

Addendum StartPage: 0

DOCKET NO. 40917

APPLICATION OF [insert applicant
name] FOR RETAIL ELECTRIC
PROVIDER CERTIFICATION

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PUBLIC UTILITY COMMISSION

OF TEXAS

[OR]

APPLICATION OF ^{GDF Suez Retail Energy}
^{Solutions, LLC dba Think}
FOR AMENDMENT TO A RETAIL ^{Energy}
ELECTRIC PROVIDER
CERTIFICATION

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PUBLIC UTILITY COMMISSION

OF TEXAS

TITLE PAGE

Name of Applicant: GDF Suez Retail Energy Solutions LLC dba Think Energy

Authorized Company Representative:

Representative Name: Deena Morgan

Representative Title: General Manager and Vice President

Representative Address: 1990 Post Oak Blvd.

(Suite, Floor, Apartment Number, etc.): Suite 1900

(City, State, Zip Code): Houston, Texas 77056

Representative Phone Number: 713-636-1052

Representative Fax Number: 713-636-1601

Representative Email Address: deena.morgan@gdfsuezna.com

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PUBLIC UTILITY COMMISSION

PART A – COMPANY ADMINISTRATIVE INFORMATION

A-1 (a) Type of application (check only one):

- Application for New Option 1 REP Certification
- Application for New Option 2 REP Certification
- Amendment to Existing REP Certification No. 10204

(b) If you are filing an amendment, check one or more of the following amendment categories requested in this filing:

Option 1 REP

- Name Change
- Change in Ownership or Control
- Corporate Restructuring
- Transfer of Certificate
- Change in Service Area
- Change in Technical/Managerial Qualifications
- Change in Financial Qualifications
- Cessation of Operations
- Other (Explain below):
New Officers: (1) new President/CEO and (2) new Vice President/General Counsel

Option 2 REP

- Name Change
- Change in Ownership or Control
- Corporate Restructuring
- Transfer of Certificate
- Change in Technical/Managerial Qualifications
- Change in Financial Qualifications
- Cessation of Operations
- Other (Explain below):

(c) Provide a summary explanation of all items checked in “b” above.
New Officers: (1) new President/CEO and (2) new Vice President/General Counsel

A-2 Provide required contact information:

(a) **Company Physical Address:**
Certificated/Primary Company Name: GDF Suez Retail Energy Solutions LLC dba Think Energy

Company Contact: Ray Cunningham
 Contact Title: Vice President and General Counsel
 Company/Physical Address (Street Address): 1990 Post Oak Blvd.
 (Suite, Floor, Apartment Number, etc.): Suite 1900
 (City, State, Zip Code): Houston, Texas 77056
 Company Phone Number: 713-636-0000
 Toll-free customer service telephone number: 1-888-232-6206
 Fax number: 713-636-1601
 Website address: www.gdfsuezenergyresourcesna.com
 Email address: ray.cunningham@gdfsuezna.com

(b) **Mailing Address (If Different from Company Physical Address):**

Company Contact: _____
 Contact Title: _____
 (Street/P.O. Box): _____
 (City, State, Zip Code): _____

(c) **Texas Office Address:**

Company Contact: Deena Morgan
 Contact Title: Vice President and General Manager
 Company/Physical Address (Street Address): 1990 Post Oak Blvd.
 (Suite, Floor, Apartment Number, etc.): Suite 1900
 (City, State, Zip Code): Houston, Texas 77056
 Company Phone Number: 713-636-0000
 Toll-free customer service telephone number: 1-888-232-6206
 Fax number: 713-636-1601
 Website address: www.gdfsuezenergyresourcesna.com
 Email address: custserv@gdfsuezna.com

(d) **Regulatory Contact Information:**

Regulatory Contact Name: Julian Mithani
 Regulatory Contact Title: Counsel
 Regulatory Contact Address: 1990 Post Oak Blvd.
 (Suite, Floor, Apartment Number, etc.): Suite 1900
 (City, State, Zip Code): Houston, Texas 77056
 Regulatory Contact Phone Number: 713-636-1797
 Regulatory Contact Fax Number: 713-636-1601
 Regulatory Contact Email Address: julian.mithani@gdfsuezna.com

(e) **Complaint Contact Information:**

Contact Name: Ray Cunningham
 Contact Title: Vice President and General Counsel
 Required Contact Address: 1990 Post Oak Blvd
 (Suite, Floor, Apartment Number, etc.): Suite 1900
 (City, State, Zip Code): Houston, Texas 77056
 Contact Phone Number: 713-636-1980
 Contact Fax Number: 713-636-1601

Contact Email Address: ray.cunningham@gdfsuezna.com
Preferred Complaint Email Address: ray.cunningham@gdfsuezna.com; and deena.morgan@gdfsuezna.com

- (f) Officers, Directors and Principals. Provide as Attachment A-2 the name, title, address, phone number, facsimile number and email address of each of the applicant's officers, directors and principals.

A-3. Name(s) on certificate.

- (a) State the Certificated Name of the Applicant. If the applicant is requesting a Certificated Name or the addition of a d/b/a name, provide verification of each authorization to conduct business in Texas. If the applicant is a corporation, partnership, or limited liability company, provide a copy of the Office of the Secretary of State Certificate of Filing or provide the file number and the date of authorization for each requested name. If the applicant is a Sole Proprietorship, provide a copy of the County Certificate of Filing or provide the name of the county, file number, and date of authorization for each requested name.

Certificated Name: GDF Suez Retail Energy Solutions LLC
File Number: _____ **Date:** _____ (For new Certificated Names Only)

EXISTING Approved d/b/as (if applicable):

- (1) Think Energy
- (2)
- (3)
- (4)
- (5)

REQUESTED d/b/as (if applicable)

- (1) Requested d/b/a: _____
File Number: _____ Date: _____
- (2) Requested d/b/a: _____
File Number: _____ Date: _____
- (3) Requested d/b/a: _____
File Number: _____ Date: _____
- (4) Requested d/b/a: _____
File Number: _____ Date: _____
- (5) Requested d/b/a: _____
File Number: _____ Date: _____

DELETION of d/b/as (if applicable):

- (1) _____
- (2) _____
- (3) _____
- (4) _____
- (5) _____

(b) Form of business (check one):

Corporation Partnership _____ Private Company _____
 Limited Liability Company _____ Sole Proprietorship _____
 Other (specify) _____

PART B – SERVICE AREA

Not applicable - NO CHANGE to Service Area Requirements

Indicate the requested service area below:

(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 (TDU), 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

_____ Provide as Attachment B-2 the affidavit from each customer required by §25.107(d)(2).

PART C – FINANCIAL REQUIREMENTS

Not applicable - NO CHANGE to 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 of §25.107(f)(1).

_____ (a) 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).

_____ (b) 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).

_____ (c) 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 (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.

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).

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

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 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.

b. Yes ___ No ___ Are you current with your ERCOT testing obligation? If no, provide an explanation as Attachment D-2B.

c. Yes ___ No ___ Have you defaulted on the Load Serving Entity (LSE) Agreement? If yes, provide an explanation as Attachment D-2C.

d. Yes ___ No ___ Are you providing Outage Notification as required by §25.107(g)(1)(G)? If no, provide an explanation as Attachment D-2D.

e. Yes ___ No ___ Do you agree to comply with all system rules established by the independent system operator as required by §25.107(g)(2)(F)? 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.

D-4 Competitive electric or gas industry experience. Provide as Attachment D-4 the following information for each of the principals and permanent employees whose experience the applicant relies upon to meet the requirements of §25.107(g)(1)(D):

(1) The name, title, telephone number, email address, type of experience, number of years of experience, number of years with the applicant of each principal and permanent employee that the applicant relies upon to meet this requirement.

(2) Any information or documentation necessary to substantiate a claim that the principal or permanent employee has the required experience, including but not limited to a resume that provides employment history in the competitive electric or gas industries and includes job titles or classifications, a description of the types of experience, and the contact information of former and current employers. Commission Staff may follow up its initial review of this information with a request for additional information or a telephone interview.

(3) If any person that you rely upon to meet this 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 and the name of the REP or REPs that experienced a mass transition.

D-5 Risk Management Experience. Provide as Attachment D-5 the following information to demonstrate compliance with §25.107(g)(1)(E):

(1) The name, title, telephone number, and email address of the principal or permanent employee that the applicant relies upon to meet this requirement, or the contact person, contact person telephone number, and contact person email address of 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.

(2) Any information or documentation necessary to substantiate a claim that the principal, permanent employee, or risk management services company has the required experience, including but not limited to a resume that provides employment history in energy commodity risk management and includes job titles or classifications, a description 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 this information with a request for additional information or a telephone interview.

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

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 state "None" in the following blank: _____

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 state "None" in the following blank: _____

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 state "None" in the following blank: _____

D-10 Provide below the name and PUC certification number for each of the Applicant's affiliates that are certificated to provide electric service in Texas:

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 nothing to report, please state "None" in the following blank: _____

PART E – CESSATION OF OPERATIONS

E-1 **Provision of Notice 45 Days Prior to REP Cessation of Operations.**

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

(b) Date that the REP intends to cease operations: _____

E-2 Customer Notice of REP Cessation of Operations.

Yes ____ No ____ Did the REP notify all of its customers that it intends to cease operations? If yes, provide as Attachment E-2 a representative copy of the notification sent to each customer. If no, provide an explanation as Attachment E-2.

E-3 Other Notices of REP Cessation of Operations.

Yes ____ No ____ Did the REP notify the relevant ISO (e.g., ERCOT), the Commission'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?¹ 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.

¹ The contact information for these entities may be found in the Appendix to this form.

GDF SUEZ RETAIL ENERGY SOLUTIONS LLC DBA THINK ENERGY**AMENDMENT TO A RETAIL ELECTRIC PROVIDERS (REP) CERTIFICATION – LICENSE NO. 10204
PURSUANT TO PUCT SUBSTANTIVE RULE 25.107(C)(2)****ATTACHMENT A-2**

A-2 (f) Officers, Directors and Principals. Provide as Attachment A-2 the name, title, address, phone number, facsimile number and email address of each of the applicant's officers, directors and principals.

OFFICERS**Sam Henry**

President & CEO
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
Email: sam.henry@gdfsuezna.com

Deena Morgan, Vice President and General Manager

1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
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F: 713-636-1601
Email: deena.morgan@gdfsuezna.com

Craig Sutter

Sr. Vice President, Sales
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T: 713-636-0000
F: 713-636-1601
Email: Craig.sutter@gdfsuezna.com

Patrick Gaussent

Vice President and Treasurer
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
Email: Patrick.Gaussent@gdfsuezna.com

Ray Cunningham, Vice President and General Counsel

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Houston, Texas 77056
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Email: Ray.cunningham@gdfsuezna.com

Brenda Bayer

Vice President and Asst. Treasurer
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David Coffman, Vice President

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Email: David.coffman@gdfsuezna.com

Jay Harpole

Vice President Supply
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Email: Jay.harpole@gdfsuezna.com

Salvatore Nicotra

Vice President Business Control
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
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Rachel W. Kilpatrick

Vice President
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
Email: Rachel.kilpatrick@gdfsuezna.com

Zin Smati

Vice President
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
Email: Zin.smati@gdfsuezna.com

Naveen Rabie

Assistant Secretary
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
T: 713-636-0000
F: 713-636-1601
Email: Naveen.rabie@gdfsuezna.com