



Barbara Farmer
Compliance Analyst
Direct Energy
(713)354-4710
barbara.farmer@directenergy.com

November 20, 2015

Ms. Rosemary Chiavetta, Secretary
Commonwealth of Pennsylvania
Pennsylvania Public Utility Commission
400 North Street, Keystone Building
Harrisburg, PA 17120

RE: Response to Commission's Letter Requesting Additional Information in Support of License Termination of Hess Corporation : Electric Supplier License (License No. A-110005)

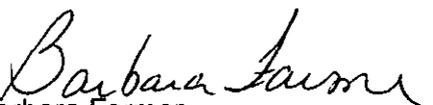
Dear Ms. Chiavetta

This letter is in response to your letter dated October 20th requesting additional information to support Direct Energy's request to terminate the Electric Supplier License held by Hess Corporation (Certificate No A-110005).

Please find attached our response and documents to support your Data Request. Please note, that we intend to file the letter of "Tax Status" under separate cover once it is received from the Pennsylvania Department of Revenue

If there are any questions or comments regarding this submission, Please contact me directly at (713)354-4710.

Respectfully,


Barbara Farmer
Compliance Analyst
Direct Energy

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

cc:

Office of Attorney General
Office of Small Business Advocate
Pennsylvania Department of Revenue

Bureau of Investigation & Enforcement
Office of Consumer Advocate

Data Request
Docket No. A-110005
Hess Corporation

- 1) Please provide a letter of "tax status" from the PA Dept. of Revenue. Please find the link to the PA Dept. of Revenue: <https://revenue-pa.custhelp.com/app/answers/detail?id=2212/—/how-do-i-request-a-letter-for-tax-status%3F>

Hess Corporation requested a letter of "Tax Status" from Pennsylvania Department of Revenue prior to the filing of the Data Request response. A copy of the letter will be forwarded to the Pennsylvania Public Utility Commission under separate cover once it is received .

- 2) Summarize any outstanding tax issues you have with the Pennsylvania Department of Revenue.

The Hess Corporation is not currently aware of any outstanding tax issues with the Pennsylvania Department of Revenue.

- 3) What is the last date on which you provided services to customers under your electricity generation supplier license? List these final customers including address, phone number and rate schedule, if date occurred within last three months.

Hess Corporation ceased to serve customers under this license on June 30, 2015.

- 4) What type of notice regarding your abandonment did you provide customers, the electricity distribution companies, and providers of last resort? On what date were these notices given? Provide copies of all written and electronic notices of abandonment.

Customers were provided notice of the Direct Energy acquisition of Hess Corporation in November 2013. Please see Exhibit 1-A – Acquisition Letter to Customers attached .

Customers were also provided notice consent to assign their existing contracts to Direct Energy Business Marketing, LLC at various times throughout 2014. Please see Exhibit 1-B - Customer Consent Letter attached.

In addition, the PUC was notified of the legal name change of Hess Energy Marketing, LLC to Direct Energy Business Marketing, LLC. Please see Exhibit 1-C – Hess Energy Marketing, LLC Notice of Name Change.

- 5) Please provide proof of service to the following statutory agencies:

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Bureau of Investigation & Enforcement
Pennsylvania Public Utility Commission
Commonwealth Keystone Building 400
North Street, 2 West
Harrisburg, PA 17120

Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

Commonwealth of
Pennsylvania Department of
Revenue Bureau of Compliance
Harrisburg, PA 17128-0946

- 6) Is the company going to continue to have a business presence in Pennsylvania after license cancellation?

Hess Corporation will not have a presence in Pennsylvania after approval of the request to abandon the Electric Service Provider License. Hess Corporation has exited the Retail Electric Market.

- 7) Are there any open issues regarding contracts, agreements or other arrangements which you may have with any party under your license, that affects or may affect the flow of electricity generation at retail? Provide a summary of each issue and its current status. Provide copies of all contracts, agreements or other arrangements that are involved.

There are no open issues related to contracts, agreements or other arrangements related to this license.

- 8) Regarding other issues which may create a claim on the bond or other security which you maintain for your license:

- a) Are there any outstanding or potential issues with any independent System Operator, Regional Transmission Organization or similar entity involved in the Pennsylvania retail electricity market? If yes, explain.

There are no outstanding issues with the ISO or RTO that may create a claim on the bond or other security related to Hess Corporation in the State of Pennsylvania.

- b) Are there any outstanding or potential issues with any entity that provides your company with electricity for Pennsylvania in the wholesale market? If yes, explain.
Provide copies of all contracts, agreements or other arrangements that are involved.

There are no outstanding issues related to the wholesale market with any entity that provides Hess Corporation electricity in the State of Pennsylvania.

9) For each of the above questions, provide the name, job title, address and telephone number of each person that answered the question.

1. Question was answered by:

Shawn Faciane
Tax Operations – Manager Indirect Tax
Hess Corporation
1501 McKinney St.
Houston, TX 77010
(713)496-7129

2. Question answered by:

Shawn Faciane
Tax Operations – Manager Indirect Tax
Hess Corporation
1501 McKinney St.
Houston, TX 77010
(713)496-7129

3. Question answered by:

Brian Mecadon
Head of Process Excellence
Direct Energy Business, LLC
Woodbridge NJ
(732)750-6480

4. Question 4 answered by:

Mark Weissman
Supervisor, Business Analysis
Direct Energy Business, LLC
Woodbridge, NJ
(732)750-6444

5. Question 5 answered by:

Brian Mecadon
Head of Process Excellence
Direct Energy Business, LLC
Woodbridge NJ
(732)750-6480

6. Question 6 answered by:

Brian Mecadon
Head of Process Excellence
Direct Energy Business, LLC
Woodbridge NJ
(732)750-6480

7. Question 7 answered by:

Brian Mecadon
Head of Process Excellence
Direct Energy Business, LLC
Woodbridge NJ
(732)750-6480

8. Question 8 answered by:

Brian Mecadon
Head of Process Excellence
Direct Energy Business, LLC
Woodbridge NJ
(732)750-6480

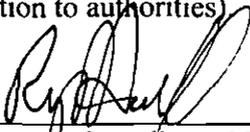
Certification of Ryan Harwell

Hess Corporation Supplier License Abandonment Request

Docket No. A-110005 / Utility Code 110005

Per 52 PA Code, § 1.36

I, Ryan Harwell, am authorized by Direct Energy to submit the following information and hereby state that the facts attached set forth are true and correct to the best of my knowledge, information and belief, and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities)



Ryan Harwell, Compliance Manager
Direct Energy

11/20/15

(Date)

Hess Energy Marketing, LLC
1 Hess Plaza
Woodbridge, NJ 07095



ENERGY MARKETING

A Direct Energy* Company

Forward Thinking Energy

November 1, 2013

<<FIRSTNAME>> <<LASTNAME>>
<<CUSTOMERMASTERNAME>>
<<MAILINGSTREET1>>
<<MAILINGSTREET2>>
<<MAILINGCITY>>, <<MAILINGSTATE>> <<MAILINGPOSTALCODE>>

Dear <<FIRSTNAME>>:

We are pleased to announce that, effective November 1, 2013, Hess' Energy Marketing business is now a wholly-owned subsidiary of Direct Energy, operating as Hess Energy Marketing, LLC ("HEM"). This is an exciting opportunity for customers of HEM and Direct Energy to benefit from the strengths that our combined companies have to offer, including best-in-class operational expertise and assets, access to new cutting edge products and services to complement the broad suite of products you already value, an expanded service area, and the same superior customer service you have always enjoyed. HEM is proud of the relationships we have built over the years with valued customers like you. Now the combination of these two strong brands will provide us with additional tools and resources to help you manage your energy spend.

What you can expect:

Very little will change for you at this time. A few things to remember:

- If you did not receive a consent form or have already returned your signed form consenting to the assignment of your contract from Hess Corporation to HEM, there is nothing you need to do. There will be no impact to your current contract terms and conditions except that your contract has been, or will be, assigned to HEM when your supply service is transferred by your utility to HEM. If you have not already signed and returned your consent form, we request that you do so at your earliest convenience.
- You may receive a letter from your utility notifying you of your enrollment with HEM. This standardized letter is simply to inform you of an operational detail and does not impact your existing contract or reflect assignment of your contract.
- In keeping with our tradition of providing the highest levels of customer care, you will receive the same exceptional level of service you have come to expect. If you have account inquiries contact your Account Manager or our Quality Customer Service (QCS) team at 1-800-HESS-AOK (1-800-437-7265) or by email at QCSTeam@hess.com.
- As always, you can access your account information by logging onto HessEnergy.com.

As Hess Energy Marketing and Direct Energy join together to become one united company, we will continue to share information with you. We are excited about the unmatched suite of products and services we will be offering to you as a member of the Direct Energy family including natural gas and electricity supply, solar installations, compressed natural gas solutions, bill consolidation and management, and demand response programs.

We thank you for your business and we appreciate your trust in us. We look forward to continuing to serve you now and for many years to come.

Truly yours,

Title

Follow Us:



MasterKey

FirstName LastName
 CompanyName
 StreetAddress#1
 StreetAddress#2
 City, State ZipCode

Dear FirstName:

On November 1, 2013, Direct Energy Business, LLC ("Direct Energy") completed its acquisition of Hess Corporation's Energy Marketing business (such acquisition, the "Transaction"). The Energy Marketing business is now conducted by Direct Energy Business Marketing, LLC f/k/a Hess Energy Marketing, LLC ("DEBM"), which, as a result of the Transaction, is a wholly-owned subsidiary of Direct Energy. This has been an exciting step forward for customers of both Direct Energy and Hess' Energy Marketing business. The combined businesses have been providing customers across all of our markets with access to a full suite of electricity, natural gas, and energy solutions offerings, as well as the benefits that come from our collective operational expertise and assets.

Pursuant to the Transaction, and subject to any applicable consent requirements, Hess will transfer and assign its rights and obligations under its existing contracts with you to DEBM. Subject to receipt of your consent and effective on the date that supply service under your contract is transferred by the applicable utility from Hess to DEBM, which is expected to occur on or after [_____], DEBM will assume the performance of all rights and obligations under your contract, and will continue to supply service under the same terms and conditions, including price. After this transfer, you can look forward to the same high standards of service and operational excellence from DEBM that you have come to expect from Hess. We believe it is important to maintain strong relationships with our customers and will work to minimize any changes to your existing relationships.

Inquiries and/or notices to DEBM may be directed to:

DIRECT ENERGY BUSINESS MARKETING, LLC
 One Hess Plaza
 Woodbridge, NJ 07095
QCSTeam@directenergy.com
 1-800-437-7265

We are writing to notify you of the Transaction, and to request your consent to assign your contract from Hess to DEBM pursuant to the enclosed Consent. Please sign the enclosed Consent and return the executed copy via the enclosed self-addressed stamped envelope or via email to CentralConsent@directenergy.com.

If you have any questions regarding this letter or the Consent, please feel free to contact Hess' Quality Customer Service Team toll-free at 1-800-437-7265 or by email at QCSTeam@directenergy.com.



MasterKey

CONSENT

Reference is made to the commodity supply agreement(s) between Hess Corporation ("Hess") and CompanyName ("Customer"), pursuant to which the parties agreed to the terms and conditions for the supply by Hess to Customer of electricity and/or natural gas (together with any schedules and/or attachments thereto, and as amended from time to time, the "Base Contract(s)"). The Base Contract(s), together with all transactions thereunder, constitute the "Contract."

Customer hereby (i) consents to the assignment by Hess of Hess' right, title and interest in the Contract to Direct Energy Business Marketing, LLC ("DEBM") effective on the date that supply service under the Contract is transferred by the applicable utility from Hess to DEBM (the "Assignment Effective Date"), which is expected to occur on or after [_____], (ii) accepts DEBM as the counterparty under the Contract in place of Hess and acknowledges that DEBM has become a subsidiary of Direct Energy as a result of the consummation of the Transaction (as described in the accompanying letter), and (iii) effective on the Assignment Effective Date, releases Hess from all claims, obligations or liabilities arising out of or relating to the Contract.

Agreed and accepted this
__ day of _____, 2015

COMPANYNAME

By: _____
Name:
Title:



Carl W. Boyd
Sr. Manager, Compliance
Direct Energy
412.667.5272
carl.boyd@directenergy.com

June 30, 2014

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Public Utility Commission
400 North Street
Keystone Bldg.
Harrisburg, PA 17120

RE: A-2013-2368464 - Hess Energy Marketing, LLC Notice of Name Change

Secretary Chiavetta:

Per the requirements of 52 PA Code Section 54.34, please accept this letter as notice of the legal entity name change of electric generation supplier Hess Energy Marketing, LLC to **Direct Energy Business Marketing, LLC**. In support of this notice, the following documents are attached:

- Amended Certificate of Registration from the State of Delaware (state of formation)
- Certificate of Amendment of Registration for a Foreign LLC from the Pennsylvania Department of State

If you have any questions or comments regarding this submission, please feel free to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "C. Boyd", written over a large, stylized circular flourish.

Carl W. Boyd
Sr. Manager, Compliance

Enclosures

Delaware

PAGE 1

The First State

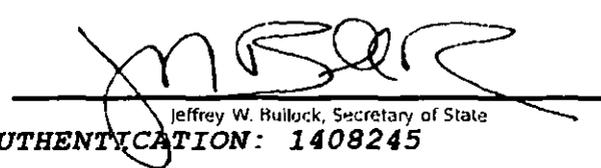
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HESS ENERGY MARKETING, LLC", CHANGING ITS NAME FROM "HESS ENERGY MARKETING, LLC" TO "DIRECT ENERGY BUSINESS MARKETING, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MAY, A.D. 2014, AT 9:19 O'CLOCK A.M.

5306943 8100

140741461

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1408245

DATE: 05-29-14

**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF FORMATION OF
HESS ENERGY MARKETING, LLC**

HESS ENERGY MARKETING, LLC, a limited liability company organized and existing under and by virtue of the Delaware Limited Liability Act (the "Company"), does hereby certify:

1. The name of the Company is Hess Energy Marketing, L.L.C.
2. The Certificate of Formation of the Company is amended so that Article 1 thereof shall read in its entirety as follows:
 1. The name of the limited liability company is Direct Energy Business Marketing, LLC

IN WITNESS WHEREOF, the undersigned has signed this Certificate on the 29th day of May, A.D. 2014.



Bray Dohrwardt, Secretary

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

Direct Energy Business Marketing, LLC

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 4176849

PennCorp Servicegroup, Inc.
600 North Second Street 401, PO Box 1210
Harrisburg, PA 17108-1210

Print Form

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Certificate of Amendment of Registration-Foreign

(15 Pa.C.S. § 8585)

- Limited Partnership
- Registered Limited Liability Partnership
- Registered Limited Liability Company

Document will be returned to the name and address you enter to the left.

PENNCORP SERVICEGROUP, INC.
600 N. SECOND ST.
P.O. BOX 1210
HARRISBURG PA 17108-1210

6039

Commonwealth of Pennsylvania
FOREIGN LIMITED LIABILITY AMENDMENT 3 Page(s)



T1415080053

Fee: \$250

In compliance with the requirements of 15 Pa.C.S. § 8585 (relating to amended certificate of registration), the undersigned, desiring to change the arrangements or other facts described in its application for registration as a foreign limited partnership, foreign registered limited liability partnership or a foreign limited liability company hereby states that:

1. The name under which the association was registered (or last registered) to do business in the Commonwealth of Pennsylvania is:

Hess Energy Marketing, LLC

2. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				
c/o: CT Corporation				Dauphin

3. (If applicable): The address of the registered office of the association in this Commonwealth is hereby changed to:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				
c/o:				

2014 MAY 31 10 33

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4. *If applicable:* The association desires that its registration be amended to change its name to:
Direct Energy Business Marketing, LLC

5. *If applicable:* The association desires that its registration be amended as follows in order to reflect arrangements or other facts that have changed.

IN TESTIMONY WHEREOF, the undersigned has caused this Certificate of Amendment of Registration to be signed by a duly authorized officer, member or manager thereof this

29th day of *May*, 2014.

Direct Energy Business, LLC, sole member
Name of Association


Signature

Joan Williamson, VP Finance
Title

ORIGIN ID:HOUA (713) 877-5701
BARBARA FARMER
DIRECT ENERGY
12 GREENWAY PLAZA
SUITE 250
HOUSTON, TX 77046
UNITED STATES US

SHIP DATE: 20NOV15
ACTWGT: 0.50 LB
CAD: 8899466/NET3670

BILL SENDER

TO EXEC. SECRETARY, ROSEMARY CHIAVETTA
PENNSYLVANIA PUB. UTILITY COMMISSIO
COMMONWEALTH KEYSTONE BUILDING
400 NORTH STREET 2ND FLOOR
HARRISBURG PA 17120

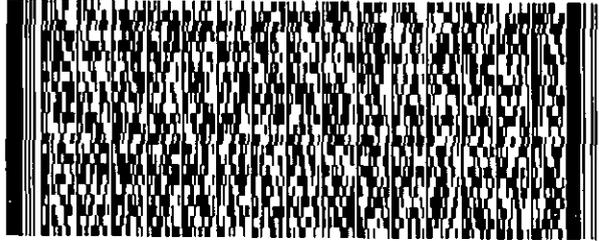
539J23F5531D0

(717) 772-7777

REF: CC-4637

INV

DEPT:



FedEx
Express



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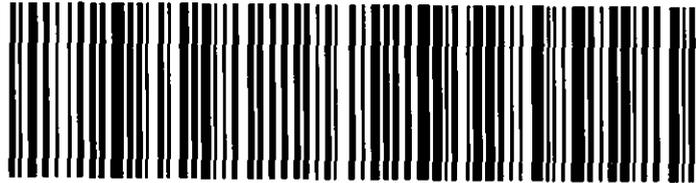
MON - 23 NOV 3:00P

TRK# 7750 2779 8220
0201

STANDARD OVERNIGHT

XH MDTA

17120
PA-US MDT



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Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$1,000, e.g. jewelry, precious metals, negotiable instruments and other items listed in our ServiceGuide. Written claims must be filed within strict time limits, see current FedEx Service Guide.