

S t r a t e g i c E n e r g y L L C

Two Gateway Center, Pittsburgh, PA 15222
412-394-5600 Fax 412-258-4866 www.sel.com

05 MAR 21 AM 9:28

BUREAU OF
FIXED UTILITY SERVICES

Julie A. Coletti
Assistant General Counsel
412-394-4356
jcoletti@sel.com

March 17, 2005

Robert Bennett
Manager, Bureau of Fixed Utility Services
Pennsylvania Public Utility Commission
PO Box 3265
Harrisburg, PA 17105-3265

DOCUMENT
FOLDER

A-110025

RE: Strategic Energy, LLC (A-11025) Request for Amendment of License

Dear Mr. Bennett:

Please allow this letter to serve as a formal request to the Pennsylvania Public Utility Commission (PUC) for an amendment to the license of Strategic Energy, LLC (A-11025) to include "broker/marketer" in addition to the existing designation of "aggregator".

Sincerely,

Julie A. Coletti
Assistant General Counsel

JAC/cab

cc: Brian Vayda

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2005 MAR 21 AM 10:52
SECRETARY'S BUREAU



OCTOBER 4, 2005

IRREVOCABLE STANDBY LETTER OF CREDIT NO. S150227

BENEFICIARY:

PENNSYLVANIA PUBLIC UTILITY COMMISSION
COMMONWEALTH KEYSTONE BUILDING
2ND FLOOR, ROOM-N201
400 NORTH STREET
HARRISBURGH, PA 17120

APPLICANT:

GREAT PLAINS ENERGY INCORPORATED
1201 WALNUT STREET
KANSAS CITY, MISSOURI 64141-9679

ON BEHALF OF:

STRATEGIC ENERGY, L.L.C.
ATTN: VICE PRESIDENT, FINANCE
2 GATEWAY CENTER, 9th FLOOR
PITTSBURGH, PENNSYLVANIA 15222

AMOUNT: USD16,184,780.00

EXPIRY DATE: OCTOBER 4, 2006

LADIES AND GENTLEMEN:

WE HEREBY ISSUE OUR IRREVOCABLE LETTER OF CREDIT NO. S150227 IN YOUR FAVOR FOR THE ACCOUNT OF GREAT PLAINS ENERGY INCORPORATED ON BEHALF OF STRATEGIC ENERGY, L.L.C., FOR AN AGGREGATE AMOUNT UP TO USD 16,184,780.00 (SIXTEEN MILLION ONE HUNDRED EIGHTY FOUR THOUSAND SEVEN HUNDRED EIGHTY AND 00/100 U.S. DOLLARS). THIS LETTER OF CREDIT WILL EXPIRE ON OCTOBER 4, 2006. UNLESS AUTOMATICALLY EXTENDED AS PROVIDED FOR HEREIN.

THIS LETTER OF CREDIT IS WRITTEN IN ACCORDANCE WITH SECTION 2809(C) (1)(I) OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 2809(C)(1)(I), AND WE ARE ADVISED THAT IT WILL ASSURE COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 101, ET SEQ., AND THE RULES AND REGULATIONS OF THE PENNSYLVANIA PUBLIC UTILITY COMMISSION BY STRATEGIC ENERGY, L.L.C. AS A LICENSED ELECTRIC GENERATION SUPPLIER; TO ENSURE THE PAYMENT OF GROSS RECEIPTS TAX AS REQUIRED BY SECTION 2810 OF THE PUBLIC UTILITY CODE, 66 PA. C.S. SECTION 2810 AND TO ENSURE THE SUPPLY OF ELECTRICITY AT RETAIL IN ACCORDANCE WITH CONTRACTS, AGREEMENTS OR ARRANGEMENTS.

A-110075
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OCT 4 2005

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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WE ARE ADVISED THAT; 1. PAYMENTS MADE PURSUANT TO THIS LETTER OF CREDIT SHALL ENURE FIRST TO THE BENEFIT OF THE COMMONWEALTH, AND SECOND, TO ANY AND ALL RETAIL ELECTRIC GENERATION CUSTOMERS TO WHOM STRATEGIC ENERGY, L.L.C. MAY BE HELD LEGALLY LIABLE FOR FAILURE TO SUPPLY ELECTRIC GENERATION PURSUANT TO CONTRACT, AGREEMENTS OR ARRANGEMENTS. 2. ANY CLAIMS MADE BY THE COMMONWEALTH SHALL HAVE PRIORITY OVER CLAIMS MADE BY PRIVATE INDIVIDUALS. 3. PROCEEDS OF THE LETTER OF CREDIT MAY NOT BE USED TO PAY PENALTIES OR FINES LEVIED AGAINST STRATEGIC ENERGY, L.L.C. FOR VIOLATIONS OF THE LAW, OR FOR PAYMENT OF ANY OTHER TAX OBLIGATIONS OWED TO THE COMMONWEALTH.

THE SAID AMOUNT IS AVAILABLE BY DRAFTS ON US BY THE PENNSYLVANIA PUBLIC UTILITY COMMISSION ("PUC") AT SIGHT ACCOMPANIED BY THE PUC'S LETTER REQUESTING PAYMENT UNDER THIS CREDIT AND PURPORTEDLY SIGNED BY AN OFFICER OF THE PUC. SUCH LETTER FROM THE PUC SHALL INCLUDE A STATEMENT OF THE AMOUNT OWED THE PUC AND THAT "SUCH AMOUNT IS DUE TO THE PUC PURSUANT TO THE PUBLIC UTILITY CODE, GROSS RECEIPTS TAX OR ELECTRICITY SUPPLY OBLIGATIONS OF STRATEGIC ENERGY, L.L.C., LICENSE TO OFFER, RENDER, FURNISH OR SUPPLY ELECTRICITY OR ELECTRIC GENERATION SERVICES TO THE PUBLIC IN THE COMMONWEALTH OF PENNSYLVANIA; AND, THAT STRATEGIC ENERGY, L.L.C. FAILED TO PAY THAT AMOUNT."

PARTIAL DRAWINGS ARE PERMITTED UNDER THIS CREDIT.

THIS LETTER OF CREDIT EXPIRES AT OUR OFFICE LOCATED AT 227 WEST MONROE STREET, SUITE 2300, CHICAGO, IL 60606 AT OUR CLOSE OF BUSINESS ON OCTOBER 4, 2006.

IT IS A CONDITION OF THIS LETTER OF CREDIT THAT IT WILL BE AUTOMATICALLY EXTENDED FOR PERIODS OF ONE YEAR EACH FROM THE PRESENT OR ANY FUTURE EXPIRY DATE, UNLESS WE NOTIFY YOU IN WRITING AT LEAST 90 DAYS PRIOR TO SUCH EXPIRY DATE THAT WE ELECT NOT TO FURTHER EXTEND THIS LETTER OF CREDIT. UPON RECEIPT OF SUCH NOTICE, YOU MAY DRAW ON THIS LETTER OF CREDIT, UP TO THE UNUSED BALANCE, BY PRESENTATION OF YOUR SIGHT DRAFT DRAWN ON THE BANK OF TOKYO-MITSUBISHI, LTD., CHICAGO BRANCH, CHICAGO, IL, ON OR BEFORE THE THEN RELEVANT EXPIRY DATE.

EACH DRAFT MUST BE MARKED "DRAWN UNDER THE BANK OF TOKYO-MITSUBISHI, LTD., CHICAGO BRANCH, LETTER OF CREDIT NUMBER S150227, DATED OCTOBER 4, 2005."

THE BANK OF TOKYO-MITSUBISHI, LTD., CHICAGO BRANCH
IRREVOCABLE STANDBY LETTER OF CREDIT NO. S150227

EXCEPT SO FAR AS OTHERWISE EXPRESSLY STATED HEREIN, THIS LETTER OF CREDIT IS SUBJECT TO THE "UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS (1993 REVISION), INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NO. 500."

WE HEREBY AGREE WITH YOU THAT YOUR DRAFTS DRAWN HEREUNDER AND IN COMPLIANCE WITH THE TERMS OF THIS LETTER OF CREDIT WILL BE DULY HONORED IF PRESENTED TO US AT OUR ABOVE STATED OFFICE ON OR BEFORE THE THEN RELEVANT EXPIRATION DATE OF THIS LETTER OF CREDIT.

VERY TRULY YOUR

THE BANK OF TOKYO-MITSUBISHI, LTD.
CHICAGO BRANCH



AUTHORIZED SIGNATURE

DAISY VILLAFRA
V.P. MANAGER



ORIGINAL

Two Gateway Center
Pittsburgh, PA 15222

800.830.5923
www.strategicenergy.com

DOCUMENT
FOLDER

Carl W. Boyd
Manager of Regulatory Compliance & Licensing
412-644-3120
cboyd@strategicenergy.com

Via FedEx

August 27, 2008

Pennsylvania Public Utility Commission
Attn: Mr. James J. McNulty, Secretary
Room B-20, North Office Building
North Street and Commonwealth Avenue
P.O. Box 3265
Harrisburg, PA, 17105-3265
717-783-1740

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AUG 27 2008

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

RE: Update to registration information for Strategic Energy, LLC – License #A-110025

Mr. McNulty:

Pursuant to 52 Pa Code § 54.34, please allow this correspondence to serve as notice that Strategic Energy, LLC (License #A-110025) has changed its name to **Direct Energy Business, LLC** as of September 1, 2008. Enclosed please find a Certificate of Amendment of Registration (Foreign) that has been filed with the Corporation Bureau of the Pennsylvania Department of State.

Direct Energy Business, LLC will continue to provide retail electric service to commercial and industrial customers in the State of Pennsylvania, and will continue to fulfill all regulatory and compliance requirements related to its competitive generation supplier license. In addition, please note that Direct Energy Services, LLC continues to maintain a separate and distinct supplier license (License #A-110164) and will continue to do business under said license. We are not making any service changes and will not be transferring customers between these two corporate entities at this time.

If you have any questions regarding this notice, please contact me.

Sincerely,

Carl W. Boyd
Manager of Regulatory Compliance & Licensing

BN-17729

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

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AUG 27 2008

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Certificate of Amendment of Registration-Foreign

(15 Pa.C.S. § 8585)

- Limited Partnership
 Registered Limited Liability Partnership
 Registered Limited Liability Company

Name LISA DEESANTE		
Address TWO GATEWAY CENTER, 9TH FLOOR		
City PITTSBURGH	State PA	Zip Code 15222

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

←

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:

STRATEGIC ENERGY, L.L.C.

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: NATIONAL REGISTERED AGENTS, INC. Dawson County				County

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:				County


4. *If applicable:* The association desires that its registration be amended to change its name to:
DIRECT ENERGY BUSINESS, L.L.C

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
25 day of August, 2008.

STRATEGIC ENERGY, L.L.C.

Name of Association



Signature

BRANDON PARENT
AUTHORIZED LEAD OFFICER

Title

BUREAU USE ONLY:	
<input type="checkbox"/> Revenue	<input type="checkbox"/> Labor & Industry
<input type="checkbox"/> Other _____	
File Code _____	Filed Date _____

Part I. Complete for each filing:

Current name of entity or registrant (survivor or new entity if merger or consolidation): STRATEGIC ENERGY, L.L.C.	
Entity number, if known: 2838495	Incorporation/qualification date in PA: Sept 28, 1998
State of Inc: DELAWARE	Federal EIN: 25-1821047
Specified effective date, if any: _____	

Part II. Check proper box:

<input checked="" type="checkbox"/> Amendment (complete Section A)	<input type="checkbox"/> Merger, Consolidation or Division (complete Section B,C or D)
<input type="checkbox"/> Consolidation (complete Section C)	<input type="checkbox"/> Division (complete Section D)
<input type="checkbox"/> Conversion (complete Section A & E)	<input type="checkbox"/> Correction (complete Section A)
<input type="checkbox"/> Termination (complete Section H)	<input type="checkbox"/> Revival (complete Section G)
<input type="checkbox"/> Dissolution before Commencement of Business (complete Section F)	

<input checked="" type="checkbox"/> Section A – Check box(es) which pertain to changes:	
<input checked="" type="checkbox"/> Name: DIRECT ENERGY BUSINESS, LLC.	
____ Registered Office: Number & street/RD number & box number City State Zip County	
____ Purpose:	
____ Stock (aggregate number of share authorized): _____	____ Effective date: _____
____ Term of Existence: _____	____ Other: _____

<input type="checkbox"/> Section B – Merger Complete Section A if any changes to surviving entity:		
Merging Entities are: (attach sheet for additional merging entities)		
Name:	Entity #, if known:	
Effective date:	Inc./qual. date in PA.	State of Inc:
Name:	Entity #, if known:	
Effective date:	Inc./qual. date in PA.	State of Inc:

Section C - Consolidation

Consolidating Entities are: *(attach sheet for additional consolidating entities)*
 Name: _____

Entity #, if known: _____ Inc./qual. date in PA. _____ State of Inc. _____

Name: _____

Entity #, if known: _____ Inc./qual. date in PA. _____ State of Inc. _____

Section D - Division

Forming new entity(s) named below: *(attached sheet for additional entities)*

Name: _____ Entity Number: _____

Name: _____ Entity Number: _____

Check one: Entity named in Part I survives. *(any changes, complete Section A)*
 Entity named in Part I does not survive.

Section E - Conversion *(complete Section A)*

Check one: Converted from nonprofit to profit Converted from profit to nonprofit

Section F - Dissolved by Shareholders or Incorporators Before Commencement of Business

Section G - Statement of Revival *(complete Section A for any changes to revived entity)*

Entity named in Part I hereby revives its charter or articles which were forfeited by Proclamation or expired.

Section H - Statement of Termination *(attach sheet for additional entities involved)*

_____ filed in the Department of State on _____ is/are hereby terminated.
 (type of filing made) _____ month/date/year hour, if any'

If merger, consolidation or division, list all entities involved, other than that listed in Part I:

Name: _____ Entity number: _____

Name: _____ Entity number: _____

From: Origin ID: BTPA (412)644-3120
Carl Boyd
STRATEGIC ENERGY, LLC
TWO GATEWAY CENTER
5TH FLOOR
PITTSBURGH, PA 15222



Ship Date: 27AUG08
ActWgt: 1 LB
System#: 3632564/INET8061
Account#: S *****

Delivery Address Bar Code

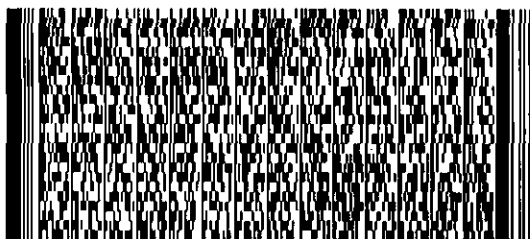


Ref #
invoice #
PO #
Dept #

SHIP TO: 717-783-5411 BILL SENDER
James McNulty, Secretary
PA Public Utility Commission
Commonwealth Keystone Bldg, 2nd Fl
400 North Street
Harrisburg, PA 17120

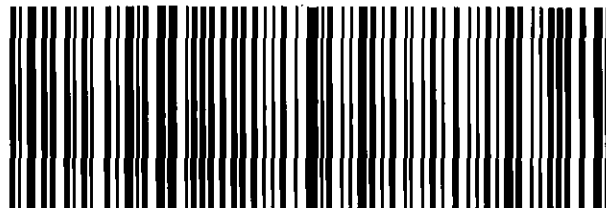
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