

Buchanan Ingersoll Rooney PC

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March 31, 2017

VIA E-FILING

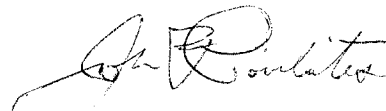
Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

Re: Commerce Energy Company Name Change
Electric Generation Supplier License No. A-110117
Natural Gas Supplier License No. A-125138

Dear Secretary Chiavetta:

Enclosed please find copies of the California Secretary of State Certificate of Amendment of Articles of Incorporation (Attachment 1) and Pennsylvania Department of State Amendment of Foreign Registration (Attachment 2), submitted in support of Commerce Energy, Inc.'s ("Commerce Energy") requested name change to Just Energy Solutions, Inc. In addition, updated security in the name of Just Energy Solutions, Inc. will be delivered in Monday, April 3, 2017 to the Pennsylvania Public Utility Commission. Please contact me if you have any questions. Thank you very much.

Very truly yours,



John F. Povilaitis

JFP:tlg


Enclosure

cc: Certificate of Service
Jeffrey McCracken, Bureau of TUS

Attachment 1

NCTO

A0795885

 <p>Secretary of State Certificate of Amendment of Articles of Incorporation Name Change Only - Stock</p>	AMDT-STK-NA
	<p>FILED Secretary of State KM State of California MAR 30 2017 EFFECTIVE DATE MAR 31 2017</p>
<p>IMPORTANT — Read Instructions before completing this form. Filing Fee — \$30.00 Copy Fees — First Page \$1.00 & .50 for each attachment page; Certification Fee — \$5.00</p>	
<p>1. Corporation Name (Enter the exact name of the corporation as it currently is recorded with the California Secretary of State.) Commerce Energy, Inc.</p>	<p>2. 7-Digit Secretary of State File Number C1909805</p>

~~HCC This Space For Office Use Only~~

Item 3a: Enter the number, letter or other designation assigned to the provision in the Articles of Incorporation being amended (e.g., "1," "First," or "A"). See instructions if the provision in the Articles of Incorporation being amended does not include a number, letter, or other designation. Any attachment is made part of this document.

Item 3b: Enter the new corporate name

3. New Corporation Name

3a. Article One of the Articles of Incorporation is amended to read as shown in Item 3b below:

3b. The name of the corporation is Just Energy Solutions Inc.

4. Approval Statements

4a. The Board of Directors has approved the amendment of the Articles of Incorporation.

4b. Shareholder approval was (check one):

By the required vote of shareholders in accordance with California Corporations Code section 902. The total number of outstanding shares of the corporation is 30,553,540 common shares. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

Not required because the corporation has no outstanding shares.

5. Read, sign and date below (see instructions for signature requirements)

We declare under penalty of perjury under the laws of the State of California that the matters set forth herein are true and correct of our own knowledge and we are authorized by California law to sign.

Jan 10, 2017 [Signature] James Lewis
Date Signature Type or Print Name of President

Jan 10, 2017 [Signature] Jonah Davids
Date Signature Type or Print Name of Secretary



A0795885

Just Energy (U.S.) Corp.
5251 Westheimer Rd., Ste 1000
Houston, Texas 77056

Legal Department

March 28, 2017

California Secretary of State
1500 11th Street
3rd Floor
Sacramento, CA 95814

Dear Sir/Madam:

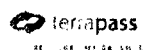
Re: Commerce Energy, Inc. – Amendment to Articles of Incorporation

Please ensure that the enclosed Certificate of Amendment to Articles of Incorporation of Commerce Energy, Inc. to change its name to Just Energy Solutions Inc. is filed with the California Secretary of State with an effective date of March 31, 2017.

Yours truly,

Cori Novy
Legal Counsel
Just Energy

:bw





I hereby certify that the foregoing
transcript of 2 page(s)
is a true and correct copy of the
original record in the custody of the
California Secretary of State's office.

MAR 30 2017


Date: _____

Handwritten signature of Alex Padilla in black ink.

ALEX PADILLA, Secretary of State

NCTO

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 <p>Secretary of State Certificate of Amendment of Articles of Incorporation Name Change Only - Strik</p>	<p>AMDT- STK-NA</p>	<p>FILED Secretary of State KM State of California MAR 30 2017 EFFECTIVE DATE MAR 31 2017 4cc. This Space For Office Use Only 2. 7-Digit Secretary of State File Number C1909805</p>
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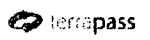
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Legal Counsel
Just Energy

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MAR 30 2017

Date

KM

Alex Padilla

ALEX PADILLA, Secretary of State

NCTO

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	Secretary of State Certificate of Amendment of Articles of Incorporation Name Change Only - Strik	AMDT- STK-NA
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Secretary of State KM
State of California

MAR 30 2017
EFFECTIVE
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Type or Print Name of President

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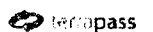
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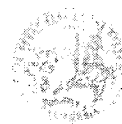
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Cori Novy
Legal Counsel
Just Energy

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Alex Padilla

ALEX PADILLA, Secretary of State

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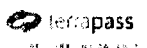
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Alex Padilla

ALEX PADILLA, Secretary of State

Attachment 2

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to: <u>CSC order # 531765-60</u> <u>184</u> Name _____ Address _____ Corporation Service Company (xx) Return document by email to: <u>cscpa@cscinfo.com</u>	Amendment of Foreign Registration DSCB:15-413  TCO170331JF0369
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Commerce Energy, Inc.

2. The type of association is (check only one):

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | |

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) – not both:

(a) _____
Number and street City State Zip County
OR

(b) c/o: Corporation Service Company Dauphin
Name of Commercial Registered Office Provider County

4. Effective date of amendment of foreign registration (check, and if appropriate complete, one of the following):

- The Amendment of Foreign Registration shall be effective upon filing in the Department of State.
 The Amendment of Foreign Registration shall be effective on: 03/31/2017 at _____
Date (MM/DD/YYYY) Hour (if any)

2017 MAR 31 AM 9:47

PA DEPT OF STATE

5. Check, and if appropriate complete, one of the following:

The association desires that its registration be amended to change or correct the following information:

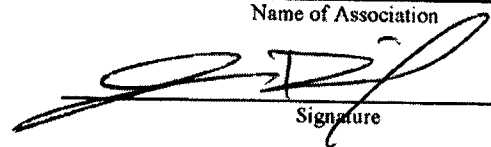
The entity name is hereby amended to read as follows: Just Energy Solutions Inc.

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania and a resolution from the association's governors adopting the name must be attached.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this 1st day of March 20 17.

Commerce Energy, Inc.
Name of Association



Signature

Corporate Secretary
Title