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GDF Suez Retail Energy Solutions, LLC

Application for Certificate of

Service Authority under Section

16-115 of the Public Utilities Act.

Docket No. 11-0531

APPLICATION OF GDF SUEZ RETAIL ENERGY SOLUTIONS, LLC FOR A CERTIFICATE OF SERVICE AUTHORITY TO BE AN ALTERNATIVE RETAIL ELECTRIC SUPPLIER ("ARES")

GDF Suez Energy Retail Solutions, LLC ("Applicant"), hereby requests that the Illinois Commerce Commission ("Commission") grant it a certificate of service authority pursuant to Section 16-115 of the Public Utilities Act ("Act"). In support of its application, Applicant states as follows:

GENERAL [451.20, 451.30, 451.210, and 451.310]

1. Applicant's name and street address: [451.20(c)(1)]

GDF Suez Energy Retail Solutions, LLC
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056

2. Related Information:

- Type of business entity: [corporation, LLP, LLC, etc.]
 - Limited Liability Company
- Jurisdiction in which and under whose laws business entity was created:
 - Organized in State of Delaware
 - Date: 4/18/2011; File No. 110458301
- Other names under which Applicant does business (D/B/A):
 - Not Applicable
- Federal Employer Identification Number: [451.20(c)(2)]
 - Federal EIN: 35-2408190

- Registered Agent in Illinois:
 - Capitol Corporate Services, Inc.
 - 1315 West Lawrence Avenue
 - Springfield, IL 62704

3. Contact Persons for the following:

- a) issues related to processing this application,

Naveen Rabie, Counsel
1900 Post Oak Blvd, Suite 1900
Houston, Texas 77056
713-636-1607
Fax: 713-636-1601
Naveen.Rabie@gdfsuezna.com

- b) issues related to retail customers, including complaint resolution, and

Jason Austin, General Counsel
1900 Post Oak Blvd, Suite 1900
Houston, Texas 77056
713-636-1742
Fax: 713-636-1601
Jason.Austin@gdfsuezna.com

- c) technical issues, including scheduling of generation, transmission, and distribution, and issues arising from relationships with other providers of electric services.

Brian Coker, PJM Portfolio, Supply
1900 Post Oak Blvd, Suite 1900
Houston, Texas 77056
713-636-1753
Fax: 713-636-1601
Brian.Coker@gdfsuezna.com

Provide each contact person's name, title, mailing address, telephone number, facsimile number, and e-mail address.

4. GDF Suez Retail Energy Solutions, LLC agrees to accept service by electronic means. [451.30(e)]
5. GDF Suez Retail Energy Solutions, LLC is licensed to do business in the State of Illinois, as demonstrated in **Attachment 1**. [451.20(d)(1)]
6. GDF Suez Retail Energy Solutions, LLC will publish notice of its application for certification in the Official State Newspaper within 10 days following its filing of the application for certification. The applicant will file proof of publication with the Clerk of the Commission within 5 days after publication. [451.30(a)]

Per Part 451.30(a), GDF Suez Retail Energy Solutions will publish notice of its ARES application in the Official State newspaper (the Breeze Courier) through its Legal Notice Department within ten (10) days of filing this application. Within five (5) days after publication, GDF Suez Retail Energy Solutions LLC will send the original and two copies of the proof of publication to the Chief Clerk of the Commission, in the form of a Publication Certificate from the Breeze Courier.

7. Applicant's employees that will be installing, operating, and maintaining generation, transmission, or distribution facilities within the State of Illinois, as well as any entity with which the Applicant has contracted to perform those functions, have the requisite knowledge, skills, and competence to perform those functions in a safe and responsible manner in order to provide safe and reliable service in accordance with the criteria stated in Section 16-128(a) of the Act [220 ILCS 5/16-128(a)], [451.20(d)(2)].

Not Applicable. GDF Suez Retail energy Solutions, LLC Not Applicable does not own generation, transmission, or distribution facilities within the State of Illinois.

8. Description of Applicant's business. GDF Suez Retail Energy Solutions, LLC is not affiliated with an Illinois utility. [451.30(c)(1)]

GDF Suez Retail Energy Solutions, LLC is a wholly-owned, sole member-managed subsidiary of GDF Suez Energy Resources NA, Inc., which is a wholly-owned subsidiary of GDF Suez Energy NA, Inc. GDF Suez Retail Energy Solutions LLC's

parent company and sole managing member, GDF Suez Energy Resources NA, Inc., is the retail operating group for GDF Suez Energy NA, Inc., its parent company that engages in electricity generation and cogeneration, natural gas and LNG, renewable energy, and asset-based trading and origination. GDF Suez Energy Resources NA, Inc., parent company and sole managing member, currently provides risk-managed electric energy supply to commercial and industrial customers as a licensed retail electric supplier in Illinois, licensed pursuant to ICC Certificate No. 050257 on June 7, 2005. GDF Suez Energy Resources NA, Inc. also provides risk-managed electric energy supply to commercial and industrial customers in Connecticut, Delaware, Illinois, Texas, New York, New Jersey, Maryland, Maine, Massachusetts, Pennsylvania, the District of Columbia, and Ohio. It serves approximately 4,500 businesses and 60,000 accounts in the United States.

GDF Suez Retail Energy Solutions, LLC is formed to manage the small commercial market for GDF Suez Energy Resources NA, Inc. GDF Suez Retail Energy Solutions LLC will operate as a licensed complete retail electric supplier in the States listed above and will focus of marketing to and serving the small commercial market in these states.

9. Geographic area in which Applicant seeks to be authorized to offer service (if less than entire State, provide detailed description) and the types of services it intends to offer. [451.30(c)]

GDF Suez Retail Energy Solutions LLC will market to and sell electric energy supply in the competitive retail market to all nonresidential commercial customers in the State of Illinois, in the following utility territories: Commonwealth Edison Company and Ameren. GDF Suez Retail Energy Solutions LLC will offer a variety of electric energy products to customers including fixed-price products and index-based products. GDF Suez's marketing initiative for entry into the IL small commercial market is a multi-channel strategy to reach customers through: (i) a variety of dedicated sales channels such as direct customer sales through an e-channel (internet based sales), agent representatives (i.e. door-to-door sales) and telesales, which will exclusively market and sell GDF Suez's products and services; and (ii) non-dedicated sales channels such as consultants, aggregators, and brokers that function as a customer

representative and solicit products and services from GDF Suez, as well as other suppliers, on the customer's behalf.

10. GDF Suez Retail Energy Solutions, LLC is filing this application under Part 451 Subpart D. GDF Suez Retail Energy Solutions, LLC intends to provide electric energy supply services to serve all nonresidential commercial customers, including small commercial customers, in the State of Illinois.
11. Proof of notification to each utility of Applicant's intent to serve in the utility's service area is provided in **Attachment 2**. [451.30(c)(3)]
12. GDF Suez Retail Energy Solutions, LLC Applicant certifies that it:
 - a) will comply with all applicable Federal, State, regional and industry rules, practices, policies, procedures and tariffs for the use, operation, maintenance, safety, integrity, and reliability of the interconnected electric transmission system; [451.20(a)]
 - b) will comply with informational and reporting requirements that the Commission may by rule establish; [451.20(b)]
 - c) complies with all other applicable laws and regulations and Commission rules and orders; [451.20(e)]
 - d) complies with all terms and conditions required by Sections 16-115A(a), (b), and (f), 16-119, 16-123, 16-125(b) and (c), 16-127, and 16-128(a) of the Act, to the extent those Sections have application to the services being offered by the alternative retail electric supplier; [451.30(d)(2)] and
 - e) complies with all terms and conditions required by Section 16-115A(c) of the Act. [451.210 and 451.310(a)]
13. GDF Suez Retail Energy Solutions, LLC agrees to submit good faith schedules of transmission and energy in accordance with applicable tariffs. [451.20(a)]
14. GDF Suez Retail Energy Solutions, LLC certifies that it will provide for review by Staff on a confidential and proprietary basis data related to contracts for the purchase and sale of electric power and energy; [451.20(b)]

15. GDF Suez Retail Energy Solutions, LLC certifies it will procure renewable energy resources as required by Section 16-115D and subsection (d) of Section 16-115 of the Act.
16. GDF Suez Retail Energy Solutions, LLC certifies that it will source electricity from clean coal facilities, as required by Section 16-115(d)(5) of the Act. [451.20(g)]
17. GDF Suez Retail Energy Solutions, LLC agrees to adopt and follow rules and procedures ensuring that authorizations received from customers, customer billing records, and requests for delivery service transmitted to utilities are retained for a period of not less than two calendar years after the calendar year in which they were created. [451.40(a)]
18. GDF Suez Retail Energy Solutions, LLC agrees to adopt and follow rules and procedures to preserve the confidentiality of its customer's data. [451.40(b)]
19. GDF Suez Retail Energy Solutions, LLC does not currently have authority from the Commission to be an ARES.
20. GDF Suez Retail Energy Solutions, LLC is not currently licensed as an alternative retail electric supplier in any other jurisdiction, similar to the licensure required under Section 16-115 of the Illinois Public Utilities Act; however, GDF Suez Retail Energy Solutions, LLC is in the application submission process for licensing as a retail electric supplier in the State of Massachusetts, New Jersey, Maryland, and Texas. GDF Suez Retail Energy Solutions, LLC has not had any complaints filed against it for its provision of any services in the electric or gas industry in this or any other jurisdiction.

LICENSE OR PERMIT BOND [451.50]

21. Applicant is required to execute and maintain a copy of the license or permit bond in the name of the People of the State of Illinois issued by a qualifying surety or insurance company authorized to transact business in the State of Illinois. The amount of the bond shall equal the amount specified in Part 451.50(a) for the appropriate group of customers the Applicant seeks certification to serve.

GDF Suez Retail Energy Solutions, LLC has obtained a bond in the name of the People of the State of Illinois Issued by Travelers Casualty and Surety Company of

America (a qualifying surety company authorized to transact business in the State of Illinois and listed on the ICC's list of certified surety companies) in the amount of \$300,000.00 (three hundred thousand dollars), as required by Part 451.50(a), and as attached hereto as **Attachment 3**.

FINANCIAL QUALIFICATIONS [451.320]

22. Applicant meets one of the six financial criteria set forth in Part 451.320(a)(1-6), as demonstrated in **Attachment 4**. GDF Suez Retail Energy Solutions, LLC meets the financial criteria pursuant to 451.320(a)(3).

23. Applicant will not provide electric power and energy with property, plant and equipment that it owns, controls, or operates.

TECHNICAL QUALIFICATIONS [451.330]

24. Applicant will not use electric generation, transmission or distribution facilities that it owns, controls or operates in serving customers. Applicant meets the requirements of Part 451.330 as demonstrated in **Attachment 5**.

MANAGERIAL QUALIFICATIONS [451.340]

25. Applicant meets the managerial qualifications set forth in Part 451.340 as demonstrated in **Attachment 6**.

26. Applicant is not relying on one or more agents or contractors to meet the technical and managerial requirements of Part 451.120 and 451.130, 451.230 and 451.240, 451. 330 and 451.340, or 451.420.

FINANCIAL QUALIFICATIONS FOR SINGLE BILLING SERVICE [451.510]

27. Applicant does not intend to provide single billing services.

GENERAL PROVISIONS FOR APPLICANTS FILING UNDER SUBPART D [451.310]

28. Applicant certifies that its marketing materials which make statements concerning prices, terms and conditions of service contain information that adequately discloses the prices, terms

and conditions of the products or services that the Applicant is offering or selling to the customer. [451.310(c)(1)]

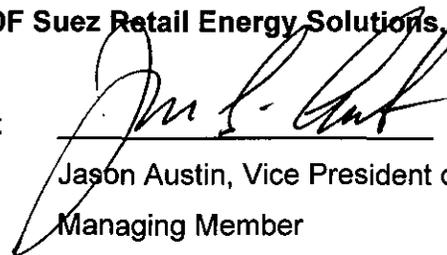
29. Applicant certifies that before any customer is switched from another supplier, Applicant will give the customer written information that adequately discloses, in plain language, the prices, terms and conditions of the products and services being offered and sold to the customer. [451.310(c)(2)]
30. Applicant certifies it will provide documentation to the Commission and to customers that substantiates any claims made by the Applicant regarding the technologies and fuel types used to generate the electricity offered or sold to customers. [451.310(c)(3)]
31. Applicant certifies it will provide to the customer itemized billing statements that describe the products and services provided to the customer and their prices, and provide an additional statement, at least annually, that adequately discloses the average monthly prices, and the terms and conditions, of the products and services sold to the customer. [451.310(c)(4)]
32. Applicant certifies it will include materials comprising the consumer education program (pursuant to Section 16-117 of the Act [220 ILCS 5/16-117]) with all initial mailings to potential small commercial retail customers and before executing any agreements or contracts with such customers, and that Applicant will provide these materials at no charge to small commercial retail customers upon request. [451.310(d) and 451.310(e)]
33. Applicant certifies it will provide to small commercial retail customers on a semiannual basis information on how to obtain a list of alternative retail electric suppliers that have been found in the last 3 years by the Commission (pursuant to Section 10-108 of the Act [220 ILCS 5/10-108]) to have failed to provide service in accordance with the terms of their contracts (pursuant to Section 16-117(g)(4)(C) of the Act). [451.310(f)]

WHEREFORE, Applicant requests that the Commission grant its application for service authority to serve all retail customers pursuant to Part 451.30(c) in the State of Illinois in the Commonwealth Edison Company and Ameren service territories.

Respectfully submitted,

GDF Suez Retail Energy Solutions, LLC

By:

A handwritten signature in black ink, appearing to read "Jason Austin", is written over a horizontal line. The signature is fluid and cursive.

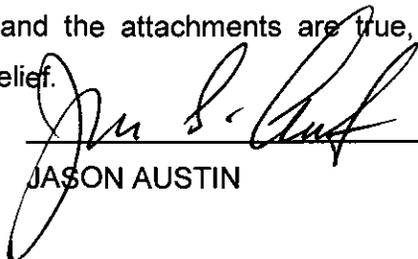
Jason Austin, Vice President of Corporate
Managing Member

Jason Austin, General Counsel
GDF Suez Retail Energy Solutions LLC
1990 Post Oak Blvd, Suite 1900
Houston, Texas 77056
Tel: 713-636-1674
Fax: 713-636-1601
Jason.Austin@gdfsuezna.com

VERIFICATION

STATE OF TEXAS
COUNTY OF HARRIS

Jason Austin, being first duly sworn, deposes and says that he is a Vice President of GDF Suez Retail Energy Solutions LLC; that he has read the foregoing Application of GDF Suez Retail Energy Solutions LLC and all of the attachments accompanying and referred to within the Application; and that the statements contained in the Application and the attachments are true, correct and complete to the best of his knowledge, information and belief.



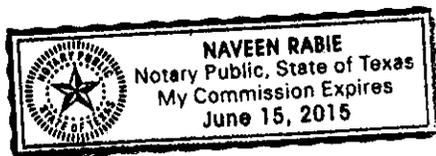
JASON AUSTIN

Subscribed and sworn to before me
this 12th day of July, [2011].



Notary Public

[Stamp of Notary]



STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

GDF Suez Retail Energy Solutions, LLC :
: Application for Certificate of : Docket No. _____
: Service Authority under Section :
: 16-115 of the Public Utilities Act. :
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**APPLICATION OF GDF SUEZ RETAIL ENERGY SOLUTIONS, LLC FOR A CERTIFICATE OF SERVICE
AUTHORITY TO BE AN ALTERNATIVE RETAIL ELECTRIC SUPPLIER ("ARES")**

ATTACHMENT 1

GDF Suez Retail Energy Solutions filing and proof of licensure to do business in the State of Illinois

ATTACHMENT 2

GDF Suez Retail Energy Solutions' proof of notification to each utility GDF Suez Retail Energy Solutions intends to serve in such utilities' service area.

ATTACHMENT 3

Surety Bond in the name of the People of the State of Illinois in the amount of \$300,000.00

ATTACHMENT 4

Section 451.320 - Financial Qualifications under Subpart D
Proof of PJM Membership

ATTACHMENT 5

Section 451.330 - Technical Qualifications under Subpart D

ATTACHMENT 6

Section 451.340 - Managerial Qualifications under Subpart D