



NHPUC 28MAR'18PM1:41

Debra A. Howland, Executive Director
New Hampshire Public Utilities Commission
21 South Fruit Street, Suite 10
Concord, New Hampshire 03301-2429

RE: Direct Energy Business Marketing, LLC – Gas License Renewal (DM 13-121)

Dear Ms. Howland,

Direct Energy Business Marketing, LLC (DEBM) submits this license renewal in compliance with NH Code of Administrative Rules, Section Puc 3003.02. Enclosed are an original and two copies of the confidential document. Two copies of the redacted license renewal have also been attached.

A copy of the 5-year bond has been included with this letter. The original bond has been mailed to the NH PUC under separate cover.

A check for \$250.00, made payable to State of New Hampshire, NH PUC Business Office has also been included.

If you have any questions about the license renewal please do not hesitate to contact me.

Sincerely,



Andy Beauchamp
Regulatory Licensing & Reporting
(713) 877-3925
andy.beauchamp@directenergy.com

enc.

1. The legal name of the applicant as well as any trade name(s) under which it intends to operate in this state:

Direct Energy Business Marketing, LLC

2. The applicant's business address, telephone number, e-mail address and website address, as applicable:

194 Wood Avenue South, Suite 200
Iselin, NJ 08830

3. The applicant's place of incorporation, if anything other than an individual:

Direct Energy Business Marketing, LLC is incorporated in Delaware.

4. The names, titles, business addresses, telephone numbers, and e-mail addresses of the applicant if an individual, or of the applicant's principals if the applicant is anything other than an individual:

See Attachment A.

5. The following regarding any affiliate or subsidiary of the applicant which is conducting business in New Hampshire:

Direct Energy Business, LLC
1001 Liberty Ave, Suite 1200
Pittsburgh, PA 15222
800 830-5923

Direct Energy Services, LLC
12 Greenway Plaza, Suite 250
Houston, TX 77046
800 305-3828

Direct Energy Business, LLC and Direct Energy Services, LLC are comprehensive retail energy service providers.

6. The telephone number of the applicant's customer service department or the name, title, telephone number and e-mail address of the customer service contact person of the applicant, including toll free telephone numbers if available:

Direct Energy Business Marketing, LLC – Customer Service 888-925-9115

7. The name, title, business address, telephone number, and e-mail address of the individual responsible for responding to commission inquiries:

Marc Hanks
Senior Manager, Corporate & Regulatory Affairs
24 Gary Dr
Westfield, MA 01085
413 642-3575
marc.hanks@directenergy.com

8. The name, title, business address, telephone number and e-mail address of the individual who is the applicant's registered agent in New Hampshire for service of process:

Corporate Creations Network, Inc.
3 Executive Park Drive, #201A
Bedford, NH 03110
603 369-3031

9. A copy of the applicant's authorization to do business in New Hampshire from the New Hampshire secretary of state, if anything other than an individual:

See Attachment B.
Please note the most recent annual gas revenue report was submitted to the NH PUC on 2/23/18.

10. A list of LDCs in New Hampshire through which the applicant intends to provide service. To the extent an applicant does not intend to provide service in the entire franchise area of an LDC, this list shall delineate the cities and towns where the applicant intends to provide service; Types of customers

EnergyNorth Natural Gas

Northern Utilities

11. A description of the types of customers the applicant intends to serve.

Direct Energy Business Marketing, LLC is currently serving large commercial and industrial customers.

12. A listing disclosing the number and type of customer complaints concerning the applicant or its principals, if any, filed with a state or federal licensing/registration agency, attorney general's office or other governmental consumer protection agency for the most recent calendar year in every state in which the applicant has conducted business relating to the sale of natural gas.

1 complaint was reported in 2017. A billing dispute that was reported to the PA PUC on January 30, 2017 was resolved on February 13, 2017.

13. None of the Officers & Directors listed in Attachment A have been convicted of a felony that has not been annulled by a court.

14. Neither Direct Energy Business Marketing, LLC nor any of its officers or directors:

a. Have, within the 10 years immediately prior to registration, had any civil, criminal or regulatory sanctions or penalties imposed against them pursuant to any state or federal consumer protection law or regulation;

b. Have, within the 10 years immediately prior to registration, settled any civil, criminal or regulatory investigation or complaint involving any state or federal consumer protection law or regulation; or

c. Are currently the subject of any pending civil, criminal or regulatory investigation or complaint involving any state or federal consumer protection law or regulation.

15. Please provide an explanation for any affirmative answers in question 14.

Not applicable.

16. Direct Energy Business Marketing, LLC does not intend to engage in telemarketing.

17. A sample of the bill form(s) the applicant intends to use or a statement that the applicant intends to use the LDC's billing service.

See Attachment C

18. A copy of any customer contracts or representative samples of contracts the applicant intends to use.

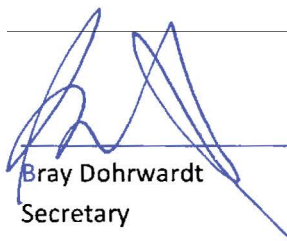
See Attachment D

19. Direct Energy Business Marketing, LLC has verified the registration of all aggregators with which it has any agreements to provide service to New Hampshire customers, prior to entering into such agreements.

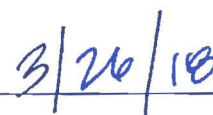
COPY

Direct Energy Business Marketing, LLC – Application for Renewal of Gas License DM 13-121

I certify that the information included in this application is truthful, accurate and complete and that I am authorized to file on behalf of Direct Energy Business Marketing, LLC.



Bray Dohrwardt
Secretary
Direct Energy Business Marketing, LLC



Date

COPY

Attachment A

Attachment A
Direct Energy Business Marketing, LLC
Officers and Directors

The following is a current list of the Officers and Directors of Direct Energy Business Marketing, LLC:

Board Positions

John Schultz
Director & President, DEBM, LLC

194 Wood Avenue South, Suite 200
Iselin, NJ 08830
(732) 750-6197

Officers

Bray Dohrwardt
Secretary, DEBM, LLC

12 Greenway Plaza
Suite 250
Houston, TX 77046
(713) 877-3851

Erica Steele
Assistant Secretary, DEBM, LLC

1001 Liberty Avenue
Suite 1200
Pittsburgh, PA 15222
(412) 667-5262

Randy Kruger
Treasurer, DEBM, LLC

194 Wood Avenue South, Suite 200
Iselin, NJ 08830
(732) 750-6792

Erin Miles
Assistant Secretary, DEBM

12 Greenway Plaza
Suite 250
Houston, TX 77046
(713) 904-7062

COPY

Attachment B

State of New Hampshire

Filing fee: \$ 50.00
Fee for Form SRA: \$ 50.00
Total fees: \$100.00
Use black print or type.

Form FLLC-1
RSA 304-C:175

Filed
Date Filed: 04/11/2013
Business ID: 690305
William M. Gardner
Secretary of State

APPLICATION FOR REGISTRATION AS A
FOREIGN LIMITED LIABILITY COMPANY

PURSUANT TO THE PROVISIONS of the New Hampshire Limited Liability Company laws, the undersigned hereby applies for registration to transact business in New Hampshire and for that purpose submits the following statement:

FIRST: The name of the limited liability company is HESS ENERGY MARKETING, LLC

SECOND: The name which it proposes to register and do business in New Hampshire is _____

HESS ENERGY MARKETING, LLC

THIRD: It is formed under the laws of Delaware

FOURTH: The date of its formation is March 20, 2013

FIFTH: The nature of the business or purposes to be conducted or promoted in New Hampshire is _____

The marketing of energy to commercial and industrial customers.

SIXTH: The name of its registered agent in New Hampshire is CT Corporation System

and the street address, town/city (including zip code and post office box, if any) of its registered office is
(agent's business address in New Hampshire) 9 Capitol Street, Concord, NH 03301

SEVENTH: The sale or offer for sale of any ownership interests in this business will comply with the requirements of the New Hampshire Uniform Securities Act (RSA 421-B).

State of New Hampshire
Form FLLC 1 - Application for Foreign Registration FLLC 6 Page(s)



T1310131041

APPLICATION FOR REGISTRATION AS A
FOREIGN LIMITED LIABILITY COMPANYForm FLLC-1
(Cont.)

*Signature: Nicholas P. Brontas Hess Corporation, Member
Print or type name: Nicholas P. Brontas
Title: Vice President and Secretary
Date signed: March 27, 2013

Complete address of person signing: Hess Corporation
1185 Avenue of the Americas
New York, NY 10036

To receive your ANNUAL REPORT REMINDER NOTICE by email, please enter your email address here:

* Shall be executed on behalf of the foreign limited liability company by a person with authority to do so under the laws of the state or other jurisdiction of its formation, or, if the foreign limited liability company is in the hands of a receiver, executor, or other court appointed fiduciary, trustee, or other fiduciary, it must be signed by that fiduciary.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fees, DATED AND SIGNED ORIGINAL AND FORM SRA to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3rd Floor, Concord, NH 03301.

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HESS ENERGY MARKETING, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2013.

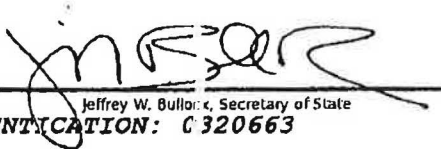
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



5306943 8300

130372333

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: C320663

DATE: 03-28-13

HESS ENERGY NEW YORK CORPORATION

One Hess Plaza
Woodbridge, NJ 07095

April 5, 2013.

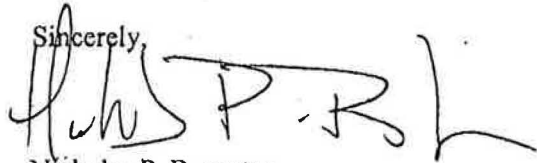
Corporate Division
Department of State
107 North Main Street
Concord, NH 03301

Re: CONSENT TO USE OF NAME

Hess Energy New York Corporation, a corporation organized under the laws of the State of Delaware, hereby consents to the organization of HESS ENERGY MARKETING, LLC in the State of New Hampshire.

IN WITNESS WHEREOF, the said limited liability company has caused this consent to be executed by its Secretary this 5th day of April 2013.

Sincerely,

A handwritten signature in black ink, appearing to read 'Nicholas P. Brountas', written over the word 'Sincerely,'.

Nicholas P. Brountas
Secretary



HESS ENERGY TRADING COMPANY, LLC
1185 Avenue of the Americas
New York, New York 10036

April 5, 2013

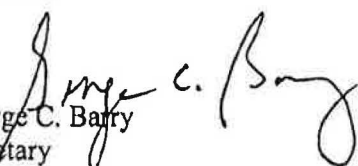
Corporate Division
Department of State
107 North Main Street
Concord, NH 03301

Re: CONSENT TO USE OF NAME

Hess Energy Trading Company, LLC, a corporation organized under the laws of the State of Delaware, hereby consents to the organization of HESS ENERGY MARKETING, LLC in the State of New Hampshire.

IN WITNESS WHEREOF, the said limited liability company has caused this consent to be executed by its Secretary this 5th day of April 2013.

Sincerely,


George C. Barry
Secretary

**Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws**

Part I – Business Identification and Contact Information

Business Name: HESS ENERGY MARKETING, LLC

Business Address (include city, state, zip): One Hess Plaza, Woodbridge, NJ 07095

Telephone Number: (732) 750-8000 E-mail: jasafu-adjaye@hess.com

Contact Person: Jacqueline Asafu-Adjaye

Contact Person Address (if different): 1185 Avenue of the Americas, New York, NY 10036

Part II – Check ONE of the following items in Part II. If more than one item is checked, the form will be rejected. **[PLEASE NOTE:** Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below. **However,** you must insure that your business meets all of the requirements spelled out in A), B), and C)]:

1. ☐ Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:
 - A) This business has 10 or fewer owners; and
 - B) Advertising *relating to the sale of ownership interests* has not been circulated; and
 - C) Sales of ownership interests – if any – will be completed within 60 days of the formation of this business.
2. ☐ This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____
3. ☐ This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____
4. ☒ This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

1. ☒ This business *is not being* formed in New Hampshire.
2. ☐ This business *is* being formed in New Hampshire and the registration document states that any sale or offer for sale of ownership interests in the business will comply with the requirements of the New Hampshire Uniform Securities Act.

Part IV – Certification of Accuracy

(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print):	<u>Hess Corporation, Member</u> <u>George C. Barry</u>	Signature:	<u>[Signature]</u>
	<u>Vice President + Secretary</u>	Date signed:	<u>March 27, 2013</u>
Name (print):	_____	Signature:	_____
		Date signed:	_____
Name (print):	_____	Signature:	_____
		Date signed:	_____

State of New Hampshire

Filed
Date Filed: 06/12/2014
Business ID: 690305
William M. Gardner
Secretary of State

Filing fee: \$35.00
Use black print or type.

Form FLLC-2
RSA 304-C:178

APPLICATION FOR AMENDED REGISTRATION FOR
FOREIGN LIMITED LIABILITY COMPANY

PURSUANT TO THE PROVISIONS of the New Hampshire Limited Liability Company laws, the undersigned hereby applies for an amended registration to transact business in New Hampshire and for that purpose submits the following statement:

FIRST: The name of the limited liability company is: Hess Energy Marketing, LLC

SECOND: The name the limited liability company is currently using in the state of New Hampshire is:
Hess Energy Marketing, LLC

THIRD: The state or country of formation is: Delaware

FOURTH: The date the limited liability company was authorized to transact business in the state of New Hampshire is: 04/11/2013

FIFTH: This application is filed for the following reason(s) (complete all applicable items):

a. The limited liability company has changed its name to: Direct Energy Business Marketing, LLC

b. The name the limited liability company will hereafter use in the state of New Hampshire is changed to: Direct Energy Business Marketing, LLC

c. The limited liability company has changed the state or country of its formation to:

*Signature: [Signature]

Print or type name: Brian Debrucardt

Title: VP of Direct Energy Business, LLC, Sole Member

Date signed: 05/29/2014

* **MUST BE SIGNED BY A MANAGER IF THE LIMITED LIABILITY COMPANY HAS A MANAGER. IF NO MANAGER, MUST BE SIGNED BY A MEMBER.** (If the limited liability company is in the hands of a receiver, executor, or other court appointed fiduciary, trustee, or other fiduciary, it must be signed by that fiduciary.)

DISCLAIMER: All documents are available for public inspection in either print or electronic form.

Mail fee and DATED A
Concord NH 03301-49

State of New Hampshire
Form FLLC 2 - Amendment to Application 2 Page(s)



T1416445016

and will be available for

date, 107 North Main Street,
301.

Form FLLC-2 (1/2013)

DIRECT ENERGY BUSINESS, LLC
12 Greenway Plaza, Suite 250
Houston, TX 77046

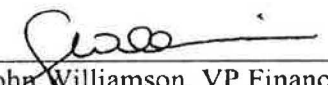
May 29, 2014

To the Secretary of State of New Hampshire:

Re: Consent to Use of Name

Direct Energy Business, LLC, a limited liability company which was originally organized under the laws of the State of Delaware on September 24, 1998, and qualified to transact business in New Hampshire on August 31, 1999 (Business No. 321781), hereby consents to the name change of Hess Energy Marketing, LLC (Business No. 690305) to "Direct Energy Business Marketing, LLC."

By:


John Williamson, VP Finance, Direct
Energy Business, Sole Member

State of New Hampshire
Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that DIRECT ENERGY BUSINESS MARKETING, LLC is a Delaware Limited Liability Company registered to transact business in New Hampshire on April 11, 2013. I further certify that all fees and documents required by the Secretary of State's office have been received and is in good standing as far as this office is concerned.

Business ID: **690305**

Certificate Number: **0004033890**



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 12th day of March A.D. 2018.

A handwritten signature in black ink, appearing to read "Wm Gardner".

William M. Gardner
Secretary of State

COPY

Attachment C



Invoice #: [REDACTED]
Account #: [REDACTED]
Invoice Date: 02/07/2018
Payment Due Date: 02/22/2018

CUSTOMER INFORMATION

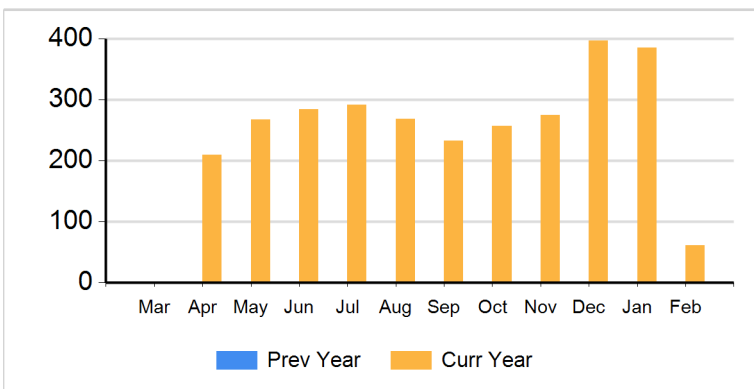
Company: [REDACTED]

Attn: [REDACTED]

Billing Address: [REDACTED]

USAGE HISTORY

Monthly Gas (THERMS)



MESSAGE CENTER

GO PAPERLESS TODAY

Enroll in paperless billing today and help reduce your carbon footprint at directenergybusiness.com/paperless.

INVOICE SUMMARY

Previous Balance	\$435.59
Payment Received (Jan 29, 2018)	(\$626.52)
Total Balance Forward	(\$190.93)
Adjustments	\$0.00
Late Payment Charge	\$0.00
Current Usage Charges	\$239.30
Total Current Charges	\$239.30

Amount Due by Feb 22, 2018 \$48.37

PAYMENT OPTIONS



By mail Remittance slip below



By web myaccount.directenergy.com



By phone 1-888-329-7906

QUESTIONS?



Call Us 1-888-925-9115



Fax Us 1-866-421-0257



Email Us CustomerRelations@directenergy.com



Visit Us myaccount.directenergy.com

Detach here and return this portion with check or money order. Do not staple or fold.



Invoice #: [REDACTED]
Account #: [REDACTED]

Amount Due by Feb 22, 2018 \$48.37

Amount Enclosed

Please write your account number on your check or money order made payable to Direct Energy Business.

Check Remittance To:

Direct Energy Business
P.O. Box 32179
New York, NY 10087-2179

IF YOU SUSPECT A NATURAL GAS LEAK, SMELL GAS OR HAVE ANY OTHER GAS RELATED EMERGENCIES, PLEASE DIAL 911 OR CONTACT YOUR LOCAL DISTRIBUTION UTILITY COMPANY.

GENERAL INFORMATION

If you end your service with Direct Energy prior to the end of your agreement term, you may be charged an early termination fee. Please refer to your agreement for additional information.

In the event that the Term of your Agreement has expired, your account will be invoiced at a Market Based Rate or dropped.

DEFINITIONS

Board of Public Utilities – State agency responsible for regulating local utility companies. (May also be called Public Service Commission).

Burner Tip – Point where natural gas is ultimately used by the customer (the meter).

CCF – 100 cubic feet. This is a measure of gas usage.

City Gate – Physical connection of an interstate pipeline and the pipeline of the local natural gas utility.

Commodity Charge – The cost of natural gas provided to you during the billing period.

GSA (Gas Settlement Adjustment) – charge or credit for the value of natural gas usage that differs from contracted volume.

Late Payment Charges – Charges for payment of a billed amount after the due date specified on the customer's invoice. Late payment charges may apply as specified in your contract with Direct Energy.

DEFINITIONS CONTINUED

Line Loss – The difference between the amount of natural gas brought to the city gate, versus the amount of natural gas usage report at the meter (burner tip). Line loss was previously included in your local pricing. Line loss is a regulated charge based on percentages determined by each utility to compensate for the utility's pipeline system loss.

Local Distribution Company (LDC) Charges – The fee assessed by the local utility for delivery of natural gas to the customer's home or business through the utility's distribution lines. In most cases this charge is billed separately by the utility.

MCF – 1,000 cubic feet or 10 CCFs. This is a measure of gas usage.

Meter – A device for measuring levels and volumes of a customer's natural gas usage. The local utility retains responsibility for reading and maintaining these meters.

MMBTU – Million British thermal units, which is a heating equivalent measure for natural gas and is an alternative measure of natural gas reserves.

Service Period – The time period associated with when the Utility reads or estimates the customer's natural gas usage for billing purposes. The customer's service period is established by the Utility.

Therm – One hundred thousand (100,000 British thermal units (1 Therm=100,000 BTU).

COPY

Service Period:01/05/2018-02/05/2018

		Description	Deal ID	Date From-To	Volume	UOM	Unit Price	Total
Serv Loc ID:		Commodity		01/05/18-02/05/18	39.23	MMBTU	\$6.10	\$239.30
Utility Name:	Northern Util New Hampshire		Total :		39.23			\$239.30
Pool/Point:	Northern NH DCQ Pool							
Utility Acct #:								
PO #:								
Service to:								

Total for Service Period : \$239.30

Total for Account : \$239.30

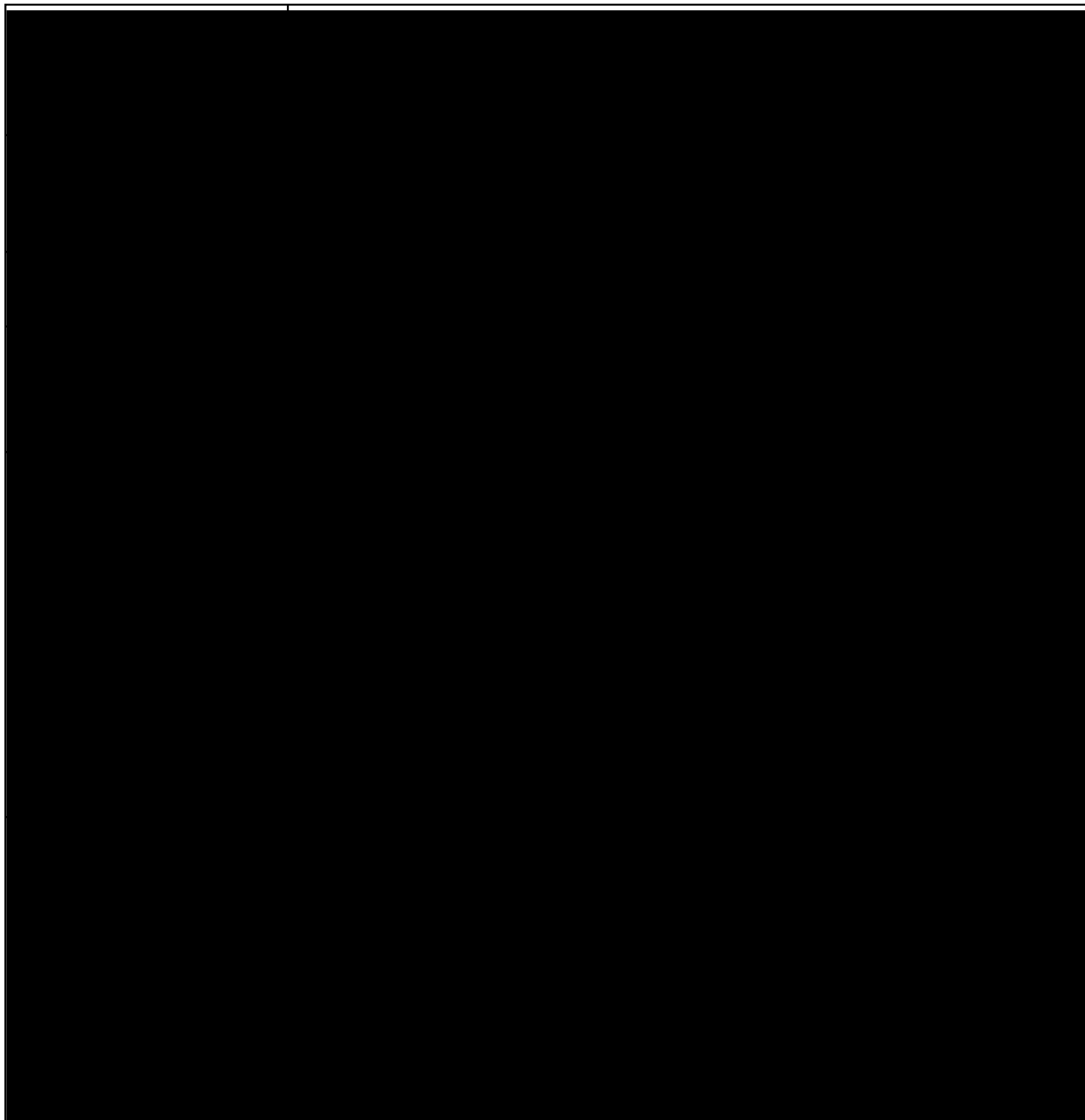
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Attachment D



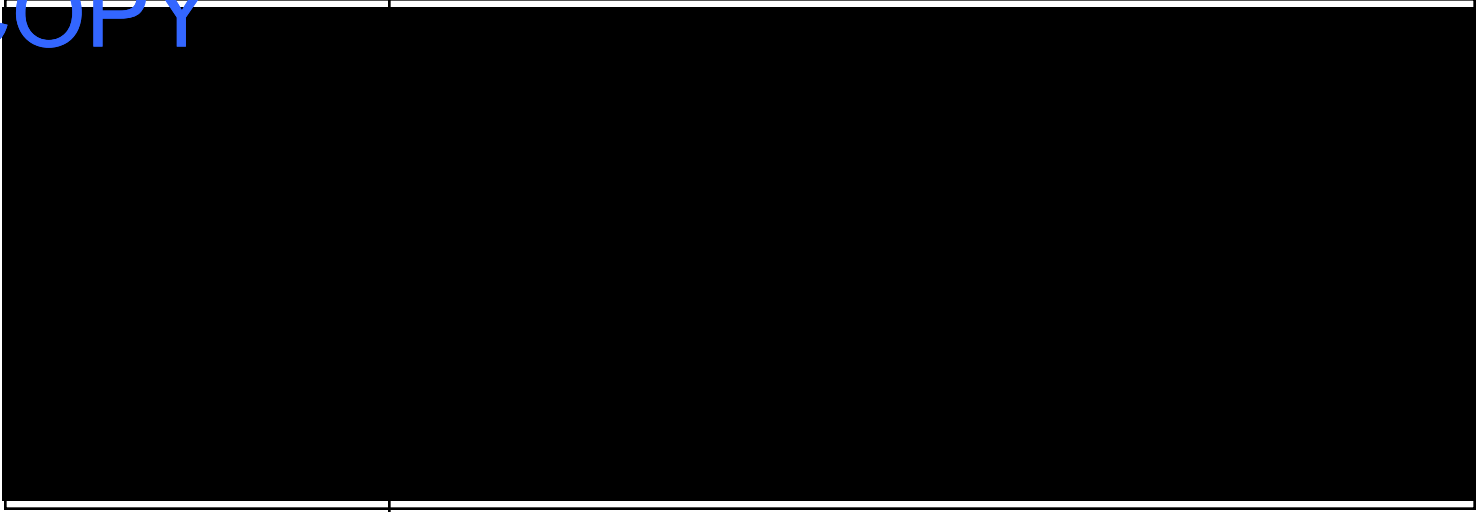
NEW HAMPSHIRE CUSTOMER DISCLOSURE STATEMENT

To the Commodity Master Agreement between
Direct Energy Business Marketing, LLC d/b/a Direct Energy Business
and
Sample Company



COPY

REDACTED



Buyer's Initials: _____ Direct Energy Business Marketing, LLC d/b/a Direct Energy Business Initials: _____

COPY

[Begin Confidential...

REDACTED



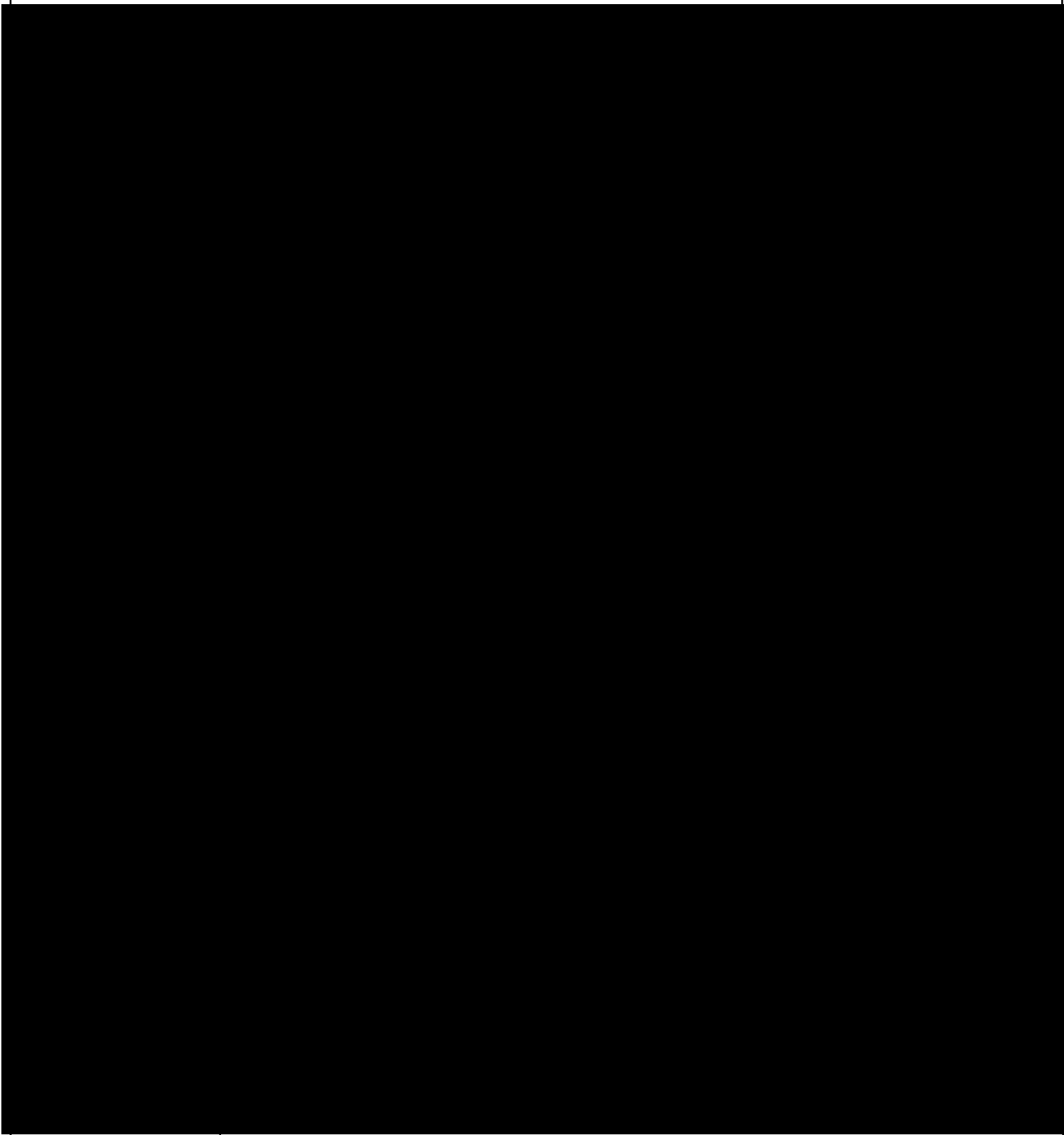
Direct Energy Business Marketing, LLC
d/b/a Direct Energy Business

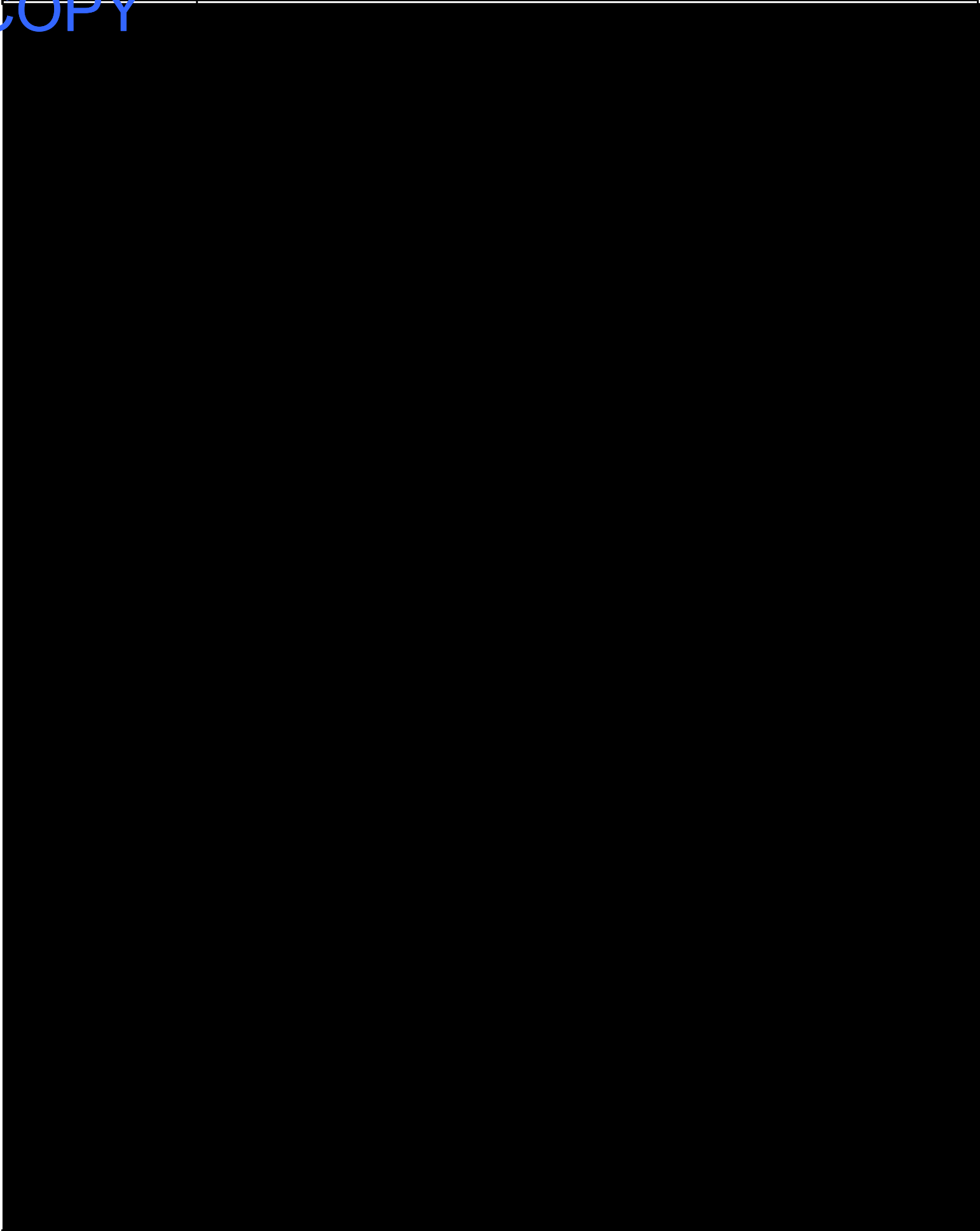
194 Wood Avenue South, Second Floor,
Iselin, NJ 08830

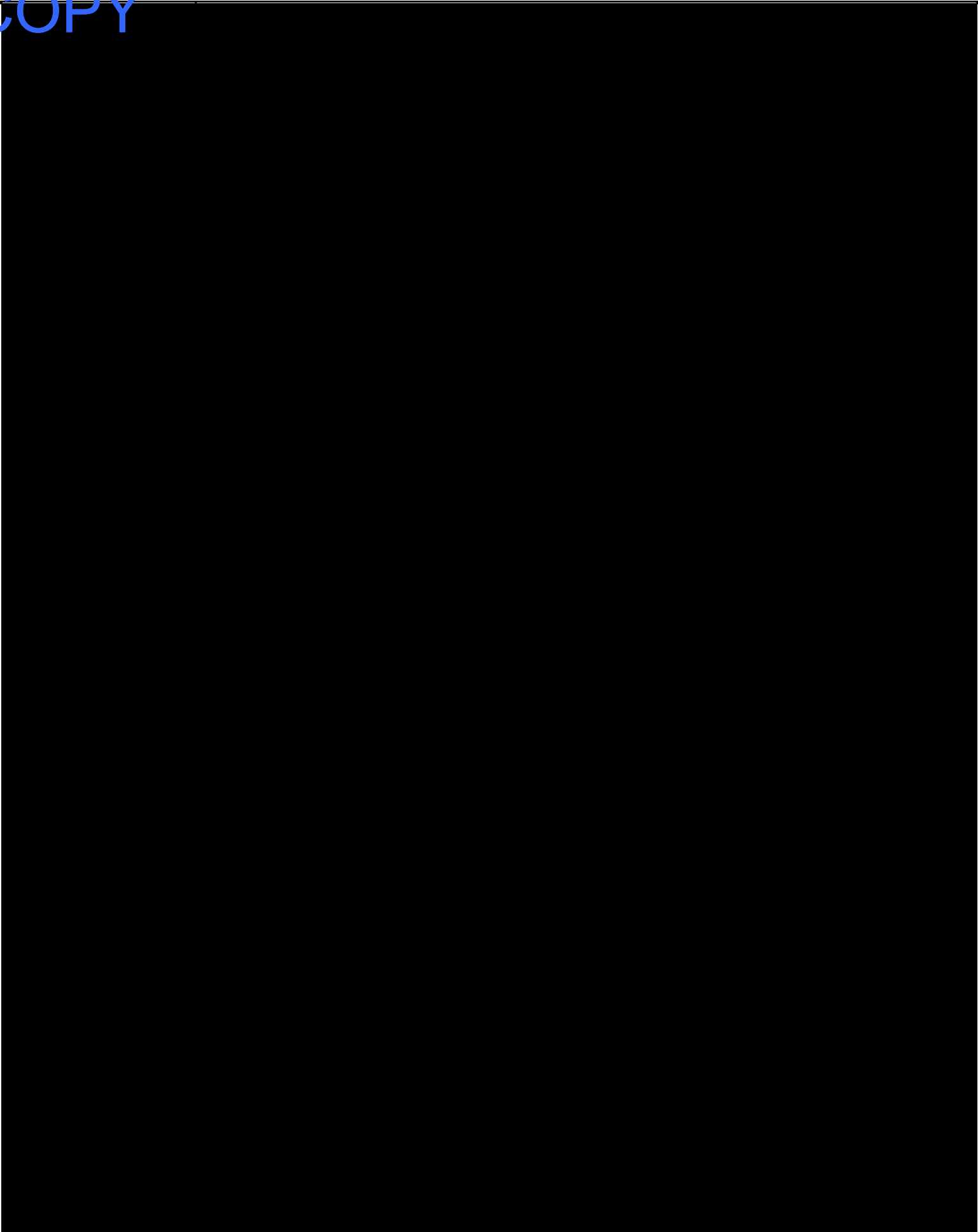
Phone: 1-888-925-9115
business.directenergy.com

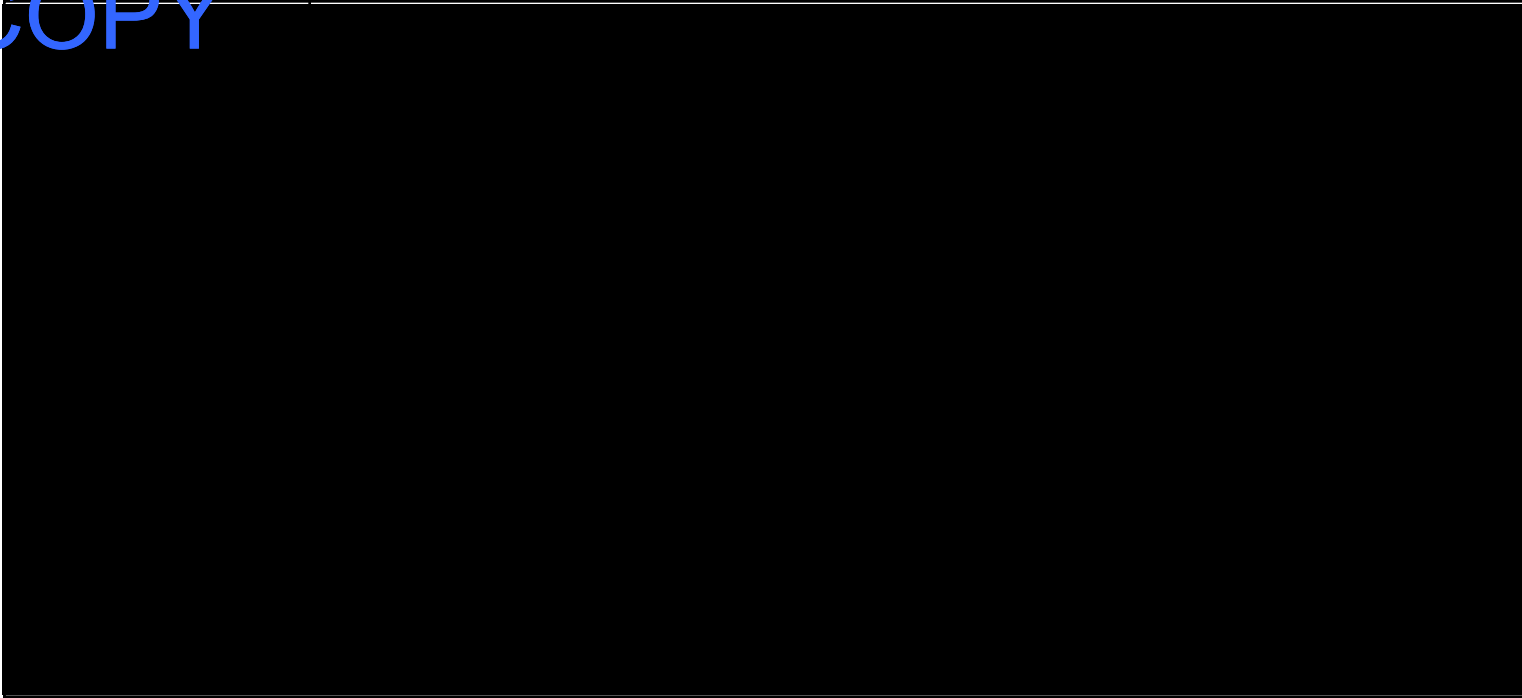
Proposal Id

50109668









BUYER: Sample Company

SELLER: Direct Energy Business
Marketing, LLC

By: _____

By: _____ d/b/a Direct Energy Business

Print Name: _____

Print Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

...End Confidential]

BOND (License or Permit - Definite Term)

Bond No. 8239-86-46

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, Direct Energy Business Marketing, LLC,
as Principal, and Federal Insurance Company, a corporation duly
incorporated under the laws of the _____ IN _____ and authorized to do
business in the state of _____ NH _____, as Surety, are held and firmly bound
unto New Hampshire Public Utilities Commission, as Obligee, in the
penal sum of Three Hundred Fifty Thousand Dollars and 00/100 (\$350,000.00)
Dollars, for the payment of which we hereby bind ourselves, our heirs, executors and
administrators, jointly and severally, firmly by these presents.

WHEREAS, the Principal has obtained or is about to obtain a license or permit for
Natural Gas Supplier.

NOW, THEREFORE, THE CONDITIONS OF THIS OBLIGATION ARE SUCH, that if
the Principal shall faithfully comply with all applicable laws, statutes, ordinances, rules
or regulations, pertaining to the license or permit issued, then this obligation shall be
null and void; otherwise to remain in full force and effect.

This bond is for a definite term beginning March 28, 2018, and ending
June 30, 2023, and may be continued at the option of the Surety by Continuation
Certificate.

PROVIDED, that regardless of the number of years this bond is in force, the Surety
shall not be liable hereunder for a larger amount, in the aggregate, than the penal sum
listed above.

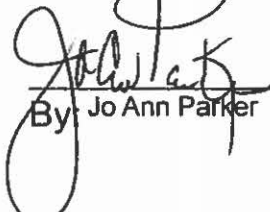
PROVIDED FURTHER, that the Surety may terminate its liability hereunder as to future
acts of the Principal at any time by giving thirty (30) days written notice of such
termination to the Obligee.

SIGNED, SEALED AND DATED this March 28, 2018.

Direct Energy Business Marketing, LLC


By: _____ Principal

Federal Insurance Company


By: Jo Ann Parker Attorney-in-Fact



Power of Attorney

Federal Insurance Company | Vigilant Insurance Company | Pacific Indemnity Company

Know All by These Presents, That **FEDERAL INSURANCE COMPANY**, an Indiana corporation, **VIGILANT INSURANCE COMPANY**, a New York corporation, and **PACIFIC INDEMNITY COMPANY**, a Wisconsin corporation, do each hereby constitute and appoint **Sylvia Hinojosa, Jo Ann Parker, Denise Raker and David Stephen Wightman of Houston, Texas**

each as their true and lawful Attorney-in-Fact to execute under such designation in their names and to affix their corporate seals to and deliver for and on their behalf as surety thereon or otherwise, bonds and undertakings and other writings obligatory in the nature thereof (other than bail bonds) given or executed in the course of business, and any instruments amending or altering the same, and consents to the modification or alteration of any instrument referred to in said bonds or obligations.

In Witness Whereof, said **FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY** have each executed and attested these presents and affixed their corporate seals on this **3rd day of February, 2017**.

Dawn M. Chloros

Dawn M. Chloros, Assistant Secretary

Stephen M. Haney

Stephen M. Haney, Vice President



STATE OF NEW JERSEY

County of Hunterdon

SS.

On this **3rd day of February, 2017**, before me, a Notary Public of New Jersey, personally came Dawn M. Chloros, to me known to be Assistant Secretary of **FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY**, the companies which executed the foregoing Power of Attorney, and the said Dawn M. Chloros, being by me duly sworn, did depose and say that she is Assistant Secretary of **FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY** and knows the corporate seals thereof, that the seals affixed to the foregoing Power of Attorney are such corporate seals and were thereto affixed by authority of said Companies; and that she signed said Power of Attorney as Assistant Secretary of said Companies by like authority; and that she is acquainted with Stephen M. Haney, and knows him to be Vice President of said Companies; and that the signature of Stephen M. Haney, subscribed to said Power of Attorney is in the genuine handwriting of Stephen M. Haney, and was thereto subscribed by authority of said Companies and in deponent's presence.

Notarial Seal



KATHERINE J. ADELAAR
NOTARY PUBLIC OF NEW JERSEY
No. 2316886
Commission Expires July 16, 2019

Katherine J. Adelaar
Notary Public

CERTIFICATION

Resolutions adopted by the Boards of Directors of **FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY** on August 30, 2016:

"RESOLVED, that the following authorizations relate to the execution, for and on behalf of the Company, of bonds, undertakings, recognizances, contracts and other written commitments of the Company entered into in the ordinary course of business (each a "Written Commitment"):

- (1) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized to execute any Written Commitment for and on behalf of the Company, under the seal of the Company or otherwise.
- (2) Each duly appointed attorney-in-fact of the Company is hereby authorized to execute any Written Commitment for and on behalf of the Company, under the seal of the Company or otherwise, to the extent that such action is authorized by the grant of powers provided for in such person's written appointment as such attorney-in-fact.
- (3) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized, for and on behalf of the Company, to appoint in writing any person the attorney-in-fact of the Company with full power and authority to execute, for and on behalf of the Company, under the seal of the Company or otherwise, such Written Commitments of the Company as may be specified in such written appointment, which specification may be by general type or class of Written Commitments or by specification of one or more particular Written Commitments.
- (4) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized, for and on behalf of the Company, to delegate in writing to any other officer of the Company the authority to execute, for and on behalf of the Company, under the seal of the Company or otherwise, such Written Commitments of the Company as are specified in such written delegation, which specification may be by general type or class of Written Commitments or by specification of one or more particular Written Commitments.
- (5) The signature of any officer or other person executing any Written Commitment or appointment or delegation pursuant to this Resolution, and the seal of the Company, may be affixed by facsimile on such Written Commitment or written appointment or delegation.

FURTHER RESOLVED, that the foregoing Resolution shall not be deemed to be an exclusive statement of the powers and authority of officers, employees and other persons to act for and on behalf of the Company, and such Resolution shall not limit or otherwise affect the exercise of any such power or authority otherwise validly granted or vested."

I, Dawn M. Chloros, Assistant Secretary of **FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY** (the "Companies") do hereby certify that

- (i) the foregoing Resolutions adopted by the Board of Directors of the Companies are true, correct and in full force and effect,
- (ii) the Companies are duly licensed and authorized to transact surety business in all 50 of the United States of America and the District of Columbia and are authorized by the U.S. Treasury Department; further, Federal and Vigilant are licensed in the U.S. Virgin Islands, and Federal is licensed in Guam, Puerto Rico, and each of the Provinces of Canada except Prince Edward Island; and
- (iii) the foregoing Power of Attorney is true, correct and in full force and effect.

Given under my hand and seals of said Companies at Whitehouse Station, NJ, this

28th day of March, 2018



Dawn M. Chloros

Dawn M. Chloros, Assistant Secretary

IN THE EVENT YOU WISH TO NOTIFY US OF A CLAIM, VERIFY THE AUTHENTICITY OF THIS BOND OR NOTIFY US OF ANY OTHER MATTER, PLEASE CONTACT US AT:
Telephone (908) 903-3493 Fax (908) 903-3656 e-mail: surety@chubb.com