

NMA&K

NACHMIAS MORRIS ALT & KILDUFF, P.C.
Attorneys at Law

March 28, 2012

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

In Re: Atlantic Power Partners, LLC
Supplement to Application (Docket No. DM-11-265)



Dear Ms. Howland:

As a supplement to Docket No. DM 11-265, enclosed please find a copy of the following:

- (i) NH Department of State's acknowledgement of receipt and filing of Applicant's Application for Registration as a Foreign Limited Liability Company; and
- (ii) Applicant's Certificate of Trade Name.

Supplemental response to Item #6. The registration asks which competitive natural gas suppliers through which the Applicant intends to provide service. Applicant will only provide service through approved competitive natural gas suppliers in the state of NH.

If you have any questions in connection with this letter or the documents attached hereto, please feel free to contact me at the phone number listed above.

Sincerely,

A handwritten signature in blue ink, appearing to read "Kevin J. Kilduff".

Kevin J. Kilduff, Esq.

ck/KJK



State of New Hampshire

Department of State

Corporation Division
107 North Main Street
Concord, N.H. 03301-4989
603-271-3244



Enclosed is your certificate of registered trade name. You should be sure to complete any other registrations required such as with the Department of Revenue Administration or with special licensing agencies such as the State Liquor Commission and Real Estate Commission.

Approximately six (6) months prior to the expiration date, we will mail to the address on record a form for you to renew your trade name registration. It is incumbent upon you to keep us informed of address changes to ensure the renewal form reaches you. There is no charge for address changes.

If you cease doing business under this trade name you are required by law to discontinue the use of its name by filing a Trade Name Discontinuance Form, TN-9. We also have forms to file should you wish to add a partner to your business (form TN-5) or withdraw a partner who is already one of the registrants (form TN-7). All of these forms may be downloaded from our web site at www.sos.nh.gov/corporate/ or you may request them from this office.

Feel free to contact the Corporation Division if you need any further information.

Regards,

A handwritten signature in cursive script, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State

Business ID#: 666093

State of New Hampshire

Department of State

CERTIFICATE OF REGISTERED TRADE NAME

OF

Atlantic Utility Power Partners

This is to certify that Atlantic Power Partners, LLC registered in this office as doing business under the Trade Name Atlantic Utility Power Partners, at 1600 Falmouth Rd. Suite 3 Centerville, MA 02632 on February 14, 2012.

The nature of business is to engage in the brokerage of electricity and other utility related services.

Expiration Date: February 14, 2017

Business ID#: 666093



IN TESTIMONY WHEREOF, I hereto
set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 14th day of February, 2012 A.D.

A handwritten signature in cursive script, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State

State of New Hampshire

Filing fee: \$50.00
Use black print or type.

Form TN-1
RSA 349

APPLICATION FOR REGISTRATION OF TRADE NAME

(PLEASE TYPE OR PRINT CLEARLY)

1. BUSINESS NAME:

Atlantic Utility Power Partners
(Name cannot include "INC." or other corporate designation)

2. BUSINESS ADDRESS:

1600 Falmouth Road, Suite 3, Centerville, MA 02632
No. & Street City / town State Zip

MAILING ADDRESS (if different from Business Address)

Same as above
No. & Street (and/or PO Box #, Rural Route Box #, etc.) City / town State Zip

3. BRIEF DESCRIPTION OF KIND OF BUSINESS TO BE CARRIED ON:

To engage is the brokerage of electricity and other utility related services.

4. DATE BUSINESS ORGANIZED: August 31, 2011
(month / day / year)

5. APPLICANT'S NAME, ADDRESS & SIGNATURE. IF APPLICANT IS A CORPORATION OR OTHER ENTITY, LIST CORPORATION'S OR ENTITY'S EXACT NAME & INCLUDE TITLE OF PERSON SIGNING.

A. Atlantic Power Partners, LLC 1600 Falmouth Road, Suite 3
TYPE OR PRINT NAME NO. STREET
Matt Maloney, manager Centerville, MA 02632
Signature TOWN/CITY STATE ZIP

B. _____
TYPE OR PRINT NAME NO. STREET
Signature TOWN/CITY STATE ZIP

C. _____
TYPE OR PRINT NAME
Signature STATE ZIP

D. _____
TYPE OR PRINT NAME NO. STREET
Signature TOWN/CITY STATE ZIP

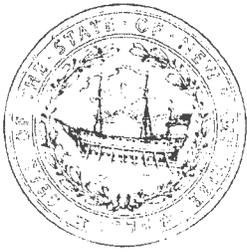
State of New Hampshire
Form TN-1 - Application for Registration of Trade Name 1 Page(s)



T1204525114

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

Mail fee and DATED AND SIGNED ORIGINAL to: Corporate Division, Department of State, 107 North Main Street, Concord, NH 03301-4989.



State of New Hampshire

Department of State Corporation Division

603-271-3246



Enclosed is the acknowledgment copy of your Application for Registration as a Foreign Limited Liability Company. It acknowledges this office's receipt and filing of your documents.

Should you have any questions, you may contact the Corporation Division at the above number or email us at corporate@sos.state.nh.us. Please reference your Business ID # located in the filed section of the enclosed acknowledgement copy of Application for Registration as a Foreign Limited Liability Company.

Please visit our website for helpful information regarding all your business needs.

Regards,

New Hampshire Department of State
Corporation Division

Business ID#: 666095

State of New Hampshire

Filing fee: \$ 50.00
Fee for Form SRA: \$ 50.00
Total fees: \$100.00

Form FLLC-1
RSA 304-C:12

Use black print or type.
Form must be single-sided, on 8 1/2 x 11" paper;
double sided copies will not be accepted.

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 Atlantic Power Partners, LLC

SECOND: The name which it proposes to register and do business in New Hampshire is Atlantic Utility Power Partners

THIRD: It is formed under the laws of The Commonwealth of Massachusetts

FOURTH: The date of its formation is August 31, 2011

FIFTH: The nature of the business or purposes to be conducted or promoted in New Hampshire is to engage in the brokerage of electricity, gas and other utility related services, and to carry on any other lawful activity or business.

SIXTH: The name of its registered agent in New Hampshire is Michael Maloney

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) 36 Granite Drive, North Hampton, NH 03862

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 4 Page(s)



T1204525115

APPLICATION FOR REGISTRATION AS A
FOREIGN LIMITED LIABILITY COMPANY

Form FLLC-1
(Cont.)

*Signature: Matthew Maloney
Print or type name: Matthew Maloney
Title: Manager
Date signed: January 23, 2012

Complete address of person signing: 1600 Falmouth Road
Suite 3
Centerville, MA 02632

- 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 Corporate Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fees, DATED AND SIGNED ORIGINAL, CERTIFICATE OF EXISTENCE OR DOCUMENT OF SIMILAR IMPORT ISSUED BY THE STATE OR COUNTRY OF FORMATION AND FORM SRA to: Corporate Division, Department of State, 107 North Main Street, Concord NH 03301-4989.



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

Date: December 16, 2011

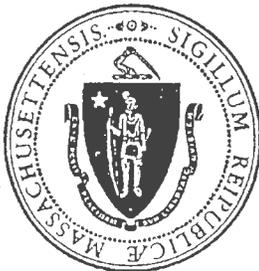
To Whom It May Concern :

I hereby certify that a certificate of organization of Limited Liability Company was filed
in this office by

ATLANTIC POWER PARTNERS, LLC

in accordance with the provisions of Massachusetts General Laws, Chapter 156C, on
August 31, 2011.

I further certify that said Limited Liability Company has not filed a Certificate of Cancellation;
that said Limited Liability Company has not been administratively dissolved; and that, so far as
appears of record, said Limited Liability Company has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin
Secretary of the Commonwealth

Certificate Number: 11125464240

Verify this Certificate at: <http://corp.sec.state.ma.us/corp/Certificates/Verify.asp>

Processed by: nmc

**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: Atlantic Power Partners, LLC
Business Address (include city, state, zip): 1600 Falmouth Road, Suite 3, Centerville, MA 02632
Telephone Number: (508) 360-4170 E-mail: mmaloney@atlanticpowerpartners.com
Contact Person: Matthew Maloney
Contact Person Address (if different): Same as above.

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): Matthew Maloney Signature: Matthew Maloney, MANAGER
Date signed: January 23, 2012
Name (print): _____ Signature: _____
Date signed: _____
Name (print): _____ Signature: _____
Date signed: _____