

THREE RIVERS ENERGY

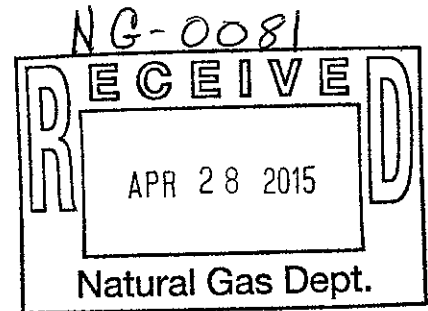
Three Rivers Energy Co.
1404 Ft Crook Rd S
Bellevue NE 68005
www.Three-Rivers-Energy.com
Phone: 402-991-3881
Fuel@Three-Rivers-Energy.com

April 22, 2015

Nebraska Public Service Commission
Natural Gas Department
1200 "N" Street
Suite 300
Lincoln, NE 68508

Dear Angela Melton;

Please find the attached documents:



- Nebraska Competitive Natural Gas Provider (CNGP) application;
- Registered business with Winnebago Tribe of Nebraska;
- Registered business with State of Nebraska;
- Company roster of officers, directors, and personnel;
- Financial Statements for the most recent year 2012 & 2013. This document includes consolidated balance sheets, statements of income, statements of shareholders equity, and statements of cash flow. Audited financial statements for 2014 are not yet available at the time of submission.
Note: Three Rivers Energy is shown as HCI Distribution, HCI Distribution dba Native Fuels, or HCI Distribution-Fuels for 2013 and all prior years. The company was spun off as a standalone company in 2014 under the name Three Rivers Energy Company.

Respectfully,

Jeffery Goetz

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS:

FRANK E. LANDIS
ROD JOHNSON
CRYSTAL A. RHOADES
TIM SCHRAM
GERALD L. VAP



300 The Atrium, 1200 N Street,
Lincoln, NE 68508
P.O. Box 94927,
Lincoln, NE 68509-4927
Website: www.psc.nebraska.gov
Phone: 402-471-3101
Fax: 402-471-0254

EXECUTIVE DIRECTOR:
STEVE MERADITH

NEBRASKA CONSUMER HOTLINE:
1-800-526-0017

COMPETITIVE NATURAL GAS PROVIDER APPLICATION

The Nebraska Public Service Commission shall certify all competitive natural gas providers (CNGPs) and aggregators providing natural gas services in Nebraska. See Neb. Rev. Stat. § 66-1849(1). Applicants seeking a certificate as a CNGP or aggregator must reasonably demonstrate managerial, technical, and financial capability sufficient to obtain and deliver the services the Applicant proposes to offer. See Neb. Rev. Stat. § 66-1849(1).

Filing requirements and the application process for a certificate to provide CNGP services are set forth in the Natural Gas and Pipeline Rules and Regulations at Neb. Admin. Code Title 291, Ch. 9 §§ 011.02. The Natural Gas and Pipeline Rules and Regulations can be found at <http://www.psc.nebraska.gov/rules/rules.html> or by contacting the Commission.

The following is for informational purposes only, and intended only to assist Applicants in the completion of their application for authority. If any difference exists between this form and any law, regulation or case law, then such law, regulation or case law shall control.

Applicants seeking a certificate as a competitive natural gas provider or aggregator in Nebraska shall submit an **original and eight (8) copies of the application** and a **\$200 application fee** to:

Executive Director
Nebraska Public Service Commission
300 The Atrium, 1200 N Street
P.O. Box 94927
Lincoln, NE 68509-4927

The application fee is required to cover the administrative costs of accepting and processing a filing. In addition, each Applicant may be assessed additional costs and expenses reasonably attributable to certification and dispute resolution consistent with Neb. Rev. Stat. § 66-1849.

Applicants **must notify** the Commission during the pendency of the certification request of any material change in the representations and commitments required by this subsection **within 14 days** of such change. Any new legal actions or formal complaints are considered material changes in the request. Once certified, CNGPs must notify the Commission of any material change in the representations and commitments required for certification **within 14 days** of such change.

Questions should be directed to the Director of the Natural Gas Department of the Nebraska Public Service Commission at (402) 471-3101.

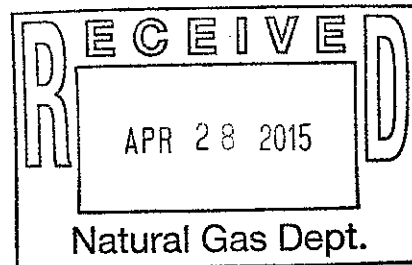
General Information

Provide the following general information regarding Applicant.	
Company Name:	Three Rivers Energy Company
Address:	1 Mission Drive; Winnebago NE 68071
Telephone No.:	402-991-3881
Fax No.:	402-991-8733
Website:	www.Three-Rivers-Energy.com
24HR Telephone No:	402-922-3880
Contact Name (Regulatory):	Aaron Gunderson
Address:	1404 Ft Crook Rd S; Bellevue NE 68005
Telephone No.:	402-614-4334
Fax No.:	
E-mail Address:	AGunderson@HoChunkSharedServices.com
Contact Name (Legal):	Aaron Gunderson
Address:	1404 Ft Crook Rd S; Bellevue NE 68005
Telephone No.:	402-614-4334
Fax No.:	
E-mail Address:	AGunderson@HoChunkSharedServices.com

Provide a description of the business structure of Applicant:

Three Rivers Energy Company is a subsidiary of Ho-Chunk, Inc., the economic corporation of the Winnebago Tribe of Nebraska. Three Rivers engages in marketing energy products and fuel distribution. It supplies wholesale fuel for transportation. We anticipate future growth in CNG (compressed natural gas) fueling systems. We also intend to market natural gas and supply energy for heating our corporately owned properties, other tribal affiliations, and government entities.

****Attach evidence of authority to do business in Nebraska, certificates of registration by the Nebraska Secretary of State for all trade names under which the applicant will operate, and the applicant's state of incorporation**



Officers

Provide a list of the principal officers of Applicant who can provide information regarding operations in Nebraska:	
Name:	
Office/Title:	President
Address:	1 Mission Drive; Winnebago NE 68071
Telephone No:	402-878-2801
Fax No:	402-878-2560
E-mail Address:	AHamilton@HoChunkInc.com
Name:	Dennis Johnson
Office/Title:	Treasurer
Address:	1 Mission Drive; Winnebago NE 68071
Telephone No:	402-878-2801
Fax No:	402-878-2560
E-mail Address:	DJohnson@HoChunkInc.com
Name:	Sharon Frenchman
Office/Title:	Secretary
Address:	1 Mission Drive; Winnebago NE 68071
Telephone No:	402-878-2801
Fax No:	402-878-2560
E-mail Address:	SFrenchman@HoChunkInc.com

Affiliates

Identify all affiliates of Applicant engaged in the provision of competitive natural gas services in Nebraska or any other state:	
Affiliate Name:	
Contact Name:	
Address:	
Telephone No:	
Fax No:	
E-mail Address:	
Website:	
Affiliate Name:	
Contact Name:	
Address:	
Telephone No:	
Fax No:	
E-mail Address:	
Website:	
Affiliate Name:	
Contact Name:	
Address:	
Telephone No:	
Fax No:	
E-mail Address:	
Website:	

*Attach additional page if necessary.

VERIFICATION

I, Dennis Johnson, being of proper age and duly sworn, states that I am the
Treasurer of Applicant, that I have read the foregoing Application, that I am familiar with the
contents thereof, and that such is true, accurate, and correct to the best of my knowledge.

Dennis Johnson
Signature

DENNIS JOHNSON
Print Name

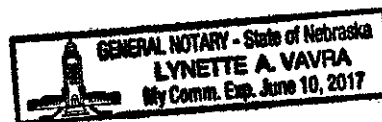
Treasurer
Title

STATE OF NEBRASKA)
) ss.
COUNTY OF DUNSMITH)

SUBSCRIBED AND SWORN to before me this 8 day of April, 2015.

Witness my hand and official seal.

Lynette A. Vavra
Notary Public



Legal Actions and Complaints

List all legal actions and formal complaints pertaining to the provision of competitive natural gas services filed against the applicant or its affiliates at a public utility regulatory body other than the Commission that were pending in the 12 months prior to the date of the request for certificate, including identification of the title and number of applicable proceedings and a copy of the final orders in such proceedings or the citation to the website where the text of the orders can be found.

None.

Identify any states and jurisdictions in which the applicant or an affiliate has had a license or certificate to supply competitive natural gas services suspended, revoked, or denied, or where the applicant has voluntarily withdrawn from providing service due to financial or operational reasons. Include identification of the title and number of any applicable proceedings and a copy of any final orders in such proceedings or the citation to the Website where the text of the orders can be found.

None.

Operational Ability

Provide a roster of officers and directors, a description of the professional backgrounds of Applicant's principal managerial and technical personnel, an operational flow chart, and a description of the Applicant's facilities and the services it intends to render. Attach additional Exhibits as needed.

See attached organizational chart and company roster.

Financial Capability

At a minimum, Applicants are required to submit financial statements. The applicant must submit a balance sheet, statement of income, statement of cash flow, and, if applicable, a statement of shareholders' equity and the applicant's debt structure, including bond rating.

Other Information

Applicant should attach any further information that may assist the Commission in evaluating this application.

Signature of Applicant or Applicant's Attorney


Signature

Dennis Johnson
Print Name

Treasurer
Title

4/8/15
Date

STATE OF NEBRASKA

United States of America, } ss.
State of Nebraska }

Secretary of State
State Capitol
Lincoln, Nebraska

I, John A. Gale, Secretary of State of the
State of Nebraska, do hereby certify that

THREE RIVERS ENERGY COMPANY,

**a(n) Winnebago Tribe Corporation was authorized to transact business in
Nebraska on March 10, 2015.**

**I further certify that no occupation taxes assessed are unpaid and no
occupation taxes are delinquent; and said corporation is authorized to
transact business in Nebraska as of the date of this certificate.**

*This certificate is not to be construed as an endorsement,
recommendation, or notice of approval of the entity's financial
condition or business activities and practices.*

In Testimony Whereof,



I have hereunto set my hand and
affixed the Great Seal of the
State of Nebraska on this date of

March 11, 2015

John A. Gale
Secretary of State

CERTIFICATE AS TO TRIBAL CORPORATE EXISTENCE

WINNEBAGO TRIBE OF NEBRASKA

This is to certify that:

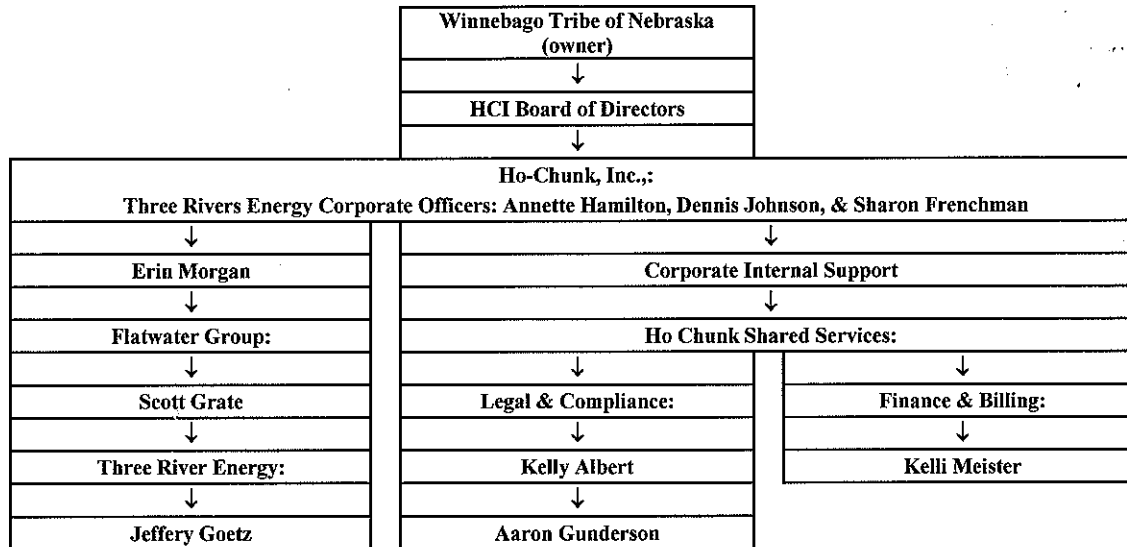
Three Rivers Energy Company

is a corporation organized and existing under the laws of the Winnebago Tribe of Nebraska and is in good standing as of the date hereof.

Dated: January 13, 2015.



James C. Houghton, Jr.
Tribal Secretary



Three Rivers Energy Company is a subsidiary of Ho-Chunk, Inc., the economic corporation of the Winnebago Tribe of Nebraska. Three Rivers engages in marketing fuel products and energy distribution. Ho-Chunk, Inc., began operating a wholesale fuel business in 1999 that grew to service numerous customers throughout the central United States. In 2014, the company was reorganized as Three Rivers Energy to better reflect its diverse nature and to focus on alternative forms of energy. Three Rivers Energy is headquartered in Winnebago, NE, and also maintains offices in Bellevue, NE.

Ho-Chunk, Inc., was founded in 1994 by the Winnebago Tribe of Nebraska as a means of diversifying their business operations. The company has grown to consist of over thirty subsidiaries ranging in diverse industries from information technology, media, construction, government contracting, distribution, retail, and transportation. Business products are offered through the Flatwater Group.

Three Rivers Energy's sister company, **Ho-Chunk Shared Services**, provides administrative support through coordinating and managing all Human Resources, Legal, Compliance, IT, and Finance needs. Ho-Chunk Shared Services is comprised of a great team of professionals that are experts in their craft and carry decades of experience in their respective areas. This strong administrative presence provides more than just mere support but great assurance that all executive requirements are fulfilled flawlessly. Such superior support enables us to fully channel our energies to meet the needs of the clients we serve, the vendors we partner with, and the regulations and reporting that we must comply with.

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Annette Hamilton: President of Three Rivers Energy Company and Chief Operating Officer of Ho-Chunk, Inc. Hamilton joined Ho-Chunk, Inc. in 2001 as Chief Financial Officer and was promoted to Chief Operations Officer in 2004. Hamilton oversees the daily operations of more than thirty Ho-Chunk subsidiary companies, making visits to all operations. Hamilton is responsible for strategic planning, budgeting, forecasting and corporate business plans. She also appraises and makes executive decisions on prospective corporate acquisitions and expansion. Hamilton advocates and makes numerous political contacts regionally and nationally on behalf of corporate and subsidiary interests. Her previous experience includes a position as Manager of Financial Reporting for Gateway, Inc., an international computer manufacturer and finance positions in both private industry and certified public accounting. She serves on the Board of Directors for the following: Mercy Medical Center-Sioux City; Siouxland Human Investment Partnership-AS; Chairperson of the Native American Contractors Association (NACA); and ONSI Ponca. Hamilton holds a Bachelor's Degree in Business Administration from Washburn University of Topeka, Kansas and a Master's Degree in Business Administration from the University of Minnesota. She is an enrolled member of the Kickapoo Tribe of Kansas.

Dennis Johnson: Treasurer of Three Rivers Energy Company and Chief Financial Officer for Ho-Chunk, Inc. Johnson joined Ho-Chunk, Inc. as Chief Financial Officer in 2008. Johnson's responsibilities include the supervision and review of Ho-Chunk's finance staff as well as record-keeping and financial reporting to corporate management. He is also responsible for managing the financial risks of the corporation. Johnson provides analysis of financial data and has an integral role in financial planning and projections for the corporation. He also participates in the development of the corporation's short and long term goals and strategies and oversees the management of banking relationships. His previous experience includes management roles within the automotive industry. Johnson holds a Bachelor's Degree in Business Administration with a major in Accounting and a Master of Professional Accountancy degree from the University of South Dakota. He is an enrolled member of the Red Lake Band of Chippewa Indians of Minnesota.

Sharon Frenchman: Secretary of Three Rivers Energy Company and Chief Administrative Officer of Ho-Chunk, Inc. Frenchman joined Ho-Chunk, Inc. in 2005 as Operations Manager following a long career in education at both the secondary and post-secondary level. She was promoted to Director of Administration in 2008 and Chief Administrative Officer in 2011. Frenchman is responsible for assisting in the oversight of corporate and subsidiary daily operations and is directly responsible for the management of the Ho-Chunk, Inc. Human Resources Department which oversees employee relations for all corporate and subsidiary operations. She also oversees the Legal, Contracts and Compliance Department which ensures that all operations of the company are in accordance with legal, regulatory and ethical standards. Frenchman holds a Bachelor's Degree in Elementary Education from Morningside College in Sioux City, Iowa and a Master's Degree in Education from Briar Cliff University in Sioux City, Iowa. She is an enrolled member of the Winnebago Tribe of Nebraska.

Erin Morgan: Vice President Strategic Development & Operations for Ho-Chunk, Inc. Morgan oversees two divisions for Ho-Chunk, Inc.; The Flatwater Group and Ho-Chunk Trading Group. These groups are made up of twelve subsidiaries and generate a combined \$132 million in revenue for the company. Morgan joined Ho-Chunk, Inc., in 1995, shortly after its inception. In that time she has held various management and executive positions, overseeing many of the government contracting, business products, and the native products subsidiaries. Morgan holds a Bachelor's of Science Degree in Interior Design from the University of Nebraska-Lincoln.

*Three Rivers Energy Co. is a subsidiary of Ho-Chunk, Inc.,
The award winning economic development corporation of the Winnebago Tribe of Nebraska.*

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Scott Grate: Senior Director of the Flatwater Group. Grate oversees the day-to-day operations of the Ho-Chunk, Inc., government contracting and business products division, of which Three Rivers Energy is part. Grate spent over a decade at C.H. Robinson, working as a freight coordinator and in management roles. In 2006, he joined Ho-Chunk, Inc., to form HCI Logistics, a subsidiary that is involved in transportation. In 2009, he took over management of All Native Solutions, a furniture and business products subsidiary. Grate holds a Bachelor's Degree in Marketing & Management from Dana College

Jeffery Goetz: Fuels Manager for Three Rivers Energy. Goetz has been involved in numerous positions involving transportation and distribution. Goetz came to Ho-Chunk, Inc., in 2006 as a freight coordinator for HCI Logistics. In 2010, he became the Fuels Manager for the Ho-Chunk, Inc., fuel wholesale company, which is now Three Rivers Energy. Goetz oversees the procurement of downstream fuel products, distribution of wholesale fuels, and management of retail inventories. Goetz holds a Bachelor's of Arts Degree in History from the University of Nebraska-Lincoln.

Kelly Albert: Director of Legal, Contracts, & Compliance for Ho-Chunk, Inc. Albert joined Ho-Chunk, Inc., in 2006 and worked in Mexico City for six years overseeing All Native Systems' international operations there. Since 2012 she has been the Director of Legal, Contracts, & Compliance for of Ho-Chunk, Inc. Albert is licensed to practice law in Iowa and Nebraska. Albert holds a Bachelor's of Arts Degree in Criminology and Spanish from the University of Northern Iowa, and a Doctorate of Law, from the University of Nebraska-Lincoln.

Aaron Gunderson: Assistant Corporate Counsel for Ho-Chunk Shared Services. Gunderson joined Ho-Chunk, Inc. in 2013 and has been involved in overseeing regulatory affairs for various subsidiaries and reviewing government contracts pertaining to those subsidiaries. Gunderson holds a Bachelor's of Business Administration, a Master's of Business Administration, and a Doctorate of Law, from the University of South Dakota.

Kelli Meister: Accounting Manager of Ho-Chunk Shared Services for the Flatwater Group. Meister joined the accounting staff of Ho-Chunk, Inc., in 2010 and has been involved in the forensic accounting operations and corporate finance for the Flatwater Group of companies. She oversees the processing & reporting of fuel taxes, financial reporting, and the implementation of government contracts. Meister holds a Bachelor's of Arts Degree in Accounting from the University of St. Thomas.