



A PROFESSIONAL CORPORATION
1050 Thomas Jefferson Street N.W.
Washington, D.C. 20007-3877
(202) 298-1800 Fax (202) 338-2416
www.vnf.com

Seattle, Washington
(206) 623-9372

Jessica C. Friedman
(202) 298-1895
jcf@vnf.com

September 17, 2012

VIA ELECTRONIC FILING

Kimberly D. Bose
Secretary
Federal Energy Regulatory Commission
888 First Street, N.E.
Washington, D.C. 20426

**Re: ArcLight Energy Marketing, LLC, Docket No. ER10-3168-___
AL Sandersville LLC, Docket No. ER10-3125-___
Effingham County Power, LLC, Docket No. ER10-3102-___
MPC Generating, LLC, Docket No. ER10-3100-___
Walton County Power, LLC, Docket No. ER10-3107-___
Washington County Power, LLC, Docket No. ER10-3109-___**

Notice of Non-Material Change in Status

Dear Secretary Bose:

ArcLight Energy Marketing, LLC (AEM), AL Sandersville LLC (AL Sandersville), Effingham County Power, LLC (Effingham), MPC Generating, LLC (MPC Generating), Walton County Power, LLC (Walton), and Washington County Power, LLC (Washington) (together, Sellers) hereby submit for filing a notice of non-material change in status in compliance with the reporting requirements set forth in section 35.42 of the regulations of the Federal Energy Regulatory Commission (FERC or Commission).¹ This notice is to inform the Commission of Sellers' new affiliation with Mid-Georgia Cogen L.P. (Mid-Georgia), owner of a 323 MW (nameplate) cogeneration facility located near Kathleen, Georgia (Mid-Georgia Facility). As demonstrated below, the change in status reported herein does not materially change the facts and circumstances that the Commission relied upon in granting market-based rate authority to Sellers.

¹ 18 C.F.R. § 35.42 (2012).

I. Communications

Communications with regard to this Notice should be addressed to:

John A. Tisdale
General Counsel
ArcLight Capital Partners, LLC
200 Clarendon Street
55th Floor
Boston, MA 02117
Tel: (617) 531-6316
Fax: (617) 867-4696
jtisdale@arlightcapital.com

Margaret A. Moore
Jessica C. Friedman
Van Ness Feldman, P.C.
1050 Thomas Jefferson St., N.W.
Seventh Floor
Washington, D.C. 20007
Tel: (202) 298-1800
Fax: (202) 338-2416
mam@vnf.com
jcf@vnf.com

II. Description of Sellers

A. AEM

AEM operates as a marketer of electric power and natural gas. The Commission has authorized AEM to sell energy, capacity, and ancillary services at market-based rates.² AEM does not own or control any electric generation, transmission, or distribution facilities in the United States.

AEM is a wholly-owned subsidiary of ArcLight Energy Markets, LLC, which is a wholly-owned subsidiary of ArcLight Liquid Energy Opportunities Fund, L.P. (ArcLight Liquid Energy).

B. AL Sandersville

AL Sandersville owns and operates an approximately 692 MW (nameplate) natural gas-fired generating facility located in Washington County, Georgia (Sandersville Facility). The Sandersville Facility is interconnected to the transmission system owned by Georgia Power Company (GPC) and is located in the Southern Company Services, Inc. (SOCO) balancing authority area (BAA).

AL Sandersville is an exempt wholesale generator (EWG) under the Public Utility Holding Company Act of 2005 (PUHCA).³ The Commission has authorized AL Sandersville to sell energy, capacity, and ancillary services at market-based rates.⁴ All of

² ArcLight Energy Marketing, LLC, Docket No. ER07-1106-000 (Jul. 25, 2007) (unpublished letter order).

³ Duke Energy Sandersville, LLC, 99 FERC ¶ 62,001 (2002).

⁴ See AL Sandersville, LLC, Docket No. ER10-2150-000 (Sept. 29, 2010) (unpublished letter order) (accepting notice of succession); KGen Enterprise LLC, et al., Docket No. ER04-1186 (Oct. 20, 2004) (unpublished letter order) (accepting notice of

the output from the Sandersville Facility is sold on a merchant basis into the wholesale market.

AL Sandersville is a wholly-owned indirect subsidiary of Southeast PowerGen, LLC (SEPG).

B. Effingham

Effingham leases and operates an approximately 597 MW (nameplate) combined cycle, natural gas-fired generating facility located in Rincon, Georgia (Effingham Facility). The Effingham Facility is interconnected to the transmission system owned by GPC and is located in the SOCO BAA. Effingham leases the Effingham Facility (including interconnection facilities necessary to interconnect the Effingham Facility to the transmission grid) from the Effingham County Industrial Authority pursuant to a long-term lease agreement dated December 1, 2001. The lease agreement extends through December 1, 2016.

Effingham is an EWG under PUHCA.⁵ The Commission has authorized Effingham to sell energy, capacity, and ancillary services at market-based rates.⁶ The output of the Effingham Facility is subject to a long-term tolling agreement with Constellation Energy Commodities Group, Inc. (Constellation) through December 31, 2015, under which Constellation has exclusive rights to the Effingham Facility's capacity and first-call rights to schedule and utilize energy associated with that capacity.

Effingham is a wholly-owned indirect subsidiary of SEPG.

C. MPC Generating

MPC Generating owns and operates an approximately 386 MW (nameplate) simple cycle, natural gas-fired generating facility located in Monroe County, Georgia (MPC Facility). The MPC Facility is interconnected to the transmission system owned by GPC and is located in the SOCO BAA.

MPC Generating is an EWG under PUHCA.⁷ The Commission has authorized MPC Generating to sell energy, capacity, and ancillary services at market-based rates.⁸

succession); Duke Energy Sandersville, LLC, Docket No. ER02-1024-000 (Apr. 12, 2002) (unpublished letter order).

⁵ See Effingham County Power, LLC, 95 FERC ¶ 62,188 (2001).

⁶ See Effingham County Power, LLC, Docket No. ER01-1418-000 (May 4, 2001) (unpublished letter order).

⁷ See MPC Generating, LLC, 96 FERC ¶ 62,151 (2001).

⁸ See MEP Investments, LLC, et al., Docket No. ER99-2324-000 (May 27, 1999) (unpublished letter order); Progress Energy, Inc., 97 FERC ¶ 62,192 (2001) (order transferring tariff from Monroe Power Company to MPC); MPC Generating, LLC, Docket No. ER02-1238-000 (Apr. 8, 2002) (unpublished letter order) (accepting notice of

The output of the MPC Facility is subject to a long-term tolling agreement with GPC through May 31, 2024. Under this tolling agreement, GPC has exclusive rights to the capacity and first-call rights to schedule and utilize energy associated with that capacity.

MPC Generating is a wholly-owned indirect subsidiary of SEPG.

E. Walton

Walton owns and operates an approximately 494 MW (nameplate) simple cycle, natural-gas fired generating facility located in Monroe, Georgia (Walton Facility). The Walton Facility is interconnected to the transmission system owned by GPC and is located in the SOCO BAA.

Walton is an EWG under PUHCA.⁹ The Commission has authorized Walton to sell energy, capacity, and ancillary services at market-based rates.¹⁰ The output of the Walton Facility is subject to a long-term tolling agreement with GPC that extends through May 31, 2024. Under this tolling agreement, GPC has exclusive rights to the capacity and first-call rights to schedule and utilize energy associated with that capacity.

Walton is a wholly-owned indirect subsidiary of SEPG.

F. Washington

Washington leases and operates an approximately 796 MW (nameplate) simple cycle, natural-gas fired generating located in Linton, Georgia (Washington Facility). The Washington Facility is interconnected to the transmission system owned by GPC and is located in the SOCO BAA. Washington leases the Washington Facility (including interconnection facilities necessary to interconnection the Washington Facility to the transmission grid) from the Development Authority of Washington County pursuant to a long-term lease agreement dated May 1, 2001. The lease agreement extends through December 30, 2016.

Washington is an EWG under PUHCA.¹¹ The Commission has authorized Washington to sell energy, capacity, and ancillary services at market-based rates.¹² The

succession); MPC Generating, LLC, Docket No. ER02-1238-000 (May 9, 2002) (unpublished letter order) (accepting motion to correct the April 8, 2002 letter order).

⁹ See LG&E Power Monroe LLC, 95 FERC ¶ 62,072 (2001). Walton filed a notice of name change in Docket No. EG01-140-000 on July 26, 2002.

¹⁰ See LG&E Power Monroe LLC, Docket Nos. ER01-1310-000, et al. (Apr. 4, 2001) (unpublished letter order); Walton County Power, LLC, Docket Nos. ER03-28-000, et al. (Nov. 19, 2002) (unpublished letter order) (accepting notice of succession); Walton County Power, LLC, Docket Nos. ER03-28-000, et al. (Dec. 19, 2002) (correcting tariff designation).

¹¹ See LG&E Power Tiger Creek LLC, 97 FERC ¶ 62,223 (2001). Washington filed a notice of name change in Docket No. EG02-11-000 on July 26, 2002.

output of the Washington Facility is subject to separate long-term tolling agreements with Constellation and GPC that extend through December 31, 2015 and May 31, 2024, respectively.

Washington is a wholly-owned indirect subsidiary of SEPG.

G. SEPG

AL Sandersville, Effingham, MPC Generating, Walton, and Washington are wholly-owned indirect subsidiaries of SEPG, which is directly owned by AL SEPG Holdings, LLC (AL SEPG) (50.1%), EFS Southeast PowerGen, LLC (EFS SEPG) (24.95%), and Utility Corporation (Utility Corp.) (24.95%). AL SEPG is a wholly-owned direct subsidiary of ArcLight Energy Partners Fund III, L.P. (ArcLight Fund III). EFS SEPG is a wholly-owned indirect subsidiary of General Electric Capital Corporation (GECC). Utility Corp. is wholly-owned by Government of Singapore Investment Corporation (Ventures) Pte Ltd (GIC Ventures), which is wholly-owned by the Government of Singapore through its Minister for Finance, a statutory corporation set up by the Government of Singapore to own and administer assets.

H. The ArcLight Funds

ArcLight Liquid Energy and ArcLight Fund III are private equity investment funds with a focus on the independent power sector. ArcLight Liquid Energy and ArcLight Fund III are managed by ArcLight Capital Partners, LLC (ArcLight Capital). ArcLight Capital also manages and controls ArcLight Energy Partners Fund I, L.P., ArcLight Energy Partners Fund II, L.P., ArcLight Energy Partners Fund IV, L.P., and ArcLight Energy Partners Fund V, L.P. (collectively with ArcLight Liquid Energy and ArcLight Fund III, the ArcLight Funds), each of which is a private equity investment fund focusing on the independent power sector.

The ArcLight Funds are affiliated with certain electric generation facilities operating in the United States.¹² Aside from Sellers' facilities, none of these generation facilities are located in the SOCO BAA, except for the Mid-Georgia Facility acquired pursuant to the transaction discussed below. In first-tier markets to the SOCO BAA, the ArcLight Funds are affiliated with Sabine Cogen, L.P., the owner of an 88 MW (summer rating) qualifying cogeneration facility located in the Entergy Services, Inc. BAA.

None of the ArcLight Funds or any of their affiliates owns a 10% or greater voting interest in or controls any electric transmission facilities used for the transmission of electricity in interstate commerce in the United States, except for the limited equipment necessary to interconnect individual generating facilities to the transmission

¹² See Washington County Power, LLC, Docket Nos. ER03-398-000 and ER03-398-001 (Apr. 17, 2003) (unpublished letter order).

¹³ See Attachment A for a list of the ArcLight Funds' U.S. energy affiliates.

grid.¹⁴ The ArcLight Funds are affiliated with Enogex, LLC and Mission Natural Gas Company, LP, each of which operates intrastate natural gas pipelines in the Southeast region. None of the ArcLight Funds or any of their affiliates owns or controls any other inputs to electric power production that could be used to prevent competitors from entering the relevant market.¹⁵ The ArcLight Funds are affiliated with entities that own or control inputs to electric power production in other markets in the United States. Attachment A identifies those affiliates of the ArcLight Funds that own or control natural gas intrastate pipelines or gas storage facilities in other markets.

I. GECC

GECC is affiliated with various electric generation facilities in the United States.¹⁶ In the SOCO BAA, GECC is not affiliated with any generation other than the facilities of AL Sandersville, Effingham, MPC Generating, Walton, and Washington. In first-tier markets to the SOCO BAA, GECC is affiliated with Shady Hills Power Company, L.L.C., the owner of a 546 MW (nameplate) generation facility located in the Progress Energy Florida BAA.

GECC is affiliated with Linden VFT, LLC (Linden VFT), which owns a variable frequency transformer system that is a component of a merchant transmission facility that connects the markets operated by the New York Independent System Operator, Inc. and PJM Interconnection, L.L.C. (PJM). In addition to being outside the relevant market, service on Linden VFT's transmission facilities is subject to PJM's open access transmission tariff (OATT). Aside from Linden VFT, neither GECC nor any of its affiliates owns, operates, or controls facilities in the United States for the transmission of electricity in interstate commerce, other than limited equipment necessary to connect individual generating facilities to the transmission grid. GECC and its affiliates do not own or control any inputs to electric power production in the relevant market. GECC is affiliated with entities that own or control inputs to electric power production in other regions of the United States. Attachment B identifies affiliates of GECC that own or control natural gas intrastate pipelines and/or gas storage facilities in other regions.

¹⁴ The ArcLight Funds are affiliated with certain radial generator lead lines outside of the relevant market as noted in Attachment A. These lead lines are used solely to interconnect individual generating facilities to the grid and are not part of the integrated transmission system. The line owned by Terra-Gen Dixie Valley, LLC has an open access transmission tariff on file with the Commission due to a request for third party service on the line. See Terra-Gen Dixie Valley, LLC, et al., 132 FERC ¶ 61,215 (2010); see also Terra-Gen Dixie Valley, LLC, 135 FERC ¶ 61,134 (2011).

¹⁵ 18 C.F.R. § 35.36 defines "inputs to electric power production" as "intrastate natural gas transportation, intrastate natural gas storage or distribution facilities; sites for generation capacity development; physical coal supply sources and ownership of or control over who may access transportation of coal supplies."

¹⁶ See Attachment B for a list of GECC's U.S. energy affiliates.

J. GIC Ventures

GIC Ventures is affiliated with Government of Singapore Investment Corporation (GIC), an investment company that manages the Government of Singapore's foreign reserves,¹⁷ and with GIC Special Investments Pte Ltd, one of the world's largest private equity investment managers, with a long-term buy and hold strategy.

In the SOCO BAA and first-tier markets, GIC Ventures is not affiliated with any generation other than the facilities of AL Sandersville, Effingham, MPC Generating, Walton, and Washington.¹⁸

An affiliate of GIC Ventures, Epsom Investment Pte Ltd (Epsom), owns an approximately 31.01% indirect equity interest in Duquesne Light Company, a traditional public utility that owns transmission facilities located in southwestern Pennsylvania that are under the control of PJM and subject to PJM's open-access requirements. Epsom also owns an approximately 24.7% indirect equity interest in Star West Generation LLC, which in turn owns Arlington Valley, LLC and Griffith Energy LLC, each of which owns an electric generating facility and is a public utility.¹⁹ GIC Ventures also is affiliated with Cheyne Walk Investment Pte Ltd (Cheyne Walk), an indirect wholly-owned subsidiary of GIC Ventures. Cheyne Walk owns a 49.5% direct interest in Texas Transmission Holdings Corporation (TT Holdings). TT Holdings owns 100% of Texas Transmission Investment LLC (TT Investments), which directly owns a 19.75% minority interest in Oncor Electric Delivery Company LLC (Oncor). Energy Future Holdings Corp. (EFH) controls Oncor through an 80.03% membership interest.²⁰ Oncor owns and operates electric transmission facilities solely within the Electric Reliability Council of Texas, Inc. (ERCOT), except for a 100 MW undivided interest in the East High Voltage Direct Current Interconnection between ERCOT and the Southwest Power Pool, which is subject to an OATT on file with FERC.²¹

GIC Ventures and its affiliates do not own a 10% or greater interest in or control any inputs to electric power production in the relevant market or the United States.

¹⁷ GIC is a signatory to the Santiago Principles, a set of Generally Accepted Principles and Practices for Sovereign Wealth Funds published in 2008 by the International Working Group of Sovereign Wealth Funds.

¹⁸ See Attachment C for a list of GIC Ventures' U.S. energy affiliates.

¹⁹ See Epsom Investment Pte Ltd., 137 FERC ¶ 62,126 (2011).

²⁰ The ability of Cheyne Walk, TT Holdings, or TT Investments to control Oncor is further restricted by the Shareholders Agreement related to TT Holdings and the Investor Rights Agreement between the Oncor investors. The remaining interests in Oncor not owned by TT Investments or EFH are owned by Oncor's management. GIC Ventures also holds an indirect \$325 million investment in EFH. This is a passive, indirect ownership interest that does not give GIC Ventures or its affiliates the ability to direct the day-to-day operations or management of such companies.

²¹ Oncor Electric Delivery Company, 120 FERC ¶ 61,215 at P 3 (2007).

III. Notice of Non-Material Change In Status

Sellers are filing this Notice to report their new affiliation with Mid-Georgia. Specifically, on August 16, 2012, SEPG indirectly acquired 100% of the ownership interests in Mid-Georgia from Perennial Power Holdings, Inc.²² As a result, Mid-Georgia currently is a wholly-owned indirect subsidiary of SEPG and is now affiliated with the ArcLight Funds, GECC, and GIC Ventures.

Mid-Georgia owns the Mid-Georgia Facility, a 323 MW (nameplate) electric generation facility that is interconnected to the transmission system owned by GPC and located in the SOCO BAA. The Mid-Georgia Facility is a qualifying facility (QF) under the Public Utility Regulatory Policies Act of 1978, as amended (PURPA).²³ All of the output from the Mid-Georgia Facility is sold to GPC under a long-term tolling agreement.

Sellers' new affiliation with Mid-Georgia does not raise any horizontal market power concerns, because the output of the Mid-Georgia Facility is fully committed to GPC pursuant to a long-term tolling agreement.²⁴ The Commission previously has found no adverse effect on competition when the output of a generating facility is fully committed under a long-term agreement.²⁵ However, even if the output of the Mid-Georgia Facility were uncommitted, the additional 323 MW of affiliated generation does not significantly alter Sellers' market position in the SOCO BAA. The Commission recently found that Sellers do not have horizontal market power in the relevant market in connection with Sellers' December 2011 Updated Market Power Analyses (Analyses) for

²² As a QF, Mid-Georgia is exempt from the requirements of FPA section 203(a)(1)(A) under section 292.601(c) of the Commission's regulations. See Revised Regulations Governing Small Power Production and Cogeneration Facilities, Order No. 671, 114 FERC ¶ 61,102 at P 102 (2006) (rejecting proposals to eliminate the QF exemption from the FPA section 203(a)(i) filing requirements); Pedricktown Cogeneration Company, LP, 115 FERC ¶ 61,147 (2006) ("We note that Order No. 671 . . . did not change the exemption accorded to a QF from the filing requirements of section 203 of the FPA."). In addition, all of the output from the Mid-Georgia Facility is sold pursuant to a state regulatory authority's implementation of section 210 of the Public Utility Regulatory Policies Act of 1978, as amended (PURPA). Under the Commission's regulations implementing PURPA, Mid-Georgia currently is not required to have a rate tariff on file with the Commission.

²³ See Docket No. QF96-26. Mid-Georgia also is an EWG under PUHCA. Mid Georgia Cogen L.P., 73 FERC ¶ 61,312 (1995).

²⁴ See the Southern Companies' Generation Resource Inventory filed in Docket Nos. ER10-2881-004, et al., on July 16, 2012, identifying SOCO (GPC's affiliated operating company) as the party that controls the Mid-Georgia Facility and its entire capacity.

²⁵ Nevada Sun-Peak Limited Partnership, et al., 97 FERC ¶ 62,017 (2001); American Ref-Fuel Company of Essex County, et al., 94 FERC ¶ 62,113 (2001); See also Morgan Stanley Capital Group, Inc., 69 FERC ¶ 61,175 (1994), citing to Enron Power Marketing, Inc., 65 FERC ¶ 61,305 (1993) (committed power does not confer generation market power upon an applicant for market-based rate authority).

the Southeast region.²⁶ Using a number of conservative assumptions, the Analyses showed that Sellers control only 3,058 MW of the total uncommitted capacity of 15,399 MW in the SOCO BAA. The Analyses further showed that Sellers' market share is between 11.2% (spring) - 14.8% (summer). Sellers' affiliation with an additional 323 MW is not sufficient to create horizontal market power issues.

In addition, the Sellers' affiliation with Mid-Georgia does not raise any vertical market power concerns. Mid-Georgia does not own or control any transmission facilities, except for limited interconnection equipment necessary to connect the Mid-Georgia Facility to the integrated transmission grid. As noted above, none of Sellers or any of their affiliates owns a 10% or greater voting interest in or controls any electric transmission facilities in the United States, except for the limited interconnection equipment and facilities subject to OATTs on file with the Commission.²⁷ Certain affiliates of the ArcLight Funds own intrastate natural gas assets located in the SOCO BAA; however, the ArcLight Funds' affiliation with these assets does not raise any competitive concerns, because the Commission has adopted a rebuttable presumption that ownership or control of these inputs to electric power production does not allow seller with market-based rates to erect barriers to entry.²⁸ None of Mid-Georgia, Sellers, or any of their affiliates owns or controls any other inputs to electric power production that could be used to prevent competitors from entering the relevant market. Sellers affirm that Sellers and their affiliates have not erected barriers to entry in the relevant market and will not erect barriers to entry in the relevant market. Therefore, Sellers' new affiliation with Mid-Georgia does not raise any vertical market power concerns.

²⁶ Effingham County Power, LLC, et al., Docket Nos. ER10-3102-004, et al. (June 7, 2012) (unpublished letter order accepting AL Sandersville, Effingham, MPC Generating, Walton, and Washington's Updated Market Power Analysis); ArcLight Energy Marketing, LLC, Docket No. ER10-3168-002 (July 12, 2012) (unpublished letter order accepting AEM's Updated Market Power Analysis).

²⁷ See supra notes 14 and 21 and the description of Linden VFT regarding OATTs on file with the Commission.

²⁸ See Market-Based Rates for Wholesale Sales of Electric Energy, Capacity and Ancillary Services by Public Utilities, Order No. 697, 119 FERC ¶ 61,295 at P 1018 (2007), order on reh'g, Order No. 697-A, 123 FERC ¶ 61,055 (2008), order on reh'g, Order No. 697-B, 125 FERC ¶ 61,326, order on reh'g and clarification, Order No. 697-C, 127 FERC ¶ 61,284 (2009); order on reh'g and clarification, Order No. 697-D, 130 FERC ¶ 61,206 (2010); order on clarification, 131 FERC ¶ 61,021 (2010).

IV. Conclusion

As discussed above, Sellers' affiliation with Mid-Georgia does not materially change the facts and circumstances that the Commission relied upon in granting market-based rate authority to Sellers. Therefore, Sellers respectfully request that the Commission accept for filing this notice and find that no further inquiry is necessary.

Respectfully submitted,

/s/ Jessica C. Friedman

Jessica C. Friedman

Counsel for Sellers

Attachments

ATTACHMENT A

U.S. ENERGY AFFILIATES OF THE ARCLIGHT FUNDS

Affiliates of the ArcLight Funds with Market-Based Rate Authority and Generation Assets¹
(as of September, 2012)

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
ArcLight Energy Marketing, LLC	ER07-1106	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Zone J Tolling Co., LLC	ER12-1301	N/A	N/A	N/A	N/A	NYISO (including Zone J)	Northeast	N/A	N/A
Alta Wind I, LLC	ER10-2086	Alta Wind I, LLC	Alta Wind I Owner Lessors A, B, C, and D	Alta Wind I, LLC	N/A ²	CAISO	Southwest	10/2010	150 MW
Alta Wind II, LLC	ER10-2513	Alta Wind II, LLC	Alta Wind II Owner Lessors A, B, C, D, and E	Alta Wind II, LLC	N/A ³	CAISO	Southwest	11/2010	150 MW

¹ This chart does not include affiliates operating solely within the Electric Reliability Council of Texas or Hawaii.

² Pursuant to a sale/leaseback transaction on December 31, 2010, Alta Wind I, LLC transferred ownership but not control of its facility to the Alta Wind I Owner Lessors. The Commission has found that the Alta Wind I Owner Lessors are passive investors that do not exercise control or decision-making authority over the leased facility. See Alta Wind I, LLC, 133 FERC ¶ 61,240 (2010).

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Alta Wind III, LLC	ER10-2514	Alta Wind III, LLC	Alta Wind III Owner Lessor A, B, C, and D	Alta Wind III, LLC	N/A ⁴	CAISO	Southwest	12/2010	150 MW
Alta Wind IV, LLC	ER10-2515	Alta Wind IV, LLC	Alta Wind IV Owner Lessor A, B, C, and D	Alta Wind IV, LLC	N/A ⁵	CAISO	Southwest	3/2011	102 MW
Alta Wind V, LLC	ER10-2516	Alta Wind V, LLC	Alta Wind V Owner Lessor A, B, C, and D	Alta Wind V, LLC	N/A ⁶	CAISO	Southwest	3/2011	168 MW

³ Pursuant to a sale/leaseback transaction on December 30, 2010, Alta Wind II, LLC transferred ownership but not control of its facility to the Alta Wind II Owner Lessors. The Commission has found that the Alta Wind II Owner Lessors are passive investors that do not exercise control or decision-making authority over the leased facility. See Alta Wind Holdings, LLC, 133 FERC ¶ 61,177 (2010).

⁴ Pursuant to a sale/leaseback transaction on April 13, 2011, Alta Wind III, LLC transferred ownership but not control of its facility to the Alta Wind III Owner Lessors. The Commission has found that the Alta Wind III Owner Lessors are passive investors that do not exercise control or decision-making authority over the leased facility. See Alta Wind Holdings, LLC, 133 FERC ¶ 61,177 (2010).

⁵ Pursuant to a sale/leaseback transaction on May 20, 2011, Alta Wind IV, LLC transferred ownership but not control of its facility to the Alta Wind IV Owner Lessors. The Commission has found that the Alta Wind IV Owner Lessors are passive investors that do not exercise control or decision-making authority over the leased facility. See Alta Wind Holdings, LLC, 133 FERC ¶ 61,177 (2010).

⁶ Pursuant to a sale/leaseback transaction on June 13, 2011, Alta Wind V, LLC transferred ownership but not control of its facility to the Alta Wind V Owner Lessors. The Commission has found that the Alta Wind V Owner Lessors are passive investors that do not exercise control or decision-making authority over the leased facility. See Alta Wind Holdings, LLC, 133 FERC ¶ 61,177 (2010).

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Alta Wind VII, LLC	ER12-1521	Alta Wind VII, LLC	Alta Wind VII, LLC	Alta Wind VII, LLC	N/A	CAISO	Southwest	2012	168 MW
Alta Wind IX, LLC	ER12-1522	Alta Wind IX, LLC	Alta Wind IX, LLC	Alta Wind IX, LLC	N/A	CAISO	Southwest	8/2012	132 MW
Kern Front Limited	ER11-4061	Kern Front Limited	Kern Front Limited	Kern Front Limited	N/A	CAISO	Southwest	5/1989	49.8 MW
High Sierra Limited	ER11-4060	High Sierra Limited	High Sierra Limited	High Sierra Limited	N/A	CAISO	Southwest	3/1999	49.8 MW
Double “C” Limited	ER11-4063	Double “C” Limited	Double “C” Limited	Double “C” Limited	N/A	CAISO	Southwest	3/1989	49.8 MW
Foote Creek II, LLC	ER99-3450	Foote Creek II, LLC	Foote Creek II, LLC	Foote Creek II, LLC	N/A	PACE	Northwest	6/1999	1.8 MW
Foote Creek III, LLC	ER99-2769	Foote Creek III, LLC	Foote Creek III, LLC	Foote Creek III, LLC	N/A	PACE	Northwest	6/1999	24.8 MW
Foote Creek IV, LLC	ER00-2706	Foote Creek IV, LLC	Foote Creek IV, LLC	Foote Creek IV, LLC	N/A	PACE	Northwest	8/2000	16.8 MW
Ridge Crest Wind Partners, LLC	ER01-2760	Ridge Crest Wind Partners, LLC	Ridge Crest Wind Partners, LLC	Ridge Crest Wind Partners, LLC	N/A	Public Service Company of Colorado	Northwest	12/2001	29.7 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Chandler Wind Partners, LLC	ER01-390	Chandler Wind Partners, LLC	Chandler Wind Partners, LLC	Chandler Wind Partners, LLC	N/A	MISO	Central	2/1999	2 MW
Michigan Power Limited Partnership	ER09-1364	Michigan Power Limited Partnership	Michigan Power Limited Partnership	Michigan Power Limited Partnership	N/A	MISO	Central	10/1995	154.1 MW
Sabine Cogen, L.P.	ER06-744	Sabine Cogen, L.P.	Sabine Cogen, L.P.	Sabine Cogen, L.P.	N/A	EES	Southeast	1/2000	101.4 MW
AL Sandersville LLC	ER02-1024; ER04-1186; ER10-2150	AL Sandersville LLC	AL Sandersville LLC	AL Sandersville LLC	N/A	SOCO	Southeast	6/2002	692 MW
Effingham County Power, LLC	ER01-1418	Effingham County Power, LLC	Effingham County Industrial Authority	Effingham County Power, LLC	12/1/2001	SOCO	Southeast	8/2003	596.6 MW
MPC Generating, LLC	ER02-1238; ER99-2324	MPC Generating, LLC	MPC Generating, LLC	MPC Generating, LLC	N/A	SOCO	Southeast	12/1999	386.1 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Walton County Power, LLC	ER03-28; ER01-1310	Walton County Power, LLC	Walton County Power, LLC	Walton County Power, LLC	N/A	SOCO	Southeast	2/2001	494.1 MW
Washington County Power, LLC	ER03-398	Washington County Power, LLC	Development Authority of Washington County	Washington County Power, LLC	5/1/2001	SOCO	Southeast	6/2003	795.6 MW
Mid-Georgia Cogen L.P.	N/A	Mid-Georgia Cogen L.P.	Mid-Georgia Cogen L.P.	SOCO ⁷	6/1/1998	SOCO	Southeast	3/1998	323 MW
Black Bear Hydro Partners, LLC	ER09-1488	Ellsworth Project	Black Bear Hydro Partners, LLC	Black Bear Hydro Partners, LLC	N/A	ISO-NE	Northeast	1907	8.9 MW
Black Bear Hydro Partners, LLC	ER09-1488	Medway Project	Black Bear Hydro Partners, LLC	Black Bear Hydro Partners, LLC	N/A	ISO-NE	Northeast	1922	3.2 MW

⁷ See the Southern Companies' Generation Resource Inventory filed in Docket Nos. ER10-2881-004, et al., on July 16, 2012.

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Black Bear Hydro Partners, LLC	ER09-1488	Milford Project	Black Bear Hydro Partners, LLC	Black Bear Hydro Partners, LLC	N/A	ISO-NE	Northeast	1906	7.9 MW
Black Bear Hydro Partners, LLC	ER09-1488	Stillwater Project	Black Bear Hydro Partners, LLC	Black Bear Hydro Partners, LLC	N/A	ISO-NE	Northeast	1932	1.8 MW
Black Bear Hydro Partners, LLC	ER09-1488	Orono Project	Black Bear Hydro Partners, LLC	Black Bear Hydro Partners, LLC	N/A	ISO-NE	Northeast	Re-commissioned 2009	2.7 MW
Black Bear HVGW, LLC	N/A	Howland Project	Penobscot River Restoration Trust	Black Bear HVGW, LLC	12/17/2010	ISO-NE	Northeast	1916	1.8 MW
Black Bear HVGW, LLC	N/A	Veazie Project	Penobscot River Restoration Trust	Black Bear HVGW, LLC	12/17/2010	ISO-NE	Northeast	1891	8.1 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Bangor-Pacific Hydro Associates	N/A	West Enfield Project	Bangor-Pacific Hydro Associates	Bangor-Pacific Hydro Associates	N/A	ISO-NE	Northeast	4/1988	13 MW
Topsham Hydro Partners Limited Partnership	N/A	Topsham Project	Teton Power Funding, LLC and Topsham Hydroelectric Generating Facility Trust No. 1 (as Owner Participants)	Topsham Hydro Partners Limited Partnership	1987	ISO-NE	Northeast	1987	13.7 MW
Panther Creek Power Operating, LLC	ER12-2570 (pending application)	Panther Creek Project	Liberty Bell Funding, LLC and Olympus Panther Holdings, LLC (as Owner Participants)	Panther Creek Power Operating, LLC	8/2012 (from Panther Creek Partners as Lessee/Operator to Panther Creek Power Operating, LLC)	PJM	Northeast	12/1992	94 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Scrubgrass Generating Co., L.P.	N/A	Scrubgrass Generating Co., L.P.	Scrubgrass Generating Co., L.P.	Scrubgrass Generating Co., L.P.	N/A	PJM	Northeast	6/1993	94.7 MW
Bayonne Energy Center, LLC	ER11-3460	Bayonne Energy Center, LLC	Bayonne Energy Center, LLC	Bayonne Energy Center, LLC	N/A	NYISO (Zone J)	Northeast	Expected Q2 2012	512.5 MW
Beowawe Power, LLC	N/A	Beowawe Power, LLC	Beowawe Power, LLC	Beowawe Power, LLC	N/A	Sierra Pacific	Northwest	12/1985	17 MW
Delta Person Limited Partnership	ER01-138	Delta Person Limited Partnership	Delta Person Limited Partnership	Delta Person Limited Partnership	N/A	Public Service Company of New Mexico	Southwest	5/2000	150 MW
Oak Creek Wind Power, LLC	ER08-1255	Oak Creek Windpower, LLC	Oak Creek Windpower, LLC	Oak Creek Windpower, LLC	N/A	CAISO	Southwest	6/1999	34.5 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Coso Geothermal Power Holdings, LLC	ER10-566	BLM Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Energy Developers)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	3/1989	90 MW
Coso Geothermal Power Holdings, LLC	ER10-566	Navy I Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Finance Partners)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	Prior to 12/1989	92.2 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Coso Geothermal Power Holdings, LLC	ER10-566	Navy II Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Power Developers)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	3/1989	90 MW
PE-Berkeley, Inc.	N/A	Berkeley Cogeneration	Berkeley Leasing, LLC	PE-Berkeley, Inc.	1/1/1997	CAISO	Southwest	9/2000	28.5 MW
Terra-Gen 251 Wind, LLC	N/A	Terra-Gen 251 Wind, LLC	Terra-Gen 251 Wind, LLC	Terra-Gen 251 Wind, LLC	N/A	CAISO	Southwest	6/1987	18.4 MW
Terra-Gen VG Wind, LLC	N/A	Terra-Gen VG Wind, LLC	Terra-Gen VG Wind, LLC	Terra-Gen VG Wind, LLC	N/A	CAISO	Southwest	6/1999	7.4 MW
ACE Cogeneration Company, L.P.	N/A	ACE Cogeneration Company, L.P.	ACE Cogeneration Company, L.P.	ACE Cogeneration Company, L.P.	N/A	CAISO	Southwest	11/1989	108 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Badger Creek Limited	N/A	Badger Creek Limited	Badger Creek Limited	Badger Creek Limited	N/A	CAISO	Southwest	4/1991	46 MW
Bear Mountain Limited	N/A	Bear Mountain Limited	Bear Mountain Limited	Bear Mountain Limited	N/A	CAISO	Southwest	4/1995	46 MW
Chalk Cliff Limited	N/A	Chalk Cliff Limited	Chalk Cliff Limited	Chalk Cliff Limited	N/A	CAISO	Southwest	4/1990	46 MW
Corona Energy Partners, Ltd.	N/A	Corona Energy Partners, Ltd.	Corona Energy Partners, Ltd.	Corona Energy Partners, Ltd.	N/A	CAISO	Southwest	6/1988	47 MW
Live Oak Limited	N/A	Live Oak Limited	Live Oak Limited	Live Oak Limited	N/A	CAISO	Southwest	3/1992	46 MW
LUZ Solar Partners Ltd., IX	N/A	LUZ Solar Partners, Ltd. IX	LUZ Solar Partners, Ltd. IX	LUZ Solar Partners, Ltd. IX	N/A	CAISO	Southwest	10/1990	92 MW
LUZ Solar Partners Ltd., VIII	N/A	LUZ Solar Partners Ltd., VIII	LUZ Solar Partners Ltd., VIII	LUZ Solar Partners Ltd., VIII	N/A	CAISO	Southwest	12/1989	92 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
McKittrick Limited	N/A	McKittrick Limited	McKittrick Limited	McKittrick Limited	N/A	CAISO	Southwest	10/1991	46 MW
Nevada Sun-Peak Limited Partnership	N/A ⁸	Nevada Sun-Peak Limited Partnership	Nevada Sun-Peak Limited Partnership	Nevada Sun-Peak Limited Partnership	N/A	Nevada Power Company	Southwest	6/1991	222 MW
Cameron Ridge, LLC	N/A	Cameron Ridge, LLC	Cameron Ridge, LLC	Cameron Ridge, LLC	N/A	CAISO	Southwest	12/1984	60 MW
Pacific Crest Power, LLC	N/A	Pacific Crest Power, LLC	Pacific Crest Power, LLC	Pacific Crest Power, LLC	N/A	CAISO	Southwest	Prior to 12/1994	46.8 MW
Ridgetop Energy, LLC	N/A	Ridgetop Energy, LLC	Ridgetop Energy, LLC	Ridgetop Energy, LLC	N/A	CAISO	Southwest	Prior to 12/1994	29 MW

⁸ Nevada Sun-Peak Limited Partnership has a long-term fixed rate power supply contract on file with the Commission in Docket No. ER99-963. See Nevada Sun-Peak Limited Partnership, 86 FERC ¶ 61,243 (1999) (accepting the long-term power sales contract as just and reasonable and granting the waivers normally granted to sellers with market-based rates).

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
San Gorgonio Westwinds II, LLC	N/A	Phoenix Project; Altech III Project; San Jacinto Project; Windustries Project	San Gorgonio Westwinds II, LLC	San Gorgonio Westwinds II, LLC	N/A	CAISO	Southwest	6/1999	43.4 MW

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Alite Wind, LLC	N/A	Alite Wind, LLC	Alite Wind, LLC	Alite Wind, LLC	N/A	CAISO	Southwest	5/2008	24 MW
Terra-Gen Dixie Valley, LLC	N/A	Terra-Gen Dixie Valley, LLC	Dixie Valley Geothermal Leasing Trust 2010-1, Dixie Valley Geothermal Leasing Trust 2010-2, and Dixie Valley Geothermal Leasing Trust 2010-3	Terra-Gen Dixie Valley, LLC	N/A ⁹	CAISO ¹⁰	Southwest	7/1988	60.5 MW

⁹ Pursuant to a sale/leaseback transaction on September 15, 2010, Terra-Gen Dixie Valley, LLC transferred ownership of its generating facility to three trusts (Owner Lessors), which, in turn, leased the facility back to Terra-Gen Dixie Valley, LLC under a long-term lease agreement. Because the Owner Lessors are passive owners with no management rights over the facility or the sale of power therefrom, there was no change in control of the facility as a result of the sale/leaseback transaction.

¹⁰ The Terra-Gen Dixie Valley Facility, which is located in Churchill, Nevada, is interconnected with the transmission system operated by CAISO via a 212-mile 230 kV radial transmission line.

**Affiliates of the ArcLight Funds with Electric Transmission Assets
and/or Natural Gas Intrastate Pipelines and/or Gas Storage Facilities¹
(as of September, 2012)**

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	Size
Alta Wind I, LLC and Alta Windpower Development, LLC	Alta Line I – radial generator lead line	Alta Wind I, LLC and Alta Windpower Development, LLC	Alta Wind I, LLC and Alta Windpower Development, LLC	N/A	CAISO	Southwest	4.4-mile 230kV transmission line
Alta Wind I, LLC, Alta Wind II, LLC, Alta Wind III, LLC, and Alta Windpower Development, LLC	Alta Line II - radial generator lead line	Alta Wind I, LLC, Alta Wind II, LLC, Alta Wind III, LLC, Alta Wind VI, LLC and Alta Windpower Development, LLC	Alta Wind I, LLC, Alta Wind II, LLC, Alta Wind III, LLC, Alta Wind VI, LLC and Alta Windpower Development, LLC	N/A	CAISO	Southwest	1.8-mile 230 kV transmission line
Alta Wind IV, LLC, Alta Wind V, LLC, and Alta Windpower Development, LLC	Alta Line III - radial generator lead line	Alta Wind IV, LLC, Alta Wind V, LLC, Alta Wind VIII, LLC, and Alta Windpower Development, LLC	Alta Wind IV, LLC, Alta Wind V, LLC, Alta Wind VIII, LLC, and Alta Windpower Development, LLC	N/A	CAISO	Southwest	5.6-mile 230 kV transmission line
Alta Wind IX, LLC, and Alta Windpower Development, LLC	Alta Line IV - radial generator lead line	Alta Wind IX, LLC, and Alta Windpower Development, LLC	Alta Wind IX, LLC, and Alta Windpower Development, LLC	N/A	CAISO	Southwest	2.8-mile 230 kV transmission line

¹ This chart does not include affiliates operating solely within the Electric Reliability Council of Texas.

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	Size
Alta Wind VII, LLC, and Alta Windpower Development, LLC	Alta Line V - radial generator lead line	Alta Wind VII, LLC, and Alta Windpower Development, LLC	Alta Wind VII, LLC, and Alta Windpower Development, LLC	N/A	CAISO	Southwest	6.8-mile 230 kV transmission line
Alta Wind VII, LLC, and Alta Windpower Development, LLC	Alta Line VI - radial generator lead line	Alta Wind VII, LLC, and Alta Windpower Development, LLC	Alta Wind VII, LLC, and Alta Windpower Development, LLC	N/A	CAISO	Southwest	2.0-mile 230 kV transmission line
Terra-Gen Dixie Valley, LLC	Dixie Valley Line - radial generator lead line	Terra-Gen Dixie Valley, LLC	Terra-Gen Dixie Valley, LLC	N/A	CAISO	Southwest	212-mile 230 kV transmission line
Mission Natural Gas Company, LP	Mission Natural Gas Company, LP; intrastate gas pipeline	Mission Natural Gas Company, LP	Mission Natural Gas Company, LP	N/A	EES ²	Southeast	Less than one mile
Buckeye Partners, L.P.	Lodi intrastate gas storage project	Lodi Gas Storage, LLC	Lodi Gas Storage, LLC	N/A	CAISO	Southwest	22 Bcf

² This asset is used solely to serve a single end-use customer.

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	Size
Enogex LLC	Enogex intrastate pipeline system	Enogex LLC	Enogex LLC	N/A	WFEC OKGE AEPW GRDA AECI	SPP Southeast	Approximately 2,200 miles 33 miles
Enogex LLC	Stuart Storage Field	Enogex LLC	Enogex LLC	N/A	WFEC	SPP	6 Bcf
Enogex LLC	Wetumka Storage Field	Enogex LLC	Enogex LLC	N/A	OKGE	SPP	18 Bcf

ATTACHMENT B

U.S. ENERGY AFFILIATES OF GECC

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
East Coast Power Linden Holding, L.L.C.	ER06-739-000	Linden Cogen Unit 6	East Coast Power Linden Holding, L.L.C.	East Coast Power Linden Holding, L.L.C.	N/A	PJM	Northeast	January 25, 2002	212.5 MW	158.8 MW	178.4 MW
Cogen Technologies Linden Venture, L.P.	ER06-738-000	Linden Cogen Units 1-5	Cogen Technologies Linden Venture, L.P.	Cogen Technologies Linden Venture, L.P.	N/A	NY ISO	Northeast	May 9, 1992	822.4 MW	738.5 MW	809 MW
Fox Energy Company LLC ¹	ER03-983-002	Fox Energy Center	Fox Energy Company LLC	Fox Energy Company LLC	N/A	MISO	Central	Unit 1: February 20, 2006 Unit 2: June 1, 2005	620 MW	548 MW	638 MW
Birchwood Power Partners, L.P. ²	ER07-501-000	Birchwood	Birchwood Power Partners, L.P.	Birchwood Power Partners, L.P.	N/A	PJM	Northeast	November 16, 1996	258.3 MW	237.8 MW	242.2 MW

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

^{1.} Subsidiaries of General Electric Company hold a 50% interest in Fox Energy Company, LLC, and subsidiaries of Tyr Energy own a 50% interest.

^{2.} Subsidiaries of General Electric Company hold a 50% interest in Birchwood Power Partners, L.P., and subsidiaries of J-POWER own a 50% interest.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Shady Hills Power Company, L.L.C.	ER02-537-000	Shady Hills	Shady Hills Power Company, L.L.C.	Shady Hills Power Company, L.L.C.	N/A	Progress Florida	Southeast	February 27, 2002	546 MW	468 MW	516 MW
EFS Parlin Holdings, LLC	ER08-649-000	Parlin	EFS Parlin Holdings, LLC	EFS Parlin Holdings, LLC	N/A	PJM	Northeast	June 1, 2008	139.8 MW	118 MW	131 MW
Inland Empire Energy Center, LLC	ER07-758-000	Inland Empire Energy Center	Inland Empire Energy Center, LLC	Inland Empire Energy Center, LLC	N/A	CAISO	Southwest	May 2010	819 MW	690 MW	742 MW
Cardinal Cogen, Inc.	N/A	Cardinal Cogen	Cardinal Cogen, Inc.	Cardinal Cogen, Inc.	N/A	CAISO	Southwest	1987	52.8 MW	41.9 MW	41.3 MW
Aviation Services Corporation	N/A	Lynn River Works	Aviation Services Corporation	Aviation Services Corporation	N/A	ISO New England	Northeast	1948	53.6 MW	53.6 MW	53.6 MW
Chandler Wind Partners, LLC ³	ER01-390	Chandler Wind Partners, LLC	Chandler Wind Partners, LLC	Chandler Wind Partners, LLC	N/A	MISO	Central	February 1999	2 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

³ Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Footo Creek II, LLC ⁴	ER99-3450	Footo Creek II, LLC	Footo Creek II, LLC	Footo Creek II, LLC	N/A	PACE	Northwest	June 1999	1.8 MW		
Footo Creek III, LLC ⁴	ER99-2769	Footo Creek III, LLC	Footo Creek III, LLC	Footo Creek III, LLC	N/A	PACE	Northwest	June 1999	24.8 MW		
Footo Creek IV, LLC ⁴	ER00-2706	Footo Creek IV, LLC	Footo Creek IV, LLC	Footo Creek IV, LLC	N/A	PACE	Northwest	August 2000	16.8 MW		
Oak Creek Wind Power, LLC ⁴	ER08-1255	Oak Creek Windpower, LLC	Oak Creek Windpower, LLC	Oak Creek Windpower, LLC	N/A	CAISO	Southwest	June 1999	34.5 MW		
Ridge Crest Wind Partners, LLC ⁴	ER01-2760	Ridge Crest Wind Partners, LLC	Ridge Crest Wind Partners, LLC	Ridge Crest Wind Partners, LLC	N/A	Public Service Company of Colorado	Northwest	December 2001	29.7 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁴ Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Somersworth Hydroelectric Facility	N/A	Somersworth Hydroelectric Facility	General Electric Co.	General Electric Co.	N/A	ISO-NE	Northeast	January 1985	2.1 MW	0.6 MW	1.2 MW
Wind Energy Prototypes, LLC	N/A	GE 1.6-100 Wind Turbine	Wind Energy Prototypes, LLC	Wind Energy Prototypes, LLC	N/A	CAISO	Southwest	March 2011	1.6 MW	1.6 MW	1.6 MW

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By [*]	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Alta Wind I, LLC ⁵	ER10-2086	Alta Wind I, LLC	Alta Wind I Owner Lessors A, B, C, and D	Alta Wind I, LLC	N/A	CAISO	Southwest	October 2010	150 MW		
Alta Wind II, LLC ⁵	ER10-2513	Alta Wind II, LLC	Alta Wind II Owner Lessors A, B, C, D, and E	Alta Wind II, LLC	N/A	CAISO	Southwest	November 2010	150 MW		
Alta Wind III, LLC ⁵	ER10-2514	Alta Wind III, LLC	Alta Wind III Owner Lessors A, B, C, and D	Alta Wind III, LLC	N/A	CAISO	Southwest	December 2010	150 MW		
Alta Wind IV, LLC ⁵	ER10-2515	Alta Wind IV, LLC	Alta Wind IV Owner Lessors A, B, C, and D	Alta Wind IV, LLC	N/A	CAISO	Southwest	March 2011	102 MW		
Alta Wind V, LLC ⁵	ER10-2516	Alta Wind V, LLC	Alta Wind V Owner Lessors A, B, C, and D	Alta Wind V, LLC	N/A	CAISO	Southwest	March 2011	168 MW		
Alta Wind VI, LLC ⁵	ER11-3416	Alta Wind VI, LLC	Alta Wind VI, LLC	Alta Wind VI, LLC	N/A	CAISO	Southwest	November 2011	150 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁵. Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Beowawe Power, LLC ⁶	N/A	Beowawe Power, LLC	Beowawe Power, LLC	Beowawe Power, LLC	N/A	Sierra Pacific	Northwest	December 1985	17 MW		
Coso Geothermal Power Holdings, LLC ⁶	ER10-566	BLM Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Energy Developers)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	March 1989	90 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁶ Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Coso Geothermal Power Holdings, LLC ⁷	ER10-566	Navy I Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Finance Partners)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	Prior to December 1989	92.2 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁷ Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Coso Geothermal Power Holdings, LLC ⁸	ER10-566	Navy II Facility	Coso Geothermal Leasing Trusts 2007-M-1, 2007-M-2, 2007-M-3, 2007-M-4, 2007-M-5, 2007-M-6, 2007-C-1 (as successor in interest to Coso Power Developers)	Coso Geothermal Power Holdings, LLC	12/7/07	CAISO	Southwest	March 1989	90 MW		
Terra-Gen 251 Wind, LLC ⁸	N/A	Terra-Gen 251 Wind, LLC	Terra-Gen 251 Wind, LLC	Terra-Gen 251 Wind, LLC	N/A	CAISO	Southwest	June 1987	18.4 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁸. Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
Terra-Gen VG Wind, LLC ⁹	N/A	Terra-Gen VG Wind, LLC	Terra-Gen VG Wind, LLC	Terra-Gen VG Wind, LLC	N/A	CAISO	Southwest	June 1999	7.4 MW		
LUZ Solar Partners Ltd., IX ⁹	N/A	LUZ Solar Partners, Ltd. IX	LUZ Solar Partners, Ltd. IX	LUZ Solar Partners, Ltd. IX	N/A	CAISO	Southwest	October 1990	92 MW		
LUZ Solar Partners Ltd., VIII ⁹	N/A	LUZ Solar Partners Ltd., VIII	LUZ Solar Partners Ltd., VIII	LUZ Solar Partners Ltd., VIII	N/A	CAISO	Southwest	December 1989	92 MW		
Cameron Ridge, LLC ⁹	N/A	Cameron Ridge, LLC	Cameron Ridge, LLC	Cameron Ridge, LLC	N/A	CAISO	Southwest	December 1984	60 MW		
Pacific Crest Power, LLC ⁹	N/A	Pacific Crest Power, LLC	Pacific Crest Power, LLC	Pacific Crest Power, LLC	N/A	CAISO	Southwest	Prior to December 1994	46.8 MW		
Ridgetop Energy, LLC ⁹	N/A	Ridgetop Energy, LLC	Ridgetop Energy, LLC	Ridgetop Energy, LLC	N/A	CAISO	Southwest	Prior to December 1994	29 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

⁹ Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
San Gorgonio Westwinds II, LLC ¹⁰	N/A	Phoenix Project; Altech III Project; San Jacinto Project; Windustries Project	San Gorgonio Westwinds II, LLC	San Gorgonio Westwinds II, LLC	N/A	CAISO	Southwest	June 1999	43.4 MW		
Terra-Gen Dixie Valley, LLC ¹⁰	N/A	Terra-Gen Dixie Valley, LLC	Dixie Valley Geothermal Leasing Trust 2010-1, Dixie Valley Geothermal Leasing Trust 2010-2, and Dixie Valley Geothermal Leasing Trust 2010-3	Terra-Gen Dixie Valley, LLC	N/A	CAISO ¹¹	Southwest	July 1988	60.5 MW		
Alite Wind, LLC ¹⁰	N/A	Alite Wind, LLC	Alite Wind, LLC	Alite Wind, LLC	N/A	CAISO	Southwest	May 2008	24 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

^{10.} Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

^{11.} The Terra-Gen Dixie Valley Facility, which is located in Churchill, Nevada, is interconnected with the transmission system operated by CAISO via a 212-mile 230 kV radial transmission line.

Appendix B

GE Companies

Market-Based Rate Authority and Generation Assets

Filing Entity and its Energy Affiliates	Docket No. where MBR authority was granted	Generation Name	Owned By	Controlled By*	Date Control Transferred	Location		In-service Date	Nameplate and/or Seasonal Rating		
						Balancing Authority Area	Geographic Region (per Appendix D)		Generator Nameplate Capacity (installed)	Net Summer Capacity	Net Winter Capacity
AL Sandersville, LLC ¹²	ER02-1024 ER04-1186 ER10-2150	AL Sandersville, LLC	AL Sandersville, LLC	AL Sandersville, LLC	N/A	SOCO	Southeast	June 2002	624 MW		
Effingham County Power, LLC ¹²	ER01-1418	Effingham County Power, LLC	Effingham County Industrial Authority	Effingham County Power, LLC	N/A	SOCO	Southeast	August 2003	515 MW		
MPC Generating, LLC ¹²	ER99-2324 ER02-1238	MPC Generating, LLC	MPC Generating, LLC	MPC Generating, LLC	N/A	SOCO	Southeast	December 1999	320 MW		
Walton County Power, LLC ¹²	ER01-1310 ER03-28	Walton County Power, LLC	Walton County Power, LLC	Walton County Power, LLC	N/A	SOCO	Southeast	February 2001	450 MW		
Washington County Power, LLC ¹²	ER03-398	Washington County Power, LLC	Development Authority of Washington County	Washington County Power, LLC	N/A	SOCO	Southeast	June 2003	600 MW		
Mid-Georgia Cogen L.P. ¹²	N/A	Mid-Georgia Cogen L.P.	Mid-Georgia Cogen L.P.	SOCO ¹³	6/1/1998	SOCO	Southeast	March 1998	323 MW		

* In order to present the most conservative case, the information provided in the "Controlled By" and "Date Control Transferred" columns takes the most conservative approach, *i.e.*, that the generation owner also controls the generation, even though, in many instances, the generation is committed to a wholesale purchaser under a long-term power sale agreement.

¹² Entity is included as a GE affiliate based on GE subsidiary EFS Southeast PowerGen, LLC's 24.95% interest in Southeast PowerGen Holdings, LLC, the indirect owner of the entity.

¹³ See the Southern Companies' Generation Resource Inventory filed in Docket Nos. ER10-2881-004, *et al.*, on July 16, 2012.

Appendix B

GE Companies

Electric Transmission Assets and/or Natural Gas Pipelines and/or Gas Storage Facilities

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned By	Controlled By	Date Control Transferred	Location		Size
					Balancing Authority Area	Geographic Region (per Appendix D)	
Rocky Mountain Natural Gas LLC	Rocky Mountain pipeline	Rocky Mountain Natural Gas LLC ¹⁴	Rocky Mountain Natural Gas LLC	N/A	N/A	Southwest	intrastate pipeline in western CO
SourceGas Distribution LLC	SourceGas Distribution natural gas local distribution system	SourceGas Distribution LLC ¹⁵	SourceGas Distribution LLC	N/A	N/A	Northwest, Southwest	local gas distribution services in CO, NB and WY

^{14.} Subsidiaries of General Electric Company indirectly own 50% of Rocky Mountain Natural Gas LLC, and subsidiaries of Alinda Infrastructure Fund I, L.P. indirectly own the remaining 50%.

^{15.} Subsidiaries of General Electric Company indirectly own 50% of SourceGas Distribution LLC, and subsidiaries of Alinda Infrastructure Fund I, L.P. indirectly own the remaining 50%.

Appendix B

GE Companies

Electric Transmission Assets and/or Natural Gas Pipelines and/or Gas Storage Facilities

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned By	Controlled By	Date Control Transferred	Location		Size
					Balancing Authority Area	Geographic Region (per Appendix D)	
Southern Star Central Gas Pipeline	Southern Star Central Gas Pipeline -- interstate pipeline	Southern Star Central Gas Pipeline, Inc. ¹⁶	Southern Star Central Gas Pipeline	N/A	N/A	N/A	interstate gas pipeline system in KS OK, MO, WY, CO, TX, NB and KY
Chesapeake Midstream Partners, LP ¹⁷	Natural gas gathering systems	Chesapeake Midstream Partners, LP	Chesapeake Midstream Partners, LP	N/A	N/A	N/A	natural gas gathering systems in TX, LA, OK, KS, AR, PA and WV

^{16.} Subsidiaries of General Electric Company indirectly own 50% of Southern Star Central Gas Pipeline, Inc., and subsidiaries of Caisse de depot et placement du Quebec own the remaining 50%.

^{17.} Entity is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P.

Appendix B

GE Companies

Electric Transmission Assets and/or Natural Gas Pipelines and/or Gas Storage Facilities

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned By	Controlled By	Date Control Transferred	Location		Size
					Balancing Authority Area	Geographic Region (per Appendix D)	
Linden VFT, LLC	Linden VFT variable frequency transformer used as a component of transmission line, used to connect PJM and NYISO	Linden VFT, LLC	Linden VFT, LLC	N/A	PJM	Northeast	345 kV component of a transmission line with a capacity of 300 MW
Arkansas Western Gas Company	Arkansas Western natural gas local distribution system	Arkansas Western Gas Company ¹⁸	Arkansas Western Gas Company	N/A	N/A	Southwest Power Pool, Southeast	local distribution company in Arkansas

^{18.} Subsidiaries of General Electric Company indirectly own 50% of Arkansas Western Gas Company, and subsidiaries of Alinda Infrastructure Fund I, L.P. indirectly own the remaining 50%.

Appendix B

GE Companies

Electric Transmission Assets and/or Natural Gas Pipelines and/or Gas Storage Facilities

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned By	Controlled By	Date Control Transferred	Location		Size
					Balancing Authority Area	Geographic Region (per Appendix D)	
Ruby Pipeline, LLC ¹⁹	Ruby Pipeline – interstate pipeline	Ruby Pipeline, LLC	Ruby Pipeline, LLC	N/A	N/A	Northwest	Approximately 675 miles 42-inch natural gas transmission pipeline from Opal Hub, WY to Malin, OR
Terra-Gen Dixie Valley, LLC ²⁰	Dixie Valley Line – radial generator lead line	Terra-Gen Dixie Valley, LLC	Terra-Gen Dixie Valley, LLC	N/A	CAISO	Southwest	212-mile 230 kV transmission line

^{19.} Entity is a subsidiary of Terra-Gen Power Holdings, LLC and is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P. and, in turn, Terra-Gen Power Holdings, LLC.

^{20.} Entity is included as a GE affiliate based on GE's indirect interest in GIF Management, Inc., which has ownership interests in Global Infrastructure Management, LLC and Global Infrastructure GP, L.P.

ATTACHMENT C

U.S. ENERGY AFFILIATES OF GIC VENTURES

Affiliates of Utility Corporation with Market-Based Rate Authority and Generation Assets¹
(as of September, 2012)

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
AL Sandersville LLC	ER02-1024; ER04-1186; ER10-2150	AL Sandersville LLC	AL Sandersville LLC	AL Sandersville LLC	N/A	SOCO	Southeast	6/2002	624 MW
Effingham County Power, LLC	ER01-1418	Effingham County Power, LLC	Effingham County Industrial Authority	Effingham County Power, LLC	12/1/2001	SOCO	Southeast	8/2003	485 MW
MPC Generating, LLC	ER02-1238; ER99-2324	MPC Generating, LLC	MPC Generating, LLC	MPC Generating, LLC	N/A	SOCO	Southeast	12/1999	320 MW
Walton County Power, LLC	ER03-28; ER01-1310	Walton County Power, LLC	Walton County Power, LLC	Walton County Power, LLC	N/A	SOCO	Southeast	2/2001	450 MW

¹ This chart does not include affiliates operating solely within the Electric Reliability Council of Texas or Hawaii.

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Washington County Power, LLC	ER03-398	Washington County Power, LLC	Development Authority of Washington County	Washington County Power, LLC	5/1/2001	SOCO	Southeast	6/2003	600 MW
Mid-Georgia Cogen, L.P.	N/A	Mid-Georgia Cogen, L.P.	Mid-Georgia Cogen, L.P.	SOCO ²	6/1/1998	SOCO	Southeast	3/1998	323 MW
Duquesne Power, LLC	ER04-268	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Duquesne Light Company, LLC	ER98-4159	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Duquesne Keystone, LLC	ER06-398	Keystone	Duquesne Keystone, LLC	Duquesne Keystone, LLC	9/1/2006	PJM	Northeast	8/1967	850
Duquesne Keystone, LLC	ER06-398	Keystone	Duquesne Keystone, LLC	Duquesne Keystone, LLC	9/1/2006	PJM	Northeast	7/1968	850

² See the Southern Companies' Generation Resource Inventory filed in Docket Nos. ER10-2881-004, et al., on July 16, 2012.

Filing Entities and their Energy Affiliates	Docket # Where MBR Authority was Granted	Generation Name	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	In-Service Date	Nameplate and/or Seasonal Rating
Duquesne Keystone, LLC	ER06-398	Keystone	Duquesne Keystone, LLC	Duquesne Keystone, LLC	9/1/2006	PJM	Northeast	11/1968	11
Duquesne Conemaugh, LLC	ER06-399	Conemaugh	Duquesne Conemaugh, LLC	Duquesne Conemaugh, LLC	9/1/2006	PJM	Northeast	5/1970	1700
Arlington Valley, LLC	ER02-443	Arlington Valley Project	Arlington Valley	Arlington Valley	N/A	Arlington Valley BAA	Southwest	2002	580
Griffith Energy, LLC	ER00-3696	Griffith Energy Project	Griffith Energy	Griffith Energy	N/A	Griffith Energy BAA	Southwest	2002	570

**Affiliates of Utility Corporation with Electric Transmission Assets
and/or Natural Gas Intrastate Pipelines and/or Gas Storage Facilities³
(September, 2012)**

Filing Entity and its Energy Affiliates	Asset Name and Use	Owned by	Controlled by	Date Control Transferred	Balancing Authority Area	Geographic Region	Size
Oncor Electric Delivery Company, LLC	HVDC Interconnections between ERCOT and SPP	Oncor Electric Delivery Company, LLC	Oncor Electric Delivery Company, LLC	N/A	CSWS	Southwest	100 MW undivided interest in the East high voltage direct current Interconnection between ERCOT and SPP
Duquesne Light Company	Combined 69 KV lines	Duquesne Light Company	PJM	N/A	PJM	Northeast	Approx 94.73 miles
Duquesne Light Company	Combined 130 KV lines	Duquesne Light Company	PJM	N/A	PJM	Northeast	Approx 455.77 miles
Duquesne Light Company	Combined 345 KV lines	Duquesne Light Company	PJM	N/A	PJM	Northeast	Approx 131.74 miles

³³ This chart does not include affiliates operating solely within the Electric Reliability Council of Texas.

CERTIFICATE OF SERVICE

I hereby certify that I have this day caused to be served the foregoing document upon each person designated on the official service lists compiled by the Secretary in these dockets.

Dated at Washington, D.C., this 17th day of September, 2012.

/s/ Jessica C. Friedman
Jessica C. Friedman
Van Ness Feldman, P.C.
1050 Thomas Jefferson St., N.W.
Washington, D.C. 20007
Telephone: (202) 298-1800
Fax: (202) 338-2416

Document Content(s)

SEPG COS_2.PDF.....1-50