



Section 86(2)(a) Application by Enbridge Transmission Holdings Inc. for the Acquisition of an Interest in Upper Canada Transmission Inc.

September 2012

Enbridge Transmission Holdings Inc.

Section 86(2)(a) Application

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Application Form for Applications under Section 86 of the *Ontario Energy Board Act, 1998*

PART I : GENERAL INFORMATION

1.1 Nature of Application

1.1.1 Application Type

- ☐ For leave for a transmitter or distributor to sell, lease or otherwise dispose of its transmission or distribution system as an entirety or substantially as an entirety (section 86(1)(a))
- ☐ For leave for a transmitter or distributor to sell, lease or otherwise dispose of that part of its transmission or distribution system that is necessary in serving the public (section 86(1)(b))
- ☐ For leave for a transmitter or distributor to amalgamate with any other corporation (section 86(1)(c))
- ☐ For leave for a person to acquire voting securities that will exceed 20% of a distributor or transmitter (section 86(2)(a))
- ☐ For leave for a person to acquire control of a company that holds more than 20% of the voting securities of a transmitter or distributor if such voting securities constitute a significant asset of the corporation (section 86(2)(b))

1.1.2 Notice under section 80 or 81 of the Act

Is a notice of proposal required under section 80 or 81 of the Act?

- ☐ Yes
- ☐ No*

If yes, the applicant must also file a completed "Preliminary Filing Requirements for a Notice of Proposal Under Sections 80 and 81 of the Ontario Energy Board Act, 1998" with the Board.

* UCT does not currently own a transmission or distribution system, and thus despite UCT being a licenced transmitter, ETHI's proposed acquisition of UCT shares does not give rise to the triggers provided in section 81. The attached is provided for the sake of completeness.

1.2 Identification of the Parties

1.2.1 Name of Applicant

Legal name of the applicant: _____

Name of Primary Contact:

Mr. <input type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Other <input type="radio"/>	_____	Title/Postion	<input type="text"/>	

Address of Head Office

City	Province/State	Country	Postal/Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Phone Number	Fax Number	E-mail Address	
<input type="text"/>	<input type="text"/>	<input type="text"/>	

1.2.2 Other Party to the Transaction (if more than one attach a list)

Name of the other party: _____

Name of Primary Contact:

Mr. <input type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Other <input type="radio"/>	_____	Title/Postion	<input type="text"/>	

Address of Head Office

City	Province/State	Country	Postal/Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Phone Number	Fax Number	E-mail Address	
<input type="text"/>	<input type="text"/>	<input type="text"/>	

Application Form for Applications under Section 86 of the *Ontario Energy Board Act, 1998*

Application Instructions

1. Purpose of this Form

This form is to be used by parties applying under section 86 of the *Ontario Energy Board Act, 1998* (the “Act”). Please note that the Board may require information that is additional or supplementary to the information filed in this form and that the filing of the form does not preclude the applicant from filing additional or supplementary information.

For applications made under section 86(1)(b) of the Act that involve the sale of assets between licensed distributors or transmitters, the applicant must use the application form for Applications Under Section 86(1)(b) of the *Ontario Energy Board Act, 1998*. For transactions involving a non-licensed entity, please contact Market Operations at market.operations@oeb.gov.on.ca for further guidance.

Persons required to provide a Notice of Proposal under section 80 or 81 of the Act must also complete the “Preliminary Filing Requirements for a Notice of Proposal Under Sections 80 and 81 of the *Ontario Energy Board Act, 1998*” form in addition to this form.

Depending on the nature of the proposed transaction, the parties to the proposed transaction may be required to apply for the cancellation of an existing licence, an amendment to an existing licence, the issuance of a new licence or any combination thereof. Such applications are to be made under separate cover; however, parties may apply for the cancellation of an existing licence, an amendment to an existing licence, the issuance of a new licence or any combination thereof at the same time the parties apply for approval of the proposed transaction.

2. Completion Instructions

The applicant must:

- (a) provide responses to all questions; and
- (b) print and sign two copies of the form.

Please send both copies of the completed form and two copies of the responses and attachments to:

Board Secretary
Ontario Energy Board
P.O. Box 2319
2300 Yonge Street, 27th Floor Toronto, ON M4P 1E4

If you have any questions regarding the completion of this application, please contact the Market Operations Hotline by telephone at 416-440-7604 or 1-888-632-6273 or e-mail at market.operations@oeb.gov.on.ca.

The Board’s “Performance Standards for Processing Applications” are indicated on the “Corporate Information and Reports” section of the Board’s website at www.oeb.aov.on.ca. Applicants are encouraged to consider the timelines required to process applications to avoid submitting applications too late. If the submitted application is incomplete, it may be returned by the Board or there may be a delay in processing the application.

1.3 Description of the Business of Each of the Parties

1.3.1 Please provide a description of the business of each of the parties to the proposed transaction, including each of their affiliates engaged in, or providing goods or services to anyone engaged in, the generation, transmission, distribution or retailing of electricity ("Electricity Sector Affiliates").

- 1.3.2 Please provide a description of the geographic territory served by each of the parties to the proposed transaction, including each of their Electricity Sector Affiliates, if applicable.

- 1.3.3 Please provide a description of the customers, including the number of customers in each class, served by each of the parties to the proposed transaction.

- 1.3.4 Please provide a description of the proposed geographic service area of each of the parties after completion of the proposed transaction.

- 1.3.5 Please attach a corporate chart describing the relationship between each of the parties to the proposed transaction and each of their respective affiliates.

1.4 Description of the Proposed Transaction

1.4.1 Please provide a detailed description of the proposed transaction.

- 1.4.2 Please provide the details of the consideration (e.g. cash, assets, shares) to be given and received by each of the parties to the proposed transaction.

- 1.4.3 Please attach the financial statements (including balance sheet, income statement, and cash flow statement) of the parties to the proposed transaction for the past two most recent years.

- 1.4.4 Please attach the pro forma financial statements for each of the parties (or if amalgamation, the one party) for the first full year following the completion of the proposed transaction.

1.5 Documentation

- 1.5.1 Please provide copies of all annual reports, proxy circulars, prospectuses or other information filed with securities commissions or similar authorities or sent to shareholders for each of the parties to the proposed transaction and their affiliates within the past 2 years.

- 1.5.2 Please list all legal documents (including those currently in draft form if not yet executed) to be used to implement the proposed transaction.

- 1.5.3 Please list all Board issued licences held by the parties and confirm that the parties will be in compliance with all licence, code and rule requirements both before and after the proposed transaction. If any of the parties will not be in compliance with all applicable licences, codes and rules after completion of the proposed transaction, please explain the reasons for such non-compliance. (Note: any application for an exemption from a provision of a rule or code is subject to a separate application process.)

1.6 Consumer Protection

1.6.1 Please explain whether the proposed transaction will cause a change of control of any of the transmission or distribution system assets, at any time, during or by the end of the transaction.

1.6.2 Please indicate the impact the proposed transaction will have on consumers with respect to prices and the adequacy, reliability and quality of electricity service.

- 1.6.3 Please describe the steps, including details of any capital expenditure plans, that will be taken to ensure that operational safety and system integrity are maintained after completion of the proposed transaction.

- 1.6.4 Please provide details, including any capital expenditure plans, of how quality and reliability of service will be maintained after completion of the proposed transaction. Indicate where service centres will be located and expected response times.

- 1.6.5 Please indicate whether the parties to the proposed transaction intend to undertake a rate harmonization process after the proposed transaction is completed. If yes, please provide a description of the plan.

- 1.6.6 If the application is for an amalgamation, please provide a proposal for the time of rebasing the consolidated entity in accordance with the five-year limit set by the Board.

- 1.6.7 Please identify all incremental costs that the parties to the proposed transaction expect to incur. These may include incremental transaction costs, (i.e., legal), incremental merged costs (i.e., employee severances), and incremental ongoing costs (i.e., purchase and maintenance of new IT systems). Please explain how the new utility plans to finance these costs.

- 1.6.8 Please describe the changes, if any, in distribution or transmission rate levels (as applicable) and the impact on the total bill that may result from the proposed transaction.

- 1.6.9 Please provide details of the costs and benefits of the proposed transaction to the customers of the parties to the proposed transaction.

1.7 Economic Efficiency

1.7.1 Please indicate the impact the proposed transaction will have on economic efficiency and cost effectiveness (in the distribution or transmission of electricity). Details on the impacts of the proposed transaction on economic efficiency and cost effectiveness should include, but are not limited to, impacts on administration support functions such as IT, accounting, and customer service.

1.8 Financial Viability

- 1.8.1 Please provide a valuation of any assets or shares that will be transferred in the proposed transaction. Provide details on how this value was determined, including any assumptions made about future rate levels.

- 1.8.2 If the price paid as part of the proposed transaction is significantly more than the book value of the assets of the selling utility, please provide details as to why this price will not have an adverse affect on the economic viability of the acquiring utility.

- 1.8.3 Please provide details of the financing of the proposed transaction.

- 1.8.4 If the proposed transaction involves a leasing arrangement , please identify separately any assets in the service area that are owned, from those assets that are encumbered by any means, e.g., subject to a lease or debt covenant.

- 1.8.5 Please outline the capital (debt /equity) structure, on an actual basis, of the parties to the proposed transaction prior to the transaction and on a pro forma basis after completion of the proposed transaction. In order to allow the Board to assess any potential impacts on the utility's financial viability, please include the terms associated with the debt structure of the utility as well as the utility's dividend policy after the completion of the proposed transaction. Please ensure that any debt covenants associated with the debt issue are also disclosed.

- 1.8.6 Please provide details of any potential liabilities associated with the proposed transaction in relation to public health and safety matters or environmental matters. These may be matters that have been identified in the audited financial statements or they may be matters that the parties have become aware of since the release of the most recently audited financial statements. If there are any pre-existing potential liabilities regarding public health and safety matters or environmental matters for any party to the proposed transaction, provide details on how the parties propose to deal with those potential liabilities after the transaction is completed. Specify who will have on-going liability for the pre-existing potential liabilities.

1.9 Other Information

- 1.9.1 If the proposed transaction requires the approval of a parent company, municipal council or any other entity please provide a copy of appropriate resolutions indicating that all such parties have approved the proposed transaction.

- 1.9.2 Please list all suits, actions, investigations, inquiries or proceedings by any government body, or other legal or administrative proceeding, except proceedings before the Board, that have been instituted or threatened against each of the parties to the proposed transaction or any of their respective affiliates.


- 1.9.3 Regarding net metering thresholds, the Board will, absent exceptional circumstances, add together the kW threshold amounts allocated to the individual utilities and assign the sum to the new or remaining utility. Please indicate the current net metering thresholds of the utilities involved in the proposed transaction. Please also indicate if there are any special circumstances that may warrant the Board using a different methodology to determine the net metering threshold for the new or remaining utility.

- 1.9.4 Please provide the Board with any other information that is relevant to the application. When providing this additional information, please have due regard to the Board's objectives in relation to electricity.

PART II: CERTIFICATION AND ACKNOWLEDGMENT

2.1.1 Certification and Acknowledgment

I certify that the information contained in this application and in documents provided are true and accurate.

Signature of Key Individual	Print Name of Key Individual	Title/Position
	Mr. Lino Luison	Vice President
	Date	Company
	September 21, 2012	Enbridge Transmission Holdings Inc.

(Must be signed by a key individual, A key individual is one that is responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters and technical matters. These key individuals may include the Chief Executive Officer, the Chief Financial Officer, other officers, directors or proprietors.)

TABLE A SELECTED ENBRIDGE ELECTRICITY PROJECTS

Project Owner	License Number	Electricity Sector Affiliate	Project	Location	Capacity MW	% of Annual Primary Demand	Annual Energy	% of Ontario
Enbridge Gas Distribution Inc.	EG-2006-0345	Yes	Fuel Cell	Toronto	2MW	<0.01%		<0.01%
Enbridge Gas Distribution Inc. 2099634 Ontario Limited* ¹	EG-2006-0101	Yes	Emergency Generator	Toronto	1MW	<0.01%		<0.01%
Talbot Windfarm, LP	EG-2009-0289	No	Talbot Wind Project	Municipality of Chatham-Kent	98.9MW	0.29%	283GWh	0.2%
Enbridge Renewable Energy Infrastructure LP	EG-2006-0009	No	Sarnia Solar Project	Sarnia	80MW	0.23%	109.8GWh	0.08%
		No	Kincardine Wind Farm	Kincardine	181.5MW	0.53%		
		No	Cruickshank Wind Farm	Kincardine	8.25 MW	0.02%	20GWh	
Tilbury Solar Project LP	EG-2010-0361	Yes	Tilbury Solar 2 Project	Municipality of Chatham-Kent	5MW	0.01%		
Wasdell Falls Power Corporation ²	Not yet licensed.	No	Wasdell Falls*	Washago	1.9 MW	<0.01		<0.01%
ProjectAMBG2 LP	EG-2010-0380	Yes	Amherstburg II Solar Project	Amherstburg	10MW 5MW	0.04%		
Greenwich Windfarm, LP	EG-2009-0289	Yes	Greenwich Wind Farm	Township of Dorion ³	100MW	0.29%		
Tonbridge Power Inc. & Montana Alberta Tie Limited	N/A	Yes	Montana Alberta Tie Line	Alberta	Transmission	N/A	N/A	N/A
Total All					493.55 MW	1.43%	<1,000GWh	<0.75%
Total Electricity Sector Affiliates					123.0 MW	0.34%		

¹ 2099634 Ontario Limited is the operator of the Emergency Generator.

² Enbridge Inc. has a minority interest in Wasdell Falls Power Corporation that is in the process of developing a waterpower project at Wasdell Falls.

³ Approximately 60km northeast of Thunder Bay.

TABLE B TO UPPER CANADA TRANSMISSION, INC.

Electricity Transmission Affiliates

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Florida Power & Light Company	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Florida Power & Light Company (FPL), a NextEra Energy subsidiary, is an integrated, rate-regulated utility engaged in the generation, transmission, distribution and sale of electric energy. FPL supplies electric service to a population of nearly nine million throughout much of peninsular Florida. FPL's generation fleet consists mostly of natural gas and nuclear power, and includes 110 MW of solar power. FPL owns and maintains 106,700 kilometers of distribution lines and over 10,560 circuit kilometers of transmission lines between 69kV and 500kV (of which 60% are over 230kV). FPL's electrical grid has a book value exceeding \$3 billion.	State of Florida, 080677-EI
Lone Star Transmission, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Lone Star Transmission, a NextEra subsidiary, has been awarded a portion of the Public Utility Commission of Texas (PUCT) transmission project allocation under the Texas Competitive Renewable Energy Zone (CREZ) program. Lone Star Transmission's CREZ project includes constructing and operating approximately 480 kilometers of 345 kV transmission lines.	Texas Public Utility Commission, 35665

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
New Hampshire Transmission, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	In New England, NHT owns a single transmission asset, the Seabrook Substation, located in Seabrook, New Hampshire. NHT is a wholly-owned subsidiary of U.S. Transmission Holdings, LLC which is a wholly-owned indirect subsidiary of NextEra Energy, Inc. NHT provides wholesale transmission service to its affiliate, NextEra Energy Seabrook, LLC through a Local Network Service Tariff.	New Hampshire Public Utility Commission, EC10-58
Peetz Logan Interconnect, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	PLI is a subsidiary of NextEra Energy, Inc. and was formed for the purpose of developing, owning and operating an approximately 78.2 mile, 230 kV transmission line and related equipment and facilities. The PLI Facility is a transmission-only electric wholesale generator and is located wholly within Logan, Morgan and Washington counties in the State of Colorado.	FERC, ER11-2970
Sagebrush, a California partnership	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Resources, LLC indirectly owns the Sagebrush line, which connects wind powered generation facilities owned by NextEra Energy Resources, LLC subsidiaries and others to the transmission grid. Sagebrush has an Open Access Transmission Tariff on file with the Federal Energy Regulatory Commission as a result of transmission service requests by non-owner third parties.	FERC, EL10-23

Canadian Electricity Generation Affiliates

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Bluewater Wind, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Bluewater is developing a 60 MW wind energy generator in Ontario. Bluewater is wholly-owned by NextEra Canada ULC.	Ontario
Bornish Wind, LP	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Bornish is developing a 73.5 MW wind energy generation facility located in Ontario. The Partnership has submitted an OPA feed-in-tariff program application on behalf of the Project. The Partnership is owned by Bornish Wind GP, Inc. ("General Partner") and Bornish-Conestogo LP, Inc. (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Ontario
Conestogo Wind, LP	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Conestogo is developing a 23 MW wind energy generation facility located in Ontario. All of the power to be produced by Conestogo will be purchased by the Ontario Power Authority under its OPA feed-in tariff program. The Partnership is owned by Conestogo Wind GP, Inc. ("General Partner") and Bornish-Conestogo LP, Inc. (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Ontario
East Durham Wind, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	East Durham is developing a 23 MW wind energy generator in Ontario. East Durham is a wholly-owned subsidiary of NextEra Canada ULC.	Ontario

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Ghost Pine Windfarm, LP	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Ghost Pine owns and operates an 81.6 MW wind energy generation facility located in Trochu, Alberta. The power produced by Ghost Pine is sold into the Alberta Electric System Operator energy market. The Partnership is owned by Fortuna GP, Inc. ("General Partner") and Fortuna Limited Partner Holding, ULC (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Alberta, U2010-357
Goshen Wind, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Goshen is developing a 102 MW wind energy generator in Ontario. Goshen is a wholly-owned subsidiary of NextEra Canada ULC.	Ontario
Jericho Wind, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Jericho is developing a 150 MW wind energy generator in Ontario. Jericho is a wholly-owned subsidiary of NextEra Canada ULC.	Ontario
Kerwood Wind, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Kerwood is developing a 60 MW wind energy generation facility located in Ontario. Kernwood has submitted an OPA feed-in-tariff program application on behalf of the Project. The Company is a direct wholly-owned subsidiary of NextEra Canada ULC.	Ontario
Moore Solar, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Brian Harris	Sombra owns and operates a 20MW solar energy generation facility located in Lambton County, Ontario. The facility consists of two 10MW plants, each operating under an Ontario Power Authority Renewable Energy Standard Offer Program contract. It is indirectly wholly owned by NextEra Canada ULC.	Ontario

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Mount Copper, L.P.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Mount Copper owns and operates a 54 MW wind energy generation facility located in Murdochville, Quebec. All of the power produced by Mount Copper is purchased by Hydro Quebec. The Partnership is owned by Mount Copper GP, Inc. ("General Partner") and Aquilo LP, ULC ("Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Quebec
Mount Miller Wind Energy Limited Partnership	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Mount Miller owns and operates a 54 MW wind energy generation facility located in Murdochville, Quebec. All of the power produced by Mount Miller is purchased by Hydro Quebec. The Partnership is owned by Mount Miller GP, Inc. ("General Partner") and Mount Miller LP, Inc. (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Quebec
Pubnico Point, L.P.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Pubnico Point owns and operates a 30.6 MW wind energy generation facility located in Yarmouth, Nova Scotia. All of the power produced by the Pubnico Point is purchased by Nova Scotia Power. The Partnership is owned by Pubnico Point GP, Inc. ("General Partner") and Aquilo LP, ULC (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Nova Scotia
Sombra Solar, Inc.	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Brian Harris	Moore owns and operates a 20MW solar energy generation facility located in Lambton County, Ontario. The facility consists of two 10MW plants, each operating under an Ontario Power Authority Renewable Energy Standard Offer Program contract. It is indirectly wholly owned by NextEra Canada ULC.	Ontario

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Summerhaven Wind, LP	5500 North Service Road, Suite 205, Burlington, Canada: Project Manager: Al Wiley	Summerhaven is developing a 124 MW wind energy generation facility located in Ontario. All of the power produced by Summerhaven will be purchased by the Ontario Power Authority under its OPA feed-in tariff program. The Partnership is owned by Strathroy Wind GP, Inc. ("General Partner") and Bornish-Conestogo LP, Inc. (Limited Partner"). The Partnership is indirectly wholly owned by NextEra Canada ULC.	Ontario

Other Electricity Generation Affiliates

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Ashtabula Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Ashtabula owns and operates a 148.5 MW wind generation facility located in Barnes County, North Dakota.	FERC, ER08-1297
Ashtabula Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Ashtabula II owns and operates a 120 MW wind generation facility located in Griggs County and Steele County, North Dakota.	FERC, ER09-1656

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Ashtabula Wind III, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Ashtabula III owns and operates a 62.4 MW wind generation facility located in eastern North Dakota.	FERC, ER11-26
Backbone Mountain Windpower LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Backbone Mountain Windpower owns and operates a wind generation facility with the capacity to produce up to approximately 66 MW of electricity. The facility is located in Tucker and Preston Counties, West Virginia.	FERC, ER02-2559
Badger Windpower, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Badger Windpower owns and operates a wind generation facility with the capacity to produce up to 30 MW. Badger is located in Eden, Wisconsin.	FERC, ER01-1071
Baldwin Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Baldwin Wind owns and operates a wind 102.4 MW wind generation facility located in Burleigh County, North Dakota.	FERC, ER10-2551
Bayswater Peaking Facility, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Bayswater is a natural gas-fired facility with the capacity to produce up to approximately 56 MW of electricity. The facility is located in Far Rockaway, New York.	FERC, ER02-669
Birch Ltd. Partnership	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Birch holds an 8.25 percent ownership in interest in Gilberton Power Company ("Gilberton"), and FPL Energy indirectly holds a 66 percent limited partnership interest in Birch. Gilberton is a 79.5 MW cogeneration facility located in Gilberton, Pennsylvania. Gilberton is a Qualified Facility.	FERC, QF83-425

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Blackwell Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Blackwell Wind owns and operates a wind 59.8 MW wind generation facility located in County, Oklahoma.	FERC, ER12-569
Butler Ridge Wind Energy Center, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Butler Ridge owns and operates an approximately 54 MW wind generation facility located in Carson County, Wisconsin.	FERC, ER10-2
Capricorn Ridge Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Capricorn owns and operates a wind 364 MW wind generation facility located in Sterling and Coke Counties, Texas.	Texas
Capricorn Ridge Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Capricorn II owns and operates a wind 299 MW wind generation facility located in Sterling and Coke Counties, Texas.	Texas
Crystal Lake Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Crystal Lake owns and operates an approximately 150 MW wind generation facility located in Hancock County, Iowa.	FERC, ER08-1293
Crystal Lake Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Crystal Lake II owns and operates an approximately 200 MW wind generation facility located in Hancock County, Iowa.	FERC, ER08-1294
Crystal Lake Wind III, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Crystal Lake III owns and operates a 66 MW wind generation facility located in Winnebago County, Iowa.	FERC, ER10-297
Day County Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Day County owns and operates a 99 MW wind generation facility located in Day County, South Dakota.	FERC, ER10-825

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Delaware Mountain Wind Farm, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Delaware Mountain owns and operates a wind 30 MW wind generation facility located in Colbertson County, Texas.	Texas
Diablo Winds, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Diablo Winds owns and operates a wind generation facility with the capacity to produce up to approximately 18 MW of electricity. The Facility is located in Alameda County, California.	FERC, ER05-222
Ebensburg Power Company	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Ebensburg is a coal-fired facility with the capacity to produce up to approximately 50 MW. The facility is located in Cambria County, Pennsylvania. FPL Energy indirectly holds a 20 percent interest in the facility.	FERC, QF86-1074
Elk City Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Elk City owns and operates a wind generation facility with the capacity to produce up to approximately 98.9 MW of electricity. Elk City is located in Roger Mills County, Oklahoma.	FERC, ER10-149
Elk City II Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Elk City II owns and operates a wind generation facility with the capacity to produce up to 100.8 MW of electricity. Elk City II is located in Roger Mills and Beckham counties, Oklahoma.	FERC, ER11-2037
ESI Vansycle Partners, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Vansycle owns and operates a wind generation facility with the capacity to produce up to approximately 24.9 MW of electricity. The facility is located in Helix, Oregon.	FERC, ER98-2494
Ensign Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Ensign owns and operates a 99.9 MW wind generation facility located in Gray and Meade Counties, Kansas.	FERC, ER12-2227

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
FPLE Forney, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Forney owns and operates a 1,640 MW gas generation facility located in Forney, Texas.	Texas
FPL Energy Burleigh County Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	FPL Energy Burleigh County owns and operates a 49.5 MW wind generation facility located in Burleigh County, North Dakota.	FERC, ER06-9
FPL Energy Cabazon Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Cabazon owns and operates a wind generation facility with the capacity to produce up to approximately 40 MW of electricity. The facility is located in near Cabazon, California.	FERC, ER09-902
FPL Energy Cape, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Cape is an oil facility with the capacity to produce up to approximately 42 MW of electricity. The facility is located Wiscasett, Maine.	FERC, ER00-3068
FPL Energy Callahan Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Callahan owns and operates a 114 MW wind generation facility located in Taylor County, Texas.	Texas
FPL Energy Cowboy Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Cowboy Wind owns and operates an approximately 147 MW wind generation facility located near Weatherford, Oklahoma.	FERC, ER05-487
FPL Energy Green Power Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Green Power owns and operates a wind generation facility with the capacity to produce up to approximately 16.5 MW. The Facility is located	FERC, ER04-127

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
		in Palm Springs, California.	
FPL Energy Hancock County Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Hancock owns and operates an approximately 97.7 MW wind generation facility located in Hancock County, Iowa.	FERC, ER03-34
FPL Energy Horse Hollow Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Horse Hollow owns and operates a 745 MW wind generation facility located in Taylor County, TX.	Texas
FPL Energy Illinois Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Illinois Wind owns and operates a wind generation facility with the capacity to produce up to 217.5 MW. The Facility is located in Lee and DeKalb Counties, Illinois.	FERC, ER10-402
FPL Energy Maine Hydro LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Maine Hydro holds a 99 percent ownership interest in hydro-powered facilities in the state of Maine. The Maine Hydro facilities have the capacity to produce up to approximately 364.5 MW of electricity (360.9 MW net) during the winter months.	FERC, ER98-3511
FPL Energy Marcus Hook, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Marcus Hook-750 is a natural gas-fired facility with the capacity to produce up to approximately 744 MW of electricity. The facility is located in Marcus Hook, Pennsylvania and in New Castle County, Delaware.	FERC, ER02-1903
FPL Energy MH50 L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Marcus Hook 50 is a natural gas-fired cogeneration facility with the capacity to produce up to approximately 50 MW of electricity. The facility is located in Marcus Hook, Pennsylvania.	FERC, ER99-2917

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
FPL Energy Montezuma Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Montezuma Wind owns and operates an approximately 36.8 MW wind generation facility located near the town of Byron in Solano County, California.	FERC, ER11-2160
FPL Energy Morwind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	FPL Energy Morwind is a wind generation facility with the capacity to produce up to approximately 29 MW of electricity. The facility is located in Mojave, California. NextEra Energy indirectly holds a 50 percent ownership interest in the facility. The FPL Energy Morwind facilities are Qualifying Facilities.	FERC, QF87-191, QF 88-198, and QF87-649
FPL Energy Mower County, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Mower owns and operates an approximately 98.9 MW wind generation facility located in Mower County, Minnesota.	FERC, ER06-1261
FPL Energy New Mexico Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	New Mexico Wind owns and operates an approximately 204 MW wind generation facility located in Quay and DeBaca Counties, New Mexico.	FERC, ER03-179
FPL Energy North Dakota Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	North Dakota owns and operates an approximately 40.5 MW wind generation facility located in LaMoure County, North Dakota.	FERC, ER03-1104
FPL Energy North Dakota Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	North Dakota II owns and operates an approximately 21.0 MW wind generation facility located in Kulm, North Dakota.	FERC, ER03-1105
FPL Energy Oklahoma Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Oklahoma Wind owns and operates a wind generation facility with the capacity to produce up to approximately 51 MW of electricity. The facility is located in Harper and Woodward Counties,	FERC, ER03-1332

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
		Oklahoma.	
FPL Energy Oliver Wind I, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Oliver I owns and operates an approximately 50.6 MW wind generation facility located in Oliver County, North Dakota.	FERC, ER09-138
FPL Energy Oliver Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Oliver II owns and operates an approximately 48 MW wind generation facility located in Oliver County, North Dakota.	FERC, ER08-197
FPL Energy Pecos Wind I - II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Pecos I & II own and operate a 160 MW wind generation facility located in Upton & Pecos Counties, TX.	Texas
FPL Energy Sooner Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Sooner Wind owns and operates a wind generating facility with the capacity to produce up to approximately 51 MW of electricity. Sooner Wind is located in Harper and Woodward Counties, Oklahoma.	FERC, ER03-1333
FPL Energy South Dakota Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	South Dakota owns and operates an approximately 40 MW wind generation facility located in Hyde County, South Dakota.	FERC, ER03-1103
FPL Energy Stateline II, Inc.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Stateline II owns and operates an approximately 99 MW wind generation facility located in Umatilla County, Oregon and Walla Walla County, Washington.	FERC, ER10-256

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
FPL Energy Upton Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Upton Wind owns and operates an approximately 278 MW wind generation facility located in Upton County, Texas.	Texas
FPL Energy Vansycle, L.L.C.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	FPL Energy Vansycle owns and operates a wind generation facility with the capacity to produce up to approximately 300 MW of electricity. The facility is located in Helix, Oregon.	FERC, ER01-838
FPL Energy Wyman, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Wyman (units 1-3) is an oil facility with the capacity to produce up to approximately 235 MW of electricity. The facility is located in Wiscasset, Maine.	FERC, ER98-3563
FPL Energy Wyman IV, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Wyman IV holds a 65.3108 percent ownership interest in the oil facility, which has the capacity to produce up to approximately 620 MW of electricity. The facility is located in Yarmouth, Maine.	FERC, ER98-3564
FPL Energy Wyoming, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Wyoming owns and operates a wind generation facility with the capacity to produce up to approximately 144 MW of electricity. The facility is located in Uinta County, Wyoming.	FERC, ER03-1025
Garden Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Garden Wind owns and operates an approximately 150 MW wind generation facility located in Hardin and Story Counties, Iowa.	FERC, ER10-296

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Green Ridge Power LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Green Ridge Power owns and operates a wind generation facility with the capacity to produce up to approximately 159 MW of electricity. The facility is located in Alameda and Contra Costa Counties, California. Green Ridge Power is a Qualifying Facility. NextEra Energy indirectly holds a 100 percent ownership interest in the facility.	FERC, QF98-30
Gray County Wind Energy, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Gray County owns and operates an approximately 112 MW wind generation facility located in Gray County, Kansas. The output of the Gray County facility is committed under long-term contract.	FERC, ER01-1972
Hatch Solar Energy Center, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Hatch Solar owns and operates an approximately 5 MW wind generation facility located in Dona Ana County, New Mexico.	FERC, ER11-3635
Hawkeye Power Partners, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Hawkeye Power Partners owns and operates an approximately 41.3 MW wind generation facility located in Cerro Gordo, Iowa.	FERC, ER98-2076
High Majestic Wind Energy Center, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Majestic Wind owns and operates an approximately 79.5 MW wind generation facility located in Carson County, Texas. The output of the Majestic Wind facility is committed under long-term contract.	FERC, ER10-1
High Majestic Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	High Majestic II owns and operates an approximately 79.6 MW wind generation facility located in Carson County, Texas.	FERC, ER12-1228

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
High Winds, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	High Winds owns and operates a wind generation facility with the capacity to produce up to approximately 162 MW of electricity. The facility is located in Solano County, California.	FERC, ER03-155
Indian Mesa Wind Farm, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Indian Mesa owns and operates an approximately 83 MW wind generation facility located in Pecos County, Texas	Texas
Jamaica Bay Peaking Facility, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Jamaica Bay is a natural gas-fired facility with the capacity to produce up to approximately 54 MW of electricity. The facility is located in Far Rockaway, New York.	FERC, ER03-623
Lake Benton Power Partners II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Lake Benton II owns and operates an approximately 103.5 MW wind generation facility located in Lake Benton, Minnesota.	FERC, ER09-1462
Lamar Power Partners, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Lamar owns and operates an approximately 1,004 MW gas generation facility located in Paris, Texas.	Texas
Langdon Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Langdon Wind owns and operates an approximately 159 MW wind generation facility located in Cavalier County, North Dakota.	FERC, ER08-250
Limon Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Limon Wind owns and operates an approximately 200 MW wind generation facility located in Lincoln and Elbert Counties, Colorado.	FERC, ER12-2226
Limon Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Limon Wind II owns and operates an approximately 200 MW wind generation facility located in Lincoln County, Colorado.	FERC, ER12-2225

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Logan Wind Energy LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Logan owns and operates an approximately 201 MW wind generation facility located in Logan County, Colorado.	FERC, ER07-1157
Luz Solar Partners Ltd. III	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners III is a solar facility with the capacity to produce up to approximately 30 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners III is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF86-734
Luz Solar Partners Ltd. IV	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners IV is a solar facility with the capacity to produce up to approximately 30 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners IV is a Qualifying Facility. NextEra Energy indirectly holds a 37.9 percent ownership interest in the facility.	FERC, QF86-736
Luz Solar Partners Ltd. V	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners V is a solar facility with the capacity to produce up to approximately 30 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners V is a Qualifying Facility. NextEra Energy indirectly holds a 45.8 percent ownership interest in the facility.	FERC, QF87-402

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Luz Solar Partners Ltd. VI	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners VI is a solar facility with the capacity to produce up to approximately 30 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners VI is a Qualifying Facility. NextEra Energy indirectly holds a 41.2 percent ownership interest in the facility.	FERC, QF88-33
Luz Solar Partners Ltd. VII	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners VII is a solar facility with the capacity to produce up to approximately 30 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners VII is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF88-34
Luz Solar Partners Ltd. VIII	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners VIII is a solar facility with the capacity to produce up to approximately 80 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners VIII is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF88-470

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Luz Solar Partners Ltd. IX	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Luz Solar Partners IX is a solar facility with the capacity to produce up to approximately 80 MW of electricity. Natural gas is used as a substitute when necessary. The facility is located in Harper Lake, California. Luz Solar Partners IX is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF88-472
Merimil Limited Partnership	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Merimil is a licensed hydro electric facility with a nameplate rating of 6.9 MW. The facility is located on the Kennebec River in the City of Waterville and Town of Winslow, Maine. Merimil is a Qualified Facility. FPL Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF84-38
Meyersdale Windpower LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Meyersdale owns and operates a wind generation facility with the capacity to produce up to approximately 30 MW of electricity. The facility is located in Somerset County, Pennsylvania.	FERC, ER04-290
Mill Run Windpower, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Mill Run owns and operates a wind generation facility with the capacity to produce up to approximately 15 MW of electricity. The facility is located in Fayette County, Pennsylvania.	FERC, ER01-1710
Minco Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Minco Wind owns and operates a wind generation facility with the capacity to produce up to approximately 99.2 MW of electricity. The facility is located in Grady County, Oklahoma.	FERC, ER10-2720

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Minco Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Minco Wind II owns and operates an approximately 100.8 MW wind generation facility located in Gray and Caddo Counties, Oklahoma.	FERC, ER11-4428
Minco Wind III, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Minco Wind III owns and operates an approximately 100.8 MW wind generation facility located in Grady, Caddo and Canadian Counties, Oklahoma.	FERC, ER12-1880
Mojave 3/4/5 LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Mojave 3/4/5 is a wind generation facility with the capacity to produce up to approximately 75 MW of electricity. The facility is located in Tehachapi, California. Mojave 3/4/5 is a Qualifying Facility. NextEra Energy indirectly holds a 48 percent lessor interest in the facility.	FERC, QF88-368 and QF88-369
Mojave 16/17/18 LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Mojave 16/17/18 is a wind facility with the capacity to produce up to approximately 85 MW of electricity. The facility is located in Kern County, California. Mojave 16/17/18 is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the Facility.	FERC, QF88-365

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
NextEra Energy Duane Arnold, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Duane Arnold holds a 70 percent ownership interest in the Duane Arnold Energy Center, a nuclear generation facility located in Palo, Iowa with the capacity to produce up to 715 MVA (nameplate).	FERC, ER09-988
NextEra Energy Montezuma II Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Montezuma II owns and operates an approximately 78.2 MW wind generation facility located in Solano County, California.	FERC, ER11-4677
NextEra Energy Point Beach, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Point Beach is a nuclear plant located near Two Rivers, Wisconsin. Point Beach consists of two pressurized water reactor units, a No. 2 fuel-oil fired combustion turbine ("CT") generator and related structures and appurtenances with a combined electric generating capacity of 1,048 MW (nameplate), and the CT has a rating of 25 MW (nameplate).	FERC, ER09-988
NextEra Energy Seabrook, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Seabrook holds an 88.23 percent ownership interest in the Seabrook nuclear facility, a 1257.3 MW generator. The facility is located in Seabrook, NH.	FERC, ER09-990
Northeast Energy Associates, LP	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Northeast Energy owns a natural gas fired facility with the capacity to produce up to approximately 330 MW of electricity. The facility is located in Bellingham, Massachusetts. FPL Energy indirectly holds a 50 percent interest in the facility.	FERC, ER05-236

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
North Jersey Energy Associates, LP	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	North Jersey Energy owns a natural gas fired facility with the capacity to produce up to approximately 290 MW of electricity. The facility is located in Sayreville, New Jersey. FPL Energy indirectly holds a 50 percent interest in the facility.	FERC, ER04-187
North Sky River, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	North Sky River owns and operates an approximately 160 MW wind generation facility located in Kern County, California.	FERC, ER12-2444
Northern Colorado Wind Energy, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Northern Colorado owns and operates a wind generation facility with the capacity to produce up to approximately 175 MW. The Northern Colorado facility is located in Peetz Table, Logan County, Colorado.	FERC, ER09-1297
Osceola Windpower, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Osceola owns and operates an approximately 100 MW wind generation facility located in Osceola County and Dickenson County, Iowa.	FERC, ER07-174
Osceola Windpower II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Osceola II owns and operates an approximately 50 MW wind generation facility located in Harris and Sibley, Iowa.	FERC, ER08-1296
Paradise Solar Urban Renewal, L.L.C.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Paradise Solar will own and operate a renewable solar powered electric generation facility with a nameplate capacity of up to 5.1 MW located in the West Deptford Township, Gloucester County, New Jersey.	FERC, ER11-2365

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Peetz Table Wind Energy, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	PTWE owns and operates a 201 MW wind generating facility located in Logan County, Colorado, and its Class A membership interests are indirectly wholly-owned by NextEra Energy. All power is transmitted over transmission facilities owned by its affiliate, Peetz Logan Interconnect, LLC, to a substation owned by Public Service Company of Colorado, which is also the purchaser of the all of the generator's output under a long-term contract.	FERC, ER07-875
Pennsylvania Windfarms, Inc.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Pennsylvania Windfarms owns and operates a wind facility with the capacity to produce up to approximately 10 MW of electricity. The facility is located in Somerset County, Pennsylvania.	FERC, ER02-2166
Perrin Ranch Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Perrin Ranch owns and operates an approximately 100.8 MW wind generation facility located in Coconino County, Arizona.	FERC, ER12-676
Post Wind Farm, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Post Wind Farm owns and operates an approximately 84 MW wind generation facility located in Borden, Garza & Scurry Counties, TX.	Texas
Red Mesa Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Red Mesa will own and operate a renewable wind generating facility with a 102 MW aggregate nameplate capacity located in Cibola County, New Mexico.	FERC, ER11-2192

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Sky River LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Sky River owns and operates a wind generation facility with the capacity to produce up to approximately 77 MW of electricity. The facility is located near Tehachapi, California.	FERC, ER09-901
Somerset Windpower, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Somerset owns and operates a wind generation facility with the capacity to produce up to approximately 9 MW of electricity. The facility is located in Somerset County, Pennsylvania.	FERC, ER01-2139
Story Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Story Wind owns and operates an approximately 150 MW wind generation facility located in Story County, Iowa.	FERC, ER08-1300
Tuscola Bay Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Tuscola Bay owns and operates an approximately 120 MW wind generation facility located in Tuscola, Bay and Saginaw Counties, Michigan.	FERC, ER12-1660
Vasco Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Vasco Wind owns and operates an approximately 75.1 MW wind generation facility located in Contra Costa County, California.	FERC, ER11-4678
Victory Garden Phase IV, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Victory Garden owns and operates a wind generation facility with the capacity to produce up to approximately 22 MW of electricity. The facility is located near Tehachapi, California.	FERC, ER09-900
Waymart Wind Farm, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Waymart owns and operates a wind generation facility with the capacity to produce up to approximately 64.5 MW of electricity. The facility is located in Wayne and Lackawanna Counties, Pennsylvania.	FERC, ER03-1375

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
Wessington Wind Energy Center, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Wessington owns and operates an approximately 51 MW wind generation facility located in Jerauld County, South Dakota.	FERC, ER10-3
West Texas Wind Energy Partners, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	West Texas owns and operates an approximately 75 MW wind generation facility located in Upton & Crockett Counties, TX.	Texas
White Oak Energy LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	White Oak owns and operates an approximately 150 MW wind generation facility located in Contra McLean County, Illinois.	FERC, ER10-2078
Wilton Wind II, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	Wilton II owns and operates an approximately 49.5 MW wind generation facility located in Burleigh County, North Dakota.	FERC, ER09-1760
Windpower Partners 1990, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP90 is a wind generation facility with the capacity to produce up to approximately 15 MW of electricity. The facility is located in Alameda County, California. WPP90 is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF9I-42
Windpower Partners 1991, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP9I is a wind facility with the capacity to produce up to approximately 23.9 MW of electricity. The facility is located in Alameda County, California. WPP9I is a Qualifying Facility. NextEra Energy indirectly holds a 50 percent ownership interest in the facility.	FERC, QF87-119 and QF9I-51
Windpower Partners 1991-1992, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP91-2 is a wind facility with the capacity to produce up to approximately 27.9 MW of electricity. The facility is located in Alameda County, California. WPP91-2 is a Qualifying Facility. NextEra Energy indirectly holds a 50	FERC, QF86-854

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
		percent ownership interest in the facility.	
Windpower Partners 1992, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP92 is a wind facility with the capacity to produce up to approximately 30 MW of electricity. The facility is located in Alameda County, California. WPP92 is a Qualifying Facility. NextEra Energy indirectly holds a 100 percent ownership interest in the facility.	FERC, QF89-104
Windpower Partners 1993, L.P.	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP93-CA is a wind facility with the capacity to produce up to approximately 41.4 MW of electricity. The facility is located in Riverside County, California. WPP93-CA is a Qualifying Facility. NextEra Energy indirectly holds a 99.5 percent ownership interest in the facility.	FERC, QF85-561, QF86-1, and QF94-137
Windpower Partners 1994, L.P. Wolf Ridge Wind, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000 700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	WPP94 is a wind facility with the capacity to produce up to approximately 39.6 MW of electricity. The facility is located in Culberson County, Texas. WPP94 is a Qualifying Facility. NextEra Energy indirectly holds a 100 percent ownership interest in the facility. Wolf Ridge owns and operates an approximately 150 MW wind generation facility located in Cooke County, Texas.	FERC, QF95-342 Texas

Other Utility Business Related Affiliates

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
NextEra Energy Power Marketing, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NEPM is an affiliated power marketer with its principal place of business in Juno Beach, Florida. NEPM does not own, control or operate any generation in the region that is not otherwise deemed to be owned, controlled or operated by NEPM's affiliates.	FERC, ER09-832
NextEra Energy Operating Services, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	OSI provides operating services to many of NextEra Energy's subsidiary generating facilities. OSI provides such services as an agent of the NextEra Energy affiliate that owns the generating facility.	N/A
NextEra Energy Services Connecticut, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Connecticut is a competitive retail electricity provider serving small commercial customers Connecticut. NextEra Energy Services Connecticut does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Connecticut, 07-05-37
NextEra Energy Services Delaware, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Delaware is a competitive retail electricity provider serving small commercial customers in Delaware. NextEra Energy Services Delaware does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Delaware, 08-127

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
NextEra Energy Services District of Columbia, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services District of Columbia is a competitive retail electricity provider serving small commercial customers in the District of Columbia. NextEra Energy Services District of Columbia does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Texas, 14227
NextEra Energy Services Illinois, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Illinois is a competitive retail electricity provider serving small commercial customers in Illinois. NextEra Energy Services Illinois does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Illinois, 06-0776
NextEra Energy Services Maine, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Maine is a competitive retail electricity provider serving small commercial customers in Maine. NextEra Energy Services Maine does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Maine, 2005-132
NextEra Energy Services Maryland, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Maryland is a competitive retail electricity provider serving small commercial customers in Maryland. NextEra Energy Services Maryland does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Maryland, IR-966

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
NextEra Energy Services Massachusetts, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Massachusetts is a competitive retail electricity provider serving small commercial customers in Massachusetts and New York. NextEra Energy Services Massachusetts does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Massachusetts, CS-046
NextEra Energy Services New Hampshire, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services New Hampshire is a competitive retail electricity provider serving small commercial customers in New Hampshire. NextEra Energy Services New Hampshire does not own any physical assets for the generation, transmission, or distribution of electric power.	State of New Hampshire, 08-082
NextEra Energy Services New Jersey, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services New Jersey is a competitive retail electricity provider serving small commercial customers in New Jersey. NextEra Energy Services New Jersey does not own any physical assets for the generation, transmission, or distribution of electric power.	State of New Jersey, ESL-0014
NextEra Energy Services New York, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services New York is a competitive retail electricity provider serving small commercial customers in New York. NextEra Energy Services New York does not own any physical assets for the generation, transmission, or distribution of electric power.	State of New York, C30533

Name	Address/Contact Information	Business Activities	Licencing (Jurisdiction; Licence #)
NextEra Energy Services Ohio, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Ohio is a competitive retail electricity provider serving small commercial customers in Ohio. NextEra Energy Services Ohio does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Ohio, 08-145(1)
NextEra Energy Services Pennsylvania, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Pennsylvania is a competitive retail electricity provider serving small commercial customers in Pennsylvania. NextEra Energy Services Pennsylvania does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Pennsylvania, A-2008-2060044
NextEra Energy Services Rhode Island, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Energy Services Rhode Island is a competitive retail electricity provider serving small commercial customers in Rhode Island. NextEra Energy Services Rhode Island does not own any physical assets for the generation, transmission, or distribution of electric power.	State of Rhode Island, D-96-6(M3)
NextEra US Gas Assets, LLC	700 Universe Blvd., Juno Beach, FL 33408-0420: Phone Number: 561-694-4000	NextEra Gas Assets is the Holding Company for NextEra Energy Resources, LLC's gas entities, including several production and gathering companies in the United States. NextEra Gas Assets is located in Dallas, Texas.	State of Texas, 800869684



Electricity Transmission Licence

ET-2011-0222

Upper Canada Transmission, Inc.

Original signed by

Jennifer Lea
Counsel, Special Projects
Ontario Energy Board

Date of Issuance: November 25, 2011

Effective Date: The date upon which Upper Canada Transmission, Inc. is designated as a developer of transmission assets in Ontario pursuant to a Board designation process or the date upon which Upper Canada Transmission, Inc. applies to amend schedule 1 of this Licence to specify the facilities to be owned and/or operated by Upper Canada Transmission, Inc., whichever is earlier.

Ontario Energy Board
P.O. Box 2319
2300 Yonge Street
27th. Floor
Toronto, ON M4P 1E4

Commission de l'énergie de l'Ontario
C.P. 2319
2300, rue Yonge
27e étage
Toronto ON M4P 1E4

Upper Canada Transmission, Inc.
Electricity Transmission Licence ET-2011-0222

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1 **Definitions**

In this Licence:

"Accounting Procedures Handbook" means the handbook, approved by the Board which specifies the accounting records, accounting principles and accounting separation standards to be followed by the Licensee;

"Act" means the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15, Schedule B;

"Affiliate Relationships Code for Electricity Distributors and Transmitters" means the code, approved by the Board which, among other things, establishes the standards and conditions for the interaction between electricity distributors or transmitters and their respective affiliated companies;

"Board" means the Ontario Energy Board;

"Electricity Act" means the *Electricity Act, 1998*, S.O. 1998, c. 15, Schedule A;

"Licensee" means Upper Canada Transmission, Inc.

"Market Rules" means the rules made under section 32 of the Electricity Act;

"Performance Standards" means the performance targets for the distribution and connection activities of the Licensee as established by the Board in accordance with section 83 of the Act;

"Rate Order" means an Order or Orders of the Board establishing rates the Licensee is permitted to charge;

"transmission services" means services related to the transmission of electricity and the services the Board has required transmitters to carry out for which a charge or rate has been established in the Rate Order;

"Transmission System Code" means the code approved by the Board and in effect at the relevant time, which, among other things, establishes the obligations of a transmitter with respect to the services and terms of service to be offered to customers and provides minimum technical operating standards of transmission systems;

"wholesaler" means a person that purchases electricity or ancillary services in the IESO administered markets or directly from a generator or, a person who sells electricity or ancillary services through the IESO-administered markets or directly to another person other than a consumer.

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2 Interpretation

- 2.1 In this Licence, words and phrases shall have the meaning ascribed to them in the Act or the Electricity Act. Words or phrases importing the singular shall include the plural and vice versa. Headings are for convenience only and shall not affect the interpretation of the Licence. Any reference to a document or a provision of a document includes an amendment or supplement to, or a replacement of, that document or that provision of that document. In the computation of time under this licence, where there is a reference to a number of days between two events, they shall be counted by excluding the day on which the first event happens and including the day on which the second event happens. Where the time for doing an act expires on a holiday, the act may be done on the next day that is not a holiday.

3 Authorization

- 3.1 The Licensee is authorized, under Part V of the Act and subject to the terms and conditions set out in this Licence to own and operate a transmission system consisting of the facilities described in Schedule 1 of this Licence, including all associated transmission equipment.

4 Obligation to Comply with Legislation, Regulations and Market Rules

- 4.1 The Licensee shall comply with all applicable provisions of the Act and the Electricity Act and regulations under these Acts, except where the Licensee has been exempted from such compliance by regulation.
- 4.2 The Licensee shall comply with all applicable Market Rules.

5 Obligation to Comply with Codes

- 5.1 The Licensee shall at all times comply with the following Codes (collectively the "Codes") approved by the Board, except where the Licensee has been specifically exempted from such compliance by the Board. Any exemptions granted to the Licensee are set out in Schedule 2 of this Licence. The following Codes apply to this Licence:
- a) the Affiliate Relationships Code for Electricity Distributors and Transmitters; and
 - b) the Transmission System Code.
- 5.2 The Licensee shall:
- a) make a copy of the Codes available for inspection by members of the public at its head office and regional offices during normal business hours; and
 - b) provide a copy of the Codes to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

6 Requirement to Enter into an Operating Agreement

- 6.1 The Licensee shall enter into an agreement ("Operating Agreement") with the IESO providing for the direction by the IESO of the operation of the Licensee's transmission system. Following a request made by the IESO, the Licensee and the IESO shall enter into an Operating Agreement

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within a period of 90 business days, unless extended with leave of the Board. The Operating Agreement shall be filed with the Board within ten (10) business days of its completion.

- 6.2 Where there is a dispute that cannot be resolved between the parties with respect to any of the terms and conditions of the Operating Agreement, the IESO or the Licensee may apply to the Board to determine the matter.

7 Obligation to Provide Non-discriminatory Access

- 7.1 The Licensee shall, upon the request of a consumer, generator, distributor or retailer, provide such consumer, generator, distributor or retailer, as the case may be, with access to the Licensee's transmission system and shall convey electricity on behalf of such consumer, generator, distributor or retailer in accordance with the terms of this Licence, the Transmission System Code and the Market Rules.

8 Obligation to Connect

- 8.1 If a request is made for connection to the Licensee's transmission system or for a change in the capacity of an existing connection, the Licensee shall respond to the request within 30 business days.
- 8.2 The Licensee shall process connection requests in accordance with published connection procedures and participate with the customer in the IESO's Connection Assessment and approval process in accordance with the Market Rules, its Rate Order(s) and the Transmission System Code.
- 8.3 An offer of connection shall be consistent with the terms of this Licence, the Market Rules, the Rate Order, and the Transmission System Code.
- 8.4 The terms of such offer to connect shall be fair and reasonable.
- 8.5 The Licensee shall not refuse to make an offer to connect unless it is permitted to do so by the Act or any Codes, standards or rules to which the Licensee is obligated to comply with as a condition of this Licence.

9 Obligation to Maintain System Integrity

- 9.1 The Licensee shall maintain its transmission system to the standards established in the Transmission System Code and Market Rules, and have regard to any other recognized industry operating or planning standards required by the Board.

10 Transmission Rates and Charges

- 10.1 The Licensee shall not charge for the connection of customers or the transmission of electricity except in accordance with the Licensee's Rate Order(s) as approved by the Board and the Transmission System Code

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11 Separation of Business Activities

- 11.1 The Licensee shall keep financial records associated with transmitting electricity separate from its financial records associated with distributing electricity or other activities in accordance with the Accounting Procedures Handbook and as otherwise required by the Board.

12 Expansion of Transmission System

- 12.1 The Licensee shall not construct, expand or reinforce an electricity transmission system or make an interconnection except in accordance with the Act and Regulations, the Transmission System Code and the Market Rules.

13 Provision of Information to the Board

- 13.1 The Licensee shall maintain records of and provide, in the manner and form determined by the Board, such information as the Board may require from time to time.
- 13.2 Without limiting the generality of paragraph 13.1, the Licensee shall notify the Board of any material change in circumstances that adversely affects or is likely to adversely affect the business, operations or assets of the Licensee as soon as practicable, but in any event no more than twenty (20) business days past the date upon which such change occurs.

14 Restrictions on Provision of Information

- 14.1 The Licensee shall not use information regarding a consumer, retailer, wholesaler or generator, obtained for one purpose for any other purpose without the written consent of the consumer, retailer, wholesaler or generator.
- 14.2 The Licensee shall not disclose information regarding a consumer, retailer, wholesaler or generator to any other party without the written consent of the consumer, retailer, wholesaler or generator, except where such information is required to be disclosed:
- a) to comply with any legislative or regulatory requirements, including the conditions of this Licence;
 - b) for billing, settlement or market operations purposes;
 - c) for law enforcement purposes; or
 - d) to a debt collection agency for the processing of past due accounts of the consumer, retailer, wholesaler or generator.
- 14.3 Information regarding consumers, retailers, wholesalers or generators may be disclosed where the information has been sufficiently aggregated such that their particular information cannot reasonably be identified.
- 14.4 The Licensee shall inform consumers, retailers, wholesalers and generators of the conditions under which their information may be released to a third party without their consent.
- 14.5 If the Licensee discloses information under this section, the Licensee shall ensure that the information is not be used for any other purpose except the purpose for which it was disclosed.

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15 Term of Licence

- 15.1 This Licence shall take effect on the date upon which the Licensee is designated as a developer of transmission assets in Ontario pursuant to a Board designation process or the date upon which the Licensee applies to amend schedule 1 of this Licence to specify the facilities to be owned and/or operated by the Licensee, whichever is earlier. This Licence expires 5 years from the date it takes effect. The term of this Licence may be extended by the Board.

16 Transfer of Licence

- 16.1 In accordance with subsection 18(2) of the Act, this Licence is not transferable or assignable without leave of the Board.

17 Amendment of Licence

- 17.1 The Board may amend this Licence in accordance with section 74 of the Act or section 38 of the Electricity Act.

18 Fees and Assessments

- 18.1 The Licensee shall pay all fees charged and amounts assessed by the Board.

19 Communication

- 19.1 The Licensee shall designate a person that will act as a primary contact with the Board on matters related to this Licence. The Licensee shall notify the Board promptly should the contact details change.
- 19.2 All official communication relating to this Licence shall be in writing.
- 19.3 All written communication is to be regarded as having been given by the sender and received by the addressee:
- a) when delivered in person to the addressee by hand, by registered mail or by courier;
 - b) ten (10) business days after the date of posting if the communication is sent by regular mail; and
 - c) when received by facsimile transmission by the addressee, according to the sender's transmission report.

20 Copies of the Licence

- 20.1 The Licensee shall:
- a) make a copy of this Licence available for inspection by members of the public at its head office and regional offices during normal business hours; and
 - b) provide a copy of this Licence to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

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SCHEDULE 1 SPECIFICATION OF TRANSMISSION FACILITIES

This Schedule specifies the facilities over which the Licensee is authorized to transmit electricity in accordance with paragraph 3 of this Licence.

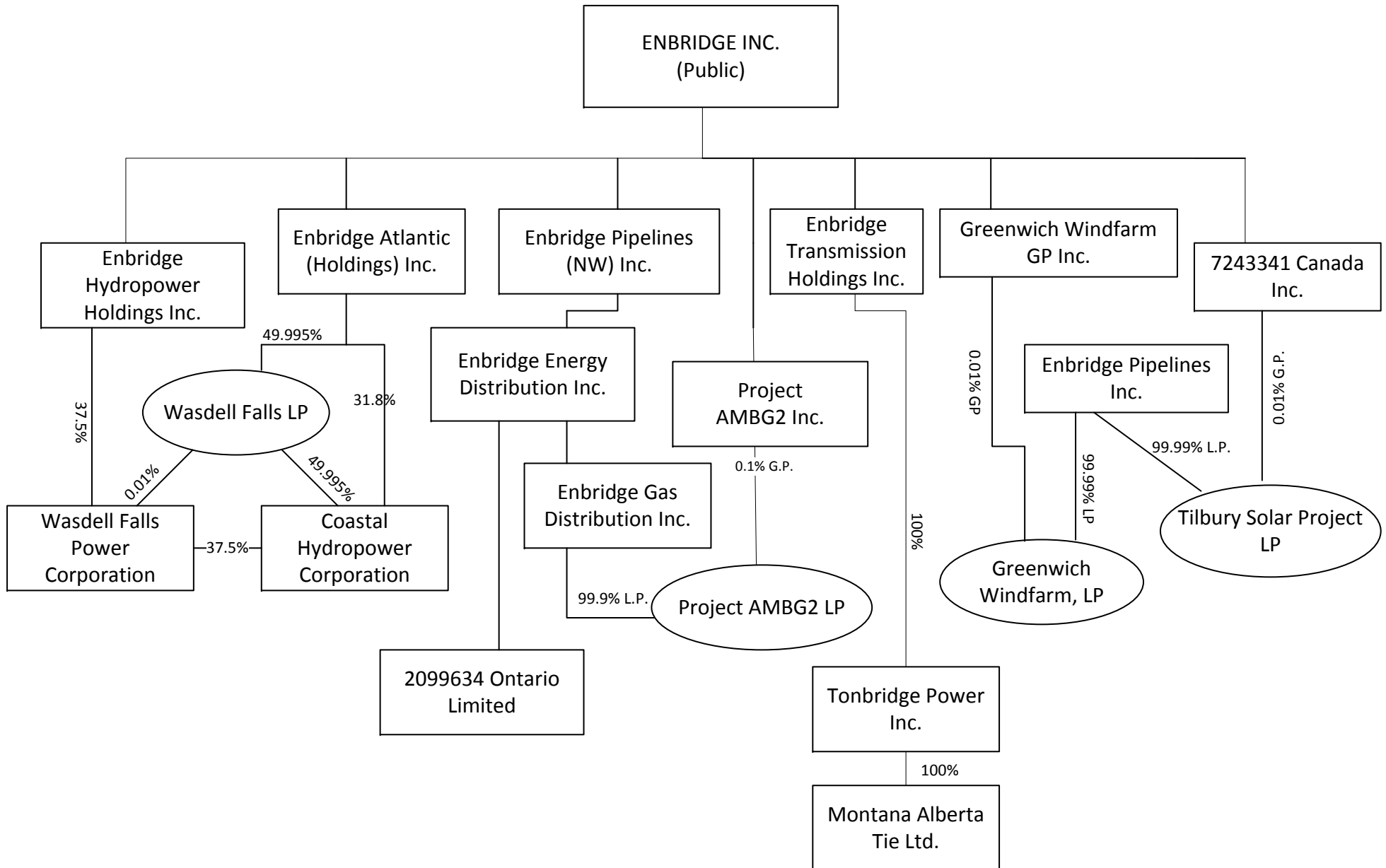
1. Schedule 1 will be completed at such time as the Licensee applies, and the Board approves, an amendment to this Licence specifying the facilities over which the Licensee is authorized to transmit electricity



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SCHEDULE 2 LIST OF CODE EXEMPTIONS

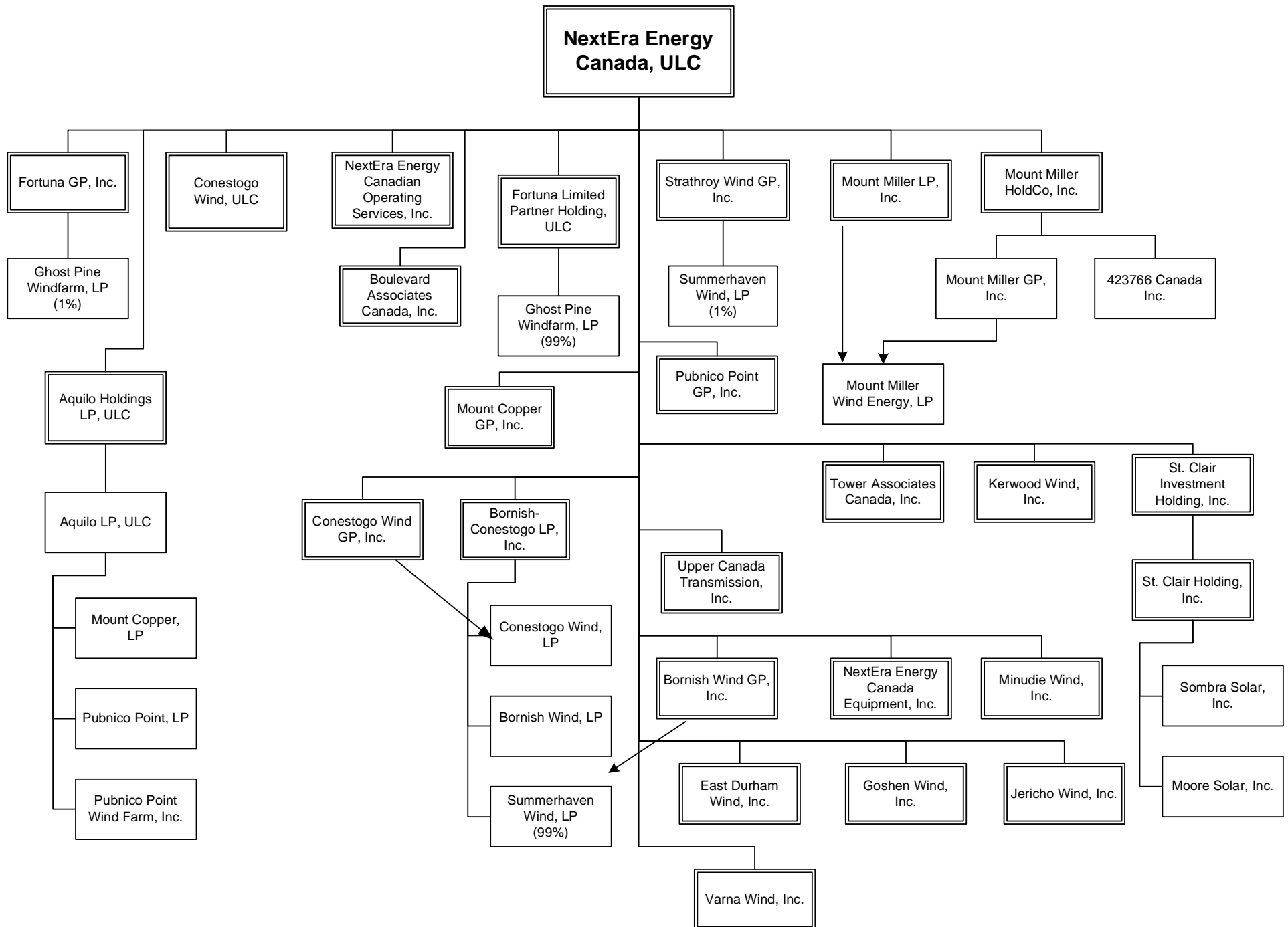
This Schedule specifies any specific Code requirements from which the licensee has been exempted.

ENBRIDGE ORGANIZATIONAL CHART



 Denotes Corporations
 Denotes partnerships

Note: Chart does not show every Enbridge-owned entity but is prepared for purposes of this OEB application



NextEra Energy, Inc. Entity Organization Chart

