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June 28, 2013

VIA ELECTRONIC FILING

Rosemary Chiavetta, Esquire
Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building, 2 North
P.O. Box 3265
Harrisburg, PA 17105-3265

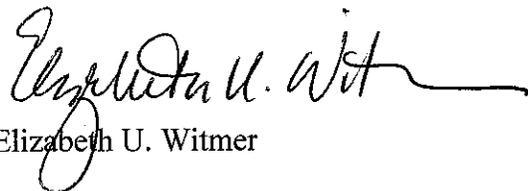
**Re: Duke Realty 400 First Ave Gouldsboro Holding, LLC
Docket No. A-2013-2341241**

Dear Secretary Chiavetta:

Enclosed for filing in the above-referenced proceeding please find a Motion to Substitute Duke Realty 400 First Ave Gouldsboro Holding, LLC for Intervener, US Industrial Reit II, pursuant to Prehearing Order #10 dated June 6, 2013.

Copies will be provided to the persons as indicated on the enclosed Certificate of Service.

Respectfully submitted,



Elizabeth U. Witmer

EUW/llg
Enclosure
cc(w/encl): Honorable David A. Salapa
PPL Electric Utilities Corporation
Certificate of Service

James C. Arthur	:	
	:	
Anthony J. Lupas, Jr. and Lillian Lupas	:	A-2012-2341118
John Lupas and Judy Lupas,	:	
Grace Lupas, Eugene A. Bartoli and	:	
Robert J. Fankelli	:	
	:	
Ronald G. Sidovar and Gloria J. Sidovar	:	A-2012-2341120
	:	
FR First Avenue Property Holding, LP	:	A-2012-2341123
	:	
Transcontinental Gas Pipe Line Corporation	:	A-2013-2341208
	:	
William Petrouleas and Joanna Petrouleas	:	A-2013-2341209
	:	
Peter Palermo and Francine Palermo	:	A-2013-2341211
	:	
Dianna L. Doss	:	A-2013-2341214
	:	
Donald Januszewski	:	A-2013-2341215
	:	
International Consolidated Investment Company	:	A-2013-2341216
	:	
Bradley D. Hummel	:	A-2013-2341220
	:	
Michael Palermo and Joanne Palermo	:	A-2013-2341221
	:	
Roberta Searfoss a/k/a Judy Searfoss Executrix of the Estate of Euylla Hughes a/k/a Eylla Hughes	:	A-2013-2341232
	:	
John F. and Veronica Iskra	:	A-2013-2341233
	:	
Michael A. Mitch and Sue K. Mitch	:	A-2013-2341234
	:	
Clifton Acres, Inc.	:	A-2013-2341236
	:	
Dietrich Hunting Club	:	A-2013-2341237
	:	
NLMS, Inc.	:	A-2013-2341239
	:	
Duke Realty 400 First Ave Gouldsboro Holding, LLC	:	A-2013-2341241
	:	
Ronald Solt	:	A-2013-2341249

Edward R. Schultz	:	A-2013-2341253
	:	
Donald W. Henderson and Louis Bellucci	:	A-2013-2341262
	:	
Fr E2 Property Holding LP	:	A-2013-2341263
	:	
Sylvester J. Coccia	:	A-2013-2341267
	:	
Lawrence Duda	:	A-2013-2341271
	:	
Blue Ridge Real Estate	:	A-2013-2341277
	:	
James L. and Michaelene J. Butler	:	A-2013-2344353
	:	
Susan Butler Reigeluth Living Trust	:	A-2013-2344604
	:	
Blueberry Mountain Realty, LLC	:	A-2013-2344605
	:	
Grumble Knot, LLC	:	A-2013-2344612
	:	
Pennsylvania Glacial Till, LLC	:	A-2013-2344616
	:	
Chris and Melinda Maros	:	
	:	
v.	:	C-2012-2305047
	:	
PPL Electric Utilities Corporation	:	
	:	
Joe and Vanessa Caparo	:	
	:	
v.	:	C-2012-2276713
	:	
PPL Electric Utilities Corporation	:	

**MOTION TO SUBSTITUTE DUKE REALTY 400 FIRST AVE GOULDSBORO
HOLDING, LLC
FOR INTERVENER, US INDUSTRIAL REIT II**

Pursuant to Pre Hearing Order #10, **Duke Realty 400 First Ave Gouldsboro Holding LLC**, (“Duke Realty”) by and through its undersigned counsel, hereby requests the Commission to substitute it for Intervener, US Industrial REIT II, in the above consolidated action.

1. INTRODUCTION

PPL Electric Utilities Corporation filed an Application at Docket No. A-2013-2341241 which seeks authorization to utilize eminent domain to take property rights regarding property owned at the time of filing by US Industrial Reit II. The property at issue is . real property in Covington Township, Lackawanna County, PA, commonly known as 400 First Avenue, Gouldsboro, PA, being Tax Parcel No. 2270301000804 together with certain rights granted in the Declaration of Protective Covenants and Restrictions of Covington Industrial Park dated 6/25/2002 and recorded in the Office of Recorder of Deeds of Lackawanna County at Deed Book 669, Page 903 (the "US Industrial Property").

On February 27, 2013, US Industrial REIT II (US Industrial) filed a petition to intervene in the proceeding. On March 13, 2013, Judge Salapa issued Prehearing Order #3 which, among other things, granted the petition to intervene of US Industrial.

On June 5, 2013, the undersigned counsel for US Industrial contacted Judge Salapa to indicate that she had been contacted by a representative of Duke Realty, who informed her that Duke Realty had purchased the US Industrial Property, and she therefore sought an extension of the time for filing testimony and permission to file a motion to substitute parties. She confirmed the sale with US Industrial.

On June 6, 2013, Judge Salapa issued Prehearing Order #10, which, among other things, directed Duke Realty to file a motion pursuant to 52 Pa. Code §5.103 to substitute it as a party for US Industrial in the proceeding at A-2013-2341241.

Duke Realty therefore files this Motion.

2. DUKE REALTY'S INTEREST AND STANDING

In support of this Petition to Substitute Parties, Duke Realty provides the following additional information:

(a) The party seeking substitution is **Duke Realty 400 First Ave Gouldsboro Holding LLC**, a Delaware limited liability company ("Duke Realty"), with a business address at 3715 DaVinci Court, Suite 300, Peachtree Corners, GA 30092.

(b) The attorneys for the purpose of receiving service of all documents in this proceeding for Duke Realty are:

Elizabeth U. Witmer, Esquire
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ewitmer@saul.com

(c) Counsel for Duke Realty is authorized to accept service on behalf of Duke Realty in this proceeding. Duke Realty requests that the Commission and all parties of record serve copies of all documents (including, but not limited to, correspondence, discovery requests and answers, commission orders, pleadings and testimony) electronically on its counsel of record as well as by hard copy.

(d) Duke Realty is the current owner of real property formerly owned by US Industrial REIT II in Covington Township, Lackawanna County, PA, commonly known as 400 First Avenue, Gouldsboro, PA, being Tax Parcel No. 2270301000804 together with certain rights granted in the Declaration of Protective Covenants and Restrictions of Covington Industrial Park dated 6/25/2002 and recorded in the Office of Recorder of Deeds of Lackawanna County at Deed Book 669, Page 903, which property was formerly identified in these proceedings as the "US Industrial Property", and which should now be identified as the "Duke Realty Property."

(e) Duke Realty adopts the pleadings filed to date in this proceeding by its predecessor in interest, US Industrial REIT II.

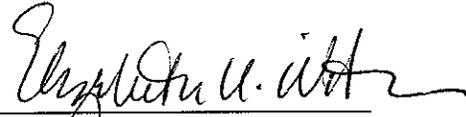
(f) Duke Realty is an affected property owner whose rights will be adversely affected if the Commission grants PPL authority to locate, construct and operate the electric lines proposed in this action. Duke Realty may be directly affected by the outcome of this proceeding and is not adequately represented by existing participants. Duke Realty therefore satisfies the standards for intervention established by the Commission in 52 Pa. Code §5.72(a).

(g) In addition, pursuant to 52 Pa. Code §57.75(i)(3), as the owner of property which is the subject of the Eminent Domain Application at Docket No. A-2013-2341241 Duke Realty has automatic standing to participate as a party in the Siting Application.

Duke Realty 400 First Ave Gouldsboro Holding LLC therefore respectfully requests that it be substituted for US Industrial REIT II for all purposes in docket number A-2013-2341241.

Respectfully submitted,

SAUL EWING LLP



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Dated: June 28, 2013

Margaret G. Arthur and Barbara A. Saurman Trustee of the Residuary Trust of James C. Arthur	: A-2012-2341115 : : :
Anthony J. Lupas, Jr. and Lillian Lupas John Lupas and Judy Lupas, Grace Lupas, Eugene A. Bartoli and Robert J. Fankelli	: A-2012-2341118 : : : : :
Ronald G. Sidovar and Gloria J. Sidovar	: A-2012-2341120 : :
FR First Avenue Property Holding, LP	: A-2012-2341123 : :
Transcontinental Gas Pipe Line Corporation	: A-2013-2341208 : :
William Petrouleas and Joanna Petrouleas	: A-2013-2341209 : :
Peter Palermo and Francine Palermo	: A-2013-2341211 : :
Dianna L. Doss	: A-2013-2341214 : :
Donald Januszewski	: A-2013-2341215 : :
International Consolidated Investment Company	: A-2013-2341216 : : :
Bradley D. Hummel	: A-2013-2341220 : :
Michael Palermo and Joanne Palermo	: A-2013-2341221 : :
Roberta Searfoss a/k/a Judy Searfoss Executrix of the Estate of Euylla Hughes a/k/a Eylla Hughes	: A-2013-2341232 : : : :
John F. and Veronica Iskra	: A-2013-2341233 : :
Michael A. Mitch and Sue K. Mitch	: A-2013-2341234 : :
Clifton Acres, Inc.	: A-2013-2341236 : :
Dietrich Hunting Club	: A-2013-2341237 : :
NLMS, Inc.	: A-2013-2341239 : :
Duke Realty 400 First Ave. Gouldsboro Holding LLC	: A-2013-2341241

Ronald Solt	:	A-2013-2341249
Edward R. Schultz	:	A-2013-2341253
Donald W. Henderson and Louis Bellucci	:	A-2013-2341262
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Sylvester J. Coccia	:	A-2013-2341267
Lawrence Duda	:	A-2013-2341271
Blue Ridge Real Estate	:	A-2013-2341277
James L. and Michaelene J. Butler	:	A-2013-2344353
Susan Butler Reigeluth Living Trust	:	A-2013-2344604
Blueberry Mountain Realty, LLC	:	A-2013-2344605
Grumble Knot, LLC	:	A-2013-2344612
Pennsylvania Glacial Till, LLC	:	A-2013-2344616
Chris and Melinda Maros	:	
v.	:	C-2012-2305047
PPL Electric Utilities Corporation	:	
Joe and Vanessa Caparo	:	
v.	:	C-2012-2276713
PPL Electric Utilities Corporation	:	

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the Motion to Substitute Duke Realty 400 First Ave Gouldsboro Holdings, LLC for Intervener, US Industrial REIT II, has been served upon the following persons, in the manner indicated, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

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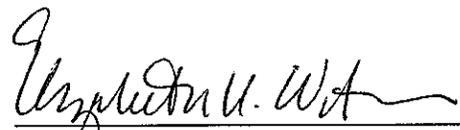
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DATE: June 28, 2013



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