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COMMONWEALTH OF PENNSYLVANIA PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

May 5, 2003

PPL ENERGYPLUS LLC TWO NORTH NINTH STREET ALLENTOWN PA 18101-

ATTENTION: JESSE A DILLON

DOCUMENT TREET DI-DILLON FOLDER DOCKETED MAY 1 4 2003 RE: License Bond or Other Financial Security

Dear Mr. Dillon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the bond or other approved security provided by PPL EnergyPlus LLC will have been in place for approximately one year on 7/6/2003.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code 54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. 2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services. Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763 or Darren Gill at (717) 783-5244, Bureau of Fixed Utility Services.

Sincerely, -}

Robert A. Rosenthal Director, Bureau of Fixed Utility Services

cc: J. McNulty, Secretary



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May 3, 2004

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Sincerely,

Robert A. Rosenthal Director, Bureau of Fixed Utility Services

cc: J. McNulty, Secretary





Met R. Jiganti Counsel

PPL

Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5314 Fax 610.774.6726 mrjiganti@pplweb.com

VIA FEDERAL EXPRESS



RECEIVED

MAY 2 1 2004

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

May 21, 2004

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

This letter is in response to the Pennsylvania Public Utility Commission's (the "Commission") letter, dated May 3, 2004, in which the Commission requested that PPL EnergyPlus, LLC ("PPL EnergyPlus") provide evidence to the Commission that PPL EnergyPlus has obtained a bond or other approved security required to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c). To that end, we have attached for your reference a copy of PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002, and was increased May 15, 2004 to an amount equal to 10% of PPL EnergyPlus' calendar year 2003 gross receipts, as reported to the Commission in April 2004.

James McNulty

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- 2 -

Please address future letters regarding this surety bond to my attention.

In the meantime, if you would like to discuss further, please feel free to contact me at the numbers set forth above.

Sincerely,

Mil R. 450 Mel R. Jiganti

Attachments

4.7

cc: Mr. James Shurskis - via fax - 717-787-4750

LIBERTY MUTUAL INSURANCE COMPANY **GENERAL PURPOSE RIDER**



To be attached to and form part of Bond Number 019-007-643 dated effective July 5, 2002,

executed by PPL ENERGYPLUS, LLC, as Principal, and by LIBERTY MUTUAL

INSURANCE COMPANY, as Surety, in favor of the PENNSYLVANIA PUBLIC UTILITY

COMMISSION, as Obligee:

Now, therefore, it is agreed that the sum of the bond shall be increased as follows:

From: FIVE MILLION SEVEN HUNDRED FIFTY SIX THOUSAND TWO HUNDRED

To: FIVE MILLION EIGHT HUNDRED FORTY ONE THOUSAND NINE HUNDRED

Βv

This rider is to be effective the 15th day of May, 2004.

Signed, sealed and dated this 15th day of May, 2004.



(Seal)

Principal:

PPL ENERGYPLUS, LLC

Treasurer

Actes vane Surety:

James E. Abel - Treasurer

Witness

LIBERTY MUTUAL INSURANCE COMPANY

(seal)

Christine A. Dunn, Attorney-in-Fact

THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND.	1406333
This Power of Attorney limits the acts of those named herein, and they have no authority to bind the the extent herein stated.	Company except in the manner and to
LIBERTY MUTUAL INSURANCE COMPANY BOSTON, MASSACHUSETTS POWER OF ATTORNEY	
KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Comp company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A SHERRI L. FEENEY, DOUGLAS J. CORNFORTH, JOYCE M. HOFFMAN, LORI A. ADDING BALA-CYNWYD, STATE OF PENNSYLVANIA.	, constitute and appoint A. JOHNSON, CHRISTINE A. DUNN, GTON, ALL OF THE CITY OF
, each individually if there be more than one named, its true and lawful attomey-in-fact to make, execute, sea behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety of FIFTY MILLION AND 00/100*********************************	bligations in the penal sum not exceeding .00*****) each, and the presents, shall be as blinding upon the
Company as if they had been duly signed by the president and attested by the secretary of the Company in the	ir own proper persons.
That this power is made and executed pursuant to and by authority of the following By-law and Authorization:	г
ARTICLE XIII - Execution of Contracts: Section 5. Surety Bonds and Undertakings. Any officer of the Company authorized for that purpose in writing by the chairman or the presider chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizand attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have signature and execution of any such instruments and to attach thereto the seal of the Company. Wh as binding as if signed by the president and attested by the secretary.	to act in behalf of the Company to make, ces and other surety obligations. Such a full power to bind the Company by their
By the following instrument the chairman or the president has authorized the officer or other official named there	ein to appoint attorneys-in-fact:
Pursuant to Article XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Libert authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company t deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.	
That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect	t
IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this <u>31st</u> c	t. the Company and the corporate seal of day of <u>October</u> ,
	of t
	. INSURANCE COMPANY
(Cm) By Comment	W. Chitty a
COMMONWEALTH OF PENNSYLVANIA ss Gamet W. Elliott, As	INSURANCE COMPANY
COUNTY OF MONTGOMERY	of l
On this <u>31st</u> day of <u>October</u> , <u>2003</u> , before me, a Notary Public, personally came <u>Garnet W</u> , that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corp. Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority	oration: and that he executed the above 🛄
IN TESTIMONY WHEFECF, I have har eunto subscribed my name and affixed my notarial seal at Plymouth Me first above written.	eting, Pennsylvania, on the day and year
OF. Primerse Pastolle, Notary Public Primerse Pastolle, Notary Public Primerse Pastole, Notary Public My Comminisation Express Marx 28, 2006, By Linear	Tastella Jug
CERTIFICATE Teresa Pastella, Not	tary Public o
CERTIFICATE I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoin XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.	power of attorney of which the foregoing
This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced si following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held o	ignatures under and by authority of the n the 12th day of March, 1980.
VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the certified copy of any power of attorney issued by the company in connection with surety bonds, shall with the same force and effect as though manually affixed.	company, wherever appearing upon a be valid and binding upon the company
IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said con May 2004	npany, this15th day of
	11

By d. Fand I. Cany David M. Carey, Assistant Secretary

NOTICE FROM SURETY REQUIRED BY TERRORISM RISK INSURANCE ACT OF 2002

In accordance with the Terrorism Risk Insurance Act of 2002 (referred to hereinafter as the "Act"), this disclosure notice is provided for surety bonds on which one or more of the following companies is the issuing surety: Liberty Mutual Insurance Company; Liberty Mutual Fire Insurance Company; LM Insurance Corporation; The First Liberty Insurance Corporation; Liberty Insurance Corporation; Employers Insurance Company of Wausau (formerly "EMPLOYERS INSURANCE OF WAUSAU A Mutual Company"); Peerless Insurance Company; and any other company that is a part of or added to the Liberty Mutual Group for which surety business is underwritten by Liberty Bond Services (referred to collectively hereinafter as the "Issuing Sureties").

NOTICE FORMS PART OF BOND

This notice forms part of surety bonds issued by any one or more of the Issuing Sureties.

DISCLOSURE OF PREMIUM

The premium attributable to any bond coverage for "acts of terrorism" as defined in Section 102(1) of the Act is Zero Dollars (\$0.00).

DISCLOSURE OF FEDERAL PARTICIPATION IN PAYMENT OF TERRORISM LOSSES

The United States will reimburse the Issuing Sureties for ninety percent (90%) of any covered losses from terrorist acts certified under the Act exceeding the applicable surety deductible.

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Annual Statement for the year 2003 of the 👘 🛄	berty Mutual insurance Company
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		<u>.</u>	
	LIABILITIES, SURPLUS AND OTHER FUNDS	1 Custeni Yesr	2 Priar Year
٤.	Losses (Part 24, Line 34, Column 8)	8,334,364,830	7,343,934,245
	Reinsurance payable on paid loss and loss and loss adjustment expenses (Schedule F, Part 1, Column 6)	29,457,012	11,796,518
3	Loss adjustment opprases (Part2A, Line 34, Column 9)	1,643,044,852	1,494,842,632
- U	Counsisters payable, configure countining and other similar charges	77,518,988	18719,154
2	Other expenses (emating total, former and fors)		302 742 031
6.	Taus, farmers and ters (enclosing being and brigs mone (szen)	227,043,137	279,662,905
7.1	Current (solars) and foreign income taxes (actualizy \$ 0 on resident capital galue (correct)	57,144,052	107_10,450
72	Not deterred to bibly		
1	Bottowed money \$ 38,352 (7)5 and interest thereas \$ 475,705	38.825,782	445,105,146
۹.	Uniterned premiums (Pari 1A, Line S7, Column 5)(aller deducting unearned premiums for occeed reincurance of		1
4	\$ 2282 995 172 Bod lacaning warranty (marves of \$0)	2,423,684,665	2,032,173,547
	Advance premium	24,225,007	15,396,921
۲ <u>۲</u>	Civideous declared and unpaid:		
Ľ	11.1 Siccitotica		
1	11.2 Policyholders	2,217,160	35,644,457
12.	Codest refrauence premiums poyable (net of coding conunkcions)	514,723.921	485.934.549
13	Funds held by company under reinsurance rearies (Schedule F, Part 3, Column 19)	2,293,414,541	1,905,190,754
11	Amounts withheld or retained by company for account of others	71.237.910	115 525 713
15.	Remillances and Rens per allocated	[
16.	Providence for ministratore (Schedule F. Part7)	142,798,781	164,150,271
17.	Net Adjustments in access and fabilities due in foreign exchange rates		
18.	Drafts outsianding	257.130.803	202,597,173
15.	Drafts outstanding Payable to parend, subsidiaries, and allifactes	******	
121	Payable for securities	150,878,309	457,221,010
24.	Linbilly for surgests beid under uninserts socialent and hesilit plans		
12	Capital acces \$ 0 and interest thereon \$ 0)	
22	Agaregate witho has for lab lissa	(\$68,526,164)	[520,780,609]
24	Total Sabilities earlyining protected cell fabilities (Lines 1 trainigh Z3)	16,072,057,914	15,288,749,667
a l	Protected and Schutter		
z	Total Rebilies (Lines 24 and 25)	16.0Z2.057.314	15,268,749,657
Z.	Aggregate white ins for special surplus lands	702.727.523	733738917
21	Company capital start	10,000,000	10,000,000
30	Preferrad capital statut Aggregariji sylata-hao for otjen Bam special supplus functs	1,250,000	1,250,000
174 9	Surgers solution	1,141,346,459 .	1,141,182,628
32 0	Stress pake in and contributed surplus	1/30/234,931	81,645,843
31 (Inaccing tends (complus)	2,837,535,421	2,059,930,432
	the state and a	***************************************	
	4.1. O shares common (value included in Line 28.5 0)	•	
	A2 D states trained in June 295 0)		18-18d Ja Cha and Transmiss
35. 5	Aurplus as regards policyholders (Lincs 27 to 33, less 34) (Page 4, Line 38)	6,123,094,334	4,007,749,220
36_1	OTALS (Page 2, Line 25, Cal 3)	22,145,151,848	18,295,496,867
7101	DETAILS OF WRITE-INS Annurds beld under ministrational plans	94- 44-	
	Other labilies	343,112,887 258,757,676	293,592,639 203,425,851
2101	Retractive report and reserve - and of	(1,363,066,452)	(1,383,617,325)
2191	Summary of remaining which to for Line ZI from overflow page	171,638,625	258.654.726
<u>7199</u> .	Table (Lines 2301 Arough 2305 plus 2398) (Line 23 store)	(568,526,364)	(520,750,609)
77114	Special surplus from removative reinsurance	702,727,525	
2702		142121 525	733,738,917
2703.	,		••••••••
	5		
	Summary of Bunahahy white-inc by Line 27 from overflow page Torats (Lines 2701 strongsh 2703 page 2758) (Line 27 above)		
<u> </u>	1045 (CHE) 2101 2000(0 210) (24 21 20 (CHE 21 2001E)	702,727.523	.733.738,917
3001.	Grazatly hads	1.250,000	. 1,250,000
3002,			
3003.			••••••
3098.	Summary of remaining while ins for Line 30 turn avendow page		
	Totals (Lines 30)1 farrough 3003 ptus 3098) (Une 30 abovo)	1,250,000	1,250,000

ක්ෂානු සංක්රූ වික්ෂාවු කියද් කොහැකි. ප්රසාන්තියෙන් කියන්ම කොහැ කිය ඉතින ක්රීමේ කාර්ල ලක්කයක් පුළු කියින, කාර්ල ਅਮਨੇ ਦੇਸ਼ਨਾਤ ਕਈ ਨਕਾ ਇਸ ਸਿਵ, ਕਰ ਬੋਡ ਦੇਸ਼ਨਸ਼ੇਨਾਂ ਦੱਸਿਲਤ ਹਾਂ ਤਰ੍ਹਾਂ ਸਹੁਨਨੰਬੂ ਦਸਮਿ, ਜ਼ਖ਼ਰ ਉਸ ਦੇ ਜਾਣਨਾਸ਼ੇਲੂ point stand solve property of the ਸ਼ਖੀ ਜਨਮਸੰਸ਼ ਵਾਲੀ, ਬੇਅਰ ਕਈ ਦੇਸ਼-ਸ਼ਿਆ ਆ ਜਿਸ ਦਾ ਦੇਸ਼ੀਨ ਵਿਦਾਨਾ, ਜਲਬਾਂ 14 ਜਿਸ ਮੈਂਜ ਸ਼ਰੋਰ ਕਿ ਕਾ ਸ਼ਰੇਸ਼ਨ ਕਿਸੇ ਦਸ਼ਨਿਆਪਿਤਾ ਵਿਦਾਨ ਸ਼ਰਸ਼ਸ਼ਨ, ਗ਼ਜ਼ਸ਼ਨਸ਼ 'ਚ ਜਰਦਾਨਾਂ 16 ਹੋ ਅਤੇ ਕਰ ਸਿਫ ਸ਼ਰੀਨਸ਼ਰ ਦੀ 10 ਸੇਸ਼ ਨਾਲਤ ਮਾਰ 1000 com de of the conditional sector of the solution of the condition is barely considered, and and the sector of the solution of the sol all of the period of Jion Puit 100 the set of the c and he E 12

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Desar Robert Lesa

(Protest Harry) Servers

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1 (Spretere)

Encound Francis Kets (Printed Name) President (Chatrician & CEC)

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15 LAURING HENTY SOFET TANK Prialed Name) Taussuror

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day of Fabruary

a. Is this an original tang? ⊾£nc: 1. Stile The Amendmissi number Annual Statement for the year 2003 of the Liberty Mutual Insurance Company

ASSETS

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	· · ·	Current Yapı		Prior Year	
		1	2 ticontribut	3 Nei Admitied Assolu	. 4 Net Admitted
•		Assate	Assets	(Cot. 1-2)	Assets
1 Brack (Schwänle D		10,155,163,434		- 10,155,163,434	8,409,915,732
2 Stocks (Schedule D			****	****************	
21 Preferred start		120,148,603		120,145,803	- 109.946.274
22 Common stoc		5,204,104,751		5,204,104,751	4,693,614,837
	nal esuic (Scheduls B):			· · · · · · · · · · · · · · · · · · ·	
32 Otherstan las			*****************	*****	**************
. 4. Real estate (Sched				****	***************
41 Proorfer an	ne op upied by the company (less \$()_ encumbrations)	214,376,885		214,378,685	179,919,527
47 Proprietori	for the production of income (less 5 0 encuration over)	1,056,090		1,056,099	1,122,61
4.5 Procerties teck	the sale (less \$ 0 enclimbrances)	1		*********************	334 PH B
5 (200)/5 150 190	M7, Schedule E-Part 1), cash equivalents (5 0,	· • • • • • • • • • • • • • • • • • • •			
E-ha-has F-P-12	and shoothern Investments (S 773 (07 272 Schedule DA)	423,277,719		421217719	1,105,455,241
5 Contract Inters (inch-	dig f () pretries (refer)		*************		
7 Other Instantiani Seter	s (Schodule BA)	973,135,574	******************	973,135,974	732.531,144
8. Receivable by seco		10,821,182		10,821,182	16.600.618
4 Agregale mileter	hadad				and the second s
A Aggregate waterer	areated assets (Lines 1 io 8)	17,102,022,839		17,102,022,839	. 15.309,570,003
	Riverski States (Fluid: 1.85.8)		******		
11. Investment frames of		130,435,950		130,435,960	27,897,231
12. Premiums and cons		{			5770 41C 004
	enders and agoing palaries in the course of collection	681,559,134	8,378,211	673,579,903	622,415,981
12.2 Delencipion	inner, agenter balances and installments booked but defeuted and hul yel			am (66 cm)	-
dina (victoria)	S 0 empt but unbled promisms)	973 AUS 572		873,405,672	816,117,738
22.3 Accrue0 Petro	ביינו איז	556,511,628	\$3,064,048	505,447,580	440 EBB 486
11 Reinsteiner	· · · · · · · · · · · · · · · · · · ·	1		Setu dab Trie	
1.1.1 AMOONER (TEL)	with frequencies	324,809,376		254,809,276	315.561.551
112 FLORE Deliby	or dependent with refinanced companies	591,442,551		681,442,561	ER 987 604
	tucehable under geheungenet contacts	2,750,281			
14. Amounts receivable I	reigh income per recoverable and interest thereon	2750.781	2,750,281		
15.2 Net defoned by pase	[]	536 AS5 421	503,879,950	432,875,671	122281,524
18. Generaty kinds receiv		28.941 454		28.941,454	18,910,233
	ang apparait and solvare	113,554,731	66,340,423	43,014,308	54, 520,5 24
THE FORMUNE STALE COUPER	and, including health care definery access (\$ 0)	23,477,300	23,477,300		*********
	ets and Enblides dus to foreign enchange cates				
20. KOSEVSOKS STOM PAN	ni, Rihsilades and Alliates	\$38,737,486		931,737,486	300,77,841
ZI. HEAD CARE (3	9) and other annuals receivable				
22. Other assists points for		24,351,611	24,354,531		******
23. Aggregate where is to	rather Ban Investor associa Separate Accounts, Segmented Accounts and Protested Cell	386, 916,041	80,477,903	305,439,038	834,661,072
24. Total assets excluding	Separative Accounts, Segregated Accounts and Protocted Cell		í		
Accounts (Lines 10)	27)	72,905,874,515	750,822,857	22.145,151,548	19,298,498,697
25. From Separate Accou	nis. Segregated Accounts and Projected Cell Accounts				
28. Total (Lines 24 and 2		22,905,974,515	760 122267	22,145,151,548	19,296,498,887

	T		······································	·····
DETALS OF WRITE-INS	1	{	{	
2901.	1			
6902				d + b + d
(SC),	11		•••••••	
0998. Summary of terroliting wale-ins for Linc 9 trans overflow page				
0959. Totals (Lines 0901 Smough 0903 - 0998) (Line 9 above)		[
ו				
2301. Ober assets	103,115,803	75,669,644	27,447,150	29,77.1,921
2302. Cash surrender volve De insurance	104,500,732		104,600,739	145,286,915
2303. Equilies and deposits in pools and associations	30,417,339		30,417,339	23,507,413
2398. Summary of remaining unitarias for Line 23 from overflow page	148,781,160	4,807,359	143,973,601	
2929. Table (Lines 2301 mough 2303 - 2398) (Line 23 above)	385,916.041	80,477,003	306,439,038	3.34,661,072



PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.4026 Fax 610.774.6726 dlwehr@pplweb.com



VIA FEDERAL EXPRESS

May 25, 2004

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Doreen Trout Secretary's Office Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

DOCUMENT FOLDER

Dear Doreen:

Pursuant to our conversation, enclosed is the original PPL EnergyPlus Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002.

Please replace this original with the copy filed with your office on May 21, 2004. Thank you.

Sincerely,

ALLE

Dorene L. Wehr

Attachment

RECEIVED

MAY 2 5 2004

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

LIBERTY MUTUAL INSURANCE COMPANY GENERAL PURPOSE RIDER

MAY 2 5 2004

RECEIVED

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

To be attached to and form part of Bond Number 019-007-643 dated effective July 5, 2002,

executed by PPL ENERGYPLUS, LLC, as Principal, and by LIBERTY MUTUAL

INSURANCE COMPANY, as Surety, in favor of the PENNSYLVANIA PUBLIC UTILITY

COMMISSION, as Obligee:

5

.. ..

Now, therefore, it is agreed that the sum of the bond shall be increased as follows:

From: FIVE MILLION SEVEN HUNDRED FIFTY SIX THOUSAND TWO HUNDRED FORTY FIVE AND NO/100......DOLLARS (\$5,756,245.00)

To: FIVE MILLION EIGHT HUNDRED FORTY ONE THOUSAND NINE HUNDRED SIXTY SIX AND NO/100......DOLLARS (\$5,841,966.00)

This rider is to be effective the 15^{th} day of May, 2004.

Signed, sealed and dated this 15th day of May, 2004.

Principal:

PPL ENERGYPLUS, LLC

Treasurer Witness

Aitest Nizabeth Duane - Surety:

0 - 10 0

(Seal)

OCT 0 7 2004

James E. Abel - Treasurer

LIBERTY MUTUAL INSURANCE COMPANY

Βv (seal)

Christine A. Dunn, Attorney-in-Fact



			1406333
	VALID UNLESS IT IS PRINTED ON RED ts of those named herein, and they have		
the extent herein stated.	LIBERTY MUTUAL INSURA BOSTON, MASSACH POWER OF ATTO	NCE COMPANY IUSETTS	
company, pursuant to and by authority of DAVID C. ROSENBERG; HARR SHERRI L. FEENEY, DOUGLAS	PRESENTS: That Liberty Mutual Insura of the By-law and Authorization hereinafter Y C. ROSENBERG, MATTHEW J. F J. CORNFORTH, JOYCE M. HOFF NNSYLVANIA.	set forth, does hereby name, constitute an ROSENBERG, DAVID A. JOHNSO FMAN, LORI A. ADDINGTON, ALL	d appoint N, CHRISTINE A. DUN
, each individually if there be more than	n one named, its true and lawful attorney in d. any and all undertakings, bonds, recoor	-fact to make, execute, seal, acknowledge	e and deliver, for and on it e penal sum not exceedin) each, and th
execution of such undertakings, bonds	s, recognizances and other surety obligati of by the president and attested by the secr	ons, in pursuance of these presents, sh	all be as binding upon th
That this power is made and executed p	pursuant to and by authority of the following	By-law and Authorization:	
Any officer of the Company a chairman or the president ma execute, seal, acknowledge attorneys-in-fact, subject to th signature and execution of an	Contracts: Section 5. Surely Bonds and Und authorized for that purpose in writing by the y prescribe, shall appoint such attorneys-in and deliver as surety any and all under the limitations set forth in their respective po y such instruments and to attach thereto the president and attested by the secretary.	he chairman or the president, and subject h-fact, as may be necessary to act in beha takings, bonds, recognizances and other owers of attorney, shall have full power to	If of the Company to make surety obligations. Sucl bind the Company by thei
By the following instrument the chairman	n or the president has authorized the officer	or other official named therein to appoint a	attorneys-In-fact:
authorized to appoint such at	ion 5 of the By-Laws, Garnet W. Elliott, A torneys-in-fact as may be necessary to act ndertakings, bonds, recognizances and oth	in behalf of the Company to make, execution	
That the By-law and the Authorization se	et forth above are true copies thereof and a	re now in full force and effect.	
IN WITNESS WHEREOF, this Power of Liberty Mutual Insurance Company has 2003	of Attorney has been subscribed by an autobeen subscribed by an autobe	thorized officer or official of the Company Pennsylvania this <u>31st</u> day of <u>Oct</u>	and the corporate seal o
		LIBERTY MUTUAL INSURANCE	COMPANY
	MAY 2 5 2004	By Connot W. St	Litt.
PA COMMONWEALTH OF PENNSYLVANI COUNTY OF MONTGOMERY	PUBLIC UTILITY COMMISSION	Garnet W. Elliott, Assistant Secrel	ary
Power of Attorney and affixed the corpor	erty Mutual Insurance Company; that he la rate seal of Liberty Mutual Insurance Compa	any thereto with the authority and at the dir	nat he executed the above rection of said corporation.
IN TESTIMONY WHERE I have new first above written.	Notarial Seel	notarial seal at Plymouth Meeting, Pennsy	vania, on the day and yea
	Teresa Pastella, Notary Public Plymouth Twp., Montgomery County My Commission Expires Mar. 26, 2005	By Lines Pastella Teresa Pastella, Notary Public	
CERTIFICATE	Member, Perinsylvania Association of Notanes		
is a full, true and correct copy, is in full t	of Liberty Mutual Insurance Company, do he force and effect on the date of this certifical ecretary specially authorized by the chairm Autual Insurance Company.	te; and I do further certify that the officer of	r official who executed the
This certificate and the above power o following vote of the board of directors of	f attorney may be signed by facsimile or I Liberty Mutual Insurance Company at a me	mechanically reproduced signatures und eeting duly called and held on the 12th day	er and by authority of the of March, 1980.
VOTED that the facsimile or certified copy of any power of with the same force and effect	mechanically reproduced signature of an attorney issued by the company in connec as though manually affixed.	y assistant secretary of the company, wi tion with surety bonds, shall be valid and	nerever appearing upon a binding upon the company
	eunto subscribed my name and affixed the c	corporate seal of the said company, this	15thday of

By and Carey, Assistant Secretary

1-610-832-8240 between 9:00 am and 4:30 pm EST on any business day.

NOTICE FROM SURETY REQUIRED BY TERRORISM RISK INSURANCE ACT OF 2002

In accordance with the Terrorism Risk Insurance Act of 2002 (referred to hereinafter as the "Act"), this disclosure notice is provided for surety bonds on which one or more of the following companies is the issuing surety: Liberty Mutual Insurance Company; Liberty Mutual Fire Insurance Company; Liberty Insurance Corporation; The First Liberty Insurance Corporation; Liberty Insurance Corporation; Employers Insurance Company of Wausau (formerly "EMPLOYERS INSURANCE OF WAUSAU A Mutual Company"); Peerless Insurance Company; and any other company that is a part of or added to the Liberty Mutual Group for which surety business is underwritten by Liberty Bond Services (referred to collectively hereinafter as the "Issuing Sureties").

NOTICE FORMS PART OF BOND

This notice forms part of surety bonds issued by any one or more of the Issuing Sureties.

DISCLOSURE OF PREMIUM

The premium attributable to any bond coverage for "acts of terrorism" as defined in Section 102(1) of the Act is Zero Dollars (\$0.00).

DISCLOSURE OF FEDERAL PARTICIPATION ----IN-PAYMENT-OF-TERRORISM-LOSSES-----

The United States will reimburse the Issuing Sureties for ninety percent (90%) of any covered losses from terrorist acts certified under the Act exceeding the applicable surety deductible.



MAY 2 5 2004.

PA PUBLIC UTILITY COMMISSION

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Annual Statement for the year 2003 of the Liberty Mutual Insurance Company

anca Loinpany

ASSETS	

	Current Yess		Prior Year	
	1	2 Nonadmitted	3 Net Admitted Associa	. 4 Net Admitted
· · · · · · · · · · · · · · · · · · ·	Acada	Assel	(Dok 1-2)	Assets
1. Banás (Schedule D)	10,155,153,434		- 10,155,163,431	8,469,975,732
2. Stocks (Schedule D):				
2.1 Preferred stocks	120,148,603	}	120,146,803	109 948 274
2.2 Common stocies	5,204,104,751		5,201 104 751	4,653,814,837
2.2 Common stocis 1. Mongarge loans on real estate (Sobestuke B):				
31 Fazilieus		-		
3.2 Other Dan Est fens				
. 4. F.c.il essete (Schedule A):				
4.1 Properties accupied by the company (less \$ 0 encumbrances)	214,575,665		214,378,885	179,919,577
4.2 Properties held for the production of income (1853 5 - 0 enclimbrances)	1,056,090		1,056,090	1,121,451
4.3 Properties total to sale (less 5 (chalabeliances)	**			367 MB
5. Cash (5 150,191,607, Schedule E.Part 7), cash equivalents (5 0,	1			
Echectrical E-Port 2) and short term investments (\$	423 217 719		421217719	1,105,055,241
5. Contract laters (matering \$ 0 premium maters)	1			· · · · · · · · · · · · · · · · · · ·
7. Other invested assets (Schodule BA)	973,135,974		973,135,574	
8. Rectivable for securities	10 821 182		10,021,162	16,500,A18
5. Approgate anta as for longited assorts				
10. Solutionals, cash and low-raid assets (Lines 1 (o 9)	17,102.072,839		17,102,022,419	15,509,570,003
11. Investment have the and account	130,435,960		130,435,950	127 837 231
12. Prenking and considerations:				-
12.1 Uncollected premiums and agents' balances in the course of collection	681,959,134	8,379,231	673,579, 9 03	622,415,981
12.2 Defenced promising, agents' balances and installments booked but defend and and yel				
due (including \$0 except but unbilied providences)	973,405,572		973,405,572	816 117 738
12.3 Accused retrospective premiume	555.511,628	53,064.048	503,447,580	440,558,485
11. Reinsternoz		. (
13.1 Amounts recoverable from missioners 19.2 Funds held by ar deposited with reinsmed companies	324,809,376		324,809,376	315,563,551
19.2. Funds held by or depended with relatived comparison ,	651,4(2,561		681,442,561	63,982,604
11.3 Other smannin receivable under reinstrance contracts				
14. Amounts receivable relating to unlessand plans, 15.1 Quirent fodecal and sinvign amount tax recoverable and interest therean	2,750,281	2,750,281		
152 Net deformed tox asses	536,855,421	503,979,950	C2,875,471	<u>327 261 524</u>
18. Guacyty kords receivable or an deposit	28,941,454		21,941,454	18 910 233
17. Electronic data processing equipment and collusive	113,354,731	61,340,423	49,014,308	54,520,524
18. Funiture and equipment, including health care definery assors () 0)	23,477,500	23,477,300		
19. אצן שקובוארוד וו מגופה שום השלומי לעם ש להיקוח בילושוקר הינים				
20. Receivables from parent, autoidades and anti-tes	536,737,486		939,737,485	300,171,841
21. Health care (5				
22. Other assets not admined	24.351.811	24,354,631		
23. Appropria wite ins for other than hwested assets 24. Total assets suctoring Separate Accounts, Segregated Accounts and Protected Cell	386.915.041	80,477,003	306,439,038	334,661,072
	· · · · · · · · · · · · · · · · · · ·		1	- 1
Accurates (Lines 10 to 23)	Z2905, F74,515	760,822,867	22,145,151,546	19,296,499,687
25. From Separate Accounts, Segregated Accounts and Projected Cell Accounts				
28. Total (Line: 24 and 25)	22,905,974,515	760,822,867	22,145,151,548	19,256,499,887

DETAILS OF WRITE-INS		·····		[
0901.					
6902			#>		d, b, t,
6903,				*****	
1998. Summary of tendining wate-ins for Line & from overflow page					
0999. Tatala (Lines 0901 (Drough 0903 - 0998) (Line 9 above)	_				
e e e e e e e e e e e e e e e e e e e					
Zill. Olber assets		103,116,603	75,609,644	27,447,159	29,77.1,921
2302. Cesh surrenda value ile indurance		104,600,738		104,600,739	145,286,915
2303. Equives and deposits in pools and associations		30,417,339		30A17,339	23,507,413
2198. Summery of remaining write-ins for Line 23 from overflow page		148,781.150	4,807,358	143,973,801	135,094,822
2399. Tatala (Lines 2301 Imough 2303 - 2398) (Line 23 above)		386,916.041	80,477,003	306,439,038	334,661,012

	1 1	2
Liabilities, surplus and other funds	Cunterni Year	Prior Year
La La Photos Inc. 14 Column 11		7000000
Losses (Part 24, Line 34, Column 8) Z. Reinsurence payable on pair loss and iters and iters and iters and iters	8,334,364,630	7,843,934,245
2. Konstrance payable on pain loss and loss enders expenses (Scales Line 1, Part 1, Country)	29,467,012 1,643,044,852	*
Loss adjustment exprimess (Part 2A, Line 34, Column 5) Loss adjustment exprimess (Part 2A, Line 34, Column 5) Loss adjustment exprimes (complexitous) and other similar changes	77,518,583	1,494,502,032
Come expenses (encluding lance, focuses and fame).		302,742,031
6. Tauss, burgers and fess (escluting federal and foreign income tates)	227,063,117	229,642,905
Taxes, focuses and fees (excluding federal and foreign income fates) 7.1 Current federal and foreign income fates (including \$ 0 on resident capital gains (income fates)	57,144,092	147,303,450
The start of the head to be the start of the		
Ket General Lark Library Sources Instruct Sources Conversed Instructures (Part 1A, Line 37, Cohumn 5)(after deducting upgeament pressures for coded reinsurance of	38.828,782	445,105,145
9. Unsamed premiums (Part 1A, Line 37, Column 5) (after deducting unnamed premiums for ocded reinsurance of		
\$ 2282 835 172 and inclusing warmany reserves of \$ 0]	2,423,884,665	2,032,173,547
10. Adrance precision	24,228,007	15,396,921
11. Dividends declared and organiz		
11.1 Slockoldas	,	
112 Policyholders	2,217,160	35,544,A57
12. Ceded reinsurance premiums payable (net of ceding commissions)	534,723,921	486,914,549
13. Funds held by company under relationaries readies (Schedule F, Part 3, Column 19)	2,293,414,541	1.905,190,754
14. Amounts withheid or retained by company for account of others	71,237,910	115,925,713
15. Remittances and items not allocated		
16. Provision for reinsurance (Schedule F, Part 7)	HZ_\$387B1	164,160,271
17. Net adjustments in scrass and fabilities due to longin exchange rates		
18. Drate outstanding 19. Poyabio to parent, subsidiades and utilialies	257.130,803	202,557,173
	150,878,309	457,221,010
21. Liability for surgeries beld under understand accident and health plans		, <u></u>
22. Capital Actions 5 0 and interest thereon 5 0		[·····
23. Aggregate witch is for labilities	(588,528,254)	(620,760,609)
23. Aggregate withorks for liabilities 24. Tozi fabilities enzycing protected cell fabilities (Lines 1 frungh Z3)	16,022,057,314	15,288,7-19,667
25. Projected cel Babilities		······
25. Projected cell कि 1576 : 26. Total (1993) (1993) : (16,072,057,314	15,288,749,557
27. Aggregate with its for special surplus functs	702,727,523	733,738,917
22. Compart capital stack	10,000,000	10,000,000
22. Preferrad capital stuck		
24. Preferred capital stock 30. Aggregati wither as for other from special surplus funds	1,250,000	1,250,000
[3], Supplies -	1.141.345.659.	1,141,182,526
32. Gress paid in and contributed surplus	1,430,234,531	81,645,843
S3, Unassigned funds (surplus)	2,637,535,421	2 099 930 832
34. Lass terrany stock at case		
34.1 0 shares common (value included in Line 28.5 0.)	•=• 1 # = • • • • • • • • • • • • • • • • • •	
34.2	6.123.094.334	1.007,749,220
36. TOTALS (Page 2) Line 26, Col. 3)	22,145,151,646	18,295,498,857
DETAILS OF WRITE-ANS		
2301. Amounts have mader prinsured plans. 2302. Other landstee	343,142,987	299,592,639
	258,757,476 (1,353,065,452)	203 429 851 (1,383 617,325)
2001. Reporting refragmence reserve - control 2008. Summery of remaining with-its for Line 25 from overflow page	171,539,625	259.634.226
2399. Yokala Alines 2301 through 2309 alus 2398 (Line 23 shore)	(588,528,364)	(620,750,609)
2701: Special surplus from revolative reinstrance	702,727,523	
2701. Special subject doin reduced we remoto and	14412122	733,738,917
2703,		·
2798. Semmary of remaining with its for Line 27 from overflow page	• • • • • • • • • • • • • • • • • • • •	•••••
Z789. Totals (Lines 270) through 2703 part 2786) (Line Z/ above)	702.727.523	.733,736,917
3001. Quaranty tunds	1.250,000	1 <u>250</u> 003
3001. <u>Quaranty tunds</u> 30(12,	1.250,000	
3001. <u>Guaranty funds</u> 3002. 3003	1.256,000	
3001. <u>Quaranty tunts</u> 30172.	1,250,000	1.250.000

State of Harrist Arrests.... County of Stript

The effect of this reporting only being duly seen, can be prese and any fast hey are the destribut officers of and reporting early, and that on he reports presed stated store, all of the here's described acceles to see the absorber property of the pair (nearly present due from any time or duly a fraction, special stated and the officers of a nearly being duly seen, can be present of the pair (nearly or and due from any time or duly a fract on he reports a boot of a nearly of the period stated and the statement, legal at the state and absorber property of the pair (nearly period stated from any time or duly a statement of all the statement which are not an experiment of all the state and any time of the period stated from any time and designing therefore and end which are the manuface and about the period stated stated from any time and designing therefore and the statement and here there manuface and the MUC Annuel Statement instructions and Annuel frances and Provide period and can be extended in the (1) that here there are designed and the MUC Annuel Statement instructions and Annuel frances and Provide period and can be extended in the (1) that here they takes and (1) that takes rate of regulation and Annuel frances and Provide period and on the best of the historic period and the state of regulation and the statements in reporting not related to be and provide and the best of the historic period and the state of regulation and the statements in reporting not related to be a statement historic period and the statement in the statement in the statement in the statement of the statement in the statement in the statement in the statement of the statement in the state

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Dexter R.J K (Signature) Ed-(รียาวงาย) Dener Robert Legg Ecrosof Francis Kety (Printed Name) Searchary (President Kanne) Fresident (Chairman & CEO)

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Laurance Herry Sore Tabla Printed Name] Teatmater

(Squate)

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Subscribes and seem to before the tills 16 day of <u>Februar</u>

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PPL EnergyPres, LLC Two North Ninth Street (GENPL7) Allentown, PA 18101-1179 Tel. 610.774.4573 Fax 610.774.4877 fthanner@pplweb.com



February 18, 2005

Pennsylvania PUC

FEB 2 2 2004

Consumer Services CAC Division

RECEIVED

MAR 2 1 2005

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Jim Farley Supervisor Pennsylvania Public Utility Commission Bureau of Consumer Services PO Box 3265 Harrisburg PA 17105-3265

A-110098

RE: CHANGE TO ELECTRIC SUPPLIERS LIST

Dear Mr. Farley,

Please change the contact name information from David Bonenberger to the following:

Frank T. Hanner Phone (610) 774-4573 Fax (610) 774-4877

If you have any questions, please contact me.

Sincerel

Frank T. Hanner Senior Energy Marketing Specialist







COMMONWEALTH OF PENNSYLVANIA PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

May 9, 2005

PPL ENERGYPLUS LLC TWO NORTH NINTH STREET ALLENTOWN PA 18101-

ATTENTION: JESSE A DILLON

RE: License Bond or Other Financial Security

SECREINAY'S BURER ン 17 -0 51:1:10 177 KJR

Dear Mr. Dillon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the bond or other approved security provided by PPL EnergyPlus LLC will have been in place for approximately one year on July 6, 2005.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

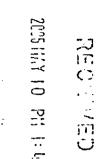
The Commission's regulations at 52 Pa. Code §54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. §2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750. Bureau of Fixed Utility Services.

DOCUMENT FOLDER





IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business. of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763 or Darren Gill at (717) 783-5244, Bureau of Fixed Utility Services.

Sincerely,

Robert A. Rosenthal Director, Bureau of Fixed Utility Services

cc: J. McNulty, Secretary



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Laura A. Frederick



Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5314 Fax 610.774.6726 lafrederick@pplweb.com



103

VIA FEDERAL EXPRESS

May 16, 2005

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

KEY # 8 2005

DOCUMENT FOLDER

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

This letter is in response to the Pennsylvania Public Utility Commission's (the "Commission") letter, dated May 9, 2005, in which the Commission requested that PPL EnergyPlus, LLC ("PPL EnergyPlus") provide evidence to the Commission that PPL EnergyPlus has obtained a bond or other approved security required to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c). To that end, we have attached for your reference PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002, and was increased May 15, 2005 to an amount equal to 10% of PPL EnergyPlus' calendar year 2004 gross receipts, as reported to the Commission in April 2005.

Please address future letters regarding this surety bond to my attention, rather than Jesse Dillon.

In the meantime, if you would like to discuss further, please feel free to contact me at the numbers set forth above.

Sińcerely. Ver ut Laura A. Frederick

Attachments

cc: Mr. James Shurskis - via fax - 717-787-4750

LIBERTY MUTUAL INSURANCE COMPANY GENERAL PURPOSE RIDER

To be attached to and form part of Bond Number 019-007-643 dated effective July 5, 2002, executed by PPL ENERGYPLUS, LLC, as Principal, and by LIBERTY MUTUAL INSURANCE COMPANY, as Surety, in favor of the PENNSYLVANIA PUBLIC UTILITY COMMISSION, as Obligee:

Now, therefore, it is agreed that the sum of the bond shall be decreased as follows:

From: FIVE MILLION EIGHT HUNDRED FORTY ONE THOUSAND NINE HUNDRED SIXTY SIX AND NO/100......DOLLARS (\$5,841,966.00)

To: TWO MILLION FIVE HUNDRED FIFTY THOUSAND FOUR HUNDRED FIVE AND NO/100......DOLLARS (\$2,550,405.00)

This rider is to be effective the 15th day of May, 2005.

Signed, sealed and dated this 15th day of May, 2005.



Principal:

PPL ENERGYPLUS, LLC

mes E. Abel (Seal) By:

Surety:

LIBERTY MUTUAL INSURANCE COMPANY

Witness

(seal)

Julia R. Burnet, Attorney-in-Fact



1692507 THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND. ned herein, and they have no authority to bind Company except in the manner and to This Power of Attorney limits the acts of those the extent herein stated. LIBERTY MUTUAL INSURANCE COMPANY BOSTON, MASSACHUSETTS POWER OF ATTORNEY KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A. JOHNSON, CHRISTINE A. DUNN, SHERRI L. FEENEY, JULIA R. BURNET, KIMBERLY G. TOMMASSELO, ALL OF THE CITY OF BALA CYNWYD. STATE OF PENNSYLVANIA , each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its execution of such undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons. That this power is made and executed pursuant to and by authority of the following By-law and Authorization: ARTICLE XIII - Execution of Contracts: Section 5, Surety Bonds and Undertakings. Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary. By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact: Pursuant to Article XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authonized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect. IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this ______ day of ______ March___ 2005 đ LIBERTY MUTUAL INSURANCE COMPANY of this Power By Garnet W. Elliott, Assistant Secretary COMMONWEALTH OF PENNSYLVANIA COUNTY OF MONTGOMERY lidity On this 9th 2005 ... before me, a Notary Public, personally came Garnet W. Elliott, to me known, and acknowledged day of <u>March</u> that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above confirm the val Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation. Prave ne IN TESTIMONY WHEREOF first above written. OWNONA sunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year Notarial Seal Teresa Pastella, Nolary Public Plymouth Twp., Montgomery County ly Commission Expires Mar. 28, 2005 Bv Teresa Pastella, Notary Member, Pennsylvania Association of Nataries CERTIFICATE TARY PUB I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman of the president to appoint attorneys-in-fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company. This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

Creun, บชกห นะpบรแ,

Not valid for mortgage, note, loan, letter or ci currency rate, interest rate or residual value

guarantees

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

15th day of May



By d ave David M. Carey, Assistant Secretary

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LIABILITIES, SURPLUS AND OTHER FUNDS	1 Current Year	2 Prior Year
	a 904,510,525	8,334,384,83
Losses (Part 24, Line 34, Column 8) Reinsurance payable on paid loss and loss adjustment expenses (Schedule F, Part 1, Column 6)		29,467,01
2. Reinsurance payable on pate loss and loss adjustment expenses (Schedule F, Part), Column 0)	38,306,568 1,698,423,690	1,648,044,86
3. Loss adjustment expenses (Part 24, Une 34, Column 9)	1,050,962,050	
4 Commissions payable, confingent commissions and other similar charges	65,956,653	77,518,9 297,417,8
5. Other expenses (aminding taxes, licenses and leas)	331,300,36/	
8. Taxas, Branses and fees (excluding lederal and lumign income taxes)		227,063,1
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))		57,144,04
7.2 Net defarred tax labitly		
Bernowed money \$ 21,650,282 and interest flamon \$ 404,283 Unearned premiums (Part 1A, Line 37, Column 5) (after deducting unearned premiums for coded reinsurance of	28,034,545	38,828,7
\$ 2,339,596,590 and including warranty reserves of \$ 0.)	2,581,556,143	2,423,884,64
10. Advance premium	21,882,691	24,228,0
11. Dividends gestand and unpaid: 11.1 Stocknoldera		
	2,388,953	2,217,11
11.2 Policyholders 12. Caded minsurance promiums payable (set of ceding commissions)	501,805,061	534,723,9
Ladeb rencurance premiums payable (error origing commissions) J. Funda held by company under minsurance tradies (Schödule F, Part 3, Column 19)	2,187,584,613	2,293,414,54
1.1. Funds have by company under reinsurance traces (concoles r, Fart 3, Column 19) 14. Amounts witcheld or retained by company for account of others	170,375,043	71,237,91
14. Articular wantes or factored by company or account or others		
15 Remittences and Karps not allocated 18 Denution for minuteneous (Schuck (s. C. Part 7)	131,753,866	142,998,78
18. Provision for ministrance (Schedule F, Part 7) 17. Natadjustmenis in assets and Jabiilles due to foreign exchange rates		1.2.2.2.2.1
	244,543,599	257,130,80
18. Drats outpranding 19. Penable to parent, subsidiaries and afflictors		
	125,000,354	150,878,30
20. Payable for securities 21. Liability for ensumin hold under unerstand excident and health plans		540, ar 647
21. Capital nous \$ 0 and interest thereon \$ 0	···· }····· · ··· · · · · · · · · · · ·	
22. Capital forms a subscription of and the process of the second of the	(702,802,962)	[588,526,36
23. Aggregath unitarine for Sabäbles 24. Total Sabihas autualng protected cell Sabähas (Lines 1 Unough 23)	16,928,697,913	16,022,067,31
25. Protected cel fabilities		
24. Total Labitus (Lines 24 and 25)	16.928.697.913	18,022,057,31
27. Aggragate write-ina for special surplus funds	757,681,198	702,727,52
28. Common capital stock	10,000,000	10,000,00
29. Preferred capital stock		
30. Aggregalin wita-ins for other Ihan special surplus funds	1,250,000	1,250,00
31. Supius Inter	1,012,850,928	1,141,348,45
12. Gross paid in and contributed surplus	2,004,071,957	1,430,234,93
33. Unersigned tunes (surplus)		2,437,535,42
K Less transury stock at cost		
34.1 0 shares common frahes included in Line 24.5 0 1		
34.2 0 shares prefarmed (value included in Line 29.5 0)		
35. Surplus as regards policyholders (Lines 27 to \$3, tess 34) (Page 4, Uos 38)	7,426,550,562	6,123,094,33
38. TOTALS (Page 2, Line 28, Col. 3)	24,355,248,475	22,145,151,84
DETAILS OF WRITE-INS	7	
201. Amounts held under uninsured plans	447,033,168 165,142,312	343 142,98
2002. Other Rabilities 2003. Regrouptive milinsurance reserve - coded	(1,469,760,174)	259,757,47 (1,363,058,453
194. Summary of normalizing write-ins for Line 23 from overflow page	(34,181,731	171,639,62
2398_ Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	(702,602,962)	(588,528,36
701. Special surglus from retractive releasurance	757,661,195	102.121.52
702		
70		
792. Summary of remaining write-ins for Line 27 from overflow page		
799. Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)	757,581,198	702,727.52
001. Generally funde	1,250,000	1,250.000
002		
003.		
fe \$184. ************************************		
394. Sutemany of remetining writeries for Line 30 from overflow page 399. Totals (Lines 3001 through 3003 pizz 3098) (Line 30 above)		

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d char forn any ages or carry your est or subtres to, is a full and you th own, and of its internations and definition Present and Proceedings (Pittau) utra unity as of a Ind procedures, are including and Th Detter F. Jegg Kll lair Mar Robert Land anund Fin See 10 Launinica Henry SPrinted N 2 en af den Bourne President & CEO Sanior Vica Pi ni & Secretary A Training SHES A LUC a kilikar original Wing? NET (X NOL | ZZ and famour L I're: 1.500 pe anund 法行 2. Date and 3. Simpler of pages presched Æ 11-4

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Annual Statement for the year 2004 of the Liberty Multial Insurance Company •

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			Current Year		
		1 2		3 Nat Admitted	4
	<u> </u>	Assets	Nonadmitted Assets	Assets (Cals. 1 - 2)	Net Admitted Assets
1	Bonds (Schedule D)	11.780.179.508		11,780,170,506	10,155,163,43
	Stocks Schedule Ot				
	2.1 Pratarrad stocks	100.063.686		100,083,586	120,146,60
	12 Common survis	5,373,428,576	•••••	5,371,428,576	5,204,104,7
1	2.2 Common sapeks Mortgage loans on real estate (Schedule 3):		***********		
	11 Firstliens	L I			
			• • • • • • • • • • • • • • • • • •	•••••••••••	
	3.2 Other than first feast Real estate (Schedule A):				••••••
	4.1 Properties accupied by the company (less \$ 0 encumbrances)	243,501,947		243,801,947	214,375,8
	a. F reperses accurate by the company (max a second sec	1,137,939	•••••		
	4.2 Properties held for the production of income (ass \$ 0 encumbrances)	1,14,934	••••••	1,137,938	1,058,09
	4.3 Properties held for sale (less 5 0 encumbrances)		•••••		••••••••
5	Cash (\$ 137,665,621, Schedule E-Part 1), cash equivalents (\$ 103,709,476				
	Schedule E-Part 2) and short-term investments (5 443,067,966 . Schedule DA)	654,443,263	·····	884,443,263	423,217,7
8	Constant loans (Including \$ 0 premium notes)				
7.	Other invested assets (Schedule BA)	2,168,663,950		2,164,663,950	973,135,9
1	Receivable (or securities	\$7,645,647		37,646,647	10,821,11
9.	Aggregate write ins for invested assets				·······
10.	Submitals, cash and Invested assots (Linas 1 to 9)	20,289,376,716		20,389,376,715	17,102,022,8
71.	investment income due and accrued	147,397,617		147,367,617	130,435,3
	Premiume and considerations:				
	12.1 Uncollected premiums and agence balances in the course of collection	629,015,740	16.616.975	610,218,765	673,579,90
	12.2 Deferred premiums, agents' balances and installments booked but deterred and] }		ļ	
	not yet due (including \$ 0 earned but unbited premiums)	1,264,875,828		1,264,675,628	973,405,6
	12.3 Accrued retrospective premiums	568 977 557	57,035,114	509,941,443	503,447,5
13	Reinswance:	[[(
	13.1 Amounts recoverable from reinsurers	344,030,964		344,030,984	324,809,3
•	13.2 Funds held by or deposited with reinsured companies	21.934,810		23,934,810	561,442,5
	113 Other amounts receivable under reinstitance contracts				
14	Amounis receivable milating to uninsured plans	2,521,073	2,121,073		
15.1	Current federal and foreign income tax recoverable and interest thereon	35,422,303		35,422,303	······
	Net deformed tax asset	932,621,000	400,482,461	532, 138, 539	432,675,4
	Guirranty tunds receivable or on deposit	37,427,058		37,427,058	28,941,4
17	Electronic data processing equipment and software	128,484,155	\$5,412,225	41,571,9301	49,014,3
	Furtitum and equipment, including health care delivery assets (\$ 0)	18,206,912	16,206,912		
	Not adjustment in assets and Labilities due to foreign exchange rates		********		
	Receivables from parent, subsidiaries and alfiliains		••••••	••••••	938,737,4
21	Health care (\$ 0) and other amounts receivable	····	•••••••	••••••	
		36,247,922	36,247,922	••••••	
**	Other assess nonadmitted Aggregets withe-ins for other than invested essets	493,196,116	74,153,434	419.042.662	306,439,0
6.). 14	Approgram without for other main investing lesses. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell				
44.		25.047,525,591	692,777,116	24,355,248,475	22,145,151,6
	Accounts (Lines 10 to 23)				
	From Separate Accounts, Segregated Accounts and Protocled Cell Accounts	25 047 525 591	692 277 116	24.355,248,475	22,145,151.8
26.	Total (Lines 24 and 25)	23,047,323,581	032,111,110	c+,303,640,4/ 2	22.145,131,6

DETAILS OF WRITE ANS				
0901.				
0502				
0903.				
0998, Summary of remaining write-ins for Line 9 itom overflow page 0999, Totals (Lines 0901 Urough 0903 + 0995) (Line 9 above)	•	h		
and tend free and break coost and films and a				
2301. Other asizets	188,924,035	69,974,656		
2302 Cash surrender value life insurance	125,957,107		125,957,107	*** ***
2303. Equites and deposits in pools and associations	20,075,818	•••••	20,076,816	*** ****
2398 Summary of remaining witte-los for Line 23 from overflow page	158,238,156		154,059,376	the second se
2399. Totals (Lines 2301 through 2303 + 2396) (Line 23 above)	493,196,116	74,153,434	419,042,682	306,439,038

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PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.6737 Fax 610.774.6726 dlbilger@pplweb.com



VIA FEDERAL EXPRESS

May 20, 2005

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120 MAY 2 0 2005

RECEIVED

PA PUBLIC UTILITY COMMISSION

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. <u>A-110098</u>

DOCUMENT

FOLDER

Dear Secretary McNulty:

It has come to our attention that the transmittal letter for the above filing sent to you May 16, 2005, contained a typographical error. The first paragraph should have stated that the bond for PPL EnergyPlus had been **decreased** to an amount equal to 10% of PPL EnergyPlus' 2004 gross receipts. Please substitute the attached, revised letter.

I apologize for any inconvenience this oversight may have caused. Please call Laura Frederick or me if there are any concerns with this matter.

Sincerely,

Deidre L. Bilger

Attachment

cc: James Shurskis - via fax 717-787-4750





PPL. Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5314 Fax 610.774.6726 lafrederick@pplweb.com



VIA FEDERAL EXPRESS

May 20, 2005

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James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

RECEIVED

MAY 2 0 2005

PA PUSEIO UTILITY COMMISSION

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

This letter is in response to the Pennsylvania Public Utility Commission's (the "Commission") letter, dated May 9, 2005, in which the Commission requested that PPL EnergyPlus, LLC ("PPL EnergyPlus") provide evidence to the Commission that PPL EnergyPlus has obtained a bond or other approved security required to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania.pursuant to 66 Pa. C.S. Section 2809(c). To that end, we have attached for your reference PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002, and was decreased May 15, 2005 to an amount equal to 10% of PPL EnergyPlus' calendar year 2004 gross receipts, as reported to the Commission in April 2005.

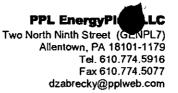
Please address future letters regarding this surety bond to my attention, rather than Jesse Dillon.

In the meantime, if you would like to discuss further, please feel free to contact me at the numbers set forth above.

Sincerely. A. Frederick

Attachments

cc: Mr. James Shurskis - via fax - 717-787-4750





June 29, 2005

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James McNulty Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, PA 17120

JUN 2 9 2005

RE: CHANGE TO ELECTRIC SUPPLIERS LIST

PA PUT' IC UTILITY COMMISSION SECRETATY'S DUTTAU

Dear Mr. NcNulty:

A-110098

I have made several attempts over the last few months to change PPL's contact information to the Electric Supplier List on the PUC website. Please change the contact name information from David Bonenberger to the following:

Frank T. Hanner Phone (610) 774-4573 Fax (610) 774-4877

If you have any questions, or need additional information or need to direct my request to someone else at the PUC, please contact me at the above address or phone number. Thank you.

Sincerely,

Nolores Zabreck

Dolores Zabrecky Contract Administrator





June 9, 2005

A-110098

PPL Energy

Fax 610.774.5077 Dzabrecky@ppiweb.com

Allentown, PA 18101-1179 Tel. 610.774.5916

05 JUN 13 AM 9:11

PA. P.U.C. SECRETARY'S BUREAU LLC

Pennsylvania Public Utility Commission Secretary of the Commission 400 North Street Commonwealth Keystone Building 2nd Floor - Room N201 Harrisburg, PA 17120

FOLDER

RE: CHANGE TO ELECTRIC SUPPLIERS LIST

Dear Secretary:

Please change the contact name information from David Bonenberger to the following:

Frank T. Hanner Phone (610) 774-4573 Fax (610) 774-4877

If you have any questions, please contact me.

Sincerely,

,

Nolores Zabrecky

Dolores Zabrecky Contract Administrator



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COMMONWEALTH OF PENNSYLVANIA PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

DOCUMENT

FOLDER

May 8, 2006

PPL ENERGYPLUS LLC TWO NORTH NINTH STREET ALLENTOWN PA 18101-

ATTENTION: JESSE A DILLON

RE: License Bond or Other Financial Security

Dear Mr. Dillon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the bond or other approved security provided by PPL EnergyPlus LLC will have been in place for approximately one year on July 6, 2006.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code $\S54.39(b)$ require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. \$2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services.



Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763, Bureau of Fixed Utility Services.

Sincerely,

Robert A. Rosenthal Director, Bureau of Fixed Utility Services

cc:

۰,

J. McNulty, Secretary



PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5529 Fax 610.774.6726 ewhurlocker@pplweb.com



DOCUMENT FOLDER

VIA FEDERAL EXPRESS

May 19, 2006

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

RECEIVED

MAY 1 9 2006

PA PUBLIC UTILITY COMMISSION SERRETARY'S BUREAU

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

This letter is in response to the Pennsylvania Public Utility Commission's (the "Commission") letter, dated May 8, 2006, in which the Commission requested that PPL EnergyPlus, LLC ("PPL EnergyPlus") provide evidence to the Commission that PPL EnergyPlus has obtained a bond or other approved security required to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c). To that end, we have attached for your reference a copy of PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002, and an original of a General Purpose Rider, dated May 15, 2006, that decreases the amount of the bond to an amount equal to 10% of PPL EnergyPlus' calendar year 2005 gross receipts, as reported to the Commission in April 2006.

If you would like to discuss this surety bond further, please feel free to contact me at the numbers set forth above.

Sincerely.

Eric W. Hurlocker

Attachments

cc: Mr. James Shurskis - via fax - 717-787-4750

LIBERTY MUTUAL INSURANCE COMPANY **GENERAL PURPOSE RIDER**

To be attached to and form part of Bond Number 019-007-643 dated effective July 5, 2002, executed by PPL ENERGYPLUS, LLC., as Principal, and by LIBERTY MUTUAL INSURANCE COMPANY, as Surety, in favor of the PENNSYLVANIA PUBLIC UTILITY COMMISSION, as Obligee:

Now, therefore, it is agreed that the sum of the bond shall be decreased as follows:

- From: TWO MILLION FIVE HUNDRED FIFTY THOUSAND FOUR HUNDRED FIVE AND NO/100 DOLLARS.....(\$2,550,405.00)
- ONE MILLION FOUR THOUSAND TWO HUNDRED EIGHTY AND To:

This rider is to be effective the 15^{th} day of May, 2006.

Signed, sealed and dated this <u>11th</u> day of <u>May</u>, <u>2006</u>.

DOCUMENT FOLDER

Principal:

PPL ENERGYPLUS, LLC

Bv (seal)

Surety:

LIBERTY MUTUAL INSURANCE COMPANY

(seal)

Julia R. Burnet, Attorney-in-Fact



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This Powe	er of Attorney limits the a	T VALID UNLESS IT IS PR	INTED ON RED BAC	KGROUND. authority to bind the Compa	ny except in the manner and to
the extent	herein stated.	LIBERTY M	UTUAL INSURANCE	COMPANY	
·		BOS	TON, MASSACHUS	ETTS	
KNOW AL	L PERSONS BY THESE	PRESENTS: That Liber	ty Mutual Insurance	Company (the "Company"), a orth, does hereby name, constit	Massachusetts stock insurance
DAVID C	, ROSENBERG, HARI	RY C. ROSENBERG, M	ATTHEW J. ROS	SENBERG, DAVID A. JOH	INSON, CHRISTINE A. DUNI
PÈNNSY	LVANIA		······································	ر این ۲۰۰۰ ۲۰۰۰ ۲۰۰۰ ۲۰۰۰ ۲۰۰۰ ۲۰۰۰ ۲۰۰۰ ۲۰	BALA CYNWYD, STATE OF
, each indi behalf as s FIFTY MI	vidually if there be more that surety and as its act and de LLION AND 00/100******	eed, any and all undertaking	gs, bonds, rećognizar DO	nces and other surety obligation	wiedge and deliver, for and on its sin the penal sum not exceeding
execution Company a	of such undertakings, bond as if they had been duly sig	ds, recognizances and oth ned by the president and at	er surety obligations tested by the secretar	, in pursuance of these preser y of the Company in their own p	ts, shall be as binding upon the roper persons.
• • • •		pursuant to and by authorit			
	ARTICLE XIII - Execution of	f Contracts: Section 5. Sure	ty Bonds and Underta	kings. bairman or the president and	subject to such limitations as the
	chairman or the president r execute, seal, acknowledge attorneys-in-fact, subject to signature and execution of a	hay prescribe, shall appoint le and deliver as surety ar the limitations set forth in t any such instruments and to	such attorneys-in-fac ny and all undertaki heir respective powe attach thereto the se	t, as may be necessary to act in ngs, bonds, recognizances and rs of attorney, shall have full po	other surety obligations. Such wer to bind the Company by their xecuted such instruments shall be
		ne president and attested by	•	other official named therein to a	pooint attorneys-in-fact
· · ·					al Insurance Company, is hereby
a	uthorized to appoint such a	attorneys-in-fact as may be jundertakings, bonds, recog	necessary to act.in.	behalf of the Company to make	e, execute, seal, acknowledge and
That the By	/-law and the Authorization	set forth above are true cop	ies thereof and are n	ow in full force and effect.	, · ·
IN WITNES Liberty Mut 2005	S WHEREOF, this Power ual Insurance Company ha	r of Attorney has been sub is been affixed thereto in Ply	scribed by an author mouth Meeting, Peni	ized officer or official of the Construction o	ompany and the corporate seal of April
				LIBERTY MUTUAL INSU	
		-	ALC AND A	a de la	Cit
				Gamet W. Elliott, Assistant	Secretary
	WEALTH OF PENNSYLVA IF:MONTGOMERY	NÍA SS	<u> </u>		
On this <u>5th</u> that he is a Power of A	an Assistant Secretary of L	liberty Mutual Insurance Co	ompany; that he know	ws the seal of said corporation	to me known, and acknowledged and that he executed the above the direction of said corporation.
IN TESTIM	ONY WHERE THE LANS A	eleunto subscribed my nam	e and affixed my note	rial seal at Plymouth Meeting, I	ennsylvania, on the day and year
first above	Written.		OF PENNSYLVANIA		i Anna a
	OF	Terosa Pestel	iai Seal ia, Notary Public	By Lerisa Taste	lla
OFRIEIO	1 BASYLVAN	My Commission E	Kontgomeny County operes Mar. 28, 2009 Association of Notaries	Térésa Pastélla, Notary Pu	blic.
CERTIFIC	and how				
is a full, tru said power	è and correct copy, is in fu of attorney is an Assistant	ill force and effect on the da	te of this certificate; a	and I do further certify that the	of attorney of which the foregoing officer or official who executed the rneys-in-fact as provided in Article
This certific following vo	ate and the above power the board of directors	of attorney may be signed of Liberty Mutual Insurance	d by facsimile or me Company at a meeti	chanically reproduced signatur ng duly called and held on the 1	es under and by authority of the 2th day of March, 1980.
C	ertified copy of any power	or mechanically reproduced of attorney issued by the co act as though manually affixe	ompany in connection	ssistant secretary of the comp with surety bonds, shall be va	any, wherever appearing upon a id and binding upon the company
IN TESTIM May	ONY WHEREOF, I have he	areunto subscribed my name	e and affixed the corp	orate seal of the said company,	this <u>llth</u> day of
			ALL AND A	11.M/	7
			1 (1 1 1 1) S	By A Fand Land	7 Secretary
			N-4-2	Dana In. Jaioy, Assignatity	Jooroidiy

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By <u>A. F. M. 9</u> David M. Carey, Assistant Secretary

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I o contirm the validity of this Power of Attorney call 1-610-832-8240 between 9:00 am and 4:30 nm EST on anv husiness dav.

LIABILITIES, SURPLUS AND OTHER FUNDS	1 Current Year	. 2 Prior Year
447.4	· .	
1. Losses (Pat 2A; Line 34, Column 8)	9,447,745,191	*********
2. Reinsurance payable on peid losses and loss adjustment espenses (Schedulo F, Part 1, Column 6)	51.399.570	38,308.5
3. Loss adjustrieni expenses (Pari 24, Line 34, Column 2) 412 Convinsions payable, contrigent commissions and other similar charges	1,934,981,136 93,935,574	1,698,423,6
4:: Commissions payone, comingent commissions and other smaller anges 5. Other expenses (excluding taxes, licenses and lees)	313,866,523	90,474,8 326,334,4
5. Oper excession (exclosing lasts, exclusion reaction) 6. Taxes, licenses and lists (exclusing loders) and joretin income taxes)	199.305.654	201,868,
7.1 Current lederal and foreign income taxes (including \$; 0 on realized capital gains (losses))		
7.2 Hat deferred tax lability		
8 Borrowed mapey 5 102,110,430 and interest thereon \$ 652,634	102 77 3 565	28,054,
39. (Unearned premiums (Part 14, Line 37, Column 5) (after deducing unsamed premiums for cedeo reinsurance of	一个 化电子力 人名阿尔克	
\$ 2,248,043,792, and including warranty reserves of \$ 0 }	2,792,535,119	2,682,556,
10. Advance plemum	s⊷1 die 34,228,895	124,938
11. Dividende Sectand and unpate	1.1	HTTALS TITLE
Construction of the second		
12. Coded retrourance preniums payable (net of cading commissions)	617.615.942	·····
13: Funda helk by company under reinsurance traalles (Schedule F. Parl 3, Column 19)	2,150,116,995	
4 Amounts withher or relained by company for account of others	618 474 229	170,375
15. Remistances and items not alocated		14
16. Provision for reinsurance (Schedule F, Pan 7)	149,117,360	.131,753,
17 Noi adjustments in assets and labilites due lo foreign exchange rales	ายม กละเจริงที่สำนัดสู่สุ	70.00 S.
18. Crafts outstanding		244,883
19. Payable to parent, subsidiaries and affaites 20. Payable for securities X	45.557.786	42,382
21. Lisbility foi amounts held under uninsured accident and health plans	و منابع المحمد ا	NY KOT
22. Capital notes \$ 1 1/2 1 0 and interest thereon \$ 0	11.14.2000000000000000000000000000000000	AD WASH THE JA.
23. Acorecata write ha for tabrices	5 21(741,705,215	153 TE (702,803,0
24 Total (abbites excluding protected cell labitities (Lines 1 through 23)	18 065 911 457	10,701,614
25 Protociad cell tabilities 28 Tobal labilities (Linea 24 and 23)	18 086 911 457	
20. 100ai liabitites Luties 24 anto 23) 27. Aggregate withe ins for special surplus hinds	761,222,475	18,701,814. 1757,881
28.3 Common tabilal slocks	10 000 000	10.000
29 Preloved capital stock		11
30. Aggregate write tu for other than special surplus hinds	1.250,000	
31. Surplus notes which is a set of the set		1,012,850,9
32. Gross paid in and contributed surplus	, t 12-7, 5 an 2,269,796,95 7	
33. SUnassigned funds (sumplus) TO REC. 12778 And Institutes	a af. tob. 153,649,440,941	HOW IN 3 459,4951
34.1 Start data by sport a lobe 34.1 Start a start of the start of t		1999 3992 1994 (A. 200 1995 201 - 2010
31.2 0 states preferred (value included in Line 29.5 0		1.5 1.1
35. Surplus as migards policyholders (Lines 27 to 33 jess 34) (Page 4 Line 39)	7 924 696 832	7,255,349
36 TOTALS Page 2 Line 26 (Col. 3)	28,011,608,289	21,956,964,
1. Comparison of the second s Second second second second second se Second second s Second second s Second second seco	an an an star star star star star star Rifter star star star star star star star sta	tra anatananan Ista anatanan
DETAILS OF WRITE INS		ش کورند، در در ده
2301. Other Habilities	182,160,071	185 142
2302. Retroactive rokraurance reserve - ceded	(1,501,122,223	(1,159,760,
2303. Amounis held under uninsured plans *	473,271,90	447,633,
2398. Summary of semaining write-ins loci. Line 23 from overflow page	103,965,03	134, 181,
2399: Totals (Lines 2301 mough 2303 pt/s 2398) (Line 23 above)	(741,705,215	(702,803)
2701: Special Surplus from retroactive minsurance	781,227,47	757,681,
2702	۲۵٬۵۵٬۵۵ (۲۵٬۵۰٬۵۰٬۵۰٬۵۰٬۵۰٬۵۰٬۵۰) ۱۳۹۹ - ۲۵٬۵۵ (۲۰٬۵۰٬۵۰٬۵۰٬۵۰٬۵۰ ۱۳۹۹ - ۲۵٬۵۰٬۵۰ - ۲۰٬۵۰٬۵۰٬۵۰٬۵۰٬۰۰۰	Contraction (1997)
2710. 2798 "Summary of numericang write-tys for Line 27 top greater page		
2795 Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)	761 222 47	1145 1157 681
3001. Glaranty fundi	1. V. M. MILCHARDS	
3002	1,250,000	1,250,
3002	· [······	
3098. Summary of remaining write-ins for Line 30 from overflow page		
3099/ Totals (Lines 3001 through 3003 pills 3098) (Line 30 above)	1,250,000	t 250,
State of Massachusette		

and of all the assets and fabilities and of the condition and affair his therefrom for the period crided as of the re and have been noticated and status of the same portuge entry as of the reportuge ponce status social of the second table and the before the second table and the second table and procedures and procedures and second table and procedures and procedures

ISIGNAWA 1 زم آ (Signatura) Edmund Finadis Kelly (Printed Name) 1. Cheirman of the Board, Prosident & CEO (Tide)

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Januan

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day of

POOR ORIGINA

(Printed Name) (Printed Name) 2. Vice President & Sacretary (Tite)

2006

			head .	•	
e. Is this e	n original filing?		•	YES [X] N	01
b. If no:	1. State the en	u mbrien	at number	·	
	2. Date filed				

3. Number of pages attached τ.

(Signature) aurance Henry Soyer Yabla

(Printed Name) 3. Senior Vice President & Treasum

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YT! YT!	9
PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU	2006
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Annual Statement for the year 2005 of the Liberty Mutual Insurance Company

	ASSET State	- A	2		
		· · · ·	Curreni Year	<u>, 10</u>	Prior Year
			1001051412511	3.	1.62 1.4 . 4.6.
	The second s	Water States	MASS	art Care	
	224/7/20 J. 750	1.200		Net Admitted	Sec. and the
		Assets	Asset	Assels	Nel Admitted
	at the second and the second	- 20 Mar 4	4.02 Mer-144. 4.35	BHAN SHEAL	Contrain service to a la
• . •	1: Bonds (Schedule D) 12: 1	17-112,656,562,894		Ur 12,556,552,69	-11,780,170,50
•	2. a 2 Dioces (Schedulte D) (1153) 2.1 Preferred slocks (1	59,716,967	3590.5 + 1.29	53 59 7 16 967	100.083.88
	22 Common sports p	5 205 385 262	STAN NEW	5.206,365,252	1 4 97 1,839 60
	3 Morigage loans on real estate (Schedule B):	19.500.000	Eur Will Street	is Perster	学生 第日
	3.1 Fini bans the state of the	1.4.	Les Bratis (C		
	4. Real estate (Schedule A)	and and			243,601,9
	4.1 Properties occupied by the company (less 1	94-52-311.128.829	3.3.4	7 311 128,82	5.12.1.137.93
· , ,	4 3 (Properties held for sale fless 5 () . 0 . encumbrances)		6369 + 81 + Flips	1.5	
	5. p.y. Cash (\$ 184 133 952 Schedule E-Part 1), cash equivalents (\$ 1215 895 296	1 082 172 507		1,082,172,507	664 443.2
	Schedus E Par 2) and stort term Investments (\$ 682,143,260 Schedule DA) 6. Contract loans (nobuling \$ wei[357 00 premium notes]	TT BUNG Y			12.12.1716
:	6 Contract bails (nauding i V+1/1/1 / 0 premium notes) 7. Other Imesied assets (Schedule BA)	/4 2,215,280,424	2,657,944	2,213,812,48	
	8. Receivables for securities Surv 9. w Aggingels with-the for lavested assets	31,365,363		1 33 31 345 36 Mail 4 2	0.51-5412
	10.10 Subjotala, cash and invested assets (Lines) to 9)		2,667,944	7.21,500,663,78	19 987 787 7
	11. The plane less \$. O cranged of (for Title insurers only) 12. investment (coorre due and accrued			155 875.61	5 147 367 6
У.	13. Prendums and considerations:	12	1. 法建制	57725	[19] 20 日日日
•	13.1 CUncollected premiums and agents' balances in the course of collection	151 855 364 742	19,085,084	-1.7638279.85	609 392 1 57 4 1
· .	13.2 i Deferred premiuma; agents belances and installments booked but deferred and (1.2.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1	1 376 405 401	A STATE OF	1, 376,405,40	
·	13.3 - Accrued retrospective pramiliums	520 880 78	52,653,830	468.225,95	
•	14. Reinstrände		31741	399,753,18	344,030,9
	ways 14.2 Funds held by or deposited with reinsured companies	24, 577, 116		\$ 45 24,877 11	
•••	14.3 Other among receivable under reinsurance contracts		15 - 0.6		
2	15. Amounts receivable reliably to unknowed plans 16.1.1. Current locates and foreign income bits recoverable and interest inspon	2.347.430	2.347.43 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	58 065 88	30,908,5
	BY Met peremed in asse	3 7 564 071,000		10 3 .565.261 -57	
•	11. Cuaranty lands inclusive or an deposit 15.4. Electronic dels programs equipment and software V	37 653 992		44,031,04	
·	19.1 KFurniture and equipment, including health care derivery assets (3	-19.944.330		1 M	
	20 r Net odlustment in essets and liabilities due to forsign exchange tales 22 37 Receivables from periori, subsidiaries and affrates	284 222 350	16, K 76 50	> 284 222.35	が読みたい
	227 15 Health care (\$ uses 111 0) and other amounts receivable	1.2552 4. 51	17-17 (19-24) 	4	1.10
	123:11 Aggropsis write its for other than invested assets	1-1-11623 773 51	1 107 183,588,68	10.184;83	419,042,6
· .	24 Total assas excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	26,457,938 10	446,329,81	28,011,508,28	23 958 964 6
، ورب	25 From Separate Accounts, Segregated Accounts and Protected Call Accounts	- WARE FERSION	15-5-12-00-5-5-6	2) - <u>1</u> 1 1 1 1 1 1 1	10-1-1-5-5
	720 Total (Lines 24 and 23);	1.6.20,457 936 10	446,329,81	28,011,006,20	23,958,964,6
		1. C. C. C.	12. 11. 11. 11. 11.	AN WARY SA	1.44.096-22-2
	C DETAILS OF WRITE INS	416 - 11			
	0901				S
	C6802				N. Weye
	0998 Summary of Januaring write-ina for Line (9 from overflow page				
	0999 Totata (Lines 0901 brough 0903 ptus 0998) (Line 09 above)	14.087.8 **	1. 11. 12. 15 T	12. 198	1. 1. 182
• . • . •	2301 Ober Asses	187 237 56	77,401,88	108,835,7	110,048
	2302 Cesh surrender vilke life insurance -	143,031,21		143,031,21	
•	2303. Equilles and deposits in pools and associations 2398. Summary of remaining write ins for Line 23 from overflow page	20 932 22	6 4	20,932,22	
	2399 Totals (Unea 2301 Uvrough 2303 plus 2396) (Line 23 above)		7 83.568,68		
8		(*************************************			

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Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5314 Fax 610.774.6726 lafrederick@pplweb.com



DOCUMENT

FOLDER

VIA FEDERAL EXPRESS

May 29, 2007

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

RECEIVED MAY 2 9 2007 PA PUBLIC UTILITY COMMISSION SECHETARY'S BUREAN

Re: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

This letter is in response to the Pennsylvania Public Utility Commission's (the "Commission") letter, dated May 7, 2007, in which the Commission requested that PPL EnergyPlus, LLC ("PPL EnergyPlus") provide evidence to the Commission that PPL EnergyPlus has obtained a bond or other approved security required to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c). To that end, we have attached for your reference a copy of PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective July 5, 2002, and an original of a General Purpose Rider, dated March 2, 2007, that decreases the amount of the bond to the initial security level of \$250,000.

If you would like to discuss this surety bond further, please feel free to contact me at the numbers set forth above.

Respectfully submitted,

A. Irederick / dliv

Laura A. Frederick

Attachments

cc: Mr. James Shurskis - via fax - 717-787-4750



LICENSE BOND DUCUMENT FOLDER

Bond No. 019007643

KNOW ALL MEN BY THESE PRESENTS, That we PPL ENERGYPLUS, LLC, Two North Ninth Street, Allentown, PA 18101-1179, hereinafter referred to as the Principal, and LIBERTY MUTUAL INSURANCE COMPANY, 450 Plymouth Road, Suite 400, Blue Bell, PA 19462, a corporation organized and existing under the laws of the State of Massachusetts, and authorized to do business in the Commonwealth of Pennsylvania, as Surety, are held and firmly bound unto PENNSYLVANIA PUBLIC UTILITY COMMISSION, P.O. Box 3265, Harrisburg, PA 17105, as Obligee, in the sum of SEVENTEEN MILLION EIGHT HUNDRED NINETY-SIX THOUSAND SEVENTY SIX NO/100 DOLLARS (\$17,896,076.00) lawful money of the United States of America, to the payment of which sum, well and truly to be made, we bind ourselves, our executors, administrators, successors, and assigns, jointly, severally, and firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, That whereas, the Principal has been granted a license by the Obligee to offer, render, furnish or supply electricity or electric generation services to the public, and this license bond must be in effect during the term of the license.

JUN 112007

NOW THERFORE, the condition of this obligation is such that the principal must act in accordance with Section 2809(c)(1)(i) of the Public Utility Code, 66 Pa. C.S. Section 2809(c)(1)(i), to assure compliance with applicable provisions of the Public Utility Code, 66 Pa. C.S. Sections 101, et seq. and the rules and regulations of the Pennsylvania Public Utility Commission by the Principal as a licensed electric generation supplier; to ensure the payment of Gross Receipts Tax as required by Section 2810 of the Public Utility Code, 66 Pa. C.S. Section 2810, and to ensure the supply of electricity at retail in accordance with contracts, agreements or arrangements. Payment of claims shall have the following priority: (1) The Commonwealth of Pennsylvania; (II) Electric Distribution Companies for the reimbursement of Gross Receipts Tax; and (III) Private Individuals. Proceeds of the bond may not be used to pay any penalties or fines levied against the Principal for violations of the law, or for payment of any other tax obligations owed to the Commonwealth of Pennsylvania.

NOW THEREFORE, if the Principal shall, during the period commencing on the dated specified below, faithfully observe and honestly comply with such rules, regulations and statutes that are applicable to an electric generation supplier licensed in Pennsylvania and fulfills its obligation to pay to the Gross Receipts Tax to the Commonwealth, and to deliver electricity at retail in accordance with contracts agreements and arrangements, require the execution of this bond, then this obligation shall become void and of no effect.

PROVIDED, HOWEVER, the Principal and Surety shall have no obligation to any claimant other than the Commonwealth unless the claimant furnishes a written notice to Principal, Surety and Commonwealth within ninety days (90) days following a breach for which recovery is demanded, said notice to provide a reasonable explanation of the breach. Further, at the option of the Principal and Surety, any payment to a claimant other than the Commonwealth may be made jointly to such claimant and the Commonwealth; the penal sum hereof shall be reduced by any and all payments hereunder.

PROVIDED, FURTHER, the Surety may terminate its future liability under this Bond sixty (60) days after furnishing written notice of such intention to terminate. This termination shall not effect the liability of the Surety and the Principal for any liability incurred by the Principal prior to the effective date of such termination. Any claim under the bond must be instituted within three (3) months of the effective date of termination.

SIGNED, SEALED AND DATED this 5th day of July, 2002.

PPL ENERGYPLUS, LLC.

ino E.

LIBERTY MUTUAL INSURANCE COMPANY

By:

Patricia A. Rambo, Attorney-in-fact

LIBERTY MUTUAL INSURANCE COMPANY **GENERAL PURPOSE RIDER**

To be attached to and form part of Bond Number 019007643 dated effective July 5, 2002. executed by PPL ENERGYPLUS, LLC as Principal, and by LIBERTY MUTUAL INSURANCE COMPANY, as Surety, in favor of the PENNSYLVANIA PUBLIC UTILITY COMMISSION as Obligee:

Now, therefore, it is agreed that the sum of the bond shall be decreased as follows:

From: ONE MILLION FOUR THOUSAND TWO HUNDRED EIGHTY AND NO/100 DOLLARS......(\$1,004,280.00)

To: TWO HUNDRED FIFTY THOUSAND AND NO/100.....(\$250,000.00) DOLLARS

This rider is to be effective the 15th day of May, 2007.

Signed, sealed and dated this 3rd day of May, 2007.

Principal:

PPL ENERGYPLUS, LLC

Assistant Secretary

(seai)

Surety:

LIBERTY MUTUAL INSURANCE COMPANY

Atness

Julia R. Burnet, Attorney-in-Fact

	NOT VALID	IT IS PRINTED ON RED BACKGROUND.	_	2100756
This Power of Attorney limits the extent herein stated		d herein, and they have no authority to		the manner and to
the extent heroid states.	LIB	ERTY MUTUAL INSURANCE COMPANY		
· - ·	• •	BOSTON, MASSACHUSETTS BOWER OF ATTORNEY		

•	DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A. JOHNSON, CHRISTINE A. DUNN, SHERRI L. FEENEY, JULIA R. BURNET, KIMBERLY G. TOMMASSELO, SHARON A. SIMPSON, ALL OF THE CITY OF BALA CYNWYD, STATE OF PENNSYLVANIA. , each individually if there be more than one named, its true and lawful attorney in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations in the penal sum not exceeding <u>FIFTY MILLION AND 00/100*********************************</u>	I
	Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.	
	That this power is made and executed pursuant to and by authority of the following By-law and Authorization: ARTICLE XIII - Execution of Contracts: Section 5. Surety Bonds and Undertakings.	
leposit,	Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surely any and all undertakings, bonds, recognizances and other surely obligations. Such attorneys in fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and executed of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as it signed by the president and attested by the secretary.	any business day.
nk d ees	By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:	y bu
of credit, bank deposit, lue guarantees.	Pursuant to Article XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authorized to appoint such attorneys in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surely any and all undertakings; bonds, recognizances and other surely obligations.	_ c i
of cr	That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.	EST or
etter Jal va	IN.WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting; Pennsylvania this <u>2nd</u> day of <u>March</u> , <u>March</u> , <u>2007</u> .	01 Attorne 4:30 pm
e, Ioan, I or residu		Power of am and 4:
note ate o	(1 1012 J2) Dy Carton W. Elliott Accident	
not	COMMONWEALTH OF RENNSYLVANIA .ss COUNTY OF MONTGOMERY	of this n 9:00
mortgage, not e, interest rate	COMMONWEALTH OF RENNSYLVANIA .ss COUNTY OF MONTGOMERY	of this n 9:00
for mortgage, not rate, interest rate	COMMONWEALTH OF RENNSYLVANIA :ss COUNTY OF MONTGOMERY On this <u>2nd</u> day of <u>March</u> , <u>2007</u> , before me, a Notary Public, personally came <u>Garnet W. Elliott</u> , to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation. IN TESTIMONY WHEREOF, Index presento subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania; on the day and year first above written: Construct	a the validity of this 8240 between 9:00
mortgage, not e, interest rate	COMMONWEALTH OF RENNSYLVANIA :ss COUNTY OF MONTGOMERY On this <u>2nd</u> day of <u>March</u> , <u>2007</u> , before me, a Notary Public, personally came <u>Garnet W. Elliott</u> , to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation. IN TESTIMONY WHEREOF, Index presento subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania; on the day and year first above written: Construct	a the validity of this 8240 between 9:00
for mortgage, not rate, interest rate	COMMONWEALTH OF PENNSYLVANIA ss COUNTY OF MONTGOMERY On this <u>2nd</u> day of <u>March</u> , <u>2007</u> , before me, a Notary Public, personally came <u>Garnet W. Elliott</u> , to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation. IN TESTIMONY WHEFTEDE Liberty Insurance Company and affixed my notarial seal at Plymouth Meeting, Pennsylvania; on the day and year first above written. OF <u>COMMONWEALTH OF PENNSYLVANIA</u> Notatel Seal Torisca Pestolic, Notary Public My Commission Expires Mar. 22, 2009 Teresa Pastella, Notary Public	of this n 9:00
for mortgage, not rate, interest rate	COMMONWEALTH OF RENNSYLVANIA :ss COUNTY OF MONTGOMERY On this <u>2nd</u> day of <u>March</u>	a the validity of this 8240 between 9:00
for mortgage, not rate, interest rate	COMMONWEALTH OF PENNSYLVANIA :ss COUNTY OF MONTGOMERY On this 2nd day of <u>March</u> , 2007, before me, a Notary Public, personally came <u>Garnet W. Elliott</u> , to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company, that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company, that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation. IN TESTIMONY WHEFERCH have neutro subscribed my name and affixed my notarial seal at Plymouth Meeting, Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutro subscribed my name and affixed my notarial seal at Plymouth Meeting, Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutro subscribed my name and affixed my notarial seal at Plymouth Meeting, Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutro subscribed my name and affixed my notarial seal at Plymouth Meeting, Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutro subscribed my name and affixed my notarial seal at Plymouth Meeting, Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutron subscribed my name and affixed my notarial seal at Plymouth Meeting. Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutron subscribed my name and affixed my notarial seal at Plymouth Meeting. Perinsylvania, on the day and year IN TESTIMONY WHEFERCH have neutron subscribed my name and affixed my notarial seal at Plymouth Meeting. Perinsylvania, on the day and year IN the undersigned, Assistant Secretary of Liberty Mutual Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further, certify that t	a the validity of this 8240 between 9:00

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this May 3rd day of

NUS Ву 🙆 and David M. Carey, Assistant Secretary



PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5013 Fax 610.774.6726 jadillon@pplweb.com

DOCUMENT

FOLDER



April 28, 2008

VIA FEDERAL EXPRESS

RECEIVED

APR 25 2008

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

James J. McNulty, Secretary Pennsylvania Public Utility Commission *Commonwealth Keystone Building* 400 North Street Harrisburg, Pennsylvania 17120

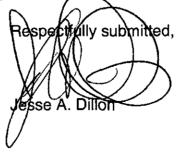
RE: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

Enclosed please find PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective May 15, 2008.

This bond satisfies the Pennsylvania Public Utility Commission's requirement that PPL EnergyPlus provide a bond or other approved security to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c).

If you would like to discuss this surety bond further, please feel free to contact me at the numbers set forth above.



Enclosure

cc: James Shurskis - via Fax - 717-787-4750

RECEIVED

APR 25 2008

CONTINUATION CERTIFICATE LIBERTY MUTUAL INSURANCE COMPANY

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

The <u>LIBERTY MUTUAL INSURANCE COMPANY</u> (hereinafter called the Surety) hereby continues in force its <u>Bond No. 019007643</u> in the sum of <u>TWO HUNDRED FIFTY</u> <u>THOUSAND AND NO/100 (\$250,000.00) DOLLARS</u>, on behalf of <u>PPL ENERGYPLUS</u>, <u>LLC</u>, in favor of the <u>PENNSYLVANIA PUBLIC UTILITY COMMISSION</u>, for the (extended) term beginning on the <u>15th day of May</u>, 2008 and ending on the <u>15th day of May</u>, 2009, subject to all the covenants and conditions of said Bond.

This Continuation is executed upon the express condition that the Company's liability shall be limited at all times by the amount of the penalty stated in the bond.

IN WITNESS WHEREOF, the Surety has caused this instrument to be signed by its duly authorized Attorney-in-Fact and its corporate seal to be hereto affixed this <u>3rd day of April</u>, <u>2008</u>.

anne C. Love

Attest/Witness

PPL ENERGYPKUS. LLC Βv

LIBERTY MUTUAL INSURANCE COMPANY

Bv:

Julia R. Burnet Attorney-in-Fact

THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND. This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY BOSTON, MASSACHUSETTS POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS That Liberty Mutual Insurance Company (the Company), a Massachusetts stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A. JOHNSON, CHRISTINE A. DUNN SHERRIL FEENEY, JULIA R. BURNET, KIMBERLY G. TOMMASSELO, ALL OF THE CITY OF CYNWYD, STATE OF PENNSYLVANIA

each individually if there be more than one named; its true and lawful attorney in fact to make; execute; seal; acknowledge and deliver; for and on its

execution of such undertakings, bonds, recognizances and other surely obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By law and Authorization

- ARTICLE XIII Execution of Contracts: Section 5: Surety Bonds and Undertakings
- Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe shall appoint such attorneys in fact; as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys in fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman of the president has authorized the officer or other official named therein to appoint attorneys in-fact

Pursuant to Article XIII. Section 5 of the By Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authorized to appoint such attorneys in fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations

That the By law and the Authorization set forth above are true copies thereof and are now in full force and effect

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 28th day of September 2006

LIBERTY MUTUAL INSURANCE COMPANY

30 pm EST on any business day

Ca Vau

of this Power of Att

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am and

between 9:00

-610-832-8240

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confirm the

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day_of

Garnet W. Elliott Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA COUNTY OF MONTGOMERY

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Not valid 2

loan, letter

mortgage, note,

2006 before me, a Notary Public; personally came Gamet W. Elliott, to me known, and acknowledged On this 28th day of September that he is an Assistant Secretary of Liberty Mutual insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.

sunto subscribed my name and affixed my notarial seal at Plymouth Meeting; Pennsylvania, on the day and year IN TESTIMONY WHE OMMONW first above written ÓF CERTIFICATE

COMMONWEALTH OF PENNSYLVANI Notariel Seal :-Teresa Pastelle, Notary Public Physicial Twp., Monigomery Court My Commission Expires Mar. 28, 2009 Member Pennsylvania Association of Note

the undersigned. Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full; true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys in fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attomey issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, have hereunto subscribed my name and affixed the corporate seal of the said company, this April

Bv 4 an

David M:-Carey, Assistant Secretary

: Jrd





Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5013 Fax 610.774.6726 jadillon@pplweb.com



May 15, 2009

VIA FEDERAL EXPRESS

James J. McNulty, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

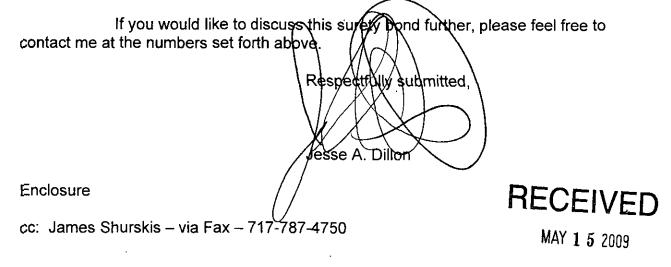
JUCUMENT FOLDER

RE: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary McNulty:

Enclosed please find PPL EnergyPlus' current bond, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective May 15, 2009.

This bond satisfies the Pennsylvania Public Utility Commission's requirement that PPL EnergyPlus provide a bond or other approved security to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c).



PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

CONTINUATION CERTIFICATE

LIBERTY MUTUAL INSURANCE COMPANY

hereby continues in force Bond No. 019007643			briefly described
as License & Permit Bond	<u></u> .	<u>_</u>	
forPPL ENERGYPLUS, LLC			
·			, as Principal,
PENNSYLVANIA PUBLIC UTILITY COMMISSION			, as Obligee,
in the sum of Two Hundred Fifty Thousand and 00/100		(250,000.00)Dollars, for the term
beginning 05/15, 2009	_, and ending		

subject to all the covenants and conditions of the original bond referred to above.

This continuation is issued upon the express condition that the liability of

LIBERTY MUTUAL INSURANCE COMPANY

.

under said Bond and this and all continuations thereof shall not be cumulative and shall in no event exceed the total sum above written.

Dated this 12th day of May , 2009

LIBERTY MUTUAL INSURANCE COMPANY

Bу

Christine A. Dunn, Attorney-in-Fact

THIS "Continuation Certificate" MUST BE FILED WITH THE ABOVE BOND.

THIS POWER OF ATTORNEY IS NOT VAL LESS IT IS PRINTED ON RED BACKGROUND. This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY BOSTON, MASSACHUSETTS POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts stock insurance company pursuant to and by authority of the By-law and Authorization hereinafter set forth; does hereby name, constitute and appoint DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A. JOHNSON,

CHRISTINE A. DUNN, SHERRI L. FEENEY, JULIA R. BURNET, KIMBERLY G. RIVELY, SHARON A. SIMPSON ALL OF THE CITY OF KING OF PRUSSIA, STATE OF PENNSYLVANIA 8 6 6 6 6 6 6 7 C

each individually if there be more than one named, its true and lawful attorney in-fact to make; execute, seal; acknowledge and deliver, for and on its DOLLARS (\$ _50,000,000.00*** execution of such undertakings, bonds, recognizances and other surely obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

- ARTICLE XIII. Execution of Contracts: Section 5: Surety Bonds and Undertakings.
- Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys in fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attomeys in fact, subject to the limitations set form in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys in fact:

Pursuant to Article XIII. Section 5 of the By Laws, Gamet W. Elliott, Assistant Secretary of Liberty Mutual Insurance. Company, is hereby authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings; bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

NWITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 3rd day of February

LIBERTY MUTUAL INSURANCE COMPANY

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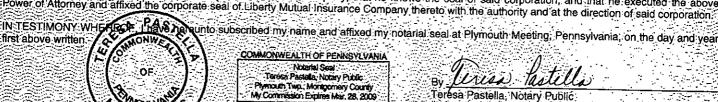
day of

W Garnet W. Elliott, Assistant Secretary

By/ G

COMMONWEALTH OF PENNSYLVANIA COUNTY OF MONTGOMERY

On this 3rd day of February 2009, before me, a Notary Public, personally came Gamet W. Elliott, to me known, and acknowledged that he is an Assistant Secretary of Liberty-Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.



CERTIFICATE

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Plymouth Twp.; Montgomery County My Commission Explines Mar, 28, 2009 mber, Pennsylvania Association of Notadas

the undersigned; Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full; true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman of the president to appoint attorneys in fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attomey issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

Bv2

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INTESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this

12th



PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5013 Fax 610.774.6726 jadillon@pplweb.com



VIA FEDERAL EXPRESS

June 19, 2009

James J. McNulty, Secretary Pennsylvania Public Utility Commission North Office Building North Street and Commonwealth Avenue Harrisburg, PA 17105-3265

JUN 1 9 2009

RECEIVED

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

Re: PPL EnergyPlus, LLC Annual Report of Electric Generation Sales (kwh) and Supply by Energy Source Docket No. A-110098

Dear Mr. McNulty,

Enclosed for filing on behalf of PPL EnergyPlus, LLC ("PPL EnergyPlus") are an original and three (3) copies of Ernst & Young's Report of Independent Accountants on Applying Agreed-Upon Procedures. This report was not attached to the original filing on April 21, 2009 or the Amended filing on April 29, 2009.

Pursuant to 52 Pa. Code § 1.11, the enclosed document is to be deemed filed on June 19, 2009, which is the date it was deposited with an overnight express delivery service as shown on the delivery receipt attached to the mailing envelope.

In addition, please stamp the enclosed extra copy of this letter and return in the envelope provided. If you have any questions regarding the enclosed report, please contact me at the above number.

Respectfully submitted,

Se Dillon

Jesse A. Dillon

Enclosures

cc: Mr. Dale Kirkwood Mr. Robert F. Wilson







Ernst & Young LLP Two Commerce Square Suite 4000 2001 Market Street Philadelphia, Pennsylvania 19103-7096 Tel: 215 448 5000 Fax: 215 448 4069

Report of Independent Accountants on Applying Agreed-Upon Procedures

RECEIVED

JUN 1 9 2009

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

To the Audit Committee and Management of PPL EnergyPlus, LLC:

We have performed the procedures enumerated below, which were agreed to by PPL EnergyPlus, LI.C, solely to assist you with respect to procedures relating to information contained in the "Reports of Electric Generation Supply by Energy Source" (the "Reports") for the year ended December 31, 2008, as required by the Pennsylvania Public Utility Commission (the "PPUC"). Management of PPL EnergyPlus, LLC, is responsible for the information contained in the Report. This agreed upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

- 1. Obtained the "PPL EnergyPlus Retail Sales & Revenues (2008)" report, which contains PPL EnergyPlus, LLC's (PPL EnergyPlus) cumulative monthly net energy deliveries by state in Pennsylvania ("PA"), Delaware ("DE"), New Jersey ("NJ"), Montana ("MT"), and Maine ("ME") and verified the mathematical accuracy of the report.
- 2. Obtained the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report and verified the mathematical accuracy of the report.
- 3. Compared and agreed the amount identified as "Total Reported Deliveries YTD" included in the "Reported Deliveries by State (mWh)" section of the "PPL EnergyPlus Retail Sales & Revenues (2008)" report to the amount identified as "MWh by State --Total" per the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report.
- 4. Obtained the "Annual Report Pennsylvania Gross Receipts" and "Annual Report -Electric Generation Sales (kWH) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)" reports. Recalculated the amount of kWh identified as "Retail Sales Report Sales for Resale" per the "Annual Report -- Pennsylvania Gross Receipts" report and the amount of kWh identified as "Total Retail Sales (kWh)" per the "Annual Report Electric Generation Sales (kWh) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)" report as follows:



- A) Compared and agreed the amount of mWh reported as "mWh by State PA" per the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report to the amount identified as "Reported Deliveries by State (mWh) – Pennsylvania – YTD" per the "PPL EnergyPlus Retail Sales & Revenues (2008)" report.
- B) Multiplied the amount identified in 4.A) by 1,000 and verified the mathematical accuracy of the Retail Sales for Resale in kWh.
- 5. Obtained the "PUC Quarterly Gross Receipts Report, PPL EnergyPlus, Sales to Ultimate Customers, Gross Receipts (Total Revenue)" report, which contains PPL EnergyPlus retail electric revenues by quarter. Verified the mathematical accuracy of the report. Compared and agreed the amount identified as "Gross Receipts by State Total" per the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report to the 2008 year to date amount per the "PUC Quarterly Gross Receipts Report, PPL EnergyPlus, Sales to Ultimate Customers, Gross Receipts (Total Revenue)" report.
- 6. Recalculated the amount identified as "Gross Receipts" per the "Annual Report Pennsylvania Gross Receipts" report as follows:
 - A) Using the "PUC Quarterly Gross Receipts Report, PPL EnergyPlus, Sales to Ultimate Customers, Gross Receipts (Total Revenue)" report, summed the following items per the report:
 - 2008 1st Quarter -- Total
 - 2008 2nd Quarter Total
 - 2008 3rd Quarter Total
 - 2008 4th Quarter Total
 - B) Subtracted from the total amount identified in 6.A) the sum of the "Gross Receipts by State" amounts for NJ, DE, MT and ME per the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report as follows:

Amount per 6.A) - Amount per 6.B)

- C) Compared and agreed the amount computed in 6.B) to the amount for PA "Gross Receipts by State" per the "PPL EnergyPlus Gross Receipts Tax Reporting, kWh and Gross Revenue by State, 2008 YTD" report.
- D) Compared and agreed the amount computed in 6.B) to the "Gross Receipts" amount per the "Annual Report -- Pennsylvania Gross Receipts" report.



- 7. Verified the mathematical accuracy of the "2008 System less NJ KWH" schedule. Compared and agreed the percentages identified as "Coal," "Nuclear," "Oil," "Hydropower," "Natural Gas," and "Renewable" per the "Annual Report – Electric Generation Sales (kWh) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)" report to the respective percentages per the "2008 System less NJ KWH" schedule.
- 8. Compared and agreed the percentages identified for "Wind Power," "Landfill or Other Biomass-based Methane Gas," "Mine-based Methane Gas," "Energy from Waste," "Sustainable Biomass Energy," "Other-Wood-Black Liquor" and for "Total Renewable Sources" included in the "Percent of Total Renewable Energy Supplied (%)" column per the "Annual Report - Electric Generation Sales (kWh) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)" report to the respective "Renewable Source" percentages per the "2008 System less NJ KWH" schedule. Compared the amounts identified as kWH for "Wind Power," "Landfill or Other Biomass-based Methane Gas," "Mine-based Methane Gas," "Energy from Waste," "Sustainable Biomass Energy," "Other-Wood-Black Liquor" and "Total Renewable Sources" included in the "Total Renewable Energy Supplied (kWh)" column per the "Annual Report - Electric Generation Sales (kWh) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)" report to the respective "Renewable Source" amounts per the "2008 System less NJ KWH" schedule and noted the following:

	Wind Power	Landfill or Other Biomass- based Methane Gas	Mine- based Methane Gas	Energy from Waste	Sustainable Biomass Energy	Other- Wood- Black Liquor	Total Renewabie Sources
Amounts (of kWh's) per the Annual Report - Electric Generation Sales (kWh) & Supply by Energy Source (Based on Total Retail Sales in Pennsylvania)	N/A	N'A	N/A	N/A	N/A	N/A	N/A
Amounts (of kWh's) per the 2008 System-less NJ KWH schedule	3,589,567,000	1,688,313,000	32,796,000	4,149,402,000	1,064,090,000	544,795.000	11.068.963.000

The information made available to us, as documented in procedures 1 through 8 above, was assembled by PPL EnergyPlus, LLC. We have assumed for purposes of our procedures, but did not attempt to investigate or provide assurance thereon, that any information provided by PPL EnergyPlus, LLC that we were furnished is authentic. We should not be regarded as having, in any way, warranted or given any assurance as to the completeness or integrity of the information to which the procedures were applied, or as having, in any way, substantiated the comprehensiveness, integrity or accuracy of any information obtained or derived from PPL.



EnergyPlus, LLC, or any analyses, presentations, tabulations or reports based thereon or derived there from, including the above-referenced PPL EnergyPlus, LLC prepared, unaudited schedules.

We were not engaged to and did not conduct an examination, the objective of which would be the expression of an opinion on management's assertion. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of PPL EnergyPlus, LLC and is not intended to be and should not be used by anyone other than this specified party.

Ernst + Young LLP

April 29, 2009



COMONWEALTH OF PENNSYLVANIA PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

March 15, 2010

PPL ENERGYPLUS LLC 2 NORTH NINTH ST ALLENTOWN PA 18101-1179

ATTENTION: JESSE A DIXON

RE: License Bond or Other Financial Security

Dear Mr. Dixon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the anniversary of the bond or other approved security provided by PPL EnergyPlus LLC occurs on May 15, 2010.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code 54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. 2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services.

Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763, Bureau of Fixed Utility Services.

Sincerely,

Robert Welson

Robert Wilson, Director Bureau of Fixed Utility Services

cc: J. McNulty, Secretary

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CONVEALTH OF PENNSYLVAN PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

March 7, 2011

PPL ENERGYPLUS LLC 2 NORTH NINTH ST ALLENTOWN PA 18101-1179

ATTENTION: JESSE A DIXON

ORIGINAL

RE: License Bond or Other Financial Security

Dear Mr. Dixon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes an original of a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the anniversary of the bond or other approved security provided by PPL EnergyPlus LLC occurs on May 15, 2011.

The Commission's regulations at 52 Pa. Code §54.40(d) require "the security level for each licensee will be reviewed annually and modified primarily based upon the licensee's reported annual gross receipts information. The security level will be 10% of the licensee's reported gross receipts." The minimum security level provided may not be less than the initial security level provided when the license was granted. Unless approved by the Commission, the initial security level is \$250,000.

The Commission's regulations at 52 Pa. Code 54.39(b) require a licensee to file an annual report on or before April 30 of each year, for the previous calendar year, in order to comply with 66 Pa. C.S. 2810(c)(6). This report discloses the total amount of gross receipts from the sale of electricity and the total amount of electricity sold during the preceding calendar year. You must use this same information in calculating the appropriate security level necessary to maintain your license.

In order for your company to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania, it must provide proof to the Commission that a bond or other approved security has been obtained. Provide an original of any documentation submitted as proof; including bond, letter of credit, continuation certificate, amendment, etc.

Your response in this matter is requested within fifteen (15) days of the date of this letter. Submit your response to the Commission's Secretary. Additionally, fax a copy of your response to James Shurskis at (717) 787-4750, Bureau of Fixed Utility Services. Failure to respond to this matter within fifteen (15) days will cause Commission staff to initiate a formal proceeding, that may lead to the following: cancellation of your company's electric supplier license, removal of your information from the Commission's website and notification to all electric distribution companies, in which your company is licensed to do business, of the cancellation of the license.

Please direct any questions to James Shurskis at (717) 787-8763, Bureau of Fixed Utility Services.

Sincerely,

Robert Wilson

Robert Wilson, Director Bureau of Fixed Utility Services

cc: R. Chiavetta, Secretary



PPL Two North Ninth Street Allentown, PA 18101-1179 Tel. 610.774.5013 Fax 610.774.6726 jadillon@pplweb.com



ORIGINAL

May 4, 2011

VIA FEDERAL EXPRESS

RECEIVED

Rosemary Chiavetta, Secretary Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street Harrisburg, Pennsylvania 17120

MAY 4 2011

PA PUBLIC UTILITY COMMISSION SECRETARY'S DUREAU

RE: PPL EnergyPlus, LLC: License Bond or Other Financial Security; Docket No. A-110098

Dear Secretary Chiavetta:

Enclosed please find PPL EnergyPlus' current bond Continuation Certification, Bond No. 019-007-643 issued by Liberty Mutual Insurance Company effective May 15, 2011.

This bond satisfies the Pennsylvania Public Utility Commission's requirement that PPL EnergyPlus provide a bond or other approved security to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa. C.S. Section 2809(c).

If you would like to discuss this surety bond further, please feel free to contact me at the numbers set forth above.

Respectfully submitted, Jesse A. Dillòn

Enclosure

cc: James Shurskis - via Fax - 717-787-4750



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Interchange Corporate Center 450 Plymouth Road, Suite 400 Plymouth Meeting, PA 19462-1644 Ph. (610) 832-8240

CHANGE RIDER

To be attached	to and form a part of suret	y bond number <u>01</u> ;	9007643	, dated the	5th
day of	July_, 2002	, issued by Liber	ty Mutual Insuran	ce Company, a M	assachusetts
stock insurance con	npany, as surety (the "Sure	ty"), on behalf of <u>P</u>	PL ENERGYPLUS	S, LLC	
				, as principal (the	· "Principal"),
in favor ofPENNS	SYLVANIA PUBLIC UTI	LITY COMMISSI	ON		
				, as obligee (ti	he "Obligee").
The Principal a	and the Surety hereby cons	ent to changing the	attached bond as	follows:	
BOND SHALL	INCREASE FROM TWO H	UNDRED FIFTY TH	OUSAND AND NO	0/100 DOLLARS	
_(\$250,000.(00) to TWENTY FIVE M	ILLION FOUR HUN	DRED EIGHTY F	FOUR THOUSAND	THREE
HUNDRED SI	XTY THREE AND NO/100	DOLLARS (\$25,4	84,363.00)		
					<u> </u>
This change is	effective <u>15th</u> day of	<u>May</u> , 20 <u>1</u>	1 The attact	hed bond shall be	subject to all
of its terms, conditio	ons and limitations except a	s herein modified.			
IN WITNESS V	WHEREOF, said Principal a	nd Surety have cau	sed these present	ts to be duly signe	ed and
sealed this14th	day of Ap	ril ,20 <u>11</u> .			
WITNESS / ATTES	T:	PP	L ENGROYPLUS	, L LC	!
<u> </u>	413	Ву:	(Principal)	Tol Tol	(Seal)
<u></u>	0		Name: Title:	$-\sigma$	(jooul)
		LIB	ERTY MUTUAL II (Surety)		IPANY)
		Bvs	Mun	1 Km	(Seal)
ACCEPTED:		Julia	R. Burnet, Attor	ney-in-Fact	
					-
(Obligee)			KE	CEIVE) .
By: Name:		(Seal)	М	AY 4 2011	
Title: Date:			PA PUBLIC	UTILITY COMMISS	SION
				ETARY'S BUPEA'J	

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THIS POWER OF ATTORNEY IS NOT VALID UNLESS	S IT IS PRINTED ON RED BACKGROUND.
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This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY BOSTON, MASSACHUSETTS POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint DAVID C. ROSENBERG, HARRY C. ROSENBERG, MATTHEW J. ROSENBERG, DAVID A. JOHNSON, CHRISTINE A. DUNN, SHERRI L. FEENEY, JOYCE M. HOFFMAN, JULIA R. BURNET, KIMBERLY G. RIVELY, SHARON A. SIMPSON, ALL OF THE CITY OF

KING OF PRUSSIA, STATE OF PENNSYLVANIA

each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its execution of such undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE XIII - Execution of Contracts: Section 5. Surety Bonds and Undertakings.

Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the validity of this Power of Attorney call between 9:00 am and 4:30 pm EST on any business day chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attomeys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this ______ day of ______ January 2011

LIBERTY MUTUAL INSURANCE COMPANY

4327197

Fo confirm the 1 -610-832-8240

W. By(79.

Garnet W. Elliott, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA COUNTY OF MONTGOMERY

Vot valid for mortgage, note, loan, letter of credit, bank deposit,

currency rate, interest rate or residual value

guarantees

, 2011 , before me, a Notary Public, personally came Garnet W. Elliott, to me known, and acknowledged On this <u>7th</u> _ day of <u>Januarv</u> that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.

	ubscribed my name and affixed my no	otarial seal at Plymouth Meeting, Pennsylvania, on the day ar	nd yea
first above written.	COMMONWEALTH OF PENNSYLVANIA Notarial Sed Teresa Pastella, Notary Public Prymouth Two, Montgomery County	By Teresa Pastella	
CERTIFICATE	My Commission Expires March 28, 2013 Member, Pennsylvania Association of Nataries	Terésa Pastella, Notary Public	

I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this April 2011 day of



an David M. Carey, Assistant Secretary



LIBERTY MUTUAL INSURANCE COMPANY

FINANCIAL STATEMENT - DECEMBER 31, 2010

Liabilities

Assets	
Cash and Bank Deposits	\$ 795,278,733
*Bonds - U.S Government	928,976,332
*Other Bonds	12,269,586,768
*Stocks	8,410,330,089
Real Estate	280,897,9 25
Agents' Balances or Uncollected Premiums	2,971,477,549
Accrued Interest and Rents	156,129,412
Other Admitted Assets	10.888.871.535

Total Admitted Assets \$36,701,548,343

Entomates	
Unearned Premiums	\$3,502,531,059
Reserve for Claims and Claims Expense	15,450,806,243
Funds Held Under Reinsurance Treaties	1,764,193,716
Reserve for Dividends to Policyholders	4,776,435
Additional Statutory Reserve	89,441,297
Reserve for Commissions, Taxes and	
Other Liabilities	<u>2,126,508,564</u>
Total	\$22,938,257,314
Special Surplus Funds\$1,218,426,655	
Capital Stock 10,000,000	
Paid in Surplus 7,731,965,815	
Unassigned Surplus 4,802,898,559	
Surplus to Policyholders	13,763,291,029
Total Liabilities and Surplus	<u>\$36,701,548,343</u>



* Bonds are stated at amortized or investment value; Stocks at Association Market Values. The foregoing financial information is taken from Liberty Mutual Insurance Company's financial statement filed with the state of Massachusetts Department of Insurance.

l, TIM MIKOLAJEWSKI, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the foregoing is a true, and correct statement of the Assets and Liabilities of said Corporation, as of December 31, 2010, to the best of my knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation at Seattle, Washington, this 29th day of March, 2011.

Miholajewski

Assistant Secretary



MAY 4 2011

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU



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COMMONWEALTH OF PENNSYLVANIA PENNSYLVANIA PUBLIC UTILITY COMMISSION P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE REFER TO OUR FILE

Docket No. A-110098

March 12, 2012

PPL ENERGYPLUS LLC 2 NORTH NINTH ST ALLENTOWN PA 18101-1179



ATTENTION: JESSE A DIXON

RE: License Bond or Other Financial Security

Dear Mr. Dixon:

Pursuant to 66 Pa. C.S. §2809(c), no electric supplier license shall remain in force unless the licensee furnishes an original of a bond or other security approved by the Commission to ensure the financial responsibility of the electric generation supplier and the supply of electricity at retail. The Commission's records indicate that the anniversary of the bond or other approved security provided by PPL EnergyPlus LLC occurs on May 15, 2012.

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Please direct any questions to James Shurskis at (717) 787-8763, Bureau of Technical Utility Services.

Sincerely,

¢

Paul Diskin, Director Bureau of Technical Utility Services

cc: R. Chiavetta, Secretary