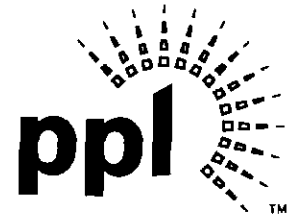


**Jesse A. Dillon**  
Senior Counsel  
Tel. 610.774.5013 Fax 610.774.6726  
E-mail: jadillon@papl.com

Two North Ninth Street  
Allentown, PA 18101-1179  
Tel. 610.774.5151  
<http://www.ppl-inc.com/>



February 28, 2000

VIA FEDERAL EXPRESS

**ORIGINAL RECEIVED**

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
North Street and Commonwealth Avenue  
Harrisburg, PA 17120

FEB 28 2000

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Re: **PPL EnergyPlus, LLC, formerly known as  
PP&L EnergyPlus Co., LLC;  
Notice of Change of Name  
Docket No. A-110098**

**DOCKETED**

MAR 01 2000

**DOCUMENT  
FOLDER**

Dear Secretary McNulty:

PP&L EnergyPlus Co., LLC hereby makes this informational filing to notify the Pennsylvania Public Utility Commission of a change in its corporate name to PPL EnergyPlus, LLC, effective February 14, 2000. In addition, the appropriate documentation has been filed with the Federal Energy Regulatory Commission on February 18, 2000. Please contact me if further documentation is needed to reflect this change.

Enclosed are an original and nine (9) copies of this letter for filing. Please date and time-stamp the extra copy and return in the envelope provided.

Respectfully submitted,

Jesse A. Dillon  
Counsel for PPL EnergyPlus, LLC

Enclosure

141

DATE: February 29, 2000

SUBJECT: A-110098

TO: Bureau of Fixed Utility Services

FROM: James J. McNulty, Secretary

LAF

**DOCKETED**  
MAR 01 2000

**DOCUMENT  
FOLDER**

Request for name change

Enclosed please find copies of requests for name changes from the following companies:

1. PP&L EnergyPlus Co., LLC, to PPL EnergyPlus, LLC

This matter is being referred to your Bureau for appropriate action.

laf

Attachment

**Jesse A. Dillon**  
Senior Counsel  
Tel. 610.774.5013 Fax 610.774.6726  
E-mail: jadillon@papl.com

**PPL Electric Utilities Corporation**  
Two North Ninth Street  
Allentown, PA 18101-1179  
Tel. 610.774.5151  
<http://www.ppl-inc.com/>



June 19, 2000

**Via Federal Express**

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

DOCUMENT  
FOLDER

RECEIVED

JUN 19 2000

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Re: **PPL EnergyPlus, LLC**  
**Docket No. A-110098**

Dear Secretary McNulty:

Enclosed for filing is an original and three (3) copies of PPL EnergyPlus, LLC's ("PPL EnergyPlus") Continuation Certificate for Bond No. 190378023 under License No. A-110098. This bond is being filed in response to a June 12, 2000 letter from Robert A. Rosenthal, requesting proof that a bond has been obtained. This bond has been in place since June 15, 1999. However, our records do not indicate that this continuation was filed with the Pennsylvania Public Utility Commission ("Commission"). We apologize for any inconvenience, if the Commission was not notified of this continuation.

Nonetheless, PPL EnergyPlus would like to discuss the ongoing security level with Commission staff. The Commission's regulations at 52 Pa. Code § 54.40(d) requires "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." PPL EnergyPlus filed its annual report on May 1, 2000, reporting total gross receipts of \$414,906,009.00. The continuation certificate expires September 8, 2000. PPL EnergyPlus would like to discuss with Commission staff whether PPL EnergyPlus should amend the amount of the bond at the time of bond renewal in September or should do so at this time and in what amount. I will be in contact with you to discuss these matters further.

In addition, please stamp and return the extra copy of this letter in the envelope provided. I can be contacted at the above number if you have any questions or concerns.

Respectfully submitted,

  
Jesse A. Dillon

Enclosures

cc: Mr. Robert Bennett  
Mr. Robert A. Rosenthal



For All the Commitments You Make®

THE AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA (hereinafter called the Surety) hereby continues in force its Bond No. 190378023 in the sum of TWO HUNDRED FIFTY THOUSAND AND NO/100----- (\$ 250,000.00--) dollars, on behalf of PP&L ENERGYPLUS CO. in favor of PENNSYLVANIA PUBLIC UTILITY COMMISSION for the (extended) term beginning on the 8th day of September 19 99, and ending on the 8th day of September ~~19~~ 2000, subject to all the covenants and conditions of said Bond.

This Continuation is executed upon the express condition that the Company's liability shall not be cumulative and shall be limited at all times by the amount of the penalty stated in the bond.

IN WITNESS WHEREOF, the Company has caused this instrument to be signed by its duly authorized Attorney-in-fact and its corporate seal to be hereto affixed this 15th day of June 19 99.

PP&L ENERGYPLUS CO.  
 By: *Lawrence E. DeLancey* Principal  
 Form G-28175-B

AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA  
 Surety  
 By: *Sally A. Shaw* Attorney-in-fact.

DOCUMENT FOLDER

DOCKETED  
AUG 11 2000

POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That CONTINENTAL CASUALTY COMPANY, an Illinois corporation, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, a Connecticut corporation, AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA, a Pennsylvania corporation (herein collectively called "the CCC Surety Companies"), are duly organized and existing corporations having their principal offices in the City of Chicago, and State of Illinois, and that they do by virtue of the signature and seals herein affixed hereby make, constitute and appoint

John R. Mannering, Harry C. Rosenberg, Sally A. Shaw, Kathleen M. Berkelback, Matthew J. Rosenberg, Jane L. Cole, David C. Rosenberg, Robin S. Schaffer, Individually

of Bala Cynwyd, Pennsylvania

their true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on their behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind them thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of their corporations and all the acts of said Attorney, pursuant to the authority hereby given are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Laws and Resolutions, printed on the reverse hereof, duly adopted, as indicated, by the Boards of Directors of the corporations.

In Witness Whereof, the CCC Surety Companies have caused these presents to be signed by their Group Vice President and their corporate seals to be hereto affixed on this 12th day of November, 1999.



CONTINENTAL CASUALTY COMPANY
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

Marvin J. Cashion

Marvin J. Cashion Group Vice President

State of Illinois, County of Cook, ss:

On this 12th day of November, 1999, before me personally came Marvin J. Cashion, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Chicago, State of Illinois; that he is a Group Vice President of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA described in and which executed the above instrument; that he knows the seals of said corporations; that the seals affixed to the said instrument are such corporate seals; that they were so affixed pursuant to authority given by the Boards of Directors of said corporations and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporations.



Diane Faulkner

My Commission Expires September 17, 2001

Diane Faulkner Notary Public

CERTIFICATE

I, Mary A. Ribikawskis, Assistant Secretary of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA do hereby certify that the Power of Attorney herein above set forth is still in force, and further certify that the By-Law and Resolution of the Board of Directors of each corporation printed on the reverse hereof are still in force. In testimony whereof I have hereunto subscribed my name and affixed the seals of the said corporations this 15th day of June, 1999.



CONTINENTAL CASUALTY COMPANY
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

Mary A. Ribikawskis

Mary A. Ribikawskis Assistant Secretary

## Authorizing By-Laws and Resolutions

ADOPTED BY THE BOARD OF DIRECTORS OF CONTINENTAL CASUALTY COMPANY:

This Power of Attorney is made and executed pursuant to and by authority of the following By-Law duly adopted by the Board of Directors of the Company.

### "Article IX—Execution of Documents

Section 3. Appointment of Attorney-in-fact. The Chairman of the Board of Directors, the President or any Executive, Senior or Group Vice President may, from time to time, appoint by written certificates attorneys-in-fact to act in behalf of the Company in the execution of policies of insurance, bonds, undertakings and other obligatory instruments of like nature. Such attorneys-in-fact, subject to the limitations set forth in their respective certificates of authority, shall have full power to bind the Company by their signature and execution of any such instruments and to attach the seal of the Company thereto. The Chairman of the Board of Directors, the President or any Executive, Senior or Group Vice President or the Board of Directors, may, at any time, revoke all power and authority previously given to any attorney-in-fact."

This Power of Attorney is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of the Company at a meeting duly called and held on the 17th day of February, 1993.

"Resolved, that the signature of the President or any Executive, Senior or Group Vice President and the seal of the Company may be affixed by facsimile on any power of attorney granted pursuant to Section 3 of Article IX of the By-Laws, and the signature of the Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile to any certificate of any such power and any power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. Any such power so executed and sealed and certified by certificate so executed and sealed shall, with respect to any bond or undertaking to which it is attached, continue to be valid and binding on the Company."

ADOPTED BY THE BOARD OF DIRECTORS OF AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA:

This Power of Attorney is made and executed pursuant to and by authority of the following By-Law duly adopted by the Board of Directors of the Company.

### "Article VI—Execution of Obligations and Appointment of Attorney-in-Fact

Section 2. Appointment of Attorney-in-fact. The Chairman of the Board of Directors, the President or any Executive, Senior or Group Vice President may, from time to time, appoint by written certificates attorneys-in-fact to act in behalf of the Company in the execution of policies of insurance, bonds, undertakings and other obligatory instruments of like nature. Such attorneys-in-fact, subject to the limitations set forth in their respective certificates of authority, shall have full power to bind the Company by their signature and execution of any such instruments and to attach the seal of the Company thereto. The President or any Executive, Senior or Group Vice President may at any time revoke all power and authority previously given to any attorney-in-fact."

This Power of Attorney is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of the Company at a meeting duly called and held on the 17th day of February, 1993.

"Resolved, that the signature of the President or any Executive, Senior or Group Vice President and the seal of the Company may be affixed by facsimile on any power of attorney granted pursuant to Section 2 of Article VI of the By-Laws, and the signature of the Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile to any certificate of any such power and any power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. Any such power so executed and sealed and certified by certificate so executed and sealed shall, with respect to any bond or undertaking to which it is attached, continue to be valid and binding on the Company."

ADOPTED BY THE BOARD OF DIRECTORS OF NATIONAL FIRE INSURANCE COMPANY OF HARTFORD:

This Power of Attorney is made and executed pursuant to and by authority of the following Resolution duly adopted on February 17, 1993 by the Board of Directors of the Company.

"RESOLVED: That the President, an Executive Vice President, or any Senior or Group Vice President of the Corporation may, from time to time, appoint, by written certificates, Attorneys-in-Fact to act in behalf of the Corporation in the execution of policies of insurance, bonds, undertakings and other obligatory instruments of like nature. Such Attorney-in-Fact, subject to the limitations set forth in their respective certificates of authority, shall have full power to bind the Corporation by their signature and execution of any such instrument and to attach the seal of the Corporation thereto. The President, an Executive Vice President, any Senior or Group Vice President or the Board of Directors may at any time revoke all power and authority previously given to any Attorney-in-Fact."

This Power of Attorney is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of the Company at a meeting duly called and held on the 17th day of February, 1993.

"RESOLVED: That the signature of the President, an Executive Vice President or any Senior or Group Vice President and the seal of the Corporation may be affixed by facsimile on any power of attorney granted pursuant to the Resolution adopted by this Board of Directors on February 17, 1993 and the signature of a Secretary or an Assistant Secretary and the seal of the Corporation may be affixed by facsimile to any certificate of any such power, and any power or certificate bearing such facsimile signature and seal shall be valid and binding on the Corporation. Any such power so executed and sealed and certified by certificate so executed and sealed, shall with respect to any bond or undertaking to which it is attached, continue to be valid and binding on the Corporation."

**Jesse A. Dillon**  
Senior Counsel  
Tel. 610.774.5013 Fax 610.774.6726  
E-mail: jadillon@papl.com

**PPL Electric Utilities Corporation**  
Two North Ninth Street  
Allentown, PA 18101-1179  
Tel. 610.774.5151  
<http://www.ppl-inc.com/>



DOCUMENT  
FOLDER

July 6, 2000

**PRIVILEGED & CONFIDENTIAL  
NOT FOR PUBLIC RECORD FOLDERS**

**VIA FEDERAL EXPRESS**

James J. McNulty, Secretary  
Pennsylvania Public Utility Commission  
North and Commonwealth Streets  
Harrisburg, Pennsylvania 17105-3265

RECEIVED

JUL 6 2000

**Re: PPL EnergyPlus, LLC  
Docket No. A-110098**

PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Dear Secretary McNulty:

Enclosed for filing is an original and three (3) copies of PPL EnergyPlus, LLC's Bond No. 929158314 under License No. A-110098. This bond replaces Bond No. 190378023 presently in place for \$250,000. This new bond reflects 10% of the annual gross receipts and is being furnished as proof to the Commission that a bond has been obtained for PPL EnergyPlus to maintain its status as a licensed electric supplier in the Commonwealth of Pennsylvania pursuant to 66 Pa.C.S. § 2809(c).

Please stamp and return the extra copy of this letter in the envelope provided. I can be contacted at the above number, if you have any questions or concerns.

Respectfully submitted,

A handwritten signature in black ink, appearing to be "Jesse A. Dillon", written over a circular scribble.

Jesse A. Dillon

Enclosure

cc: Mr. Robert A. Rosenthal  
Mr. Robert Bennett

24

RECEIVED

A-110098

JUL 6 2000

A PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Bond No. 929158314

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, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, CNA Plaza, Chicago, IL 60685, a corporation organized and existing under the laws of the State of Connecticut, 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, hereinafter referred to as Obligee, in the sum of FORTY-ONE MILLION FOUR HUNDRED NINETY THOUSAND SIX HUNDRED ONE AND NO/100 DOLLARS (\$41,490,601.00) 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, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, That whereas, the Principal has made application for a license to the Obligee to offer, render, furnish or supply electricity or electric generation services to the public.

NOW, THEREFORE, if the Principal shall faithfully comply with all rules and regulations which have been or may hereafter be in force concerning said License, then this obligation shall be void; otherwise, to remain in full force and effect.

This bond is written 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. Payments made pursuant to this bond shall enure first to the benefit of the Commonwealth, and second, to any and all retail electric generation customers to whom the Principal may be held legally liable for failure to supply electric generation pursuant to contract, agreements or arrangements. Any claims made by the Commonwealth shall have priority over claims made by 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.

Subject, however, to the following:

1. The aggregate liability of the Principal and Surety is limited to the foregoing penal sum which penal sum shall be reduced by any payment made in good faith hereunder.

DOCKETED

AUG 11 2000



2. The Principal and Surety shall have no obligation to any claimant other than the Commonwealth unless the claimant furnishes a written notice to Principal and Surety within thirty (30) days following a breach for which recovery is demanded, said notice to provide a reasonable explanation of the breach.
3. The surety may at any time terminate its liability by giving sixty (60) days written notice to the Obligee, and the surety shall not be liable for any default after such sixty-day notice period, except for defaults occurring prior thereto.

SIGNED, SEALED AND DATED this 5th day of July, 2000.

PPL ENERGYPLUS, LLC.

By:  \_\_\_\_\_

NATIONAL FIRE INSURANCE  
COMPANY OF HARTFORD

By:  \_\_\_\_\_

Sally A. Shaw, Attorney-in-fact

# POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That CONTINENTAL CASUALTY COMPANY, an Illinois corporation, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, a Connecticut corporation, AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA, a Pennsylvania corporation (herein collectively called "the CCC Surety Companies"), are duly organized and existing corporations having their principal offices in the City of Chicago, and State of Illinois, and that they do by virtue of the signature and seals herein affixed hereby make, constitute and appoint

John R. Mannering, Harry C. Rosenberg, Sally A. Shaw, Kathleen M. Berkelback, Matthew J. Rosenberg, Jane L. Cole,  
David C. Rosenberg, Robin S. Schaffer, Individually

of Bala Cynwyd, Pennsylvania

their true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on their behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind them thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of their corporations and all the acts of said Attorney, pursuant to the authority hereby given are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Laws and Resolutions, printed on the reverse hereof, duly adopted, as indicated, by the Boards of Directors of the corporations.

In Witness Whereof, the CCC Surety Companies have caused these presents to be signed by their Group Vice President and their corporate seals to be hereto affixed on this 12th day of November, 1999



CONTINENTAL CASUALTY COMPANY  
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD  
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

*Marvin J. Cashion*

Marvin J. Cashion

Group Vice President

State of Illinois, County of Cook, ss:

On this 12th day of November, 1999, before me personally came

Marvin J. Cashion, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Chicago, State of Illinois; that he is a Group Vice President of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA described in and which executed the above instrument; that he knows the seals of said corporations; that the seals affixed to the said instrument are such corporate seals; that they were so affixed pursuant to authority given by the Boards of Directors of said corporations and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporations.



*Diane Faulkner*

My Commission Expires September 17, 2001

Diane Faulkner

Notary Public

## CERTIFICATE

I, Mary A. Ribikawskis, Assistant Secretary of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA do hereby certify that the Power of Attorney herein above set forth is still in force, and further certify that the By-Law and Resolution of the Board of Directors of each corporation printed on the reverse hereof are still in force. In testimony whereof I have hereunto subscribed my name and affixed the seals of the said corporations this 5th day of July, 2000



CONTINENTAL CASUALTY COMPANY  
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD  
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

*Mary A. Ribikawskis*

Mary A. Ribikawskis

Assistant Secretary

# CNA INSURANCE COMPANIES

## NATIONAL FIRE INSURANCE COMPANY OF HARTFORD STATEMENT OF ASSETS AND LIABILITIES December 31, 1999

### ASSETS:

Cash		\$	1,789,619
Short-term investments (principally U.S. Government Obligations)			397,851,712
United States Government obligations			1,191,321,277
Other public bonds			303,986,486
Industrial and miscellaneous bonds			366,820,671
Preferred stocks			0
Common stocks of affiliated companies			328,764,471
Other common stocks			0
Real Estate			0
Premiums and agents' balances in course of collection			136,438,655
Premiums, agents balances and installments booked but deferred and not yet due			54,658,015
Accrued retrospective premiums			54,225,152
Accrued interest dividends and rents			23,415,012
Other Assets			(30,005,582)
	<b>Admitted Assets</b>	\$	<u><u>2,829,265,488</u></u>

### LIABILITIES:


Unearned premium reserve		\$	272,277,209
Reserve for loss and loss adjustment expense			1,295,926,136
Reserve for taxes, licenses and fees (including federal income taxes)			8,101,937
Other Liabilities			456,737,153
	<b>Total Liabilities</b>	\$	<u><u>2,033,042,435</u></u>

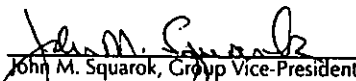
### SURPLUS:

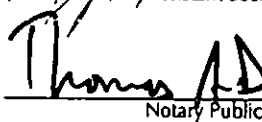
Capital paid up (\$2,000. par value)						\$	5,000,000
Shares authorized: 2,000,000		issued: 2,500					791,223,053
Surplus							<u>796,223,053</u>
	<b>Surplus as Regards Policyholders</b>					\$	<u><u>2,829,265,488</u></u>

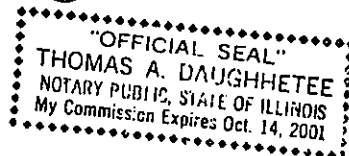
State of Illinois )  
                          ) ss  
County of Cook)

On this 30th day of April, 2000, before me came John M. Squarok and Jeffery C Alton, known to me personally to be the Group Vice President and the Assistant Secretary, respectively, of the National Fire Insurance Company Of Hartford being fully sworn, certify and attest that the foregoing statement is a true and correct statement of the assets and liabilities of the said company as of the date shown in the statement.

  
Jeffery C. Alton, Assistant Secretary

  
John M. Squarok, Group Vice-President

  
Notary Public



RECEIVED

JUL 6 2000

A PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Bond No. 929158314

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, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, CNA Plaza, Chicago, IL 60685, a corporation organized and existing under the laws of the State of Connecticut, 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, hereinafter referred to as Obligee, in the sum of FORTY-ONE MILLION FOUR HUNDRED NINETY THOUSAND SIX HUNDRED ONE AND NO/100 DOLLARS (\$41,490,601.00) 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, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, That whereas, the Principal has made application for a license to the Obligee to offer, render, furnish or supply electricity or electric generation services to the public.

NOW, THEREFORE, if the Principal shall faithfully comply with all rules and regulations which have been or may hereafter be in force concerning said License, then this obligation shall be void; otherwise, to remain in full force and effect.

This bond is written 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. Payments made pursuant to this bond shall enure first to the benefit of the Commonwealth, and second, to any and all retail electric generation customers to whom the Principal may be held legally liable for failure to supply electric generation pursuant to contract, agreements or arrangements. Any claims made by the Commonwealth shall have priority over claims made by 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.

Subject, however, to the following:

1. The aggregate liability of the Principal and Surety is limited to the foregoing penal sum which penal sum shall be reduced by any payment made in good faith hereunder.

2. The Principal and Surety shall have no obligation to any claimant other than the Commonwealth unless the claimant furnishes a written notice to Principal and Surety within thirty (30) days following a breach for which recovery is demanded, said notice to provide a reasonable explanation of the breach.
3. The surety may at any time terminate its liability by giving sixty (60) days written notice to the Obligee, and the surety shall not be liable for any default after such sixty-day notice period, except for defaults occurring prior thereto.

SIGNED, SEALED AND DATED this 5th day of July, 2000.

PPL ENERGYPLUS, LLC.

By:  \_\_\_\_\_

NATIONAL FIRE INSURANCE  
COMPANY OF HARTFORD

By:  \_\_\_\_\_

Sally A. Shaw, Attorney-in-fact

# POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That CONTINENTAL CASUALTY COMPANY, an Illinois corporation, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, a Connecticut corporation, AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA, a Pennsylvania corporation (herein collectively called "the CCC Surety Companies"), are duly organized and existing corporations having their principal offices in the City of Chicago, and State of Illinois, and that they do by virtue of the signature and seals herein affixed hereby make, constitute and appoint

John R. Mannering, Harry C. Rosenberg, Sally A. Shaw, Kathleen M. Berkelback, Matthew J. Rosenberg, Jane L. Cole,  
David C. Rosenberg, Robin S. Schaffer, Individually

of Bala Cynwyd, Pennsylvania

their true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on their behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind them thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of their corporations and all the acts of said Attorney, pursuant to the authority hereby given are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Laws and Resolutions, printed on the reverse hereof, duly adopted, as indicated, by the Boards of Directors of the corporations.

In Witness Whereof, the CCC Surety Companies have caused these presents to be signed by their Group Vice President and their corporate seals to be hereto affixed on this 12th day of November, 1999.



CONTINENTAL CASUALTY COMPANY  
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD  
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

*Marvin J. Cashion*

Marvin J. Cashion

Group Vice President

State of Illinois, County of Cook, ss:

On this 12th day of November, 1999, before me personally came Marvin J. Cashion, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Chicago, State of Illinois; that he is a Group Vice President of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA described in and which executed the above instrument; that he knows the seals of said corporations; that the seals affixed to the said instrument are such corporate seals; that they were so affixed pursuant to authority given by the Boards of Directors of said corporations and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporations.



*Diane Faulkner*

My Commission Expires September 17, 2001

Diane Faulkner

Notary Public

## CERTIFICATE

I, Mary A. Ribikawskis, Assistant Secretary of CONTINENTAL CASUALTY COMPANY, NATIONAL FIRE INSURANCE COMPANY OF HARTFORD, and AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA do hereby certify that the Power of Attorney herein above set forth is still in force, and further certify that the By-Law and Resolution of the Board of Directors of each corporation printed on the reverse hereof are still in force. In testimony whereof I have hereunto subscribed my name and affixed the seals of the said corporations this 5th day of July, 2000



CONTINENTAL CASUALTY COMPANY  
NATIONAL FIRE INSURANCE COMPANY OF HARTFORD  
AMERICAN CASUALTY COMPANY OF READING, PENNSYLVANIA

*Mary A. Ribikawskis*

Mary A. Ribikawskis

Assistant Secretary

# CNA INSURANCE COMPANIES

## NATIONAL FIRE INSURANCE COMPANY OF HARTFORD STATEMENT OF ASSETS AND LIABILITIES December 31, 1999

**ASSETS:**

Cash	\$	1,789,619
Short-term investments (principally U.S. Government Obligations)		397,851,712
United States Government obligations		1,191,321,277
Other public bonds		303,986,486
Industrial and miscellaneous bonds		366,820,671
Preferred stocks		0
Common stocks of affiliated companies		328,764,471
Other common stocks		0
Real Estate		0
Premiums and agents' balances in course of collection		136,438,655
Premiums, agents balances and installments booked but deferred and not yet due		54,658,015
Accrued retrospective premiums		54,225,152
Accrued interest dividends and rents		23,415,012
Other Assets		(30,005,582)
<b>Admitted Assets</b>	<b>\$</b>	<b><u>2,829,265,488</u></b>

**LIABILITIES:**

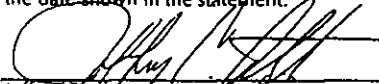
Unearned premium reserve	\$	272,277,209
Reserve for loss and loss adjustment expense		1,295,926,136
Reserve for taxes, licenses and fees (including federal income taxes)		8,101,937
Other Liabilities		456,737,153
<b>Total Liabilities</b>	<b>\$</b>	<b><u>2,033,042,435</u></b>

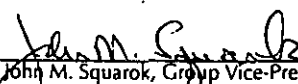
**SURPLUS:**

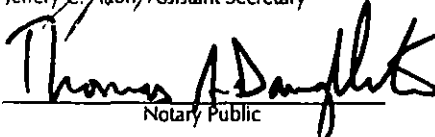
Capital paid up (\$2,000. par value)		
Shares authorized: 2,000,000	issued: 2,500	\$ 5,000,000
Surplus		<u>791,223,053</u>
<b>Surplus as Regards Policyholders</b>		<u>796,223,053</u>
<b>Total</b>		<b><u>2,829,265,488</u></b>

State of Illinois )  
                          ) ss  
County of Cook)

On this 30th day of April, 2000, before me came John M. Squarok and Jeffery C Alton, known to me personally to be the Group Vice President and the Assistant Secretary, respectively, of the National Fire Insurance Company Of Hartford being fully sworn, certify and attest that the foregoing statement is a true and correct statement of the assets and liabilities of the said company as of the date shown in the statement.

  
\_\_\_\_\_  
Jeffery C. Alton, Assistant Secretary

  
\_\_\_\_\_  
John M. Squarok, Group Vice-President

  
\_\_\_\_\_  
Notary Public

