

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

888 SIXTEENTH STREET, N. W., WASHINGTON, D.C. 20006-4103 (202) 835-8000

FAX (202) 835-8136

INTERNET <http://www.hopsut.com>

CHICAGO OFFICE THREE FIRST NATIONAL PLAZA 60602-4209

DETROIT OFFICE 2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220

4/11/00
- Cinc. C.
- Bony Z

DANIEL F. STENGER

Direct Fax: (202) 835-8136

E-Mail: DSTENGER@HOPSUT.COM

50-423

April 11, 2000

Mr. Samuel J. Collins, Director
Office of Nuclear Reactor Regulation
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555-0001

Re: Orders Approving Indirect Transfer of Licenses for Millstone Nuclear Power Station, Unit 3, and Seabrook Nuclear Power Station to Reflect Merger of New England Electric System and National Grid Group, PLC; Order Approving Transfer of License for Millstone Nuclear Power Station, Unit 3, from Montaup Electric Company to New England Power Company

Dear Mr. Collins:

By Orders dated December 10, 1999, the Nuclear Regulatory Commission ("NRC") approved the request of New England Power Company ("NEP") and National Grid Group, PLC ("National Grid") for consent to the indirect transfer of control of NEP's existing interests in the Millstone Nuclear Power Station, Unit 3, and Seabrook Nuclear Power Station that would result from the merger of New England Electric System ("NEES"), the parent company of NEP, and National Grid. 64 Fed. Reg. 72367.

This letter is to inform the NRC that the NEES-National Grid merger closed on March 22, 2000. As a result of the merger, the new name of NEES is National Grid USA. National Grid USA is a Delaware corporation. This will also confirm that prior to the closing NEP established and made operational the Special Nuclear Committee, as required by the December 10, 1999 Orders.

By Order dated February 24, 2000, the NRC approved the transfer to NEP of the 4.01-percent ownership interest in Millstone 3 held by Montaup Electric Company. This transfer would occur as a result of the merger between NEES (now National Grid USA) and Montaup's parent company, Eastern Utilities Associates ("EUA"). The merger of National Grid USA and EUA is currently expected to close during the week of April 17, 2000. As indicated in the transfer application, the merger of the operating company subsidiaries, NEP and Montaup, will close shortly after the merger of the parent companies. The closing for the NEP-Montaup merger is currently expected to

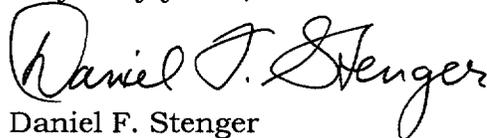
ADD

Mr. Samuel J. Collins
April 11, 2000
Page 2

occur on May 1, 2000. Closing on the first of the month will facilitate the consolidation of computer, financial, and customer systems. The Special Nuclear Committee will have responsibility for both NEP's and Montaup's ownership interests in Millstone 3 immediately upon the closing of the merger between the parent companies.

We will keep the NRC apprised of the specific dates for the closings so that the conforming license amendment can be issued when necessary.

Very truly yours,



Daniel F. Stenger
Counsel for New England Power Company

:ldh

cc: Service Lists
John A. Nakoski, Senior Project
Manager, Section 1