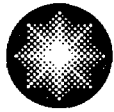


Michael J. Wallace
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Constellation Energy

July 9, 2004

Docket No. 50-244

Mr. Ira P. Dinitz, Indemnity Specialist
U.S. Nuclear Regulatory Commission
Attention: Document Control Desk
Washington, D.C. 20555

Re: R.E. Ginna Nuclear Power Plant
Amendment No. 12 to Indemnity Agreement No. B-38

By Order dated May 28 2004, and amended June 4, 2004, the U.S. Nuclear Regulatory Commission ("NRC") approved the direct transfer of the license for R.E. Ginna Nuclear Power Plant ("Ginna Station"). This direct transfer was completed on June 10, 2004. Ownership and operating authority were transferred from Rochester Gas and Electric Corporation ("RG&E") to R.E. Ginna Nuclear Power Plant, LLC ("Ginna LLC"), a subsidiary of Constellation Generation Group, LLC ("CGG").

By letter dated June 10, 2004, the NRC issued a conforming amendment to the renewed facility operating license to reflect the direct transfer of the license for Ginna Station. That letter also provided three originals of Amendment 12 to Indemnity Agreement No. B-38. It was requested that one original of Amendment 12 be signed by RG&E and Ginna LLC and returned to the NRC. The signed original of Amendment 12 is attached.

If the NRC requires additional information concerning this letter, please contact James M. Petro, Counsel to CGG at (410) 783-3303. We appreciate your attention to this matter.

Very truly yours,

Michael J. Wallace
President
Constellation Generation Group, LLC

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U.S. Nuclear Regulatory Commission
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cc:

S.J. Collins, NRC Region I Administrator
K. S. Kolaczyk, NRC Senior Resident Inspector, R. E. Ginna Nuclear Power Plant
Robert Clark, NRC - R.E. Ginna Nuclear Power Plant Project Manager
Ira P. Dinitz, NRC Indemnity Specialist (Original Attachment 1)



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

Docket No. 50-244

AMENDMENT TO INDEMNITY AGREEMENT NO. B-38
AMENDMENT NO. 12

Effective June 10, 2004, Indemnity Agreement No. B-38, between Rochester Gas and Electric Corporation, and the Atomic Energy Commission, dated March 21, 1969, as amended, is hereby further amended as follows:

Substitute the name "R.E. Ginna Nuclear Power Plant, LLC" for the name "Rochester Gas and Electric Corporation" in the indemnity agreement.

FOR THE U. S. NUCLEAR REGULATORY COMMISSION

Handwritten signature of Catherine Haney in cursive.

Catherine Haney, Program Director
Policy and Rulemaking Program
Division of Regulatory Improvement Programs
Office of Nuclear Reactor Regulation

Accepted June 25, 2004

Accepted JUNE 30, 2004

By Joseph J. Lytle
Rochester Gas and Electric Corporation

By J. Fullan
R.E. Ginna Nuclear Power Plant, LLC