



South Texas Project Electric Generating Station P.O. Box 289 Wadsworth, Texas 77483

February 23, 2004
NOC-AE-05001850
10 CFR 50.80
10 CFR 50.90
File No. D43.01

U. S. Nuclear Regulatory Commission
Attention: James E. Dyer
Director, Office of Nuclear Reactor Regulation
One White Flint North
11555 Rockville Pike
Rockville, MD 20852

South Texas Project
Units 1 and 2
Docket Nos. STN 50-498 and STN 50-499
Additional Information Regarding the Sale of Ownership Interests
in the South Texas Project (TAC Nos. MC4917, MC4918, MC4732, MC4733)

- References:
1. Letter, J. J. Sheppard to J. E. Dyer, "Additional Information Regarding the Sale of Ownership Interests in the South Texas Project," December 13, 2004 (NOC-AE-04001829)
 2. Letter, J. J. Sheppard to J. E. Dyer, "Application for Order Approving Indirect Transfer of Control of Licenses," October 12, 2004 (NOC-AE-04001801)

During their review of Reference 1, the NRC staff requested a Projected Income Statement for Texas Genco, LP (Texas Genco) that includes specific line items reflecting the projected operation of a 30.8% undivided ownership interest in the South Texas Project (STP) for the period of 2005-2009. This letter provides the requested income statement as "Attachment 7C" to correspond with the attachment numbering in Reference 2.

Attachment 7C (Proprietary) contains confidential commercial and financial information. Thus, it is requested that Attachment 7C (Proprietary) be withheld from public disclosure pursuant to 10 CFR 9.17(a)(4) and the policy reflected in 10 CFR 2.390 as described in the attached affidavits of David G. Tees and Jack A. Fusco. A non-proprietary version of this information suitable for public disclosure is provided as Attachment 7C (Non-Proprietary).

In addition, NRC has requested further information regarding the administration of Texas Genco's nuclear decommissioning trust funds. Pursuant to a Texas Genco and Centerpoint Energy Houston Electric (CEHE) application initiated in accordance with Public Utility Commission of Texas (PUCT) Rule 25.303, PUCT staff has recommended to the PUCT that Texas Genco and CEHE, as the Collecting Utility, jointly administer the STP nuclear decommissioning trust funds relative to Texas Genco's 30.8% ownership interest in STP.


AOO 1
M004

Texas Genco will remain the sole counterparty to the Nuclear Decommissioning Trust Agreement with Mellon Bank as Trustee. Concerning the share of nuclear decommissioning trust funds to be acquired from AEP Texas Central Company (TCC), although Rule 25.303 provides that TCC, as the Collecting Utility, administer the nuclear decommissioning trust funds, Texas Genco and TCC have sought approval for a Nuclear Decommissioning Trust Agreement and an Investment Manager Agreement relative to those funds that includes as parties both Texas Genco and TCC. At an appropriate time, Texas Genco intends to seek to be approved sole administrator of the nuclear decommissioning trust funds associated with both its historical 30.8 % interest and the interest that it is acquiring from TCC.

Finally, on page 14 of the Application submitted with Reference 2, we stated that we would identify to the NRC additional members of the Board of Managers for GC Power Acquisition LLC (now Texas Genco LLC). The "Supplement to Attachment 3" included with this letter provides biographical summaries for additional members of the Board of Managers and for new directors, officers, and managers of the Texas Genco Entities after NRC approval. All of these personnel are citizens of the United States.

There are no commitments in this letter.

If there are any questions regarding this additional information, please contact John Conly at (361) 972-7336 or me at (361) 972-7849. Service of any related filings should be made to: John E. Matthews at Morgan, Lewis and Bockius LLP, 1111 Pennsylvania Ave. N.W., Washington, DC 20004 (jmatthews@morganlewis.com) (tel: 202-739-5524) on behalf of STP Nuclear Operating Company; Stan Blanton, Balch & Bingham LLP, 1710 Sixth Avenue North, Birmingham, AL (sblanton@balch.com) (tel. 205-226-3417) on behalf of Texas Genco LLC; and Gerry Garfield, Day, Berry & Howard LLP, CityPlace I, 185 Asylum Street, Hartford, CT 06103, (ggarfield@dbh.com) (tel. 860-275-0182) for Texas Genco and CenterPoint Energy.


E. D. Halpin
Vice President, Oversight

jtc

Attachments: 7C (Proprietary) - Pro Forma Balance Sheet, Projected Income and Cash Flow Statements, and Composition of Revenue Projections for Texas Genco LP after the Closing of the Nuclear Assets Acquisition – 30.8% Ownership Case

7C (Non-Proprietary) - Pro Forma Balance Sheet, Projected Income and Cash Flow Statements, and Composition of Revenue Projections for Texas Genco LP after the Closing of the Nuclear Assets Acquisition – 30.8% Ownership Case

Supplement to Attachment 3 – Biographical Summaries

cc: w/o proprietary attachment except **
(paper copy)

Regional Administrator, Region IV
U.S. Nuclear Regulatory Commission
611 Ryan Plaza Drive, Suite 400
Arlington, TX 76011-8064

** U. S. Nuclear Regulatory Commission
Attention: Document Control Desk
One White Flint North
11555 Rockville Pike
Rockville, MD 20852

** Steven R. Hom
** Alex McKeigney
U. S. Nuclear Regulatory Commission
One White Flint North
11555 Rockville Pike
Rockville, MD 20852

Jeffrey Cruz
U. S. Nuclear Regulatory Commission
P. O. Box 289, Mail Code: MN116
Wadsworth, TX 77483

Richard A. Ratliff
Bureau of Radiation Control
Texas Department of State Health Services
1100 West 49th Street
Austin, TX 78756-3189

C. M. Canady
City of Austin
Electric Utility Department
721 Barton Springs Road
Austin, TX 78704

(electronic copy)

A. H. Gutterman
J. E. Matthews
Morgan, Lewis & Bockius LLP

James J. Nesrsta
Robert K. Temple
E. Alarcon
City Public Service

R. L. Balcom
Texas Genco, LP

C. A. Johnson
AEP Texas Central Company

Jon C. Wood
Cox Smith Matthews

Chris Kirksey
City of Austin

Jay E. Silberg
Matias F. Travieso-Diaz
Shaw Pittman LLP

** David H. Jaffe
U. S. Nuclear Regulatory Commission

Rocky Miracle
AEP

Stan Blanton
Balch & Bingham

Rufus Scott
Texas Genco, LP

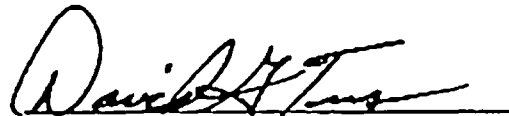
Gerry Garfield
Day, Berry & Howard LLP

UNITED STATES OF AMERICA
NUCLEAR REGULATORY COMMISSION

In the Matter of)
)
STP Nuclear Operating Company) Docket Nos. 50-498
) 50-499
South Texas Project Units 1 and 2)

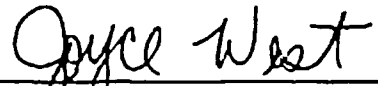
AFFIRMATION

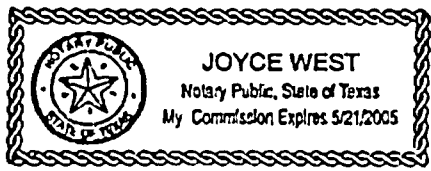
I, David G. Tees, being duly sworn, hereby depose and state that I am Manager and President of Texas Genco GP, LLC, which is the General Partner of Texas Genco, LP (Texas Genco), and as such exercises control over Texas Genco; that I am familiar with the content of the attached additional information regarding the sale of ownership interests in and the application for indirect transfer of control of the South Texas Project; and that the matters set forth therein with regard to Texas Genco and its affiliates are true and correct to the best of my knowledge and belief.


David G. Tees
Manager and President

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Subscribed and sworn to before me, a Notary Public in and for the State of Texas, this 23rd day of February, 2005.


Notary Public in and for the
State of Texas

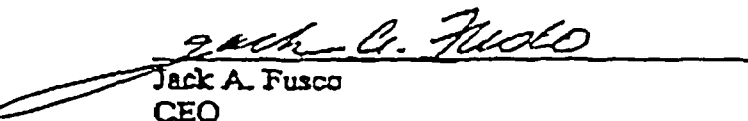


UNITED STATES OF AMERICA
NUCLEAR REGULATORY COMMISSION

In the Matter of)
)
STP Nuclear Operating Company) Docket Nos. 50-498
) 50-499
South Texas Project Units 1 and 2)


AFFIRMATION

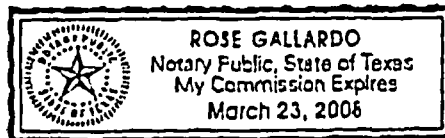
I, Jack A. Fusco, being duly sworn, hereby depose and state that I am CEO of Texas Genco LLC; that I am familiar with the content of the attached additional information regarding the sale of ownership interests in and the application for indirect transfer of control of the South Texas Project; and that the matters set forth therein with regard to Texas Genco LLC are true and correct to the best of my knowledge and belief.


Jack A. Fusco
CEO

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Subscribed and sworn to me, a Notary Public, in and for the State of Texas, this 22 day of
February, 2005.


Notary Public in and for the State of Texas



UNITED STATES OF AMERICA
 NUCLEAR REGULATORY COMMISSION

In the Matter of)	
)	
STP Nuclear Operating Company)	Docket Nos. 50-498
)	50-499
South Texas Project Units 1 and 2)	


AFFIDAVIT

I, David G. Tees, Manager and President of Texas Genco GP, LLC, which is the General Partner of Texas Genco, LP, do hereby affirm and state:

1. I am authorized to execute this affidavit on behalf of Texas Genco, LP.
2. Texas Genco, LP is providing additional information in support of its application for order approving indirect transfer of control of licenses and the application regarding the sale of ownership interests in the South Texas Project. The proprietary version of Attachment 7C contains financial projections and proprietary business information related to the ownership and operation of Texas Genco, LP's generation assets, including the South Texas Project Electric Generating Station. This document constitutes proprietary commercial and financial information that should be held in confidence by the NRC pursuant to the policy reflected in 10 NRC §§ 2.390(a)(4) and 9.17(a)(4), because:
 - i. This information is and has been held in confidence by Texas Genco, LP.
 - ii. This information is of a type that is customarily held in confidence by Texas Genco, LP, and there is a rational basis for doing so because the information contains sensitive financial information concerning projected revenues and operating expenses of Texas Genco, LP.
 - iii. This information is being transmitted to the NRC voluntarily and in confidence.
 - iv. This information is not available in public sources and could not be gathered readily from other publicly available information.

- v. Public disclosure of this information would create substantial harm to the competitive position of Texas Genco, LP by disclosing to its competitors data related to internal business planning, including financial projections and proprietary business information.

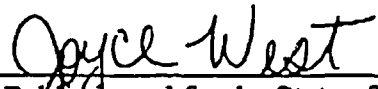
Accordingly, Texas Genco, LP requests that the designated documents be withheld from public disclosure pursuant to the policy reflected in 10 CFR §§ 2.390(a)(4) and 9.17(a)(4).



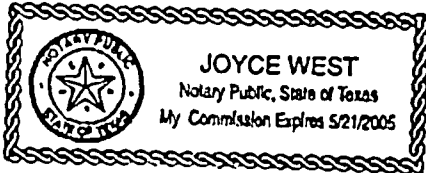
David G. Tees

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Subscribed and sworn to me, a Notary Public, in and for the State of Texas, this 23rd day of February, 2005.



Notary Public in and for the State of Texas



UNITED STATES OF AMERICA
NUCLEAR REGULATORY COMMISSION

In the Matter of)	
)	
STP Nuclear Operating Company)	Docket Nos. 50-498
)	50-499
South Texas Project Units 1 and 2)	

AFFIDAVIT

I, Jack A. Fusco, Chief Executive Officer of Texas Genco LLC, do hereby affirm and state:

1. I am authorized to execute this affidavit on behalf of Texas Genco LLC.
2. Texas Genco LLC is providing additional information in support of its application for order approving indirect transfer of control of licenses and the application regarding the sale of ownership interests in the South Texas Project. The proprietary version of Attachment 7C contains financial projections and proprietary business information related to the ownership and operation of Texas Genco, LP's generation assets, including the South Texas Project Electric Generating Station. This document constitutes proprietary commercial and financial information that should be held in confidence by the NRC pursuant to the policy reflected in 10 NRC §§ 2.390(a)(4) and 9.17(a)(4), because:
 - i. This information is and has been held in confidence by Texas Genco LLC.
 - ii. This information is of a type that is customarily held in confidence by Texas Genco LLC, and there is a rational basis for doing so because the information contains sensitive financial information concerning projected revenues and operating expenses of Texas Genco LLC.
 - iii. This information is being transmitted to the NRC voluntarily and in confidence.
 - iv. This information is not available in public sources and could not be gathered readily from other publicly available information.

- v. Public disclosure of this information would create substantial harm to the competitive position of Texas Genco LLC by disclosing to its competitors data related to internal business planning, including financial projections and proprietary business information.

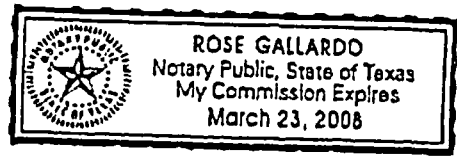
Accordingly, Texas Genco LLC requests that the designated documents be withheld from public disclosure pursuant to the policy reflected in 10 CFR §§ 2.390(a)(4) and 9.17(a)(4).

Jack A. Fusco
Jack A. Fusco

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Subscribed and sworn to me, a Notary Public, in and for the State of Texas, this 22 day of February, 2005.

Rose Gallardo
Notary Public in and for the State of Texas



Attachment 7C (Non-Proprietary)

**Pro Forma Balance Sheet, Projected Income and Cash Flow Statements, and
Composition of Revenue Projections for Texas Genco LP after the Closing of the
Nuclear Assets Acquisition – 30.8% Ownership Case**

Texas Genco NRC Application
Pro Forma Balance Sheet, Texas Genco LP (Subsidiary of Texas Genco LLC) - 30.8% Interest
(Millions)

ASSETS	As of 30-Sep-04
Current Assets:	
Cash & cash equivalents	
Accounts receivable	
Interest receivable	
Fuel stock	
Materials & supplies, at average cost	
Prepayments and other current assets	
Total current assets	-
Electric Property, Plant & Equipment - at cost:	
Electric plant in service	(1)
Construction work in progress	
Total electric plant	-
Accum prov for depreciation & amortization	
Total property, plant & equipment - net	-
Other Assets:	
Nuclear decommissioning trust	
Unamortized debt costs	
Intangibles	(1)
Total deferred debits	-
Assets	\$ -

CAPITALIZATION AND LIABILITIES

Current Liabilities:	
New revolving credit facility	
Accounts payable	
Net AR and AP - Associated Co.	
Taxes and interest accrued	
Deferred revenue	
Current portion of above market coal supply contract	
Current portion of long-term non-trade derivative	
Current portion of long-term debt	
Other	
Total current liabilities	-
Long-term debt:	
New senior term loan facility	
New senior delayed draw term loan	
New senior second-priority secured notes	
Total Long-term debt	-
Other Liabilities:	
Accumulated deferred income taxes	
Unamortized investment tax credit	
Above market coal supply contract	
Capacity auction entitlements and other non-trade derivatives	
Benefit obligations	
Nuclear Decommissioning Reserve	
Accrued reclamation costs	
Other	
Total other liabilities	-
Capitalization:	
Equity	
Capitalization & Liabilities	\$ -

Note:

(1) Allocation of purchase price subject to confirmation by valuation consultants

Texas Genco
Income Statement - Texas Genco LP (Subsidiary of Texas Genco LLC) (1)
(Millions)

NRC Application
30.8% Ownership Case

	Fiscal Year Ending December 31				
	2005 ⁽²⁾	2006	2007	2008	2009
Revenues					
Fuel and Purchased Power					
Gross Margin					
Operations & Maintenance					
General & Administrative					
Taxes Other than Income Taxes					
Nuclear Fuel Amortization Add-Back ⁽³⁾					
Other Income / (Expense)					
EBITDA					
Depreciation & Amortization					
Nuclear Fuel Amortization					
EBIT					
Interest Expense					
Interest Income					
EBT					
Tax Expense					
Net Income					

Notes:

(1) Pro Forma for ROFR acquisition (30.8% ownership in STP)

(2) Assumes STP acquisition closes 12/31/04

(3) Add-back is done strictly for presentation purposes (to show EBITDA); removed in line item below

Texas Genco

NRC Application

Cash Flow Statement - Texas Genco LP (Subsidiary of Texas Genco LLC) (1)

30.8% Ownership Case

(Millions)

	Fiscal Year Ending December 31				
	2005 ⁽¹⁾	2006	2007	2008	2009
<u>Cash Flows From Operating Activities</u>					
Net Income					
Depreciation & Amortization					
Amortization of Fuel-Costs					
Deferred Taxes & ITC					
Change in Pension Liabilities					
Change in Working Capital					
Change in Other Assets & Liabilities					
Cash Flows From Operating Activities					
Capital Expenditures					
Mandatory Debt Repayment					
Free Cash Flow					

Notes:

(1) Pro Forma for ROFR acquisition (30.8% ownership in STP)

(2) Assumes STP acquisition closes 12/31/04

Texas Genco
Composition of Revenue Projections - Texas Genco LP (Subsidiary of Texas Genco LLC)

NRC Application
30.8% Ownership Case

	Fiscal Year Ending December 31				
	2005 ⁽¹⁾	2006	2007	2008	2009
<u>Fixed Price Forward Sales</u>					
MW					
Average Price (\$/MWhr)					
Revenue (MM)					
<u>Merchant Sales</u>					
MW					
Gas Price Forecast for Merchant Sales					
Achieved Merchant Heat Rate South Zone (btu/kW)					
Average Price (\$/MWhr)					
Revenue (MM)					
<u>Total Sales</u>					
MW					
Average Price (\$/MWhr)					
Revenue (MM)					
<u>Capacity</u>					
MW					
Capacity Factor					
% of Total Revenue Sold Forward					

Notes:

(1) Assumes STP acquisition closes December, 31 2004; assumes AEP ROFR closes on or before December 31, 2004.

Supplement to Attachment 3

Biographical Summaries

Supplement to Attachment 3

Biographical Summaries

Members of the Board of Managers of Texas Genco LLC

Pursuant to the Application (p. 14), the following individuals have been named as members of Texas Genco LLC's Board of Managers:

Kelvin Davis is a partner at Texas Pacific Group and co-head of the firm's Generalist Practice in North America. Before joining Texas Pacific Group in early 2000, Mr. Davis was President and Chief Operating Officer of Colony Capital, Inc., a private international real estate-related investment firm in Los Angeles. Prior to the formation of Colony, Mr. Davis was a principal of RMB Realty, Inc., the real estate investment vehicle of Robert M. Bass. Prior to his affiliation with RMB Realty, he worked at Goldman, Sachs & Co. in New York City and with Trammell Crow Company in Dallas and Los Angeles. Mr. Davis is acting Chairman of the Board of KRATON Polymers, LLP and a Director of DS Waters, LP; a Director of Los Angeles Team Mentoring, Inc., a charitable mentoring organization; and is on the Board of Overseers of the Huntington Library, Art Collections, and Botanical Gardens. A native of Los Angeles, California, Mr. Davis earned a B.A. degree in Economics from Stanford University and an M.B.A. from Harvard Business School, where he was a Baker Scholar, a John L. Loeb Fellow and a Wolfe Award recipient. He currently resides in Los Angeles.

Frederick Goltz is a director at KKR which he joined in 1995. Prior to joining KKR, he was with Furman Selz Incorporated in its Corporate Finance Department. At KKR, Mr. Goltz has worked extensively on energy, utility and industrial related transactions. He is currently on the board of directors of Accuride Corporation. A native of Cresson, Pennsylvania, Mr. Goltz received his B.A. in history and B.S. in Economics, Magna Cum Laude from the University of Pennsylvania and his M.B.A. from INSEAD in Fontainebleau, France. He currently resides in Riverside, California.

Prakash A. Melwani joined The Blackstone Group, as a Senior Managing Director in its Private Equity Group in May 2003. He is also a member of the firm's Private Equity Investment Committee. Prior to joining Blackstone, Mr. Melwani was a founder, in 1988, of Vestar Capital Partners and served as its Chief Investment Officer. Prior to that, Mr. Melwani was with the management buyout group at The First Boston Corporation and with N.M. Rothschild & Sons in Hong Kong and London. He currently serves as a director of Aspen Insurance Holdings Limited, Kosmos Energy LLC, and Foundation Coal Holdings, Inc. Mr. Melwani was born in Hong Kong and is a United States citizen. He graduated with a First Class Honors degree in Economics from Cambridge University, England in 1980. He earned an M.B.A. with High Distinction from the Harvard Business School and graduated as a Baker Scholar and a Loeb Rhodes Fellow in 1986. He currently resides in New York, New York.

Erik Ragatz is a Director at Hellman & Friedman LLC where he focuses on investments in the energy, professional service and media sectors. He was instrumental in Hellman & Friedman LLC's investment in Arch Capital Group Ltd. Prior to joining Hellman & Friedman LLC in 2001, Mr. Ragatz was an associate with an affiliate of the private investment firm Bain Capital in Boston, MA and Sydney. Mr. Ragatz also worked as a management consultant for Bain & Company in San Francisco, California. A native of Madison, Wisconsin, Mr. Ragatz received his A.B., Honors and Distinction-Phi Beta Kappa from Stanford University and his M.B.A. from the Stanford Graduate School of Business. He currently resides in San Francisco, California.

In addition, as stated in the Application, **Jack Fusco** has joined the Board of Managers. Mr. Fusco's biography is included in the initial application.

New Directors, Officers, and Managers of the TGN Entities

After NRC approval and prior to the closing of the Nuclear Assets Acquisition, all of the current directors, officers, and managers of the TGN Entities (Texas Genco Holdings, Inc., Texas Genco GP, LLC, and Texas Genco LP, LLC) will resign. Upon the closing of the Nuclear Assets Acquisition, the following individuals will assume their roles as directors, officers, and managers in the respective TGN Entities.

Texas Genco Holdings, Inc.

The directors of Texas Genco Holdings, Inc. will be Jack Fusco and W. Thaddeus Miller. The officers of Texas Genco Holdings, Inc. will be Mr. Fusco (CEO), Mr. Miller (Chief Legal Officer), Thomas M. Boehlert (CFO), and William S. Waller (Treasurer). Mr. Fusco's biography is included in the initial application. Mr. Miller's, Mr. Boehlert's and Mr. Waller's biographies are set forth below.

W. Thaddeus (Thad) Miller currently serves as Chief Legal Officer of Texas Genco LLC. From 2002 until 2004, he was a consultant for Texas Pacific Group. Prior to that time, he advised Orion Power on legal matters from its inception, was the Chief Legal Officer from June 1999, and was appointed Executive Vice President in November 1999. Prior to joining Orion Power, Mr. Miller was a Vice President and Associate General Counsel for Goldman, Sachs & Co., commencing in 1994 specializing in commodities, with particular emphasis on energy matters. Prior to joining Goldman, Sachs & Co., Mr. Miller was a partner with Watson, Farley & Williams, an international law firm. He has been practicing law for more than 20 years. A native of New York, NY, Mr. Miller holds a B.S. from the United States Merchant Marine Academy (Kings Point) and a J.D. from St. John's University School of Law. He currently resides in Houston, Texas.

Thomas M. (Thom) Boehlert currently serves as Chief Financial Officer of Texas Genco LLC. Prior to joining Texas Genco LLC, he was Executive Vice President and Chief Financial Officer for Centrica North America. Prior to joining Centrica, he spent three years

with Sithe Energies Inc. of New York, an international electric power generation company, where he was Senior Vice President and Chief Financial Officer. Prior to that, he was Director, Investment Banking at Credit Suisse First Boston in New York. A native of Utica, New York, Mr. Boehlert holds a B.A. in Accounting from Indiana University, has an M.B.A., Finance from New York University, and is a certified public accountant in the U.S. He currently resides in Houston, Texas.

William S. Waller is currently Vice President and Treasurer of Texas Genco LLC. Prior to this time, Mr. Waller worked for Houston Industries, Reliant Energy, and Reliant Resources as Assistant Treasurer, Treasurer and Vice President, and Treasurer. A native of Schenectady, New York, Mr. Waller holds a B.A. in Economics from Cornell University and a M.B.A. in Finance from the University of California at Berkley. He currently resides in Houston, Texas.

Texas Genco GP, LLC

The officers of Texas Genco GP, LLC will be Jack Fusco (President), Thad Miller (Secretary and Vice-President), Thom Boehlert (Vice-President), William Waller (Vice-President), and Donald M. McArthur (Vice-President). Mr. Fusco's biography is included in the initial application. Mr. Miller's, Mr. Boehlert's and Mr. Waller's biographies are set forth above.

Donald M. McArthur currently serves as Vice President, Environmental, Health, Safety and Security of Texas Genco LLC. Mr. McArthur was Vice President of Environmental Affairs for Orion Power Holdings from January of 2000 until May of 2002. Prior to joining Orion he was a Vice President of Arcadis Geraghty & Miller, a broadly based environmental engineering company with offices nationwide. Mr. McArthur managed the Western Technology Development Division of Arcadis, where he was responsible for development and application of new and innovative technologies within the power generation industry. He has 16 years of environmental management experience and 22 years of safety and security experience. A native of Wenatchee, Washington, Mr. McArthur received a B.A. in Political Science and Public Administration from Washington State University in 1966. He is also a graduate of the U.S. Naval War College, Class of 1978. He currently resides in Houston, Texas.

Texas Genco LP, LLC

The officers of Texas Genco LP, LLC will be Jeffrey Simpson (President) and Susan T. Dubb (Treasurer and Secretary). The managers of Texas Genco LP, LLC will be Jeffrey Simpson, William R. Bechstein, and Colleen West.

William R. Bechstein is Vice President and Chief Operating Officer of Wilmington Trust SP Services, Inc. Mr. Bechstein has worked for Wilmington Trust SP Services, Inc. since 1991. A native of Milwaukee, Wisconsin, Mr. Bechstein holds a B.S. in Accounting and Finance from the University of Delaware. He currently resides in Newark, Delaware.

Jeffrey K. Simpson has served as Vice President and Chief Strategy Officer of Wilmington Trust SP Services, Inc. since April 1994. Beginning in 2001, Mr. Simpson had been Vice President and Legal Liaison of Delaware Trust Capital Management, Inc. Previously, he had practiced as an attorney with Stewart & Associates. A native of Wilmington, Delaware, Mr. Simpson earned his A.B. from Brown University in 1988 and his J.D. from Villanova University School of Law in 1997. He currently resides in Wilmington, Delaware.

Susan T. Dubb is Assistant Vice President and Senior Client Administrator for Wilmington Trust SP Services, Inc. She has completed a wide variety of courses with the American Institute of Banking. Ms. Dubb has more than 19 years of experience at Wilmington Trust SP Services, Inc. Prior to joining Wilmington Trust SP Services, Inc., she held many customer service management positions in the retail arena. She originally started her career with Wilmington Trust in the commercial banking area. She is currently a founding board member, Assistant Treasurer, Executive Committee Member, and Finance Committee Member of the Wellness Community – Delaware. She has also volunteers for other not-for-profit associations. A native of Shamokin, Pennsylvania, she currently resides in Newark, Delaware.

Colleen West has served as Assistant Controller of Texas Genco LLC since 2004. Prior to joining Texas Genco LLC, Ms. West was Accounting Manager for Reliant Energy in Houston, Texas for two years. Ms. West has also served as Assistant Controller for Orion Power Holdings in Baltimore, Maryland (acquired by Reliant Energy) for two years and as Assistant Controller for Constellation Operating Services (subsidiary of Constellation Energy) in Baltimore, Maryland for eleven years. A native of Springfield, Tennessee, Ms. West holds a BBA in Accounting from National University, San Diego, California. She currently resides in Houston, Texas.