



Entergy Operations, Inc.
River Bend Station
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St. Francisville, LA 70775
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Jerry C. Roberts
Director, Nuclear Safety Assurance

August 30, 2007

U. S. Nuclear Regulatory Commission
Attn: Document Control Desk
Washington, DC 20555

Subject: Response to Request for Additional Information
River Bend Station – Unit 1
Docket No. 50-458
License No. NPF-47

References: 1. Entergy Letter No. CNRO-2007-00023, dated May 29, 2007,
Proposed License Transfer and Confirming License Amendment

2. NRC Letter dated July 31, 2007, Request for Additional
Information Re: Proposed License Transfer and Confirming
License Amendment Request (TAC No. MD5671)

File No. RBF1-07-0165
RBG-46735

Dear Sir or Madam:

By letter dated May 29, 2007, (Reference No. 1) Entergy Operations, Inc., requested approval of the proposed direct transfer of the River Bend Station Operating License and NRC Material License No. NPF-47 to Entergy Gulf States Louisiana, LLC from the current holder of the license, Entergy Gulf States, Inc.

As a result of the review of that application, the NRC staff determined that additional information was needed. By letter dated July 31, 2007 (Reference No. 2), NRC requested a written response to six questions. Enclosed as Attachment 1 are the responses to those questions.

There are no technical changes proposed in this response. The original No Significant Hazards Consideration included in Reference No. 1 is not affected by any information contained in this response. There are no new commitments contained in this letter.

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If you have any questions or require additional information, please contact David Lorring at 225-381-4157.

I declare under penalty of perjury that the foregoing is true and correct.
Executed on August 30, 2007.



Jerry C. Roberts
Director - Nuclear Safety Assurance

JCR/DHW

Attachments:

1. Requests and Responses
2. Exhibit 1 - Organizational Structure Charts
3. Exhibit 2 - Entergy System Agreement Service Schedule MSS-4
4. Exhibit 3 - Managers, Directors, and Officers

cc: U. S. Nuclear Regulatory Commission
Region IV
611 Ryan Plaza, Suite 400
Arlington, TX 76011

NRC Senior Resident Inspector
River Bend Station
P. O. Box 1050
St. Francisville, LA 70775

U. S. Nuclear Regulatory Commission
Attn: Mr. Bhalchandra K. Vaidya
Mail Stop 0-7D1

Wise, Carter, Child, & Caraway
Attn: Mr. Douglas E. Levanway
P. O. Box 651
Jackson, MS 39205

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Louisiana Department of Environmental Quality
Office of Environmental Compliance
Surveillance Division
P. O. Box 4312
Baton Rouge, LA 70821-4312

American Nuclear Insurers
Attn: Library
95 Glastonbury Blvd.
Suite 300
Glastonbury, CT 06033-4443

Attachment 1
RBF1-07-0165
Response to Request for Additional Information

Requests and Responses

(3 pages)

Request No. 1: The application provides narrative, but not graphic, depictions of the Entergy organizations involved in the restructuring. Graphic information is necessary for the Nuclear Regulatory Commission (NRC) staff to clarify its understanding of the overall aspects of the proposed restructuring. Therefore, please provide corporate structure charts showing both the existing (before restructuring) structure and the proposed new (after restructuring) structure, including at a minimum the following entities: Entergy Corporation, Entergy Gulf States, Inc. (EGS), EGS Holdings, Inc. (EGS Holdings), Entergy Gulf States Louisiana, LLC (EGS-LA), Entergy Texas, Inc., and Entergy Operations, Inc. (EOI).

Response: Charts showing the current organizational structure and the structure that will exist after the formation of EGS Holdings, Entergy Texas, Inc., and EGS-LA, and the merger of EGS into EGS-LA, are attached as Exhibit 1.

Request No. 2: The staff understands that the antitrust license conditions in the existing license to EGS will transfer to the proposed new NRC licensee, EGS-LA. In order for the staff to determine whether the existing River Bend antitrust license conditions will be able to be fully implemented by EGS-LA, please confirm whether all of EGS's physical assets, including transmission lines and other assets that are necessary to enable EGS-LA to comply with and meet the original intent of the antitrust license conditions, will be transferred to the proposed new NRC licensee of River Bend, EGS-LA.

Response: After the merger of EGS into EGS-LA, EGS-LA will own all of EGS's transmission and distribution facilities in Louisiana. EGS-LA will be able to comply with the antitrust license conditions of Appendix C to Facility Operating License No. NPF-47.

Request No. 3: The application states that 30 percent of the capacity and energy of River Bend is "unregulated" (that is, not rate regulated by the Louisiana Public Service Commission). In order for the staff to determine the financial qualifications of EGS-LA for the capacity and energy associated with the "unregulated" 30 percent portion of River Bend, please explain the basis for the representation that the annual operating costs for that 30 percent portion of River Bend's output will be fully covered by revenues from the Power Purchase Agreements (PPAs) identified in the application or any other source of revenues. For example, do the PPAs guarantee the payment of all costs of operating the facility associated with the 30 percent portion whether or not such costs fluctuate? If so, please provide copies of the PPAs and identify the relevant portions. If not, please provide estimates of annual operating costs associated with the 30 percent portion and estimates of expected revenues from the PPAs to cover such costs for each of the 5 years following the date of the proposed license transfer.

Response: The capacity and energy from the 30 percent portion of River Bend¹ acquired from the Cajun Electric Cooperative, Inc. is sold to Entergy Louisiana, LLC ("ELL") (two-thirds of the 30 percent) and to Entergy New Orleans, Inc. ("ENO") (one-third of the 30 percent). The transactions have been approved by the FERC (FERC Opinion No. 485, 116 FERC ¶ 61, 296 (September 27, 2006)) and provide for cost of service based rates pursuant to Service Schedule MSS-4 of the Entergy System Agreement (FERC Opinion No. 485, pp. 5, 30, and 33). Schedule MSS-4 is attached as Exhibit 2.

These transactions have also been approved by the respective regulators (for ELL, the Louisiana Public Service Commission, and for ENO, the Council of the City of New Orleans). The ELL purchase was approved in LPSC Order No. U-27136 and the ENO purchase was approved in Council Resolution R-03-272. In both cases, the retail regulators have approved the recovery of the costs of the purchases via rate riders, which provide for the full recovery of the costs billed in accordance with Schedule MSS-4.

Request No. 4: The application is not complete pursuant to the general information requirements in 10 CFR 50.33(d)(2) or (3)(i). Therefore, please provide the principal locations where EGS Holdings and EGS-LA will do business.

Response: The principal place of business of EGS Holdings will be 10055 Grogans Mill Road, The Parkwood II Bldg, Suite 500, The Woodlands, TX 77380-1048. The principal place of business of EGS-LA will be 446 North Blvd., Baton Rouge, LA 70808.

Request No. 5: The application for the license transfer does not contain information demonstrating that the proposed licensee will have a valid standard contract with the U.S. Department of Energy (DOE) for disposal of high-level radioactive waste and spent nuclear fuel that may result from the use of the license. Therefore, please confirm that EGS-LA will have entered into such a standard contract with DOE on or before the transfer date.

Response: EGS-LA will assume assignment of the existing U.S. Department of Energy (DOE) contract for disposal of high-level radioactive waste and spent nuclear fuel. The existing contract allows such assignment when the transfer of title to the SNF and/or HLW occurs provided 90 days notice is provided. EGS-LA will provide timely notice to DOE related to this assignment.

¹ The Commission has previously found that the sale of power from the 30 percent of River Bend that is "unregulated" does not change its status as an "electric utility" as defined by 10 CFR 50.2. (See "Safety Evaluation Report" accompanying Order Approving Transfer of License for River Bend Station, Unit 1, Docket No. 50-458 (November 28, 1997)).

Request No. 6: Please provide the organization charts (*) for EOI, EGS, and EGS-LA prior to the license transfer and the organizational charts (*) for the corporate structure of these three entities after the transfer is complete.

Response: Please see response to RAI No. 1. In addition, the anticipated Managers, Directors, and Officers of EGS-LA and Entergy Texas, Inc. are attached as Exhibit 3.

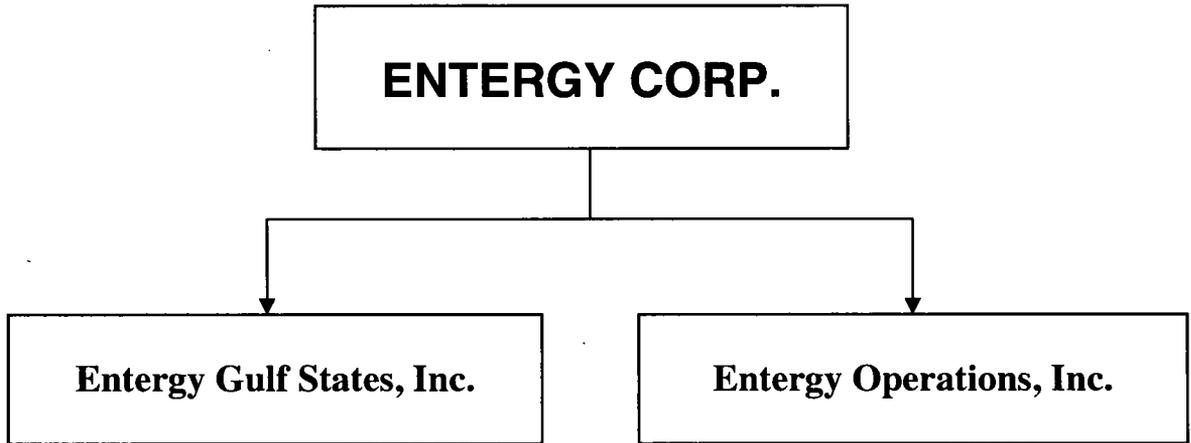
* organization information about the relationship between different organizations involved (EGS, EOI, EGS Holdings, EGS-LA, etc.), not the detailed internal organization charts.

Attachment 2
RBF1-07-0165
Response to Request for Additional Information

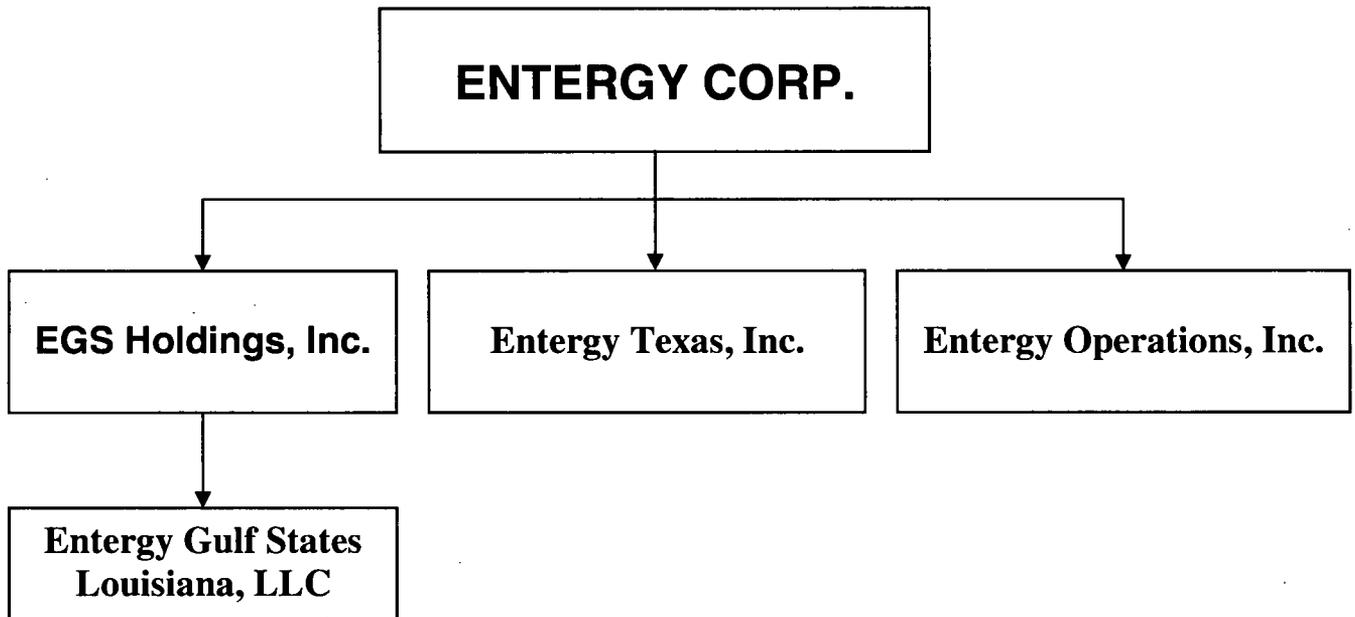
Exhibit 1
Organizational Structure Charts

(2 pages)

Current Corporate Organization



**Corporate Organization after formation of
EGS Holdings, Inc., Entergy Texas, Inc.,
and Entergy Gulf States Louisiana, LLC
and the merger of Entergy Gulf States, Inc.
into Entergy Gulf States Louisiana, LLC**



Attachment 3
RBF1-07-0165
Response to Request for Additional Information

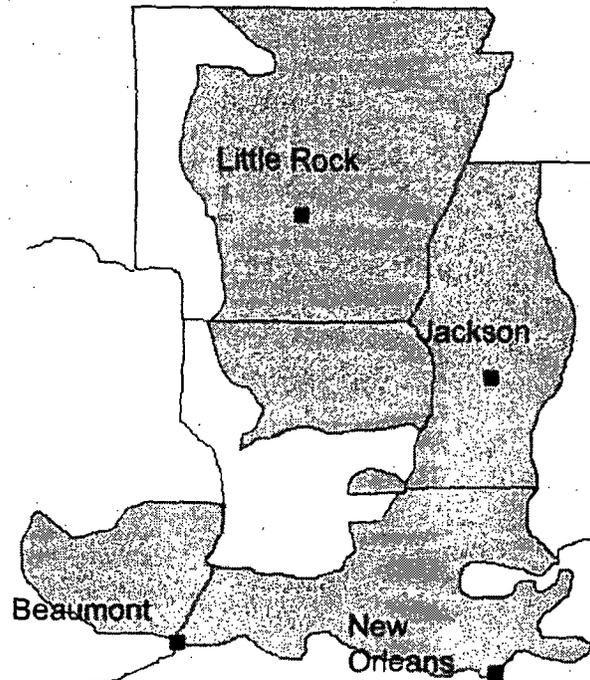
Exhibit 2
Entergy System Agreement
Service Schedule MSS-4

(13 pages)

ENTERGY System Agreement

Agreement Among:

Entergy Arkansas, Inc.
Entergy Gulf States, Inc.
Entergy Louisiana, LLC
Entergy Mississippi, Inc.
Entergy New Orleans, Inc.
Entergy Services, Inc.



Issued by: Kimberly Despeaux
Associate General Counsel

Effective: November 21, 2006

Issued on: September 22, 2006

Filed to comply with orders of the Federal Energy Regulatory Commission, Docket No. EC05-112-000, issued September 13, 2005, 112 FERC ¶ 62,209 and Docket No. ER06-559-000, issued March 9, 2006 (unpublished letter order).

AGREEMENT

Among

ENTERGY ARKANSAS, INC.
ENTERGY GULF STATES, INC.
ENTERGY LOUISIANA, LLC
ENTERGY MISSISSIPPI, INC.
ENTERGY NEW ORLEANS, INC.
ENTERGY SERVICES, INC.

Issued by: Kimberly Despeaux
Associate General Counsel

Effective: November 21, 2006

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Filed to comply with orders of the Federal Energy Regulatory Commission, Docket No. EC05-112-000, issued September 13, 2005, 112 FERC ¶ 62,209 and Docket No. ER06-559-000, issued March 9, 2006 (unpublished letter order).

SERVICE SCHEDULE MSS-4

UNIT POWER PURCHASE

40.01 Purpose

The purpose of this Service Schedule is to provide the basis for making a unit power purchase between Companies and/or the sale of power purchased by another Company, unless an alternative basis is agreed to by the parties subject to the approval of the Commission and the regulatory agencies of the purchasing and selling Companies under otherwise applicable law and which provides a lower monthly capacity charge than the charge determined pursuant to Section 40.06 or Section 40.09 of this Service Schedule MSS-4.

40.02 Designated Generating Unit

- (a) A Designated Generating Unit shall be any generating unit from which the unit power purchase is made under Section 40.01 that is mutually agreed upon by the purchaser and the seller.
- (b) Any Company that makes a Unit Power Purchase of a portion of capability shall be entitled to receive each hour, the same portion of the total energy generated by the Designated Generating Unit. Such energy shall be purchased at the cost of fuel consumed per kWh in accordance with Section 30.08(a) and will be treated in the same manner as any other energy available to the purchasing Company.

40.03 Capability Payment

For the capability purchased in accordance with Section 40.02, the Company making the sale shall receive, from the Company making the purchase, a monthly payment determined in accordance with the method described in Section 40.06 hereinafter.

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Effective: November 21, 2006

Issued on: September 22, 2006

The monthly capability payment to be received by a Company shall be determined by multiplying the kW of capability sold from its Designated Generating Unit by a charge per kW-month as defined below.

40.04 Investment in Designated Generating Unit (DGURB)

For the purpose of calculating the Monthly Charge under Section 40.06, the investment in the Designated Generating Unit (based on the Federal Energy Regulatory Commission's Uniform System of Accounts prescribed for the Public Utilities and Licensees) shall be:

$$\begin{aligned} & \text{DGURB Designated Generating Unit Rate Base} \\ & = \\ & \text{DGURB DGUPTPLT} + \text{DGUCME} - \text{DGUDR} + \text{DGUFINV} - \text{DGUADIT} + \\ & = [(\text{GPLT} - \text{GDR} + \text{IPLT} - \text{IAA}) * (\text{DGUL} / \text{LXAG})] + [(\text{MS} + \text{PP}) * \\ & \quad (\text{DGUPLT} / \text{PLT})] \end{aligned}$$

- (a) The cost of the Designated Generating Unit included in FERC Plant Accounts 310 through 346; the cost for step-up transformers, circuit breakers, switching equipment, etc. included in FERC Plant Account 353 which are required to connect the Designated Generating Unit to the transmission system (DGUPTPLT),
- (b) Plus Coal Mining Equipment in FERC Plant Account 399 directly associated with the Designated Generating Unit (DGUCME),
- (c) Less the Accumulated Provision for Depreciation (consistent with the accounting relating to Statement of Financial Accounting Standards (SFAS) 143 approved by the retail regulator having jurisdiction over the Designated Generating Unit, unless the FERC determines otherwise) associated with items (a) and (b) above, as recorded in FERC Account

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- 108, excluding Nuclear Decommissioning Trust Fund Balances, if applicable (DGUDR),
- (d) Plus Fuel Inventory for the Designated Generating Unit, if applicable, in FERC Accounts 151 and 152 (DGUFINV),
 - (e) Less net Accumulated Deferred Income Taxes recorded in FERC Accounts 190, 281, 282 and 283 and Accumulated Deferred Investment Tax Credit – 3% portion only recorded in FERC Account 255 (DGUADIT) directly associated with the Designated Generating Unit if known; otherwise, an allocation of the plant-related balances in FERC Accounts 190, 281, 282 and 283, as reduced by amounts not generally and properly includable for FERC cost of service purposes, including, but not limited to, SFAS 109 ADIT amounts and ADIT amounts arising from retail ratemaking decisions, and Accumulated Deferred Investment Tax Credit – 3% portion only recorded in FERC Account 255 based on the proportion of gross Plant in Service for the Designated Generating Unit (DGUPLT), where DGUPLT is the sum of the investment pursuant to Section 40.04 (a) above plus the calculated General and Intangible plant pursuant to Sections 40.04 (f) and (h) below, to the Company’s total gross Plant in Service (PLT), where PLT is the sum of Production, Transmission, Distribution, General and Intangible Plant in Service,
 - (f) Plus an allocation of General Plant recorded in FERC Plant Accounts 389 through 398 (GPLT) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company’s total Labor charged to O&M Expense excluding Administrative and General (“A&G”) Labor (LXAG),
 - (g) Less an allocation of Accumulated Provision for Depreciation (consistent with the accounting relating to SFAS 143 approved by the retail regulator having jurisdiction over the Designated Generating Unit, unless the FERC determines otherwise) associated with item (f) above as recorded in FERC

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- Account 108 (GDR) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG),
- (h) Plus an allocation of Miscellaneous Intangible Plant recorded in FERC Plant Account 303 (IPLT) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG),
 - (i) Less an allocation of Accumulated Provision for Amortization associated with item (h) above recorded in FERC Account 111 (IAA) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG),
 - (j) Plus an allocation of Materials & Supplies and Stores Expense Undistributed recorded in FERC Accounts 154 and 163, respectively, (MS) based on the proportion of Plant in Service for the Designated Generating Unit (DGUPLT) to the Company's total Plant in Service (PLT), and
 - (k) Plus an allocation of Prepayments recorded in FERC Account 165 (PP) based on the proportion of Plant in Service for the Designated Generating Unit (DGUPLT) to the Company's total Plant in Service (PLT).

The Investment in the Designated Generating Unit (Designated Generating Unit Rate Base) shall be based on the actual balances on the seller's books as of the end of the month immediately preceding the service month.

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If the Designated Generating Unit is one of a multi-unit station, its costs shall include an allocation of the amounts in the above plant accounts, which are allocable to all the generating units in the station, such allocation to be in the ratio of the capability of the Designated Generating Unit to the total capability of all generating units installed in the station for the service month.

40.05 Expenses associated with Designated Generating Unit (OXF)

For the purpose of calculating the Monthly Charge under Section 40.06, expenses associated with Designated Generating Unit shall be the following:

$$\begin{aligned} \text{OXF} &= \text{Operating Expense} \\ \text{OXF} &= \text{DGUPOM} + [\text{SEOM} * (\text{DGUSEPLT} / \text{SEPLT})] + \text{DGUIDE} + \text{DGUI} + \\ &\quad \text{DGUPT} + \text{DGUAG} + [(\text{GD}X + \text{OT} + \text{INDX}) * (\text{DGUL} / \text{LXAG})] + [\text{FT} * \\ &\quad (\text{DGUPLT} / \text{PLT})] \end{aligned}$$

- (a) The Designated Generating Unit Production Operation and Maintenance Expense ("O&M") Expense, included in FERC Accounts 500 through 554 excluding fuel in Accounts 501, 518 and 547 (DGUPOM),
- (b) Plus an allocation of O&M associated with Designated Generating Unit step-up transformers and related transmission investment recorded in FERC Accounts 562 and 570 (SEOM) based on the proportion of the Designated Generating Unit Step-up Transformer Plant recorded in Plant Account 353 (DGUSEPLT) to the Company's total Transformer Station Equipment Plant recorded in Plant Account 353 (SEPLT),
- (c) Plus any Depreciation Expense associated with the plant investment in Designated Generating Unit referred to in Section 40.04 items (a) and (b) (as recorded in Account 403) and Decommissioning Expense, as approved

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by Retail Regulators, directly assigned to the Designated Generating Unit, if applicable (DGUIDE) unless the jurisdiction for determining the depreciation and/or decommissioning rate is vested in the FERC under otherwise applicable law,

- (d) Plus Property Insurance Expense recorded in FERC Account 924 directly assigned to the Designated Generating Unit (DGUI),
- (e) Plus Ad Valorem Taxes recorded in FERC Account 408 directly assigned to the Designated Generating Unit (DGUPT),
- (f) Plus A&G Expense (DGUAG) directly associated with a nuclear-fueled Designated Generating Unit recorded in FERC Accounts 920 through 935, excluding property insurance in Account 924; otherwise, an allocation of A&G Expense recorded in FERC Accounts 920 through 935 excluding property insurance in Account 924 based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total labor charged to O&M Expense excluding EOI and A&G labor,
- (g) Plus an allocation of General Plant Depreciation Expense recorded in FERC Account 403 (GDX) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG),
- (h) Plus an allocation of Payroll Taxes recorded in FERC Account 408 (OT) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG),
- (i) Plus an allocation of Miscellaneous Intangible Plant Amortization Expense recorded in FERC Account 404 (INDX) based on the proportion of labor for the Designated Generating Unit (DGUL) to the Company's total Labor charged to O&M Expense excluding A&G Labor (LXAG), and

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- (j) Plus an allocation of Corporate Franchise Taxes recorded in FERC Account 408 (FT) based on the proportion of Plant in Service for the Designated Generating Unit (DGUPLT) to the Company's total Plant in Service (PLT).

The expenses shall be based on transactions recorded on the seller's books for the service month.

If the Designated Generating Unit is one of a multi-unit station, expenses relating to the common plant shall be allocated to the Designated Generating Units in the station based on the ratio of the capability of the Designated Generating Unit to the total capability of all generating units installed in the station for the service month.

40.06 Determination of Monthly Capacity Charge

For the purpose of calculating the Monthly Capacity Charge (MC) per kW for billings under Capability Payment for each unit, the following formula shall be followed:

MONTHLY CAPACITY CHARGE

MC = Monthly Capacity Charge (\$/kW-Month)

MC = $[DGURB * ((CM + F)/12) + OXP - ITC/(1-T)] / CP$

Where:

DGURB = Designated Generating Unit Rate Base per Section 40.04

CM = The weighted average cost of capital consistent with the procedures used by each Operating Company to calculate its AFUDC rate, determined as follows:

CM = $(DR * i) + (PR * p) + (ER * c)$, where

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DR = Ratio of Debt Capital and Preferred Stock with tax deductible dividends (QUIPS) at the last day of the month immediately preceding the current service month
PR = Ratio of Preferred Stock without tax deductible dividends at the last day of the month immediately preceding the current service month
ER = Ratio of Common Stock at the last day of the month immediately preceding the current service month
i = Average embedded cost of debt capital outstanding at the last day of the month immediately preceding the current service month
p = Average embedded cost of preferred stock outstanding at the last day of the month immediately preceding the current service month
c = Return on common equity at 11.0%
F = Federal and State Income Tax as determined from the following:
 $F = T / (1 - T) * (CM - DR * i)$

Where:

$T = f + s - fs$ when federal tax is not deductible in computing state tax, and
 $T = (f + s - 2fs) / (1 - fs)$ when federal tax is deductible in computing state tax, and
f = Federal Income Tax Rate
s = State Income Tax Rate

OXP = Operating Expense per Section 40.05

ITC = ITC Amortization recorded in FERC Account 411 directly associated with the Designated Generating Unit if known; otherwise, an allocation of ITC Amortization recorded in FERC Account 411 based on a gross plant-related balance ratio

CP = Capability for the Designated Generating Unit as defined in Section 2.14 of the Entergy System Agreement for the service month

General Notes:

- (a) Labor ratios shall be determined based on the sum of the payroll expenses for the owner of the DGU, including those payroll expenses billed to it by EOI and ESI, for the service month.
- (b) Plant ratios shall be determined based on plant in service balances as of the end of the month immediately preceding the service month.

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Associate General Counsel

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40.07 Adjustment for Tax Changes

The Capability Payment as determined above shall be adjusted to reflect the imposition of any applicable new taxes not included in the above formula or for any increase or decrease in taxes included as of the date of this Agreement.

40.08 Billings Procedure

Bills for services rendered under Section 40.06 shall be issued within 45 days following the end of the service month and shall be payable within 10 days of receipt. Five days after such bill is due, interest shall accrue on any balance due at the rate as determined in Section 35.19a(2)iii of the FERC Regulations. The billing provisions under Section 4.14 of the Entergy System Agreement shall not apply to billings under Section 40.06 of this Service Schedule MSS-4.

40.09 Designated Power Purchase

- (a) A Designated Power Purchase shall be any portion of a power purchase contract the sale and purchase of which is made pursuant to Section 40.01 hereof, which is mutually agreed upon by the purchaser and the seller. Any resale of a power purchase from the Grand Gulf nuclear unit pursuant to Section 40.09 shall be subject to the approval of the Commission and the regulatory agency of the purchasing company.
- (b) Any Company that makes a Designated Power Purchase of a portion of the capability of the power purchase contract from which the sale and purchase is made shall be entitled to receive each hour, the same portion of the total energy purchased pursuant to the Designated Power Purchase subject to review by the FERC.

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Associate General Counsel

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- (c) Sales to one Company of power purchased by another Company shall be priced at the delivered cost of said purchase incurred by the selling Company as recorded in FERC Accounts 555 and 565, excluding all timing effects on such costs due to retail ratemaking decisions on a monthly basis, and shall be billed pursuant to Section 4.14 of the Entergy System Agreement subject to review by the FERC.

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Associate General Counsel

Effective: November 21, 2006

Issued on: September 22, 2006

This Service Schedule MSS-4 shall be attached to and become a part of the Agreement dated the 23rd day of April, 1982 and shall be effective with said Agreement or at such later date as may be fixed by any requisite regulatory approval or acceptance for filing.

Attest

ARKANSAS POWER & LIGHT COMPANY

Original signed by
R. J. Estrada
Assistant Secretary

Original signed by
Jerry Maulden
President

Attest

LOUISIANA POWER & LIGHT COMPANY

Original signed by
W. H. Talbot
Secretary

Original signed by
J. M. Wyatt
President

Attest

MISSISSIPPI POWER & LIGHT COMPANY

Original signed by
R. J. Estrada
Assistant Secretary

Original signed by
D. C. Lutken
President

Attest

NEW ORLEANS PUBLIC SERVICE INC.

Original signed by
William C. Nelson
Secretary

Original signed by
James M. Cain
President

Issued by: Kimberly Despeaux
Associate General Counsel

Effective: November 21, 2006

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Attachment 4
RBF1-07-0165
Response to Request for Additional Information

Exhibit 3
Managers, Directors, and Officers
(2 pages)

**Entergy Gulf States Louisiana, L.L.C. and
Entergy Texas, Inc.
Managers, Directors, and Officers**

The proposed managers and officers of Entergy Gulf States Louisiana, L.L.C. and the proposed directors and officers of Entergy Texas, Inc. are set forth below.

Entergy Gulf States Louisiana, L.L.C.

Managers

E. Renae Conley
Leo P. Denault
Mark T. Savoff
Gary J. Taylor

Officers

E. Renae Conley
President and Chief Executive Officer

Gary J. Taylor
Group President, Utility Operations

Robert D. Sloan
*Executive Vice President,
General Counsel and Secretary*

Joseph T. Henderson
*Senior Vice President and
General Tax Counsel*

Theodore H. Bunting, Jr.
*Senior Vice President and
Chief Accounting Officer*

Steven C. McNeal
Vice President and Treasurer

Jay A. Lewis
*Vice President, Chief Financial Officer – Utility
Operations Group*

David C. Harlan
Vice President, System Planning

P.J. Martinez
Vice President, Operations

Entergy Texas, Inc.

Directors

Joseph F. Domino
Leo P. Denault
Mark T. Savoff
Gary J. Taylor

Officers

Joseph F. Domino
President and Chief Executive Officer

Gary J. Taylor
Group President, Utility Operations

Robert D. Sloan
*Executive Vice President,
General Counsel and Secretary*

Joseph T. Henderson
*Senior Vice President and
General Tax Counsel*

Theodore H. Bunting, Jr.
*Senior Vice President and
Chief Accounting Officer*

Steven C. McNeal
Vice President and Treasurer

Jay A. Lewis
*Vice President, Chief Financial Officer – Utility
Operations Group*

David C. Harlan
Vice President, System Planning

Michael Twomey
Vice President – Regulatory Affairs

Murphy A. Dreher
Vice President – State Governmental Affairs

Dawn Abuso
Assistant Secretary

Paul A. Castanon
Assistant Secretary

Michael A. Caruso
Assistant Treasurer

Gary S. Hofman
Assistant Treasurer

Mary Ann Valladares
Assistant Treasurer

Frank Williford
Assistant Treasurer

Patricia A. Galbraith
Tax Officer

Rory L. Roberts
Tax Officer

Jack Blakley
Vice President – Regulatory Affairs

J. Parker McCollough
Vice President – State Governmental Affairs

Dawn Abuso
Assistant Secretary

Paul A. Castanon
Assistant Secretary

Michael A. Caruso
Assistant Treasurer

Gary S. Hofman
Assistant Treasurer

Mary Ann Valladares
Assistant Treasurer

Frank Williford
Assistant Treasurer

Patricia A. Galbraith
Tax Officer

Rory L. Roberts
Tax Officer