

January 3, 2008

Mr. Michael R. Kansler
President & CEO/CNO
Entergy Nuclear Operations
1340 Echelon Parkway
Jackson, MS 39213

SUBJECT: NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION
REGARDING PROPOSED CORPORATE RESTRUCTURING AND
OPPORTUNITY FOR A HEARING - JAMES A. FITZPATRICK NUCLEAR
POWER PLANT (TAC NO. MD6179)

Dear Mr. Kansler:

Enclosed is a copy of a "Notice of Consideration of Approval of Application Regarding Proposed Corporate Restructuring and Opportunity for a Hearing," related to the application dated July 30, 2007, as supplemented by letter dated December 5, 2007, filed by Entergy Nuclear Operations, Inc. on behalf of itself and Entergy Nuclear FitzPatrick, LLC. The application, pursuant to 10 CFR 50.80, seeks approval of the proposed indirect transfer of the James A. FitzPatrick Nuclear Power Plant, Facility Operating License No. DPR-59 and to the extent effected by the proposed corporate restructuring.

This notice is being forwarded to the Office of the Federal Register for publication.

Sincerely,

/ra/

Douglas V. Pickett, Senior Project Manager
Plant Licensing Branch I-1
Division of Operating Reactor Licensing
Office of Nuclear Reactor Regulation

Docket Nos. 50-333 and 72-12

Enclosure:
Notice

cc w/encl: See next page

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FitzPatrick Nuclear Power Plant

cc:

Mr. John F. McCann
Director, Nuclear Safety & Licensing
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Mr. Michael A. Balduzzi
Sr. Vice President & COO
Regional Operations, NE
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Mr. John T. Herron
Sr. Vice President
Entergy Nuclear Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

Sr. Vice President
Engineering & Technical Services
Entergy Nuclear Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

Mr. Peter T. Dietrich
Site Vice President
Entergy Nuclear Operations, Inc.
James A. FitzPatrick Nuclear Power Plant
P.O. Box 110
Lycoming, NY 13093

Mr. Kevin J. Mulligan
General Manager, Plant Operations
Entergy Nuclear Operations, Inc.
James A. FitzPatrick Nuclear Power Plant
P.O. Box 110
Lycoming, NY 13093

Mr. Oscar Limpas
Vice President Engineering
Entergy Nuclear Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

Mr. Joseph P. DeRoy
Vice President, Operations Support
Entergy Nuclear Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

Mr. John A. Ventosa
GM, Engineering
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Ms. Charlene D. Faison
Manager, Licensing
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Mr. Ernest J. Harkness
Director, Oversight
Entergy Nuclear Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

Mr. Michael J. Colomb
Director of Oversight
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Director, Nuclear Safety Assurance
Entergy Nuclear Operations, Inc.
James A. FitzPatrick Nuclear Power Plant
P.O. Box 110
Lycoming, NY 13093

Mr. James Costedio
Manager, Licensing
Entergy Nuclear Operations, Inc.
James A. FitzPatrick Nuclear Power Plant
P.O. Box 110
Lycoming, NY 13093

FitzPatrick Nuclear Power Plant

cc:

Mr. William C. Dennis
Assistant General Counsel
Entergy Nuclear Operations, Inc.
440 Hamilton Avenue
White Plains, NY 10601

Regional Administrator, Region I
U.S. Nuclear Regulatory Commission
475 Allendale Road
King of Prussia, PA 19406

Resident Inspector's Office
James A. FitzPatrick Nuclear Power Plant
U. S. Nuclear Regulatory Commission
P.O. Box 136
Lycoming, NY 13093

Mr. Paul Tonko
President and CEO
New York State Energy, Research, and
Development Authority
17 Columbia Circle
Albany, NY 12203-6399

Mr. Charles Donaldson, Esquire
Assistant Attorney General
New York Department of Law
120 Broadway
New York, NY 10271

Mr. John P. Spath
New York State Energy, Research,
and Development Authority
17 Columbia Circle
Albany, NY 12203-6399

Mr. Paul Eddy
New York State Dept. of Public Service
3 Empire State Plaza
Albany, NY 12223-1350

Oswego County Administrator
Mr. Steven Lyman
46 East Bridge Street
Oswego, NY 13126

Supervisor
Town of Scriba
Route 8, Box 382
Oswego, NY 13126

Mr. James H. Sniezek
BWR SRC Consultant
5486 Nithsdale Drive
Salisbury, MD 21801-2490

Mr. Michael D. Lyster
BWR SRC Consultant
5931 Barclay Lane
Naples, FL 34110-7306

Mr. John Doering
BWR SRC Consultant
P.O. Box 189
Parker Ford, PA 19457

UNITED STATES NUCLEAR REGULATORY COMMISSION

ENTERGY NUCLEAR OPERATIONS, INC.

ENTERGY NUCLEAR FITZPATRICK, LLC

JAMES A. FITZPATRICK NUCLEAR POWER PLANT

DOCKET NOS. 50-333 AND 72-12

NOTICE OF CONSIDERATION OF

APPROVAL OF APPLICATION REGARDING

CORPORATE RESTRUCTURING

AND

OPPORTUNITY FOR A HEARING

The U.S. Nuclear Regulatory Commission (the Commission) is considering the issuance of an Order under 10 CFR 50.80 approving the indirect transfer of the Facility Operating License No. DPR-59 for James A. FitzPatrick Nuclear Power Plant currently held by Entergy Nuclear FitzPatrick, LLC, as owner and Entergy Nuclear Operations, Inc. as the licensed operator of James A. FitzPatrick Nuclear Power Plant.

According to an application for approval filed by Entergy Nuclear Operations, Inc. (ENOI) on behalf of itself and the owners, certain planned corporate restructuring transactions will involve the creation of new intermediary holding companies and/or changes in the intermediary holding companies within the ownership structure for the foregoing licensees. Entergy Nuclear Operations, Inc. will continue to operate the facility and Entergy Nuclear FitzPatrick, LLC will continue to own the facility. There will be no direct transfer of the license. However, the corporate restructuring transactions will result in an indirect transfer of control of the license.

No physical changes to the James A. FitzPatrick Nuclear Power Plant or operational changes are being proposed in the application.

The Board of Directors of Entergy Corporation has proposed that the wholesale nuclear business segment be organized under a publicly owned holding company, referred to as “NewCo,” that will be the indirect parent company of Entergy Nuclear FitzPatrick, LLC.

ENOI will be owned by a parent company referred to as ENOI Holdings, LLC, which, in turn, will be owned 50 percent by Entergy Corporation and 50 percent by NewCo. Each of these 50 percent interests will be held by wholly owned subsidiaries of Entergy Corporation and NewCo.

ENOI will also be converted from a corporation to a limited liability company and its name will be changed to ENOI LLC. Under Delaware law, ENOI LLC will assume all of the rights and responsibilities of ENOI and it will be the same company (legal entity) both before and after the conversion and name change. ENOI will separately submit a request for license amendments to make the administrative changes as a result of ENOI’s name change from “Entergy Nuclear Operations, Inc.” to “ENOI LLC.”

Pursuant to 10 CFR 50.80, no license, or any right thereunder, shall be transferred, directly or indirectly, through transfer of control of the license, unless the Commission shall give its consent in writing. The Commission will approve an application for the indirect transfer of a license, if the Commission determines that the proposed corporate restructuring will not affect the qualifications of the licensee to hold the license, and that the transfer is otherwise consistent with applicable provisions of law, regulations, and Orders issued by the Commission pursuant thereto.

The filing of requests for hearing and petitions for leave to intervene, and written comments with regard to the license transfer application, are discussed below.

Within 20 days from the date of publication of this notice, any person whose interest may be affected by the Commission's action on the application may request a hearing and, if not the applicant, may petition for leave to intervene in a hearing proceeding on the Commission's action. Requests for a hearing and petitions for leave to intervene should be filed in accordance with the Commission's rules of practice set forth in Subpart C "Rules of General Applicability: Hearing Requests, Petitions to Intervene, Availability of Documents, Selection of Specific Hearing Procedures, Presiding Officer Powers, and General Hearing Management for NRC Adjudicatory Hearings," of 10 CFR Part 2 and the NRC E-Filing rule discussed below. In particular, such requests and petitions must comply with the requirements set forth in 10 CFR 2.309. Untimely requests and petitions may be denied, as provided in 10 CFR 2.309(c)(1), unless good cause for failure to file on time is established. In addition, an untimely request or petition should address the factors that the Commission will also consider, in reviewing untimely requests or petitions, set forth in 10 CFR 2.309(c)(1)(I)-(viii).

Those permitted to intervene become parties to the proceeding, subject to any limitations in the Order granting leave to intervene, and have the opportunity to participate fully in the conduct of the hearing. A request for hearing or a petition for leave to intervene must be filed in accordance with the NRC E-Filing rule, which the NRC promulgated in August, 2007, 72 Fed. Reg. 49,139 (Aug. 28, 2007). The E-Filing process requires participants to submit and serve documents over the internet or in some cases to mail copies on electronic storage media. Participants may not submit paper copies of their filings unless they seek a waiver in accordance with the procedures described below.

To comply with the procedural requirements of E-Filing, at least five (5) days prior to the filing deadline, the petitioner/requestor must contact the Office of the Secretary by e-mail at HEARINGDOCKET@NRC.GOV, or by calling (301) 415-1677, to request (1) a digital ID certificate, which allows the participant (or its counsel or representative) to digitally sign

documents and access the E-Submittal server for any proceeding in which it is participating; and/or (2) creation of an electronic docket for the proceeding (even in instances in which the petitioner/requestor (or its counsel or representative) already holds an NRC-issued digital ID certificate). Each petitioner/requestor will need to download the Workplace Forms Viewer™ to access the Electronic Information Exchange (EIE), a component of the E-Filing system. The Workplace Forms Viewer™ is free and is available at <http://www.nrc.gov/site-help/e-submittals/install-viewer.html>. Information about applying for a digital ID certificate is available on NRC's public website at <http://www.nrc.gov/site-help/e-submittals/apply-certificates.html>.

Once a petitioner/requestor has obtained a digital ID certificate, had a docket created, and downloaded the EIE viewer, it can then submit a request for hearing or petition for leave to intervene. Submissions should be in Portable Document Format (PDF) in accordance with NRC guidance available on the NRC public website at <http://www.nrc.gov/site-help/e-submittals.html>. A filing is considered complete at the time the filer submits its documents through EIE. To be timely, an electronic filing must be submitted to the EIE system no later than 11:59 p.m. Eastern Time on the due date. Upon receipt of a transmission, the E-Filing system time-stamps the document and sends the submitter an e-mail notice confirming receipt of the document. The EIE system also distributes an e-mail notice that provides access to the document to the NRC Office of the General Counsel and any others who have advised the Office of the Secretary that they wish to participate in the proceeding, so that the filer need not serve the documents on those participants separately. Therefore, applicants and other participants (or their counsel or representative) must apply for and receive a digital ID certificate before a hearing request/petition to intervene is filed so that they can obtain access to the document via the E-Filing system.

A person filing electronically may seek assistance through the "Contact Us" link located on the NRC website at <http://www.nrc.gov/site-help/e-submittals.html> or by calling the NRC

technical help line, which is available between 8:30 a.m. and 4:15 p.m., Eastern Time, Monday through Friday. The help line number is (800) 397-4209 or locally, (301) 415-4737.

Participants who believe that they have a good cause for not submitting documents electronically must file a motion, in accordance with 10 CFR 2.302(g), with their initial paper filing requesting authorization to continue to submit documents in paper format. Such filings must be submitted by: (1) first class mail addressed to the Office of the Secretary of the Commission, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemaking and Adjudications Staff; or (2) courier, express mail, or expedited delivery service to the Office of the Secretary, Sixteenth Floor, One White Flint North, 11555 Rockville, Pike, Rockville, Maryland, 20852, Attention: Rulemaking and Adjudications Staff. Participants filing a document in this manner are responsible for serving the document on all other participants. Filing is considered complete by first-class mail as of the time of deposit in the mail, or by courier, express mail, or expedited delivery service upon depositing the document with the provider of the service.

Non-timely requests and/or petitions and contentions will not be entertained absent a determination by the Commission, the presiding officer, or the Atomic Safety and Licensing Board that the petition and/or request should be granted and/or the contentions should be admitted based on a balancing of the factors specified in 10 CFR § 2.309(c)(1)(i)-(viii). To be timely, filings must be submitted no later than 11:59 p.m. Eastern Time on the due date.

Documents submitted in adjudicatory proceedings will appear in NRC's electronic hearing docket which is available to the public at http://ehd.nrc.gov/EHD_Proceeding/home.asp, unless excluded pursuant to an Order of the Commission, an Atomic Safety and Licensing Board, or a Presiding Officer. Participants are requested not to include personal privacy information, such as social security numbers, home addresses, or home phone numbers in their filings. With respect to copyrighted works, except for limited excerpts that serve the purpose of

the adjudicatory filings and would constitute a Fair Use application, participants are requested not to include copyrighted materials in their works.

The Commission will issue a notice or Order granting or denying a hearing request or intervention petition, designating the issues for any hearing that will be held and designating the Presiding Officer. A notice granting a hearing will be published in the FEDERAL REGISTER and served on the parties to the hearing.

As an alternative to requests for hearing and petitions to intervene, within 30 days from the date of publication of this notice, persons may submit written comments regarding the license transfer application, as provided for in 10 CFR 2.1305. The Commission will consider and, if appropriate, respond to these comments, but such comments will not otherwise constitute part of the decisional record. Comments should be submitted to the Secretary, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemakings and Adjudications Staff, and should cite the publication date and page number of this FEDERAL REGISTER notice.

For further details with respect to this action, see the application dated July 30, 2007, as supplemented by letter dated December 5, 2007, available for public inspection at the Commission's Public Document Room (PDR), located at One White Flint North, Public File Area O1 F21, 11555 Rockville Pike (first floor), Rockville, Maryland. Publicly available records will be accessible electronically from the Agencywide Documents Access and Management System's (ADAMS) Public Electronic Reading Room on the Internet at the NRC web site, <http://www.nrc.gov/reading-rm/adams.html>. Persons who do not have access to ADAMS or who encounter problems in accessing the documents located in ADAMS should contact the NRC PDR Reference staff by telephone at 1-800-397-4209, or 301-415-4737 or by e-mail to pdr@nrc.gov.

Dated at Rockville, Maryland this 3rd day of January 2008.

-7-

FOR THE NUCLEAR REGULATORY COMMISSION

/ra/

Douglas V. Pickett, Senior Project Manager
Plant Licensing Branch I-1
Division of Operating Reactor Licensing
Office of Nuclear Reactor Regulation