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May 2, 2011

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U. S. Nuclear Regulatory Commission
Attn: Document Control Desk
Washington, DC 20555-0001

Benjamin.Waldrep@duke-energy.com

Subject: Duke Energy Carolinas, LLC
Oconee Nuclear Station, Units 1, 2, & 3, Docket Nos. 50-269, 50-270, and 50-287
McGuire Nuclear Station, Units 1 & 2, Docket Nos. 50-369, 50-370
Catawba Nuclear Station, Units 1 & 2, Docket Nos. 50-413 and 50-414
Oconee Nuclear Station Independent Spent Fuel Storage Installation,
Docket No. 72-004

Response to Request for Additional Information for Request for Threshold
Determination of Nonjurisdiction or in the Alternative, Request for Consent to the
Indirect Transfer of Control of Licenses Pursuant to 10 CFR § 50.80 and
10 CFR § 72.50

References:

1. Letter, Dhiaa M. Jamil, Duke Energy to NRC, "Request for Threshold
Determination of Nonjurisdiction or in the Alternative, Request for Consent to the
Indirect Transfer of Control of Licenses Pursuant to 10 CFR § 50.80 and
10 CFR § 72.50," dated March 31, 2011
2. NRC to Duke Energy, Request for Additional Information Regarding
Duke Energy's Request for Threshold Determination received via electronic
communication April 18, 2011

By letter dated March 31, 2011, Duke Energy requested (Reference 1) a threshold
determination concerning the merger with Progress Energy. On April 18, 2011, Duke Energy
received a request for additional information (Reference 2) via electronic communication from
the NRC.

The purpose of this letter is to provide the requested additional information.

Question

Please provide a step by step narrative explaining the process and time-table to absorb
Progress Energy, Inc. through the sub-merger of Diamond Acquisition Corporation.

Response

Under the merger agreement, the closing of the merger will occur following receipt of all
required shareholder and regulatory approvals and satisfaction of all other conditions to the
merger. In order to effect the merger, Duke Energy and Progress Energy will file articles of
merger with the North Carolina Secretary of State. Until the articles of merger are filed,
Diamond Acquisition Corporation will be a wholly-owned subsidiary of Duke Energy and will be
completely independent of Progress Energy. The filing of the articles of merger will effect the

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immediate merger of Diamond Acquisition Corporation into Progress Energy, meaning that, upon the filing, Diamond Acquisition Corporation will cease to exist and Progress Energy will become a direct, wholly-owned and controlled subsidiary of Duke Energy. At no time will Diamond Acquisition Corporation own or control Progress Energy in any respect.

There are no regulatory commitments contained in this response.

If you should have any questions regarding this submittal, please contact Luellen Jones at 704 382-4753

Sincerely,

A handwritten signature in black ink, appearing to read "B. C. Waldrep". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

Benjamin C. Waldrep
Vice President, Nuclear Corporate

xc:

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Oath or Affirmation

Benjamin C. Waldrep affirms that he is the person who subscribed his name to the foregoing statement, and that all the matters and facts set forth herein are true and correct to the best of his knowledge.

Benjamin C. Waldrep

Benjamin C. Waldrep
Vice President, Nuclear Corporate

Subscribed and sworn to me: May 2, 2011
Date

Elaine Falcone

Notary Public *Elaine Falcone*

My Commission Expires: Feb 27, 2016
Date

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