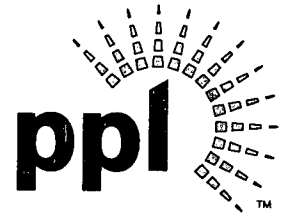


Jeffrey M. Helsel
Nuclear Plant Manager

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JUN 19 2012

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

**SUSQUEHANNA STEAM ELECTRIC STATION
FORM SF 328, "CERTIFICATE PERTAINING
TO FOREIGN INTERESTS"
PLA-6818**

**Docket Nos. 50-387
and 50-388**

*Reference 1: Letter (PLA-6760) F. A. Kearney (PPL) to NRC Document Control Desk
"Form SF 328, "Certificate Pertaining To Foreign Interests," dated November 16, 2011.*

In Reference 1, PPL Susquehanna, LLC (PPL) submitted documentation related to Form SF 328, "Certificate Pertaining to Foreign Interests." The original submittal requested that all attached documentation be protected from public disclosure under the provisions of 10 CFR 2.390. Upon further review, PPL has determined that some of the documents do not require protection from public disclosure. As a means to address the change in the conclusion regarding the required protection, this letter clarifies the status of the applicable documents and replaces the previous Form SF 328 submittal (PLA-6760 dated November 16, 2011) in its entirety.

In connection with the Nuclear Regulatory Commission's Foreign Ownership Control or Influence determination for PPL Susquehanna, LLC, enclosed please find a completed Form SF 328, "Certificate Pertaining to Foreign Interests." A completed Certificate is also enclosed for each of PPL Susquehanna's "ultimate parents" (PPL Corporation, PPL Energy Funding Corporation, PPL Energy Supply, LLC and PPL Generation, LLC) and Susquehanna Steam Electric Station Co-Owner, Allegheny Electric Cooperative, Inc. Please refer to the "Background Information" of the REMARKS TO CERTIFICATE PERTAINING TO FOREIGN INTERESTS, which is attached to each of the completed Certificates, for a brief explanation of PPL Corporation's corporate structure (in relevant part).

Since PPL Corporation's common stock is registered with the Securities Exchange Commission, also enclosed is a copy of its most recent annual report, proxy statement and Form 10-K. The Form 10-K is a combined Form 10-K that PPL Corporation files with PPL Energy Supply, LLC and one other subsidiary of PPL Corporation. PPL Energy Supply is obligated to file periodic reports with the SEC because it has publicly traded debt outstanding. Separate financial statements for PPL Energy Funding Corporation, PPL Generation, LLC or PPL Susquehanna, LLC are not included because

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separate financial statements are not prepared for those entities; however, their respective financial results are consolidated with the financial statements of both PPL Energy Supply, LLC and PPL Corporation.

Also enclosed are the required listing of officers and directors of each of the entities, as well as a copy of their respective organizational documents. If you would like the identities of any "Executive Personnel" below the officer and director level, please let us know.

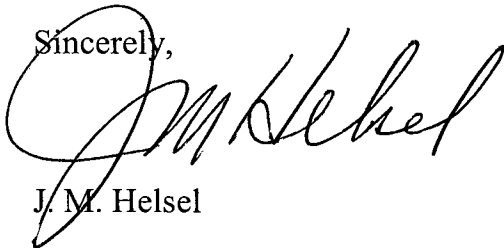
Copies of the SEC Schedules 13G that BlackRock, Inc. and FMR LLC each filed with PPL Corporation are also enclosed. No IRS Forms 5471 are being provided because PPL Corporation's obligation to file such forms is solely attributable to the foreign investments of its indirect, wholly owned subsidiary, PPL Global, LLC, which is a disregarded entity for tax purposes (see the above-referenced REMARKS TO CERTIFICATE PERTAINING TO FOREIGN INTERESTS for PPL Corporation and PPL Energy Funding Corporation for a brief description of PPL Global, LLC).

Secretary Certificates for each of the PPL companies are also included herewith.

Finally, we are requesting that the Forms SF 328 and some of the related documents be protected from public disclosure under the provisions of 10 CFR 2.390 and thus have also included an affidavit to support this request.

If you have any questions, please contact Mr. John Tripoli, Manager, Nuclear Regulatory Affairs at (570) 542-3100.

Sincerely,



J. M. Helsel

- Attachment 1: 2.390 Affidavit
- Attachment 2: Information for PPL Susquehanna, LLC
- Attachment 3: Information for PPL Generation, LLC
- Attachment 4: Information for PPL Energy Supply, LLC
- Attachment 5: Information for PPL Energy Funding Corporation
- Attachment 6: Information for PPL Corporation
- Attachment 7: Information for Allegheny Electric Cooperative, Inc.

Copy: NRC Region I
Mr. P. W. Finney, NRC Sr. Resident Inspector
Mr. D. W. Hase, NRC
Mr. R. R. Janati, DEP/BRP
Ms. C. J. Sanders, NRC Project Manager

Attachment 1 to PLA-6818

2.390 Affidavit

AFFIDAVIT OF JEFFREY M. HELSEL

I, Jeffrey M. Helsel, Nuclear Plant Manager - PPL Susquehanna, LLC, do hereby affirm and state:

1. I am authorized to execute this affidavit on behalf of PPL Susquehanna, LLC and Allegheny Electric Cooperative Inc. (hereinafter referred to as "Licensees") the owners of the Susquehanna Steam Electric Station;

2. Licensees request that the documents contained in Attachments 2A, 2B, 2C, 2D, 2E, 3A, 3B, 3C, 3D, 3E, 4A, 4B, 4C, 4D, 4E, 5A, 5B, 5C, 5D, 5E, 6A, 6B, 6C, 6D, 6E, 7A, 7B, 7C, 7F, 7G that are attached hereto and labeled "CONFIDENTIAL INFORMATION SUBMITTED UNDER 10 C.F.R. §2.390" ("Form SF 328 Documents") be withheld from public disclosure under the provisions of 10 C.F.R. 2.390(a)(4) and (a)(6). These "Form SF 328 Documents" are considered to be confidential in their entirety and therefore no redacted versions are provided.

3. The Form SF 328 Documents contain confidential commercial information, the disclosure of which would adversely affect PPL.

4. The Form SF 328 Documents also contain personal, private information including individual social security numbers, the disclosure of which would adversely affect employees, officers and directors of Licensees.

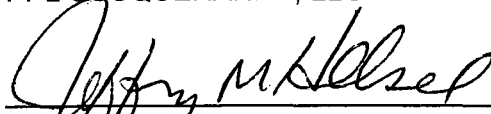
5. This information has been held in confidence by Licensees. To the extent that Licensees have shared this information with others, they have done so on a confidential basis.

6. Licensees customarily keep such information in confidence and there is a rational basis for holding such information in confidence. The information is not available from public sources and could not be gathered readily from other publicly available information.

7. While some of the information contained therein is publicly available, it is not available in the consolidated, comprehensive form presented in this filing.

8. Public disclosure of this information would cause substantial harm to the competitive position of Licensees, because such information has significant commercial value to Licensees.

PPL SUSQUEHANNA, LLC



Jeffrey M. Helsel

Subscribed and sworn before me,
a Notary Public in and for the
Commonwealth of Pennsylvania
This 20th day of June, 2012

