



Entergy Operations, Inc.
1340 Echelon Parkway
Jackson, MS 39213

John F. McCann
Vice President, Regulatory Assurance
Tel: (601) 368-5694

CNRO-2016-00004
February 10, 2016

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

SUBJECT: Notice Regarding Acquisition of Title to Leased Interest

Waterford 3 Steam Electric Station
Docket No. 50-382
License No. NPF-38

Dear Sir or Madam:

The purpose of this letter is to notify the Nuclear Regulatory Commission ("NRC") that Entergy Louisiana, LLC ("ELL") is expected to acquire all of the rights, title and interests in the approximately 10.5% ownership interests in Waterford 3 Steam Electric Station ("Waterford 3") that are currently subject to sale and leaseback arrangements. ELL is currently licensed to "possess" 100% of Waterford 3, *i.e.*, it exercises control over 100% of the license including the approximately 10.5% licensed interests that are subject to the lease arrangements. As such, the change in titled ownership interests does not involve any transfer of control of the license for these interests.

Approval of the purchase transaction is pending before the U.S. Federal Energy Regulatory Commission ("FERC"). FERC approval is expected in the coming weeks with the transaction expected to close upon receipt of this approval.

On September 18, 1989, the NRC issued Amendment No. 57 to the Waterford 3 Operating License No. NPF-38, authorizing the transfer of up to 100 percent of the undivided ownership interests in Waterford 3 by way of a sale and leaseback financing transaction involving one or more passive "owner participants" or equity investors. Three owner participants subsequently acquired interests totaling 10.47434691440% of Waterford 3.

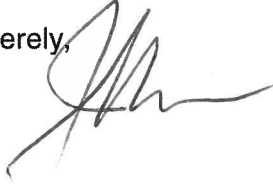
License Condition 2.B(7)(b) requires that NRC be provided notice whenever there is a change in the terms or conditions of the sale and leaseback arrangements. In this instance, the sale and leaseback arrangements will be terminated, and ELL will acquire all of the rights, title and interests formerly subject to those arrangements.

No regulatory action is necessary in response to this notification.

This letter contains no new regulatory commitments.

If you require additional information concerning this license transfer request, please contact Mr. Bryan Ford, Senior Manager, Fleet Regulatory Assurance, at (601) 368-5516.

Sincerely,



John F. McCann

cc: Director, Nuclear Reactor Regulation
U.S. Nuclear Regulatory Commission
Washington, D.C. 20555

U.S. Nuclear Regulatory Commission
NRC Project Manager for Waterford 3 Steam Electric Station
Washington, DC 20555

U.S. Nuclear Regulatory Commission
Office of the General Counsel
Washington, DC 20555

Mr. M. Chisum (W3)
Ms. D. Jacobs (ECH)
Mr. J. Jarrell (W3)
Mr. B. S. Ford (ECH)
Ms. Dawn Balash (ENT)