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 FACIL:STN-50-528 Palo Verde Nuclear Station, Unit 1, Arizona Publi 05000528
 STN-50-529 Palo Verde Nuclear Station, Unit 2, Arizona Publi 05000529
 70-2949 Arizona Public Service Co., Phoenix, AZ, 07002949
 AUTH.NAME AUTHOR AFFILIATION
 VAN BRUNT,E.E. Arizona Public Service Co.
 RECIP.NAME RECIPIENT AFFILIATION
 FOGARTY,D.J. Southern California Edison Co.

SUBJECT: Forwards Amends 2 & 3 to Indemnity Agreement B-95.

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Arizona Nuclear Power Project

P.O. BOX 52034 • PHOENIX, ARIZONA 85072-2034

ANPP-32142-EEVB/WFQ

March 14, 1985

Mr. David J. Fogarty
Executive Vice President
Southern California Edison Co.
2244 Walnut Grove Ave.
Rosemead, CA 91770

Subject: Palo Verde Nuclear Generating Station (PVNGS)
Units 1 and 2
Docket Nos. STN 50-528/529; 70-2949
License Nos. SNM-1887, SNM-1922, NPF-34
Amendment to Indemnity Agreement No. B-95,
Amendment No. 2 and Amendment No. 3
File: 85-004-028

Dear Sir:

Enclosed, please find one signed copy each of Amendment to Indemnity Agreement No. B-95, Amendment No. 2 and Amendment No. 3 between, Arizona Public Service Company, Salt River Project Agricultural Improvement and Power District, El Paso Electric Company, Los Angeles Department of Water and Power, Southern California Edison Company, Public Service Company of New Mexico, Southern California Public Power Authority, and the U.S. Nuclear Regulatory Commission, for your review and files.

Should you have any questions, please feel free to call.

Very truly yours,

E. E. Van Brunt, Jr.
Executive Vice President
Project Director

EEVB/JRP/mb

Attachments

- (1) Amendment to Indemnity Agreement No. B-95, Amendment No. 2
- (2) Amendment to Indemnity Agreement No. B-95, Amendment No. 3

cc: Director, Region V USNRC

Assistant Director, State and Licensee Relations, Office of State Relations--
Jerome Saltzman

NRC Project Manager - E. A. Licitra

NRC Resident Inspector - R. P. Zimmerman

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UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D. C. 20555

Docket No. 70-2949

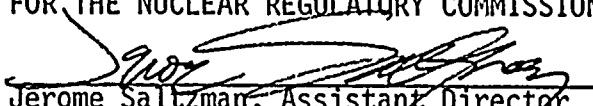
AMENDMENT TO INDEMNITY AGREEMENT NO. B-95
AMENDMENT NO. 2

Effective December 31, 1984, Indemnity Agreement No. B-95 between Arizona Public Service Company, Southern California Edison Company, Salt River Project Agricultural Improvement and Power District, Public Service Company of New Mexico, El Paso Electric Company and Southern California Public Power Authority and the U. S. Nuclear Regulatory Commission, dated January 26, 1983, as amended, is hereby further amended as follows:

"On and after the date Los Angeles Department of Water and Power acquires an ownership interest in Palo Verde Nuclear Generating Station, Unit 1 as authorized by Facility Operating License No. NPF-34, the following named licensee shall be added and be a party to the Indemnity Agreement as amended as of such date:"

"Los Angeles Department of Water and Power"

FOR THE NUCLEAR REGULATORY COMMISSION


Jerome Saltzman, Assistant Director
State and Licensee Relations
Office of State Programs

Accepted February 13, 1985

By 
ARIZONA PUBLIC SERVICE COMPANY

Accepted February 14, 1985

By 
SALT RIVER PROJECT AGRICULTURAL
IMPROVEMENT AND POWER DISTRICT

Accepted February 13, 1985

By 
EL PASO ELECTRIC COMPANY

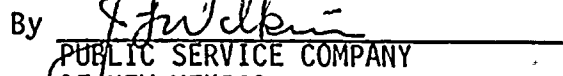
Accepted February 13, 1985

By 
LOS ANGELES DEPARTMENT OF
WATER AND POWER

Accepted February 13, 1985

By 
SOUTHERN CALIFORNIA EDISON CO.


Accepted February 13, 1985

By 
PUBLIC SERVICE COMPANY
OF NEW MEXICO

Accepted February 27, 1985

By 
SOUTHERN CALIFORNIA PUBLIC POWER
AUTHORITY

ATTEST AND COUNTERSIGN


ASS. SECRETARY



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D. C. 20555

Docket No. 50-528

AMENDMENT TO INDEMNITY AGREEMENT NO. B-95
AMENDMENT NO. 3

Effective December 31, 1984, Indemnity Agreement No. B-95, between Arizona Public Service Company, Southern California Edison Company, Salt River Project Agricultural Improvement and Power District, Public Service Company of New Mexico, El Paso Electric Company, Southern California Public Power Authority, Los Angeles Department of Water and Power and the U.S. Nuclear Regulatory Commission, dated January 26, 1983, as amended, is hereby further amended as follows:

Item 1 of the Attachment to the indemnity agreement is deleted in its entirety and the following substituted therefor:

Item 1 - Licensees	Arizona Public Service Company Southern California Edison Company Salt River Project Agricultural Improvement and Power District Public Service Company of New Mexico El Paso Electric Company Southern California Public Power Authority Los Angeles Department of Water and Power*
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Item 2a. of the Attachment to the indemnity agreement is deleted in its entirety and the following substituted therefor:

Item 2 - Amount of financial protection

a. \$1,000,000	(From 12:01 a.m., January 26, 1983 to 12 midnight December 30, 1984 inclusive)
\$160,000,000**	(From 12:01 a.m., December 31, 1984)

Item 3 of the Attachment to the indemnity agreement is deleted in its entirety and the following substituted therefor:

* Los Angeles Department of Water and Power will become a party to the Indemnity Agreement on and after the date when it acquires an ownership interest in the facility described in Facility Operating License No. NPF-34

** And, as of August 1, 1977, the amount available as secondary financial protection.

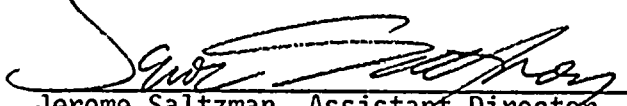
Item 3 - License number or numbers

SNM-1887	(From 12:01 a.m., January 26, 1983 to 12 midnight December 30, 1984 inclusive)
SNM-1922	(From 12:01 a.m., December 19, 1983)
NPF-34	(From 12:01 a.m., December 31, 1984)

Item 5 of the Attachment to the indemnity agreement is amended by adding the following:

Nuclear Energy Liability Policy (Facility Form) No. MF-116 issued by Mutual Atomic Energy Liability Underwriters.

FOR THE NUCLEAR REGULATORY COMMISSION


Jerome Saltzman, Assistant Director
State and Licensee Relations
Office of State Programs

Accepted February 13, 1985

By 
ARIZONA PUBLIC SERVICE COMPANY

Accepted February 13, 1985

By 
SOUTHERN CALIFORNIA EDISON CO.

Accepted February 14, 1985

By 
SALT RIVER PROJECT AGRICULTURAL
IMPROVEMENT AND POWER DISTRICT

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EL PASO ELECTRIC COMPANY

Accepted February 27, 1985

By 
SOUTHERN CALIFORNIA PUBLIC POWER
AUTHORITY

Accepted February 13, 1985

By 
LOS ANGELES DEPARTMENT OF
WATER AND POWER

ATTEST AND COUNTERSIGN:


Asst. SECRETARY