LAW OFFICES OF

BISHOP, LIBERMAN, COOK, PURCELL & REYNOLDS

1200 SEVENTEENTH STREET, N.W. WASHINGTON, D.C.20036 (202) 857-9800

TELEX 440574 INTLAW UI

IN NEW YORK

BISHOP, LIBERMAN & COOK 1155 AVENUE OF THE AMERICAS NEW YORK, NEW YORK 10036 (212) 704-0100 TELEX 222767

(202) 857-9831

November 2, 1984

Mr. Harold R. Denton Director Office of Nuclear Reactor Regulation U.S. Nuclear Regulatory Commission Washington, DC 20555

> Re: In the Matter of Mississippi Power & Light Company, Grand Gulf Nuclear Station, Unit 1, Docket No. 50-416.

Dear Mr. Denton:

In early December, 1984, Claiborne County, Mississippi plans to issue pollution control revenue bonds ("PCRB's"), the proceeds from the sale of which will be used to finance the ownership interest of Middle South Energy, Inc. ("MSE") in certain pollution control facilities at Grand Gulf Nuclear Station, Unit No. 1. In order to satisfy the pertinent requirements of the Internal Revenue Code and Internal Revenue Service Regulations (§1.103-8(g)(2)(i)), MSE requests that the NRC certify that the pollution control facilities being financed are in furtherance of the abatement or control of water pollution or atmospheric pollutants or contaminants.

The NRC has previously certified other Grand Gulf facilities financed by previous series of PCRB's (letter from Edson G. Case, Jr., dated December 21, 1983, copy attached). For your convenience, we are enclosing a form of In Furtherance Certification, with attached description of the facilities.

9411060336 841102 PDR ADOCK 05000416 I PDR

2999

Mr. Harold R. Denton November 2, 1984 Page Two

We understand that this form is consistent with that currently being used by the NRC in connection with certifications for other facilities. We are also enclosing a resolution adopted by the Board of Supervisors of Claiborne County, Mississippi, dated October 29, 1984, which confirms and declares the County's intention to issue the PCRB's for this project.

As I indicated in my conversation with Mr. Case of November 1, 1984 and Mr. Kintner of November 2, 1984, we request that you issue the In Furtherance Certification no later than November 18, 1984, in order to permit the financing to proceed in early December as scheduled. Please let me know if you require any further information.

Sincerely,

thoust

Counsel for Middle South Energy Inc.

JBK:kkm

Enclosures (3)

cc: Mr. E. Case Mr. E. Jakel Mr. L. Kintner

Joseph B. Knotts, Jr.

LIST OF ATTACHMENTS

Attachment 1 - December 21, 1983 Certification

1

- Attachment 2 Form of In Furtherance Certification for November 1984 Certification with Attachment "General Description of Facilities"
- Attachment 3 Resolution of Claiborne County, Mississippi to issue pollution control revenue bonds for Middle South Energy Inc. Project



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

DEC 21 1983

Mr. Troy B. Conner, Jr. Conner & Wetterhahn, P.G. 1747 Pennsylvania Avenue, N.W. Washington, D.C. 20006

> In the Matter of MISSISSIPPI POWER AND LIGHT COMPANY (Grand Gulf Nuclear Station, Unit 1) Docket No. 50-416

Dear Mr. Conner:

In response to your letter of September 16, 1983, the NRC Staff has reviewed (1) the Resolution adopted on June 10, 1983, by the Board of Supervisors of Claiborne County, Mississippi, and (2) the Internal Revenue Service ruling of May 12, 1983, pertaining to the Grand Gulf Nuclear Station Project. We are satisfied that the portions of the Grand Gulf Nuclear Station, Unit 1, for which you have requested NRC certification are "pollution control facilities".

Copies of your request and this response along with the IRS ruling of May 12, 1983, and the June 20, 1983 Resolution adopted by the Board of Supervisors of Clairborne County, Mississippi, will be available for inspection at the local public document room (Hinds Junior College, George M. McLendon Library, Raymond, Mississippi) and at the Commission's Public Document Room at 1717 H Street, N.W., Washington, D.C.

Sincerely. DSm

Edson G. Case Deputy Director Office of Nuclear Reactor Regulation

Enclosure: As stated

POR 8401090625

cc w/enclosure: Service List

Grand Gulf

1.48 2

Mr. J. P. McGaughy Vice President Nuclear Production Mississippi Power & Light Company P. O. Box 1640 Jackson, Mississippi 39205

cc: Robert B. McGehee, Esquire Wise, Carter, Child, Steen and Caraway P. O. Box 651 Jackson, Mississippi 39205

Troy B. Conner, Jr., Esquire Conner and Welterhahn 1747 Pennsylvania Avenue, N. W. Washington, D. C. 20006

Mr. J. F. Fager, Senior Vice President Middle South Energy, Inc. 225 Baronne Street P. O. Box 6100 New Orleans, Louisiana 70161

Mr. Larry Dale Mississippi Power & Light Company P. O. Box 1640 Jackson, Mississippi 39205

Mr. R. W. Jackson, Project Engineer Grand Gulf Nuclear Station Bechtel Power Corporation Gaithersburg, Maryland 20760

Mr. Alan G. Wagner Resident Inspector Route 2, Box 150 Port Gibson, Mississippi 39150 Docket No. 50-416

Grand Gulf Nuclear Station, Unit 1

CERTIFICATE

I, Edson G. Case, Deputy Director, Office of Nuclear Reactor Regulation of the United States Nuclear Regulatory Commission, being duly authorized, certify as follows:

(1) The Resolution adopted by the Board of Supervisors of Claiborne County, Mississippi, entitled "Resolution Authorizing the Filing of Petition with the Mississippi Board of Economic Development for Approval of the Issuance of Pollution Control Revenue Bonds in Principal Amount not to Exceed One Hundred Million Dollars (\$100,000,000) and for Related Purposes" has been submitted to the NRC by counsel for Mississippi Power and Light Company ("the Applicant"). The Resolution contains a project description of Grand Gulf Nuclear Station (both Units 1 and 2).

(2) The Resolution describes, among other things, the following systems in Grand Gulf Nuclear Station, Unit 1:

- (a) The closed loop cooling water system;
- (b) The components of the radwaste and other waste systems (including the Oily Waste and chemical Waste systems); and
- (c) The Skyshine Shielding System.

(3) Applicant's counsel has requested that, the NRC certify that certain of the systems listed in paragraph (2) above, as designed, are in furtherance of the purpose of controlling water pollution and atmospheric pollutants, respectively.

Acting as a duly authorized representative of the NRC, I hereby certify that, the systems in Unit 1, enumerated in paragraph (2) above, as designed, are in furtherance of the purpose of controlling water pollution and atmospheric onts.

FOR THE NUCLEAR REGULATORY COMMISSION

Edson G. Case

Dated at Bethesda, Maryland this _21st day of December 1983

CERTIFICATE

GRAND GULF NUCLEAR POWER STATION, UNIT 1

POLLUTION CONTROL FACILITIES

The Nuclear Regulatory Commission hereby certifies as follows:

(a) that it has examined Txhibit A attached hereto which is entitled "General Description of the Facilities" and which describes certain facilities which have been constructed, are under construction or are to be constructed at the Grand Gulf Nuclear Power Station, Unit 1, a nuclear electric power generating plant located in Claiborne County, Mississippi, which p is owned in part by Middle South Energy, Inc.

(b) that such facilities, as designed, are in furtherance of the purpose of abating or controlling atmospheric pollutants or contaminants or water pollutants resulting from the generation of electricity at the Grand Gulf Nuclear Power Station, Unit 1.

For the Nuclear Regulatory Commission

By: Office of Nuclear Reactor Regulation

Dated at _____, 1984.

. . .

EXHIBIT A

Liquid Waste Systems

The Liquid Waste Systems include the Reactor Water Cleanup System, the Liquid Radwaste System, and the portion of the Radwaste Building (77.7% of the financeable cost) that is for liquid waste systems.

The Reactor Water Cleanup System includes pumps, heat exchangers, filter demineralizers, strainers and tanks necessary to provide continuous purifying treatment of the reactor water. The portion of this system that is financeable is the equipment required to collect the backwash liquid waste which would normally go to drains.

The Liquid Radwaste System includes three primary subsystems (equipment drains, floor drains, and chemical waste processing) which are designed to control, collect, store, process, treat and dispose of low level radioactive liquid wastes. This system was designed according to governmental regulations to meet radioactivity protection standards far in excess of standards necessary for safety. A hypothetical Alternate System has been designed which would still easily meet all safety standards. This Alternate System is far less expensive to construct than the existing system. The portion of the Liquid Radwaste System that is financeable is the incremental portion of the existing system's cost that is above the total cost of the Alternate System.

1.14

Gaseous Waste Systems

The Gaseous Waste Systems include the Turbine Building Ventilation System and the portion of the Radwaste Building allocated to gaseous waste.

The Turbine Building Ventilation System consists of heating, ventilation, and cooling systems designed to provide an environment with controlled temperature and humidity. The poltion of this system that is included in the financeable cost is the exhaust collection and exhaust ductwork, exhaust filters, fans and radiation monitors.

The portion of the Radwaste Building (8.0% of the financeable cost) that is for gaseous waste contains systems that treat and dispose of radioactive gaseous wastes that are generated in the Radwaste Building.

Solid Waste Systems

The Solid Waste Systems include the spent resin regenerative portions of the Makeup Water Treatment System and the Condensate Cleanup System, and parts of the Radwaste Building.

The function of the Makeup Water Treatment System is to provide demineralized water for the plant. The portion of this system that is included in the financeable cost is the spent resin regeneration equipment. This equipment consists of field tanks, caustic tank, acid and caustic transfer pumps, catic is and anions tank waste piping to drains, caustic dilution water heater tank and sulfuric acid day tank.

Equipment has been added to regenerate spent demineralizer resins that would otherwise be discarded as solid radioactive waste. The equipment including tanks, pumps, and valves, is financeable as solid waste equipment. This equipment is found in the condensate cleanup system and the solid waste portion of the liquid radwaste system.

The portion of the Radwaste Building (14.3% of the financeable cost) that is for solid waste contains systems that collect, store, package, and prepare radioactive solid waste for disposal.

Spent resin is unusable and of no value. The company does not expect to sell, or to be able to sell, spent resin at any price.

-3-

Spent Fuel Storage Facility

Spent nuclear fuel and fuel assemblies are stored and disposed of in the Spent Fuel Storage Facility. Due to current industry and regulatory conditions, spent nuclear fuel is a solid waste with no current value or use. Only that portion of the fuel handling system used for spent fuel storage is included in the scope of the exempt facilities.

The portions of this syste: that are included in the financeable cost are the spent fuel pool, 1 ners, high density fuel storage racks in the spent fuel pool and the additional spent fuel pool cooling and cleaning capacity required for the spent fuel pool.

Also included in the financeable cost of the Spent Fuel Storage Facility is that portion of the auxiliary building that is dedicated to spent fuel storage and handling. The areas of the building that are included consist of the spent fuel platform and 150 ton crane, spent fuel pool, spent fuel transfer canal, shipping cask pool, cask washdown area, and spent fuel cask handling area. The railroad car fuel cask loading bay and equipment are also included as well as the railroad spur into the fuel building because they are also dedicated to spent fuel handling and disposal.

The company does not expect to sell, or to be able to sell, spent nuclear fuel and fuel assemblies at any price.

-4-

Energy Service Center Sanitary System

The Sanitary System consists of facilities for the Energy Services Center that are designed to treat and dispose of sewage. It is sized to serve 350 persons with a load criterion of 33,947 gallons per day.

The portion of this system that is financeable consists of all sanitary waste piping in the Energy Services Center and the sanitary waste pipe from the Center to the Treatment P ant. The Sanitary Waste Treatment Plant itself is <u>not</u> included in the financeable cost because it has been in service for more than a year.

The Board of Supervisors took up the matter of issuance of the pollution control revenue bonds of Claiborne County, Mississippi, in the principal amount not to exceed Two Hundred Thirty-Five Million Dollars (\$235,000,000) to defray the cost of acquiring certain pollution control facilities to be used for the elimination, mitigation and/or prevention of air and water pollution at the Grand Gulf Nuclear Station located within the Issuer in Claiborne County, Mississippi. The Clerk reported that pursuant to the resolution adopted October 23, 1984, Notice of Mississippi Board of Economic Development Approval for Pollution Control Project and Issuance of Revenue Bonds was published on October 25, 1984 in the Port Gibson Reveille, a newspaper published and having general circulation in Claiborne County, Mississippi, and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as evidenced by the publisher's affidavit and proof of publication which was thereupon ordered to be filed in the minutes of the Governing Body as follows:

Notice of Mississippi Beard of Revenue Reads Office is hereby given by the Beard of Supervisors of Claiborne County, Mississippi, and the Mississippi Beard of Supervisors of Claiborne County, Mississippi Action for the elimination, mitigation and/or preven- tion of air and water pollution control facilities designed acd to be used for the elimination, mitigation and/or preven- tion of air and water pollution is the Grand Gulf Nucker Station located within the Issuer in Claiborne County, Mississippi, and has given approval to the Board of Supervisors of Catiborne County, Mississippi, amount not to enceed Two Hundred Thirty-Five Million Dollars (225,000,000) to defray the cost thereof. State OF MISSISSIPPI, Claiborne County, Mississippi, and has approve amount not to enceed Two Hundred Thirty-Five Million Dollars (225,000,000) to defray the cost thereof. State OF MISSISSIPPI, Claiborne County, Mississippi, adapted October 23, 184. By order of the Board of Supervisors of Claiborne County, Mississippi, adapted October 23, 184. State New County, Mississippi, and has given approval to the count of the Publication decade of the elimination, mitigation and/or preven- countrol revenue bonds in principal amount not to enceed Two Hundred thereof. State County, Mississippi, and has given approval to the count of the Board of Supervisors of Claiborne County, Mississippi, adapted October 23, 184. By order of the Board of Supervisors of Liborne County, Mississippi, adapted October 23, 184. Supervisors of Claiborne of the County, Mississippi, adapted October 23, 184. And I And I And I And I And I And I And I And I Misside of the copy mexed, and that I find the proof of pu	
Notice is hereby given by the Board of Supervisors of Claiborne County, Mississippi, that pursuant to Sections #17:101 through 49:17:123, Mississippi pi Code of 1972, the Mississippi Board of Economic Development has approv- ed certain pollution control facilities designed and to be used for the elimination, mitigation and/or preven- tion of air and water pollution at the Grand Gulf Nuclear Station located within the Issuer in Claiborne County, Mississippi, and has given approval to the Board of Supervisors of Claiborne County, Mississippi, to issue pollution endered returne bonds in principal appound not to exceed Two Hundred Thirty-Five Million Dollars of Claiborne County, Mississippi, adopted October 23, 1984. STELLA H. JELNINGS Clerk, Board of Supervisors Oct. 25-11.	
Notice is hereby given by the Beard of Supervisors of Claiborne County, Mississippi, that pursuant to Sections designed and to be used for the elimination, miligation and/or preven- tion of air and water pollution at the Grand Gulf Nuclear Station located within the Issuer in Claiborne County, Mississippi, and has given approval to the Board of Supervisors of Claiborne County, Mississippi, amount not to exceed Two Hundred Thirty-Five Million Dollars (#235,000,000) to defray the cost thereof. By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. STELLA H. JELANINGS Clerk, Board of Supervisors of Caiborne County, Mississippi, adopted October 25, 1984. STELLA H. JELANINGS Clerk, Board of Supervisors of Caiborne County, Mississippi, adopted October 25, 1984. STELLA H. JELANINGS Clerk, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. STELLA H. JELANINGS Clerk, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County, Mississippi, adopted October 25, 1984. Stell K, Board of Supervisors of Claiborne County Mindred correctly made	
Wississippi, that pursuant to Sections Wississippi, that pursuant to Sections Wississippi, that pursuant to Sections Wississippi, that pursuant to Sections Of said County, 	
of said County,	
directain pollution control facilities designed acid to be used for the formulation, mitigation and/or prevention of air and water pollution at the Grand Gulf Nuckar Station located within the Issuer in Claiborne County, Mississippi, to issue pollution control facilities apport to first publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm is a copy, has been made in said poper consecutively. to-with the result of the Board of Supervisors of Claiborne County, Mississippi, adopted October 22, 1984. STELLA H. JELAMINGS Clerk, Board of Supervisors Oct. 25-11. On the gray of the Board of Supervisors of Claiborne County, Mississippi, adopted October 22, 1984. And I Canada Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. On the gray of the papers containing said notice has a supervisors of Claiborne County, Mississippi, adopted October 23, 1984. Ort 25-11.	115
designed and to be used for the elimination, mitigation and/or preven- tion of air and water pollution at the Grand Gulf Nuckear Station located within the Issuer in Claiborne County, Mississippi, to issue pollution ecourtol revenue bonds in principal amount not to exceed Two Hundred Thirty-Five Million Dollars (\$225,000,000) to defray the cost thereof. By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 22, 1984. STELLA H. JEI/MINGS Clerk, Board of Supervisors Oct. 25-11.	int
paper has been established for more than twelve months prior to first publication mentioned below; and who ful makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm is a copy, has been made in said paper consecutively, to with the copy makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm makes oath that publication of a notice, of which, the arm is a copy, has been made in said paper consecutively, to with a copy, has been made in said paper consecutively, to with a copy, has been made in said paper consecutively, to with a copy, has been made in said paper consecutively, to with the copy of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. STELLA H. JELAMINGS Clerk, Board of Supervisors Oct. 25-1L do hereby certify that the papers containing said notice here produced before me, and by me compared with the copy nexed, and that I find the proof of publication therest to correctly made.	and the second
Grand Gulf Nuclear Station located within the Issuer in Claiborne County, Mississippi, and has given approval to the Board of Supervisors of Claiborne County, Mississippi, to issue pollution countrol revenue bonds in principal account not to exceed Two Hundred Thirty-Five Million Dollars (#235,000,000) to defray the cost thereof. By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. STELLA H. JEL/MINGS Clerk, Board of Supervisors Oct. 25-11.	and the second
Mississippi, and has given approval to the Board of Supervisors of Claiborne County, Mississippi, to issue pollution control revenue bonds in principal anowin not to exceed Two Hundred Thirty-Five Million Dollars (#225,000,000) to defray the cost thereof. Images oath that publication of a notice, of which, the arm is a copy, has been made in said poper consecutively, to-with On the day of day of By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. On the day of STELLA H. JELANNOSS Clerk, Board of Supervisors Oct. 25-11. On the day of do hereby certify that the papers containing said notice h been produced before me, and by me compared with the copy nexed, and that I find the proof of publication therest to correctly made	han
The Board of Supervisors of Claiborne Country, Mississippi, to issue pollution sentrol revenue bonds in principal annount not to exceed Two Hundred Thirty-Five Million Dollars (#235,000,000) to defray the cost thereof. On the day of day of By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. On the day of STELLA H. JEL/MINGS Clerk, Board of Supervisors Oct. 25-it. On the day of And I And And A Stelling Solution (And that I find the proof of publication therest to correctly made	xed
account not to exceed Two Hundred Thirty-Five Million Dollars (#225,000,000) to defray the cost thereof. On the day of By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. On the day of STELLA H. JELANDIGS Clerk, Board of Supervisors Oct. 25-It. On the day of do hereby certify that the papers containing said notice h been produced before me, and by me compared with the copy nexed, and that I find the proof of publication therest to correctly made	1
adopted October 23, 1984. STELLA H. JENNINGS Clerk, Board of Supervisors Oct. 25-it. On the day of On the	
(#225,000,000) to defray the cost By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 22, 1984. STELLA H. JEININGS Clerk, Board of Supervisors Oct. 25-11. On the do the produced before me, and by me compared with the copy nexed, and that 1 find the proof of publication therest to correctly made	
By order of the Board of Supervisors of Claiborne County, Mississippi, adopted October 23, 1984. STELLA H. JELANNOS Clerk, Board of Supervisors Oct. 25-11. On the day of day of And I L A H. day	
of Claiborne County, Mississippi, adopted October 23, 1984. STELLA H. JEI/MINGS Cterk, Board of Supervisors Oct. 25-11. On the day of day of And I A A A A fullif. Public And I A A A fullif. Public And I A A A fullif. Public do hereby certify that the papers containing said notice h been produced before me, and by me compared with the copy nexed, and that I find the proof of publication thereof to correctly made	
STELLA H. JEIMINGS Clerk, Board of Supervisors Oct. 25-it. And I Landa Supervisors do hereby certify that the papers containing said notice h been produced before me, and by me compared with the copy nexed, and that I find the proof of publication thereof to correctly made	
oct 2-it And I And a A A Accession of the papers containing said notice here produced before me, and by me compared with the copy nexed, and that I find the proof of publication thereof to correctly made	
do hereby certify that the papers containing said notice h been produced before me, and by me compared with the copy nexed, and that I find the proof of publication thereof to correctly made	167
nexed, and that I find the proof of publication thereof to correctly made	
correctly made	100
contently made.	be
Witness my hand and seal, the day of CICLY	2
No y Public Collarne County Missicsippi Canda D Bau	
	1
Hotaly Func	
Fees and proof of publication \$ 16.66	

After a discussion of the subject, the following resolution was introduced in writing, read, and discussed:

RESOLUTION DECLARING THE INTENTION OF CLAIBORNE COUNTY, MISSISSIPPI, TO ISSUE POLLUTION CONTROL REVENUE BONDS (MIDDLE SOUTH ENERGY, INC. PROJECT) OF CLAIBORNE COUNTY, MISSISSIPPI, IN PRINCIPAL AMOUNT NOT TO EXCEED TWO HUNDRED THIRTY-FIVE MILLION DOLLARS (\$235,000,000) TO DEFRAY THE COST OF ACQUIRING POLLUTION CONTROL FACILITIES AND TO HOLD A PUBLIC HEARING REGARDING THE SAME, AND DIRECTING THE PUBLICATION OF NOTICE OF SUCH INTENTION AND PUBLIC HEARING ON POLLUTION CONTROL PROJECT AND BONDS.

WHEREAS, the Board of Supervisors of Claiborne County, Mississippi (the "Governing Body") acting for and on behalf of said County (the "Issuer"), does hereby find, determine and adjudicate as follows:

1. The issuer is a public body corporate and politic and a political subdivision of the State of Mississippi, duly organized and existing under the Constitution and laws of the State of Mississippi, and a "municipality" as defined in Sections 49-17-101 through 49-17-123, Mississippi Code of 1972 (the "Act").

2. The Issuer is authorized by the Act to acquire, purchase and construct pollution control facilities as defined in the Act, to issue bonds for the purpose of defraying the cost of such facilities, and to enter into contracts for the lease and/or sale of such facilities to an industry;

3. Pursuant to its authority under the Act the Issuer on April 3, 1974 entered into a Memorandum of Agreement (the "Original Agreement") with Mississippi Power & Light Company, a corporation organized and existing under the Constitution and laws of the State of Mississippi and an "industry" as defined in the Act ("MP&L"), whereunder the Issuer agreed to issue its pollution control revenue bonds in principal amount not to exceed \$500,000,000 and to use the proceeds from the sale of said bonds for the acquisition and construction of certain pollution control facilities to be used for the elimination, mitigation and/or prevention of air and water pollution (the "Project") to be located at the Grand Gulf Nuclear Station located within the Issuer, and thereafter to lease or sell the Project to MP&L; on March 6, 1978, the Issuer, MP&L and Middle South Energy, Inc., a corporation organized and existing under the constitution and laws of the State of Arkansas, authorized to do business in the State of Mississippi and an "industry" as defined in the Act ("MSE"), entered into an Assignment and Supplemental Memorandum Agreement whereunder MP&L assigned to MSE all its rights under the Original Agreement and MSE assumed all obligations of MPSL under the Original Agreement and the Issuer reaffirmed its undertakings under the Original Agreement for the benefit of MSE and released MP&L from all further obligations under the Original Agreement; on September 5, 1979, the Issuer and MSE entered into a Second Assignment and Supplemental Memorandum Agreement relating to the Project; on September 28, 1981, the Issuer, MP&L and MSE entered into a Third Assignment and Supplemental Memorandum Agreement which reaffirmed the undertakings of the Issuer and MSE with respect to the Project; on September 8, 1983. the Issuer and MSE entered into a Fourth Supplemental Memorandum of Agreement, which extended until October 1, 1984, the date set forth in Supparagraph 4(a) of the Original Agreement, as supplemented; on September 13, 1984, the Issuer and MSE entered into a Fifth Supplemental Memorandum of Agreement, which extended until December 31, 1985, the date set forth in Subparagraph 4(a) of the Original Agreement, as supplemented.

 The pollution control facilities comprising the Project are generally described as follows:

Liquid Waste Systems

The Liquid Waste Systems include the Reactor Water Cleanup System, the Liquid Radwaste System, and the portion of the Radwaste Building (77.7% of the financeable cost) that is for liquid waste systems.

The Reactor Water Cleanup System includes pumps, heat exchangers, filter demineralizers, strainers and tanks necessary to provide continuous purifying treatment of the reactor water. The portion of this system that is financeable is the equipment required to collect the backwash liquid waste which would normally go to drains.

The Liquid Radwaste System includes three primary subsystems (equipment drains, floor drains, and chemical waste processing) which are designed to control, collect, store, process, treat and despose of low level radioactive liquid wastes. This system was designed according to governmental regulations to meet radioactivity protection standards far in excess of standards necessary for safety. A hypothetical Alternate System has been designed which would still easily meet all safety standards. This Alternate System is far less expensive to construct than the existing system. The portion of the Liquid Radwaste System that is financeable is the incremental portion of the existing system's cost that is above the total cost of the Alternate System.

Gaseous Waste Systems

The Gaseous Waste Systems include the Turbine Building Ventilation System and the portion of the Radwaste Building allocated to gaseous waste.

The Turbine Building Ventilation System consists of heating, ventilation, and cooling systems designed to provide an environment with controlled temperature and humidity. The portion of this system that is included in the financeable cost is the exhaust collection and exhaust ductwork, exhaust filters, fans and radiation monitors.

The portion of the Radwaste Building (8.0% of the financeable cost) that is for gaseous waste contains systems that treat and dispose of radioactive gaseous wastes that are generated in the Radwaste Building.

Solid Waste Systems

The Solid Waste Systems include the spent resin regenerative portions of the Makeup Water Treatment System and the Condensate Cleanup System, and parts of the Radwaste Building

The function of the Makeup Water Treatment System is to provide demineralized water for the plant. The portion of this

system that is included in the financeable cost is the spent resin regeneration equipment. This equipment consists of acid tanks, caustic tank, acid and caustic transfer pumps, cations and anions tank waste piping to drains, caustic dilution water heater tank and sulfuric acid day tank.

Equipment has been added to regenerate spent demineralizer resins that would otherwise be discarded as solid radioactive waste. The equipment including tanks, pumps, and valves, is financeable as solid waste equipment. This equipment is found in the condensate cleanup system and the solid waste portion of the liquid radwaste system.

The portion of the Radwaste Building (14.3% of the financeable cost) that is for solid waste contains systems that collect, store, package, and prepare radioactive solid waste for disposal.

Spent resin is unusuable and of no value. The company does not expect to sell, or to be able to sell, spent resin at any price.

Spent Fuel Storage Facility

Spent nuclear fuel and fuel assemblies are stored and disposed of in the Spent Fuel Storage Facility. Due to current industry and regulatory conditions, spent nuclear fuel is a solid waste with no current value or use. Only that portion of the fuel handling system used for spent fuel storage is included in the scope of the exempt facilities.

The portions of this system that are included in the financeable cost are the spent fuel pool, liners, high density fuel storage racks in the spent fuel pool and the additional spent fuel pool cooling and cleaning capacity required for the spent fuel pool.

Also included in the financeable cost of the Spent Fuel Storage Facility is that portion of the auxiliary building that is dedicated to spent fuel storage and handling. The area of the building that are included consist of the spent fuel platform and 150 ton crane, spent fuel pool, spent fuel transfer canal,

shipping cask pool, cask washdown area, and spent fuel cask handling area. The railroad car fuel cask loading bay and equipment are also included as well as the railroad spur into the fuel building because they are also dedicated to spent fuel handling and disposal.

The company does not expect to sell, or to be able to sell, spent nuclear fuel and fuel assemblies at any price.

Energy Service Center Sanitary System

The Sanitary System consists of facilities for the Energy Services Center that are designed to treat and dispose of sewage. It is sized to serve 350 persons with a load criterion of 33,947 gallons per day.

The portion of this system that is financeable consists of all sanitary waste piping in the Energy Services Center and the sanitary waste pipe from the Center to the Treatment Plant. The Sanitary Waste Treatment Plant itself is not included in the financeable cost because it has been in service for more than a year.

5. The Issuer, as authorized by resolution of the Governing Body adopted October 3, 1984, did file with the Mississippi Board of Economic Development (the "Board") its petition for approval of certain pollution control facilities designed and to be used for the elimination, mitigation and/or prevention of air and water pollution at the Grand Gulf Nuclear Station of MSE located within the Issuer and for approval to issue its pollution control revenue bonds in principal amount not to exceed Two Hundred Thirty-Five Million Dollars (\$235,000,000) for the purpose of defraying the cost thereof.

6. On October 5, 1984, the Bureau of Pollution Control of the Mississippi Department of Natural Resources did certify that the proposed pollution control facilities are necessary and that the design and construction thereof will result in the elimination, mitigation and/or prevention of air and water pollution.

7. On October 18, 1984, the Board adopted an order approving the proposed pollution control facilities and the issuance of the pollution control revenue bonds of the Issuer.

8. Pursuant to a resolution adopted by the Governing Body of the Issuer on October 23, 1984, notice of the Board's approval was published on October 25, 1984, in the Port Gibson Reveille, a newspaper published and of general circulation in Claiborne County, Mississippi and qualified under the provisions of Section 13-3-31. Mississippi Code of 1972.

NOW THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY, ACTING FOR AND ON BEHALF OF THE ISSUER, AS FOLLOWS:

SECTION 1. That pursuant to the authority and proceedings set forth in the preamble, the Governing Body, for and on behalf of the Issuer, does hereby declare its intention to issue Pollution Control Revenue Bonds (Middle South Energy, Inc. Project) of the Issuer in principal amount not to exceed Two Hundred Thirty-Five Million Dollars (\$235,000,000) (the "Bonds") to defray the cost of acquiring an undivided interest in the Project, which is to be installed at the Grand Gulf Nuclear Station of MSE located within Claiborne County, Mississippi about six to seven miles Northwest of Port Gibson in Supervisor's District 2 of Claiborne County, Mississippi, situated in Sections 1, 2, 3, 4, 5, 6, and 32, Township 12 North, Range 1 East and Section 7, 8, 11, 12 and 30, Township 12 North, Range 2 East, and thereafter to sell such undivided interest in the Project to MSE; that such Bonds are and will continue to be payable as to principal, interest, and redemption premium, if any, solely out of and will be secured by (i) an irrevocable pledge of the revenues to be derived from the sale of an undivided interest in the Project, and (ii) a pledge or security interest in any other sums which may be received from or in connection with the Project or which may otherwise be lawfully pledged or assigned or otherwise made available to the Trustee for such purpose under any Indenture securing the Bonds; that the Bonds and the interest thereon will be limited obligations of the Issuer and shall never constitute an indebtedness of

the Issuer within the meaning of any constitutional provision or statutory limitation of the State of Mississippi, and shall never constitute nor give rise to any pecuniary liability of the Issuer or a charge against its general credit or taxing power, nor shall the Issuer be obligated to pay the Bonds or the interest or redemption premium, if any, thereon except from revenues to be derived from the sale of an undivided interest in the Project, and any other sums which may be received from or in connection with the Project or which may otherwise be pledged or assigned or available to the Trustee as aforesaid; that the Bonds may be issued in one or more series, shall mature or become payable at such time or times not exceeding thirty (30) years from their date, shall be subject to such terms of redemption, shall be payable at such place or places, and shall bear interest at such rate or rates as the Governing Body of the Issuer and MSE shall agree upon without limitation, may contain such other provisions not inconsistent with the Act as the Issuer may determine, and shall be sold at public or private sale at such price and in such manner and at such time or from time to time as may be determined by the Governing Body of the Issuer and MSE to be most advantageous, all of which shall be provided in the proceedings authorizing the issuance of the Bonds.

SECTION 2. That a public hearing with respect to the issuance of the Bonds in the amount and for the purpose aforesaid shall be held by the Governing Body at their usual meeting place in the County Courthouse in the City of Port Gibson, Mississippi, at the hour of 11:00 o'clock a.m. on November 26, 1984, in order to provide a reasonable opportunity for persons with differing views on both the issuance of the Bonds and the location and nature of the Project to be heard: that following such hearing, or at some meeting subsequent thereto, the Governing Body shall consider and vote on authorizing the issuance of the Bonds in the amount and for the purpose aforesaid; if twenty percent (20%), or fifteen hundred (1500), whichever is less, of the qualified electors of the Issuer shall file a written protest with the

Clerk of this Governing Body against the issuance of such Bonds on or before the aforesaid date and hour, then no bonds shall be issued unless approved at an election on the question of the issuance of such bonds called and held as is provided by law; if no protest be filed, then such bonds may be issued without an election on the question of the issuance thereof, at any time within a period of six (6) years after October 18, 1934, the date of approval of the Bonds by the Board.

SECTION 3. That this resolution shall be published once a week for at least three (3) consecutive weeks in the Port Gipson Reveille, a newspaper published in and having a general circulation in Claiborne County, Mississippi; that the first publication of this resolution shall be made not less than twenty-one (21) days prior to November 26, 1984, and the last publication shall be made not more than seven (7) days prior to such date.

SECTION 4. That the Clerk of this Governing Body shall be and is hereby directed to procure from the publisher of the aforesaid newspaper the customary proof of the publication of this resolution and have the same before this Governing Body on the date and hour specified in Section 2 hereof.

Supervisor Vaughan moved to adopt the foregoing resolution, seconded by Supervisor Butter , and the question being put to a roll call vote, the result was as follows:

Supervisor Autler voted: aye Supervisor Englister voted: aye Supervisor Wanghan voted: aye Supervisor Burkell voted: aye Supervisor Johnsu voted: aye Supervisor voted: aye

10

The motion having received the affirmative vote of all the members present, the President of the Board declared the motion carried and the resolution adopted on this the 29th day of October, 1984.

President, Board of Supervisors Claiborne County, Mississippi

ATTEST: A True Copy ark, Board of Supervisors