



Entergy Operations, Inc.  
Entergy Nuclear Operations, Inc.  
1340 Echelon Parkway  
Jackson, MS 39213-1995  
601-368-5692

Michael R. Kansler  
President, Chief Executive Officer  
& Chief Nuclear Officer

10 CFR 50.80

ENOC-08-00023

April 22, 2008

U.S. Nuclear Regulatory Commission  
Attn: Document Control Desk  
One White Flint North  
11555 Rockville Pike  
Rockville, MD 20852-2738  
(301) 415-7000

Subject: Entergy Nuclear Operations, Inc.  
Pilgrim Nuclear Power Station  
Docket No. 50-293  
Indian Point Nuclear Generating Unit Nos. 1, 2 & 3  
Docket Nos. 50-003, 50-247, 50-286 & 72-51  
James A. FitzPatrick Nuclear Power Plant  
Docket Nos. 50-333 & 72-12  
Vermont Yankee Nuclear Power Station  
Docket Nos. 50-271 & 72-59  
Palisades Nuclear Plant  
Docket No. 50-255 & 72-7  
Big Rock Point  
Docket Nos. 50-155 & 72-43

Supplemental Information #5 Relating to Application for Order Approving  
Indirect Transfer of Control of Licenses

By letter dated July 30, 2007, and as supplemented on October 31, 2007, December 5, 2007, January 24, 2008 and March 11, 2008, Entergy Nuclear Operations, Inc., also referred to previously as ENOI, LLC (either company herein, ENO), acting on behalf of itself and Entergy Nuclear Generation Company, Entergy Nuclear FitzPatrick, LLC, Entergy Nuclear Vermont Yankee, LLC, Entergy Nuclear Indian Point 2, LLC, Entergy Nuclear Indian Point 3, LLC, and Entergy Nuclear Palisades, LLC (together, Applicants), requested that the Nuclear Regulatory Commission (NRC) consent to the indirect transfer of control of the above-captioned licenses pursuant to Section 184 of the Atomic Energy Act, as amended (the Act), and 10 CFR 50.80.

A 001

The indirect transfer of control results from certain planned restructuring transactions that would involve the creation of a new holding company, new intermediary holding companies and/or changes in the intermediary holding companies for the ownership structure for the corporate entities that hold the NRC licenses for Pilgrim, Indian Point 1, 2, and 3, FitzPatrick, Vermont Yankee, Palisades and Big Rock Point (together, the Facilities), including both the six corporate entities (named among the Applicants above) licensed for their ownership of the Facilities and ENO, which is the entity licensed to operate or maintain the Facilities.

A name for NewCo and a new name for ENO have been selected. Attachment 1 to this letter provides these new names. The names of the other affected licensees also will be changed and aligned with the new names.

Until April 25, 2008, the plans regarding these new names are highly confidential. Thus, ENO requests that Attachment 1 be withheld from public disclosure until 3:00 PM Eastern Standard Time on April 25, 2008, pursuant to 10 CFR 2.390, as described in the Affidavit of Michael R. Kansler, which is also provided. A non-proprietary version of Attachment 1 is also attached.

Within the next few months, ENO will separately submit requests for administrative license amendments to conform the affected NRC licenses to reflect the planned new names.

If NRC requires additional information concerning this license transfer request, please contact John McCann, Director, Nuclear Safety and Licensing, at (914) 272-3370 or [jmccan1@entergy.com](mailto:jmccan1@entergy.com). Service on ENO of comments, hearing requests or intervention petitions, or other pleadings, if applicable, should be made to counsel for ENO, Mr. John E. Matthews at Morgan, Lewis & Bockius, LLP, 1111 Pennsylvania Avenue, NW, Washington, DC 20004 (tel: 202-739-5524; fax: 202-739-3001; e-mail: [jmatthews@morganlewis.com](mailto:jmatthews@morganlewis.com)).

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 22nd day of April, 2008.



Michael R. Kansler  
President & Chief Executive Officer

Enclosure: Regulatory Commitments  
10 CFR 2.390 Affidavit  
Attachment 1

## Regulatory Commitments

This table identifies actions discussed in this letter for which Entergy commits to perform. Any other actions discussed in this submittal are described for the NRC's information and are not commitments.

COMMITMENT	TYPE (Check one)		SCHEDULED COMPLETION DATE (If Required)
	ONE-TIME ACTION	CONTINUING COMPLIANCE	
1. One or more Application(s) for License Amendments will be filed to make administrative changes to the names of the licensees so as to conform the affected licenses to reflect the proposed transfer action.	x		August 1, 2008.

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c (after April 25, 2008):

Regional Administrator, Region I U.S. Nuclear Regulatory Commission 475 Allendale Road King of Prussia, PA 19406-1415	Mr. David O'Brien, Commissioner VT Department of Public Service 112 State Street – Drawer 20 Montpelier, VT 15620-2601
Regional Administrator, Region III U.S. Nuclear Regulatory Commission 2443 Warrenville Road, Suite 210 Lisle, IL 60532-4352	Mr. Paul D. Tonko, President New York State Energy, Research, and Development Authority 17 Columbia Circle Albany, NY 12203-6399
U.S. Nuclear Regulatory Commission Attention: Document Control Desk Mail Stop O-H3-8 One White Flint North 11555 Rockville Pike Rockville, MD 20852	Mr. Paul Eddy Public Service Commission New York State Department of Public Service 3 Empire State Plaza Albany, NY 12223
Steven R. Hom U.S. Nuclear Regulatory Commission One White Flint North 11555 Rockville Pike Rockville, MD 20852 Mail Stop OWFN/12-D3	Mr. Charles Donaldson, Esq. Assistant Attorney General New York Department of Law 120 Broadway New York, NY 10271
Mr. James J. Shea, Project Manager Division of Licensing Project Management Office of Nuclear Reactor Regulation Mail Stop 08 BI Washington, DC 20555	Mayor, Village of Buchanan 236 Tate Avenue Buchanan, NY 10511
Mr. John Boska, Sr. Project Manager DORL, Plant Licensing Branch I-I U.S. Nuclear Regulatory Commission Mail Stop O-8-C2 Washington, DC 20555	Michigan Department of Attorney General Special Litigation Division 525 West Ottawa Street Sixth Floor, G. Mennen Williams Building Lansing, MI 48913
Mahesh L. Chawla, Project Manager Project Directorate III Division of Licensing Project Management Office of Nuclear Reactor Regulation Mail Stop 8H 4A Washington, DC 20555	Mr. Raymond L. Albanese Four County Coordinator 200 Bradhurst Avenue Unit 4 Westchester County Hawthorne, NY 10532

<p>USNRC Resident Inspector  Entergy Nuclear Vermont Yankee  P.O. Box 157  Vernon, VT 05354</p>	<p>Mr. Robert Walker, Director  Massachusetts Department of Public Health  Schrafft Center Suite 1 M2A  Radiation Control Program  529 Main Street  Charlestown, MA 02129</p>
<p>Resident Inspector's Office  U.S. Nuclear Regulatory Commission  James A. FitzPatrick Nuclear Power Plant  P.O. Box 136  Lycoming, NY 13093</p>	<p>Ms. Cristine McCombs, Director  Mass. Emergency Management Agency  400 Worcester Road  Framingham, MA 01702</p>
<p>U.S. Nuclear Regulatory Commission  Resident Inspector's Office  Palisades Plant  27782 Blue Star Memorial Highway  Covert, MI 49043</p>	<p>Supervisor  Covert Township  P.O. Box 35  Covert, MI 49043</p>
<p>Resident Inspector's Office  Indian Point 1, 2 &amp; 3  U.S. Nuclear Regulatory Commission  P.O. Box 59  Buchanan, NY 10511</p>	<p>Office of the Governor  P.O. Box 30013  Lansing, MI 48909</p>
<p>Senior Resident Inspector  Pilgrim Nuclear Power Station  Rocky Hill Road  Plymouth, MA 02360</p>	<p>Ms. Mary Jo Kunkle  Executive Secretary  Michigan Public Service Commission  6545 Mercantile Way  P. O. Box 30221  Lansing, MI 48909</p>
<p>Michigan Department of Environmental  Quality  Waste and Hazardous Materials Division  Hazardous Waste and Radiological Protection  Section  Nuclear Facilities Unit  Constitution Hall, Lower-Level North  525 West Allegan Street, P.O. Box 30241  Lansing, MI 48909-7741</p>	<p>Mr. Theodore B. Smith, Project Manager  U. S. Nuclear Regulatory Commission  Mail Stop T8F5  Two White Flint North  11545 Rockville Pike  Rockville, MD  20852</p>

UNITED STATES OF AMERICA  
NUCLEAR REGULATORY COMMISSION

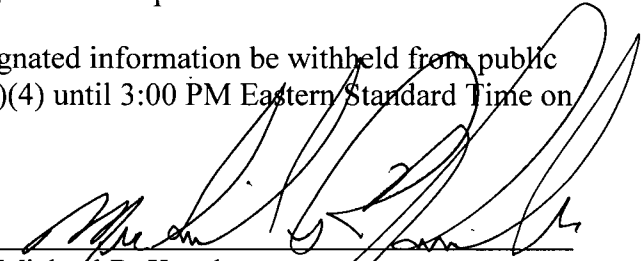
In the Matter of	)	
	)	
Entergy Nuclear Operations, Inc.	)	
	)	
Pilgrim Nuclear Power Station	)	Docket Nos. 50-293
Indian Point Nuclear Generating Unit No. 1	)	50-003
Indian Point Nuclear Generating Unit No. 2	)	50-247
Indian Point Nuclear Generating Unit No. 3	)	50-286 &
Indian Point ISFSI	)	72-51
James A. FitzPatrick Nuclear Power Plant	)	50-333 &
FitzPatrick ISFSI	)	72-12
Vermont Yankee Nuclear Power Station	)	50-271 &
Vermont Yankee ISFSI	)	72-59
Palisades Nuclear Plant	)	50-255 &
Palisades ISFSI	)	72-7
Big Rock Point	)	50-155 &
Big Rock Point ISFSI	)	72-43

AFFIDAVIT

I, Michael R. Kansler, President & Chief Executive Officer, of Entergy Nuclear Operations, Inc. (ENO), hereby affirm and state:

1. I am authorized to execute this affidavit on behalf of ENO.
2. ENO is providing NRC with "Attachment 1" to its letter dated April 22, 2008, which includes the planned new names for NewCo and ENO that will not become public information until April 25, 2008. The information in Attachment 1 is proprietary commercial information regarding sensitive corporate plans. Attachment 1 should be held in confidence by the NRC until 3:00 PM Eastern Standard Time on April 25, 2008, pursuant to 10 CFR § 2.390(a)(4) because:
  - i. This information is and has been held in confidence by ENO.
  - ii. This information is of a type that is customarily held in confidence by ENO, and there is a rational basis for doing so because this sensitive information regarding a new corporate name.
  - iii. This information is being transmitted to the NRC voluntarily and in confidence.
  - iv. This information is not available in public sources and could not be gathered readily from other publicly available information.

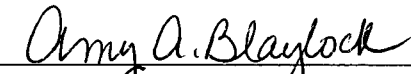
- v. Public disclosure of this information, before April 25, 2008, would cause substantial harm to the competitive position of ENO by prematurely disclosing its internal plans.
3. Accordingly, ENO requests that the designated information be withheld from public disclosure pursuant to 10 CFR § 2.390(a)(4) until 3:00 PM Eastern Standard Time on April 25, 2008.



Michael R. Kansler  
President & Chief Executive Officer

STATE OF MISSISSIPPI       )  
  )  
COUNTY OF HINDS        )

Subscribed and sworn to me, a Notary Public, in and for the State of Mississippi, this 22nd day of April, 2008.



Amy A. Blaylock  
Notary Public in and for the State of Mississippi

**Notary Public State of Mississippi At Large**  
**My Commission Expires: June 17, 2009**  
**Bonded Thru Heiden, Brooks & Garland, Inc.**



Attachment 1 to ENOC-08-00023

On April 25, 2008, Entergy plans to announce that NewCo's name will be "Enexus Energy Corporation." ENO will be named "EquaGen, LLC."



On April 25, 2008, Entergy plans to announce that NewCo's name will be  
"\_\_\_\_\_." ENO will be named "\_\_\_\_\_."