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July 24, 2001

Ms. Blanca S. Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

VIA FEDERAL EXPRESS

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COMMISSION
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In re: Review of Florida Power Corporation's earnings, including effects of proposed acquisition of Florida Power Corporation by Carolina Power & Light
Docket No: 000824-EI

Dear Ms. Bayo:

Florida Power Corporation ("FPC" or the "Company") is filing herewith are the originals, disc and fifteen (15) copies of the following:

1. Florida Power Corporation's Response to the Petition to Intervene of Florida Municipal Power Agency; and 09047-01
2. Florida Power Corporation's Response to the Petition to Intervene of Walt Disney World Company. 09048-01

We request you acknowledge receipt and filing of the above by stamping the additional copy of this letter and returning it to me in the self-addressed, stamped envelope provided.

If you or your Staff have any questions regarding this filing, please contact me at (727) 821-7000.

Very truly yours,

Gary L. Sasso
Gary L. Sasso

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Enclosure
Parties and Counsel of Record

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power Corporation's Earnings, Including Effects of Proposed Acquisition of Florida Power Corporation by Carolina Power & Light

DOCKET NO. 000824-EI

Submitted for Filing:
July 25, 2001

FLORIDA POWER CORPORATION'S RESPONSE TO THE PETITION TO INTERVENE OF WALT DISNEY WORLD CO.

Florida Power Corporation ("FPC" or the "Company"), respectfully responds to the petition to intervene of Walt Disney World Co. ("Walt Disney World") and states:

1. Walt Disney World apparently is interested in this proceeding because the Florida Public Service Commission (the "Commission"), has made the Company's involvement with the Regional Transmission Organization ("RTO") known as GridFlorida an issue in it. Walt Disney World's only specified reason for claiming a substantial interest that will be affected by the Commission's action in this proceeding is "because this proceeding is designed to consider the impact that the formation of GridFlorida and any future restructuring efforts by FPC will have" for customers like Walt Disney World. Petition to Intervene, ¶ 5. As a result, Walt Disney World specifically claims a substantial interest in this proceeding only with respect to the issues concerning GridFlorida.

2. The Commission's potential pairing in this docket of the disparate issues of the prudence of FPC's involvement with GridFlorida and the review of FPC's retail rates puts FPC in a difficult position with respect to the petitions to intervene of entities specifically claiming an interest in the proceeding only to the extent that it concerns GridFlorida, like Walt Disney World. On the one hand, in view of the allegations about their involvement in the Florida wholesale electric market and the Commission's decision to consider GridFlorida issues here,

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FPSC-COMMISSION CLERK

FPC does not object to their intervention to protect their alleged interests in the GridFlorida issues. On the other hand, if the Commission uses the same docket for reviewing FPC's retail rates, FPC does not believe that the standing of parties, such as Walt Disney World, that in reality is predicated only on involvement in Florida's wholesale electric market should automatically confer standing to participate in issues associated with the retail rate review.

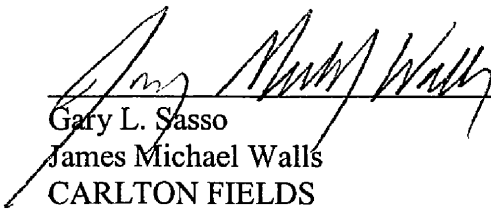
3. As a result, FPC has reached an agreement with certain entities claiming standing predicated on their alleged involvement in Florida's wholesale electric market, e.g. Calpine Corporation and Duke Energy North America, that it will not object to their intervention on the GridFlorida issues subject to the reservation of FPC's right to object to their standing on other issues. Calpine Corporation and Duke Energy North America have agreed that FPC's position is reasonable and have consented to this limitation on their right to intervene.

4. FPC likewise believes that the best way to minimize its interference with the GridFlorida aspect of this docket, while at the same time protecting its rights concerning intervention in any retail rate review that is conducted herein, is to acquiesce in Walt Disney World's intervention on the GridFlorida issues while reserving its rights to object to Walt Disney World's standing to participate in other issues which FPC believes do not involve Walt Disney World's substantial interests. As noted, Walt Disney World has alleged with specificity only that its substantial interests will be affected by the Commission's determinations with respect to GridFlorida. Accordingly, FPC acquiesces in Walt Disney World's intervention in this docket with respect to the separate, disparate issues with respect to GridFlorida with the understanding that FPC is reserving its rights to object to Walt Disney World's standing with respect to any other issue at the time that the Commission or Walt Disney World specifically identifies a non-GridFlorida-related issue that Walt Disney World regards as affecting its substantial interests.

WHEREFORE, if Walt Disney World is permitted to intervene in this docket in order to protect its alleged interests in the GridFlorida issues in this docket, if any, FPC respectfully reserves its rights to object to Walt Disney World's standing to participate with respect to any non-GridFlorida-related issues.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true copy of foregoing has been furnished via U.S. Mail to the following this 24TH day of July, 2001.

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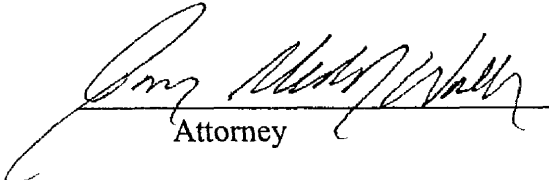
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