

STANDARD FORM 299 (05/09)  
Prescribed by DOI/USDA/DOT  
P.L. 96-487 and Federal  
Register Notice 5-22-95

**APPLICATION FOR TRANSPORTATION AND  
UTILITY SYSTEMS AND FACILITIES  
ON FEDERAL LANDS**

FORM APPROVED  
OMB NO. 0596-0082

FOR AGENCY USE ONLY

NOTE: Before completing and filing the application, the applicant should completely review this package and schedule a preapplication meeting with representatives of the agency responsible for processing the application. Each agency may have specific and unique requirements to be met in preparing and processing the application. Many times, with the help of the agency representative, the application can be completed at the preapplication meeting.		Application Number
		Date Filed
1. Name and address of applicant ( <i>include zip code</i> )	2. Name, title, and address of authorized agent if different from item 1 ( <i>include zip code</i> )	3. Telephone (area code)
Gulf Power Company 1 Energy Place Pensacola, FL 32520	Loretta Cranmer Director, Environmental Services Florida Power and Light Company 15430 Endeavor Drive DO1/JW Jupiter, FL 33478	Applicant (850) 444-6573 Authorized Agent Office: (561) 904-3415 Cell: (561) 371-7900
4. As applicant are you? ( <i>check one</i> )	5. Specify what application is for: ( <i>check one</i> )	
a. <input type="checkbox"/> Individual	a. <input checked="" type="checkbox"/> New authorization	
b. <input checked="" type="checkbox"/> Corporation*	b. <input type="checkbox"/> Renewing existing authorization No.	
c. <input type="checkbox"/> Partnership/Association*	c. <input type="checkbox"/> Amend existing authorization No.	
d. <input type="checkbox"/> State Government/State Agency	d. <input type="checkbox"/> Assign existing authorization No.	
e. <input type="checkbox"/> Local Government	e. <input type="checkbox"/> Existing use for which no authorization has been received *	
f. <input type="checkbox"/> Federal Agency	f. <input type="checkbox"/> Other*	
* If checked, complete supplemental page	* If checked, provide details under item 7	

6. If an individual, or partnership are you a citizen(s) of the United States?  Yes  No

7. Project description (describe in detail): (a) Type of system or facility, (e.g., canal, pipeline, road); (b) related structures and facilities; (c) physical specifications (Length, width, grading, etc.); (d) term of years needed; (e) time of year of use or operation; (f) Volume or amount of product to be transported; (g) duration and timing of construction; and (h) temporary work areas needed for construction (*Attach additional sheets, if additional space is needed.*)

#### Alternative 1 – Preferred Alternative

The preferred route enters the Apalachicola National Forest (ANF) at the northwestern forest boundary south of Blountstown Highway (SR 20) and continues south and east to Woodville Highway, co-located within the City of Tallahassee (COT) utility corridor, until the route exits the eastern boundary of the ANF at Woodville Highway. This alternative requires COT agreement for co-location. A Memorandum of Understanding (MOU) concerning this co-location was approved by the COT City Commission on June 5, 2019. The primary objective of the MOU with the COT is to minimize clearing within the ANF. Gulf Power Company (GPC) and COT are in negotiations for a final co-location agreement, which is expected to be presented to the COT City Commission by September 2019, if not sooner.

Within this Alternative, there are three distinct segments. Please see Attachment 2 for a cross-section illustration of each Segment.

- **Segment 1** begins where the COT utility corridor enters the ANF at Blountstown Highway and continues south and east to the COT Substation 32. In this segment, the COT has a 100-foot-wide corridor. Based on the MOU, the project will rebuild the COT transmission line and construct the GPC power transmission line adjacent to the rebuilt COT transmission line. No additional clearing beyond the COT 100-foot corridor is expected in this segment. This segment is approximately 4.9 miles, which includes non-ANF lands of approximately 0.3 miles.
- **Segment 2** begins at the COT Substation 32 and continues east to Crawfordville Road. In this segment, the COT transmission line is within a 60-foot-wide corridor. Based on the MOU, the project will rebuild the COT transmission line. The rebuilt line will be designed to allow space for a new COT adjacent second circuit. The new GPC transmission line will be built adjacent to the COT transmission line on the south side. Due to required safe spacing between structures and wires, space required for conductor "blowout" and the COT requirement to maintain space for a COT second circuit, this Alternative will require 18 feet of clearing on the south side of the COT 60-foot corridor. This segment is approximately 3.3 miles.
- **Segment 3** begins at Crawfordville Road and continues east until the route exits at Woodville Highway. In this segment, the COT transmission line is within a 60-foot-wide corridor. Based on the MOU, the project will rebuild the COT transmission line. The line will be rebuilt to allow for a COT second circuit designed in a stacked configuration. The new GPC transmission line will be constructed adjacent to the COT transmission line on the south side. Due to required safe spacing between structures and wires, space required for conductor blowout and the COT requirement

(SF-299, page 1)

to maintain space for a COT second circuit, this Alternative will require up to 10 feet of clearing on the south side of the COT 60-foot corridor. This segment is approximately 3.1 miles.

The combined length of all three segments within the ANF is approximately 11.0 miles.

**A. Type of system of facility:**

In order to minimize the need to build replacement capacity in the GPC service area, maintain the reliability needs of customers in the north and northwest areas of the State of Florida, and meet resource/transfer needs, GPC is proposing to build a new 161-kilovolt (kV) transmission line extending from GPC's Sinai Cemetary Substation in Jackson County, Florida, to the Florida Power & Light Company (FPL) Raven Substation in Columbia County, Florida. The total transmission line distance is approximately 176 miles. Route options for the approximately 9 to 11 miles through the ANF are being evaluated.

**B. Related structures and facilities:**

The project will be constructed using single pole self-supported structures with the exception of locations where the line turns at heavy angles where the poles will require guy wires. Structures will be either concrete or steel. The line will have three phases and an optical wire overhead ground wire needed for communications. The applicant is not proposing construction of a permanent patrol road. Temporary and permanent easements along the road right-of-way (ROW) are being acquired for both construction and maintenance purposes. Typical land easements will be either 15 feet in width when adjacent to road ROW and 60 feet in width when following open terrain. The width and length of off-road ROW access points will vary, as needed, depending on location and landowner negotiations. Descriptions of the alternatives within the ANF are provided in the Route Selection Overview below.

**C. Physical specifications:**

As stated previously, this transmission line will connect the Sinai and Raven substations. For the purposes of both construction and maintenance, temporary and permanent easements will be required for ROW activities, off-ROW access, staging areas, and material storage. Approximately 2,000 transmission poles, varying in height from 75 to 110 feet above ground surface, will be used to construct this project. Of this total, approximately 160 poles will be used within the boundaries of the ANF. Poles will be approximately 3 feet in diameter and foundations will be either direct embedded or augered cast in place. Concrete width will vary between 4 to 8 feet. Pole spacing will vary between 400 to 600 feet, depending on physical features of the ROW.

**D. Term of years needed:**

The design life of the transmission line is 50 years. Based on the design life, the term of years requested is 50 years.

**E. Time of year of use or operation:**

Once constructed, the transmission line will be in service continuously for approximately 50 years. Routine inspection/maintenance will be conducted for poles, conductors, vegetation management, and the ROW. Inspections will be conducted from the ground and, if needed, by helicopter or drone.

**F. Volume or amount of product to be transported:**

The new transmission line will be 161-kV and capable of transporting approximately 850 megawatts (MW), depending on operating conditions on the electrical grid.

**G. Duration and timing of construction:**

Construction of the transmission line construction is expected to begin in late 2020. Construction of the entire line is expected to take approximately 6 months.

**H. Temporary work areas needed for construction:**

There will be approximately eight temporary work areas used during the construction. None of the temporary areas will be located within the ANF. The temporary areas will be used for contractor trailers and staging of materials such as the poles, wire, and insulators. Portions of the temporary work areas may also be designated for temporary storage of timber that is removed from within ROWs, as needed.

8. Attach a map covering area and show location of project proposal: See Attachment 1

9. State or Local government approval:  Attached  Applied for\*  Not Required

\*Please note, applications are being prepared for State and Local approvals.

10. Nonreturnable application fee:  Attached  Not required

11. Does project cross international boundary or affect international waterways?  Yes  No (if "yes," indicate on map)

12. Give statement of your technical and financial capability to construct, operate, maintain, and terminate system for which authorization is being requested.

**Transmission Design and Engineering:**

GPC has in-house subject matter experts who oversee the design and engineering of transmission facilities. GPC's expertise ensures the facilities can safely and reliably interconnect with adjacent utilities. This expertise provides a foundation for developing comprehensive approaches to transmission development, including: route optimization, innovative design, and implementation of new equipment, technologies, construction materials. GPC's in-house engineering expertise include transmission line engineers, substation engineers, Bulk Electric System protection and control engineers, civil and structural engineers, and communication system expertise. GPC engineers also develop the scope of work documents that consider GPC's constructability, accessibility, reliability, maintainability, and economics approach. The overall project scope considers all technical and engineering disciplines to have a complete cross-functional construction plan.

**Construction:**

GPC has extensive in-house expertise constructing transmission projects that are integrated into the regional transmission systems, including interconnecting with neighboring utilities. During construction activities, construction managers oversee GPC personnel and contractors to ensure they comply with applicable federal and state regulations. GPC's decades of experience has provided it with the procedures, processes, and controls needed to construct projects safely, timely, and reliably. As is apparent from GPC's transmission system, GPC's construction personnel have developed and constructed a variety of transmission facilities, including transmission facilities that are part of the regional grid.

**Operation and Maintenance:**

GPC has extensive in-house experience operating and maintaining GPC's transmission system in a reliable manner. GPC's subject matter experts use processes, internal controls, and management systems to assist with the operation and maintenance of GPC's transmission system in a safe and reliable manner. For example, GPC operating personnel have real-time monitoring and operating tools, including contingency analysis, to monitor and take corrective action to ensure the reliable operation of GPC's transmission system. To operate GPC's transmission system, the company employs a full complement of North American Electric Reliability Corporation (NERC)-certified system operators. Similarly, GPC's maintenance personnel use sophisticated diagnostic and tracking systems to target and complete needed testing and maintenance consistent with NERC Reliability Standards, such as PRC-005 (testing and maintenance of protection equipment).

13a. Describe other reasonable alternative routes and modes considered.

Route Selection Overview

The project involves construction of an overhead 161-kV transmission line to connect the existing GPC Sinai Cemetery Substation in Jackson County to the FPL Raven substation in Columbia County. Alternative route alignments to connect these two endpoints were identified and studied. Factors considered in the routing review included, where appropriate, ecological, social, cultural and natural resources in the study area; land use including location of residential and commercial development, schools, airports, parks, natural resource areas, sensitive habitats, and special land uses; long range area planning; costs; construction and operational safety; engineering and construction feasibility. Location within or adjacent to existing linear ROWs and easements such as roads, railroads, pipelines, canals and other utilities' existing transmission and distribution lines was reviewed and considered. Property ownership boundaries, and constraints such as pinch points or lack of available space within existing ROWs, busy commercial highways, existing utilities, wildlife and aquatic resources, protected species, wetlands, and waterbodies, and areas of dense or proximate residential development, were also studied and evaluated. Publicly available data, consultation with agencies, and field investigations were used. Consideration of all of these factors led to the selection of the current proposed route as the Preferred Alternative.

One alternative eliminated from analysis was a route along Interstate 10 (I-10) in the Tallahassee area. Because of existing development along I-10 in and around Tallahassee, the project could not be sited on private property adjacent to the I-10 corridor in this area. GPC also looked at locating within the I-10 corridor; however, FDOT has rules and regulations governing use of limited access ROWs and the project did not meet those criteria. Thus, it was determined early on that I-10 was not viable as an alternative in this area.

As part of the route analysis, a Southern Route and Northern Route were identified. For the eastern approximately 95 miles, from the FPL Raven substation to US 19 in Jefferson County, the routes are identical. The information provided below focuses on the western approximately 82 to 85 miles from where the routes diverge to where they both terminate at the Sinai Cemetery Substation. The Southern Route (Alternative 1) through the ANF is the preferred route. The Northern Route (Alternative 4) was evaluated and, for the reasons described below, was not selected as the preferred route. Both routes traverse four counties (Jefferson, Leon, Gadsden and Jackson). Within the Southern Route, there are three other route options through the ANF. Within

(SF-299, page 3)

the Northern Route, there is a short section in which two more detailed route options were evaluated.

## Alternatives

### **Alternative 2**

This route traverses the ANF following the same path as Alternative 1 except the GPC transmission line will be in a new 42-foot-wide corridor that runs along the north/east side of the existing Florida Gas Transmission (FGT) pipeline corridor within the ANF. The route enters the ANF at the northwestern forest boundary south of Blountstown Highway (SR 20) and continues south and east until the route exits the eastern boundary of the ANF at Woodville Highway. This alternative may require FGT approval to overlap the FGT corridor in the segment from the northwestern entrance to the COT Substation 32. The length of this alternative within the ANF is approximately 11.0 miles.

### **Alternative 3**

This route traverses the ANF in a new 42-foot-wide corridor that runs along the north/east side of the existing FGT pipeline corridor within the ANF.

- The route enters the ANF at the northwestern forest boundary south of Blountstown Highway (SR 20) and continues south and east to Crawfordville Road (US 319). This alternative may require FGT approval to overlap the FGT corridor in the segment from the northwestern entrance to the COT Substation 32.
- At Crawfordville Road, the proposed route turns northeast where it deviates from the FGT corridor, following Crawfordville Road in a 15-foot-wide easement on the west side of the road.
- The route continues north along road ROW approximately 0.45 mile until exiting the ANF. The route continues north along the west side of Crawfordville Road another 1.27 miles where it turns to the east and follows parcel boundaries in a 60-foot-wide private easement for approximately 0.33 mile along the southern boundary of the Publix shopping center.
- The route then re-enters the ANF and continues for approximately 0.66 mile in a 60-foot easement adjacent to an existing COT transmission corridor.

The length of this alternative within the ANF is approximately 9.3 miles.

### **Alternative 4 (Off-Forest Route)**

The length of Alternative 4 from the I-10/ US 19 interchange to the Sinai Cemetery Substation is approximately 82.5 miles in length. This route deviates from the preferred route in that it goes to the north and northeast of the COT. This route was deemed not the Preferred Alternative based on the factors considered. These factors included the presence of dense residential development. In these areas, acquisition of a new easement would result in 92 structures being located within the easement area, many of which would have to be removed. An approximate 20-mile route deviation, following existing roadways further to the north of Tallahassee and away from the existing transmission ROW, also encountered proximate residential development.

### **No-Action Alternative**

GPC's overall strategy is to deliver cleaner energy with improved reliability while lowering costs for its customers. The scope of the project is construction of an approximately 176-mile-long, 161-kV transmission line that will provide the first direct interconnection between the GPC transmission system and the FPL transmission system. The transmission line will operationally integrate GPC with FPL, its larger sister utility. This integration will enable GPC to benefit from FPL's diverse fleet of fuel efficient power generation resources. Direct access to FPL's power generation resources provides GPC with the most cost-effective option to improve its power generation fuel efficiency. In addition, a number of GPC generating units are projected to retire in the next few years, and a very large (885 MW) power purchase agreement will terminate in May 2023. Direct access to FPL's power generation resources minimizes GPC's need to build replacement capacity in GPC's service area.

Under the No Action Alternative, GPC would not build the 161-kV transmission line. If the transmission line is not built, the GPC and FPL transmission systems will not be integrated and GPC will not be directly interconnected with FPL's fleet of fuel efficient power generation resources. As result, GPC will need to purchase costly transmission wheeling service from neighboring utilities or dispatch less efficient local power generation resources. In addition, without direct access to FPL's power generation resources, GPC will need to build more power generation resources to replace the capacity lost due to retired units and termination of the 885 MW power purchase agreement.

The integration from constructing the transmission line will also enhance the reliability and resiliency of service in good weather and bad to existing customers and new customers as the Northwest Florida Panhandle continues to grow. If the project is not built, GPC customers will not have the benefit of enhanced reliability and resiliency.

The project is expected to create more than 200 jobs during the duration of development and construction. It will result in an estimated \$6 million in property tax revenues in the first year of operation, and more than \$100 million in property tax revenue

expected over the next 30 years. If the project is not built, these jobs will not be created, and these property tax revenues will not be realized.

### Summary

The purpose and need of the project is to construct a 161-kV transmission line to provide cleaner and more cost efficient energy, with enhanced reliability and resiliency. For each alternative, except the No Action Alternative, environmental impacts, estimated costs, long range planning, safety, sound engineering principles and other considerations, including impacts to affected landowners, were weighed and considered. The preferred route was selected based upon the results of the evaluations described above. The preferred route fulfills the purpose and need of the project and is feasible. Alternative 1 avoids conflicts with residential structures by avoiding densely populated areas, which Alternative 4 was not completely able to achieve despite efforts to avoid proximate residential areas.

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b. Why were these alternatives not selected?

Alternatives 1 through 5 are all being analyzed through the National Environmental Policy Act (NEPA) process. However, having weighed and considered the applicable factors when selecting a linear route, Alternative 1 is the preferred route.

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c. Give explanation as to why it is necessary to cross Federal Lands.

The project proposes to connect the GPC's Sinai Substation in Jackson County, Florida, to FPL's Raven Substation in Columbia County, Florida. In order to connect these two locations, the transmission line must go through or around the COT. In order to maintain cost efficiency, minimize impacts to population centers and other developed areas, and minimize environmental and socioeconomic impacts, it was determined that a route south of the COT would best accomplish these goals. The ANF covers a majority of the land area between the COT and the Gulf of Mexico; therefore, in order to go south of the COT and meet the desired goals, the transmission line must go through United States Department of Agriculture (USDA) Forest Service land.

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14. List authorizations and pending applications filed for similar projects which may provide information to the authorizing agency. *(Specify number, date, code, or name)*

FGT's Phase VIII Expansion SF-299, dated August 7, 2009, and the COT's Southwestern Transmission Line SF-299, filed July 30, 2010 (WAK100313), represent the current permitted corridors through the ANF that the Preferred Alternative would be located within and/or adjacent to.

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15. Provide statement of need for project, including the economic feasibility and items such as: (a) cost of proposal (construction, operation, and maintenance); (b) estimated cost of next best alternative; and (c) expected public benefits.

**A. Cost of proposal (construction, operation, and maintenance):**

Construction costs for the entire transmission line are estimated to be between \$400-425 million. Operation and maintenance costs are estimated to be \$4,050 per mile annually. This includes inspections, repairs, and vegetation maintenance costs.

**B. Estimated cost of next best alternative:**

The next best alternative is Alternative 2. The construction costs are estimated to be between \$400-425 million. Operation and maintenance costs are estimated to be \$4,050 per mile annually.

**C. Expected public benefits:**

Studies have identified a benefit for a direct transmission interconnection between the GPC and FPL transmission networks to create transfer capability and better optimize GPC and FPL generation resources through reliable power flows between existing and future substations in these areas.

An analysis of alternative plans resulted in GPC's selection of the project as the most cost-effective and efficient means to: (a) increase the capacity of the existing 115-kV transmission network in GPC's Sinai area and FPL's Raven area in a reliable manner, consistent with the NERC mandatory reliability standards and good utility practice; (b) minimize the need to build replacement capacity in GPC's service area; and (c) provide the capability to add additional electrical ties from FPL and GPC to neighboring utilities.

The project is the most cost-effective alternative available, taking into account the demand for electricity, and the need for abundant, low-cost electrical energy to assure the economic well-being of the citizens of this state. Further, the project meets area load requirements by serving potential future industrial, commercial, and residential load and minimizing cost to customers.

From a resource planning perspective, the addition of the line is also projected to benefit the customers of GPC in two ways. First, GPC's customers are expected to benefit economically by having access to lower-cost energy generated on FPL's system. This is expected to lower net system energy costs on GPC's system even after reimbursing FPL for the additional megawatt hours that will be generated on FPL's system. With such a reimbursement, FPL's customers would be made whole for the costs of this additional generation. Second, having access to additional off-system generation due to the existence of the new transmission line should help provide greater reliability for the GPC system.

16. Describe probable effects on the population in the area, including the social and economic aspects, and the rural lifestyles.

**Socioeconomics and Environmental Justice:**

The proposed project would likely have a positive impact on the local and regional economies. Expenditures on construction would temporarily increase direct, indirect, and induced employment, earnings, and output in the region. Long-term economic benefits would occur during the operation of the project, as the line would improve reliability and resiliency in the delivery of electricity throughout the region. Additional state and local tax revenues (e.g., property tax, sales and use taxes, corporate taxes) would be generated throughout the lifetime of the transmission line. Only a minor to negligible increase in local government expenditures are expected as a result of either construction or operation of the project. The tourism industry is not expected to be negatively impacted by this project.

Little or no permanent population changes are expected to occur as a result of the project, though a temporary influx of personnel during the construction phase is likely. No long-term impacts to the housing market are anticipated; however, during construction there may be an increase in demand for hotel/motel rooms, rental units, and campsites due to the influx of construction personnel. Property values are not expected to be significantly impacted because the majority of the proposed route would be located along existing ROWs or along existing roads or highways. Only minimal impacts are expected to occur to community services and facilities. Educational services are not expected to be impacted during construction or operation. Emergency services (e.g., police, fire, EMT, medical) are only expected to experience a minor or negligible increase in the demand for services during construction and no increase in demand for services during operation. Traffic control is anticipated to be the most likely local service needed. Environmental justice concerns are not expected to occur as a result of the project. In addition, rural lifestyles would not be disrupted by the construction or operation of this project.

**Land use:**

Under the Preferred Alternative, some permanent loss of agricultural land and forested land (including in the ANF) would occur. Impacts would be expected to be minor due to co-location with existing ROWs where feasible. Potential impacts to residential and commercial properties and buildings would include local traffic congestion, noise, and dust, temporary loss of land use and disturbance of the visual landscape. There would be limits to future structures and landscaping in the permanent ROW.

**Utilities and Infrastructure:**

Utility systems associated with the Preferred Alternative primarily include natural gas pipelines and electrical power lines. The new 161-kV transmission line would be within and/or adjacent to the existing COT/FGT corridor through the ANF. Three pipelines of varying diameters (24-, 30-, and 36-inch) are associated with the FGT ROW. The COT ROW contains a 230-kV electric transmission line. In addition, the proposed line would cross two other transmission line ROWs running north-south through the ANF. Force and gravity sewer lines, buried telephone and telephone fiber optic lines, and buried fiber optic traffic cable are in the vicinity of the Preferred Alternative. GPC would comply with applicable local, state, and federal requirements for the safe separation and/or crossing of utility lines. In addition, all such utilities are expected to remain in service during the construction. Planned outages on the COT transmission line may occur, as needed, during construction.

**Transportation and Traffic:**

The Preferred Alternative will result in increased traffic from construction vehicles and workers. Temporary and localized delays on roadways due to construction activities adjacent to traffic lanes and temporary lane closures from stringing wires over roadways would be expected. Impacts are anticipated to be minor by implementing a traffic control plan and Best Management Practices (BMPs). Overhead transmission lines near airports, including Tallahassee International Airport, would require Federal Aviation Administration (FAA) notice; however, impacts are likely to be minor with mitigation (height) and due to the presence of other transmission lines nearby.

**Recreation:**

Construction activities from the proposed project would likely cause temporary noise and dust disturbance to nearby recreation areas and trails including the Tallahassee-St. Marks Historic Railroad State Trail and the Munson Hills Mountain Bike Trail. Minor potential would exist for temporary trail closures during construction; however, impacts would be expected to be minimal. No impacts are anticipated during operation of the transmission line.

**Cultural Resources:**

Impacts would be anticipated to be limited due to the co-location with an existing transmission corridor. Archaeological sites would be subject to disturbance in locations requiring subsurface excavations (e.g., new tower locations) or where activities would disrupt the ground surface (e.g., movement of construction equipment). Desktop research will determine the location of known archaeological sites and previous survey efforts. For all locations not previously subject to archaeological survey, the potential for archaeological remains will be evaluated and, if needed, surveys will be conducted. For all other locations, an unanticipated discoveries plan will be initiated to account for previously undocumented resources.

No listed (publicly known) National Register of Historic Places properties or Florida Historical Markers are located within the corridor. Therefore, no impacts would occur to these known properties and/or markers. Other above-ground cultural resources would not be anticipated to be impacted due to the use of the existing transmission corridor. However, desktop research and/or potential field study will confirm the presence of other types of architectural or above-ground resources and if they may be impacted by the proposed project.

**Health and Safety:**

Health and safety concerns are expected to be minimized based on GPC's commitment to safety and well established safe work practices. Health and safety issues may result during construction of the project associated with the use of heavy equipment, working near high-voltage lines, and chemical products, such as fuels, that could result in construction-related incidents.

Regarding Electromagnetic Field (EMF), based on the reviews from leading public health agencies, power frequency EMF have not been shown to cause or contribute to any illness. The EMF levels will comply with the limits established in the state's regulations on electric and magnetic fields.

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17. Describe likely environmental effects that the proposed project will have on: (a) air quality; (b) visual impact; (c) surface and ground water quality and quantity; (d) the control or structural change on any stream or other body of water; (e) existing noise levels; and (f) the surface of the land, including vegetation, permafrost, soil, and soil stability.

**A. Air Quality:**

The construction of the transmission line through a portion of the ANF should have only minimal and temporary effects on air quality in the forest. There would be criteria and greenhouse gas air emissions from vehicles and equipment used during construction activities. There would also be fugitive emissions (dust) caused by vehicles traveling on the existing ROW during construction and from the activity of expanding the existing ROW. Impacts from the operation of the transmission line would also be minimal. There would be criteria and greenhouse gas emissions and fugitive emissions from vehicles or equipment used for surveillance and maintenance of the transmission line.

**B. Visual Impact:**

Impacts of the Preferred Alternative to aesthetics and visual quality on the ANF may occur where the project crosses areas identified in the forest plan or by ANF personnel to have high visual concern, moderately high to high scenic integrity, or where the project may conflict with Scenic Integrity Objectives identified for the ANF. Areas of high visual concern would include portions of the Preferred Alternative that cross or parallel a trail or travel route through the ANF or where the project may be visible from a public gathering area (e.g., trailhead, campground, visitor facility, interpretive area). Although the Preferred Alternative would parallel existing transmission lines through much of the ANF, widening and additional clearing of trees and other vegetation along the existing ROW may produce visual impacts. In addition, the new transmission structures may produce visual impacts depending on their design and placement relative to the design and locations of existing transmission structures paralleled by the project. In particular, portions of the Preferred Alternative that do not parallel an existing transmission line and are visible to the public in the foreground distance zone may produce visual impacts due both to their proximity to the road and to clearing of vegetation near the road.

**C. Surface and Ground Water Quality and Quantity:**

Potential indirect impacts to water resources may arise particularly during the construction phase of the project. This may include impacts to the water quality of surface waters, creeks, rivers, and bay head swamps. GPC will consult with the United States Army Corps of Engineers to determine impacts to surface waters. Prior wetland surveys indicate the presence of jurisdictional wetlands along the ROW. Impacts to wetlands or other navigable waters will be mitigated as required. Indirect impacts on water resources are expected to be minimized with compliance with NPDES permit conditions as well as implementation of BMPs. No impact to groundwater quality are anticipated. The proposed project is not expected to impact the quantity of surface water or ground water.

**D. The Control or Structural Change on any Stream or Other Body of Water:**

Control or structural changes of any perennial stream or other permanent body of water are not anticipated. Efforts will be made to place the transmission structures outside perennial streams and all other water bodies. Mitigation measures will be developed, where necessary, to minimize potential effects to streams and water bodies from the project.

#### **E. Existing Noise Levels:**

Construction of the transmission line would be expected to result in temporary, minor adverse noise impacts at residences located along the transmission line route due to construction related noise. The impacts along the route would be short-term. Maintenance activities associated with transmission line operation would typically be anticipated to be infrequent and shorter in duration than construction activities. These maintenance activities would be related to inspection and vegetation control activities and would result in negligible adverse noise impacts. The construction, operation and maintenance of the transmission line would be compliant with any applicable local noise ordinances.

#### **F. The Surface of the Land, Including Vegetation, Permafrost, Soil, and Soil Stability:**

The preferred route would be located within a distinct region of the Gulf Coastal Lowlands physiographic province known as the Woodville Karst Plain, which extends from the southern edge of Tallahassee, Florida, to the Gulf of Mexico. The Woodville Karst Plain is characterized by a thin veneer of unconsolidated and undifferentiated Pleistocene quartz sand and shell beds overlying a thick sequence of relatively horizontal carbonates within the Lower Miocene St. Marks Formation at or near the surface. The majority of soils in the Gulf Coastal Lowlands consist of nearly level to gently sloping sands and sandy loams. These soils drain quickly and can be highly erodible. The project will not cause impacts with regard to spring zones, karst features or sinkholes. During construction, GPC will take soil borings to ensure that specific ground locations are appropriate for the installation of a transmission pole. If we find unexpected conditions, pole placement would be adjusted to a location that is appropriate.

The preferred route would be primarily located in or adjacent to existing ROW surfaces, which are mostly cleared, pre-disturbed, and flat. Construction would include some excavation, earthmoving, and grading based on the final site design and transmission pole placement. To meet NERC reliability standards for operational safety, the removal of tall vegetation in the transmission line ROW is required. Minimum clearances also must be maintained between vegetation and the transmission line during the life of the project; this requirement will be met through a long-term Transmission Vegetation Management Plan. This plan will be developed in conjunction with relevant resource plans and in coordination with Federal and State agencies. Compliance with the conditions and requirements of the Generic Permit for Stormwater Discharge from Construction Activities as well as implementation of BMPs and mitigation measures would help minimize impacts from soil erosion both during and after construction. Permafrost is not found in the project area and, therefore, the project will have no effect on this resource. Implementation of the Preferred Alternative would result in a negligible impact on geology, topography and soils.

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18. Describe the probable effects that the proposed project will have on (a) populations of fish, plantlife, wildlife, and marine life, including threatened and endangered species; and (b) marine mammals, including hunting, capturing, collecting, or killing these animals.

#### **A. Populations of Fish, Plantlife, Wildlife, and Marine Life, Including Threatened and Endangered Species:**

No impacts are expected to fish or marine life with this project. Potential impacts to threatened and or endangered species such as Wood stork, Eastern indigo snake, Gopher tortoise and Red Cockaded Woodpecker may arise as portions of the proposed transmission route either transect or abut the ANF or other potential habitat. Potential impacts may also arise for plant species of concern such as Longleaf pine. Effects to threatened and endangered and state-listed species will be avoided to the greatest extent feasible. GPC will formally consult with federal and state regulatory agencies regarding potential effects to biological resources, especially with regard to listed species. Pre-construction surveys to locate protected species are also anticipated for some of the species. The proposed action would have minor short-term and long-term impacts on individuals of non-listed wildlife species. Direct impacts on vegetation would result in minor impacts to individuals of certain wildlife species from the removal or conversion of habitat. Site preparation and construction could result in direct impacts to individuals of less mobile wildlife, including small mammals, reptiles, and amphibians. Small mammals, reptiles, and amphibians may return to sites that have been restored with native grasses following construction. For non-listed wildlife species, direct impacts would not be expected to be significant. Individuals of more mobile wildlife species would be expected to move into surrounding areas with suitable habitat during site preparation and construction due to increased noise from vehicles, equipment, machinery, tools, and other human activities. These impacts would be expected to be minor and short-term.

#### **B. Marine Mammals, Including Hunting, Capturing, Collecting, or Killing These Animals:**

The project will have no effect on marine life or marine mammals, including hunting, capturing, collecting, or killing these animals.

- 
19. State whether any hazardous material, as defined in this paragraph, will be used, produced, transported or stored on or within the right-of-way or any of the right-of-way facilities, or used in the construction, operation, maintenance or termination of the right-of-way or any of its facilities. "Hazardous material" means any substance, pollutant or contaminant that is listed as hazardous under the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, 42 U.S.C. 9601 et seq., and its regulations. The definition of hazardous

(SF-299, page 8)



substances under CERCLA includes any "hazardous waste" as defined in the Resource Conservation and Recovery Act of 1976 (RCRA), as amended, 42 U.S.C. 6901 et seq., and its regulations. The term hazardous materials also includes any nuclear or byproduct material as defined by the Atomic Energy Act of 1954, as amended, 42 U.S.C. 2011 et seq. The term does not include petroleum, including crude oil or any fraction thereof that is not otherwise specifically listed or designated as a hazardous substance under CERCLA Section 101(14), 42 U.S.C. 9601(14), nor does the term include natural gas.

Existing and past land use activities are potential indicators of hazardous material storage and use. Past and current land uses could have resulted in unknown contamination within the area to be disturbed by construction. The preferred route is adjacent to a FGT corridor which includes an underground natural gas line. Other than the FGT line, there are no other known sources of hazardous wastes within the project area.

No hazardous material will be produced, transported, or stored on or within the ROW. Petroleum products, such as gasoline, diesel fuel, and lubricants, will be present on-site during construction. These products will be used to fuel and lubricate vehicles and equipment but will be contained within fuel trucks or in approved containers. When not in use, such materials will be stored properly to prevent drainage or accidents during project construction. Vehicle fueling and maintenance activities will not occur in any environmentally sensitive areas. These materials will not be drained onto the ground or into streams or drainage areas. Application of herbicides will be minimized to the maximum extent practicable. Herbicides could be used sparingly when other methods of required vegetation control are not practicable, and herbicide use will be in accordance with applicable federal, state, and local guidelines and approved by the USDA Forest Service ANF District. Totally enclosed containment will be provided for all trash. All construction waste, including trash and litter, garbage, other solid waste, and petroleum products will be removed and transported to a disposal facility authorized to accept such materials. Spills are not expected, but should they occur, would likely be minimal and will be immediately addressed.

To protect the health and safety of workers during construction, operation, and maintenance, GPC will implement a health and safety program which will comply with all federal, state, and local health standards that pertain to worker health and safety. During preliminary and final engineering, pollution prevention control measures will be developed as part of the project design. Mitigation measures will be developed, where necessary, to minimize potential effects to due to the use of hazardous materials and waste from the project.

20. Name all the Department(s)/Agency(ies) where this application is being filed.

USDA Forest Service, Apalachicola National Forest Ranger District

I HEREBY CERTIFY, That I am of legal age and authorized to do business in the State and that I have personally examined the information contained in the application and believe that the information submitted is correct to the best of my knowledge.

Signature of Applicant

Date

6/10/19

Title 18, U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious, or fraudulent statements or representations as to any matter within its jurisdiction.

Michael G Spoor VP

GENERAL INFORMATION  
ALASKA NATIONAL INTEREST LANDS

This application will be used when applying for a right-of-way, permit, license, lease, or certificate for the use of Federal lands which lie within conservation system units and National Recreation or Conservation Areas as defined in the Alaska National Interest Lands Conservation Act. Conservation system units include the National Park System, National Wildlife Refuge System, National Wild and Scenic Rivers System, National Trails System, National Wilderness Preservation System, and National Forest Monuments.

Transportation and utility systems and facility uses for which the application may be used are:

1. Canals, ditches, flumes, laterals, pipes, pipelines, tunnels, and other systems for the transportation of water.
2. Pipelines and other systems for the transportation of liquids other than water, including oil, natural gas, synthetic liquid and gaseous fuels, and any refined product produced therefrom.
3. Pipelines, slurry and emulsion systems, and conveyor belts for transportation of solid materials.
4. Systems for the transmission and distribution of electric energy.
5. Systems for transmission or reception of radio, television, telephone, telegraph, and other electronic signals, and other means of communications.
6. Improved right-of-way for snow machines, air cushion vehicles, and all-terrain vehicles.
7. Roads, highways, railroads, tunnels, tramways, airports, landing strips, docks, and other systems of general transportation.

This application must be filed simultaneously with each Federal department or agency requiring authorization to establish and operate your proposal.

In Alaska, the following agencies will help the applicant file an application and identify the other agencies the applicant should contact and possibly file with:

Department of Agriculture  
Regional Forester, Forest Service (USFS)  
Federal Office Building,  
P.O. Box 21628  
Juneau, Alaska 99802-1628  
Telephone: (907) 586-7847 (or a local Forest Service Office)

Department of the Interior  
Bureau of Indian Affairs (BIA)  
Juneau Area Office  
Federal Building Annex  
9109 Mendenhall Mall Road, Suite 5  
Juneau, Alaska 99802  
Telephone: (907) 586-7177

Department of the Interior  
Bureau of Land Management  
222 West 7th Avenue  
P.O. Box 13  
Anchorage, Alaska 99513-7599  
Telephone: (907) 271-5477 (or a local BLM Office)

U.S. Fish & Wildlife Service (FWS) Office of the Regional Director 1011 East Tudor Road Anchorage, Alaska 99503 Telephone: (907) 786-3440	National Park Service (NPA) Alaska Regional Office, 2225 Gambell St., Rm. 107 Anchorage, Alaska 99502-2892 Telephone: (907) 786-3440
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Note - Filings with any Interior agency may be filed with any office noted above or with the Office of the Secretary of the Interior, Regional Environmental Office, P.O. Box 120, 1675 C Street, Anchorage, Alaska 9513.

Department of Transportation  
Federal Aviation Administration  
Alaska Region AAL-4, 222 West 7th Ave., Box 14  
Anchorage, Alaska 99513-7587  
Telephone: (907) 271-5285

NOTE - The Department of Transportation has established the above central filing point for agencies within that Department. Affected agencies are: Federal Aviation Administration (FAA), Coast Guard (USCG), Federal Highway Administration (FHWA), Federal Railroad Administration (FRA).

OTHER THAN ALASKA NATIONAL INTEREST LANDS

Use of this form is not limited to National Interest Conservation Lands of Alaska.

Individual department/agencies may authorize the use of this form by applicants for transportation and utility systems and facilities on other Federal lands outside those areas described above.

For proposals located outside of Alaska, applications will be filed at the local agency office or at a location specified by the responsible Federal agency.

SPECIFIC INSTRUCTIONS

*(Items not listed are self-explanatory)*

- 7 Attach preliminary site and facility construction plans. The responsible agency will provide instructions whenever specific plans are required.
- 8 Generally, the map must show the section(s), township(s), and range(s) within which the project is to be located. Show the proposed location of the project on the map as accurately as possible. Some agencies require detailed survey maps. The responsible agency will provide additional instructions.
- 9, 10, and 12 The responsible agency will provide additional instructions.
- 13 Providing information on alternate routes and modes in as much detail as possible, discussing why certain routes or modes were rejected and why it is necessary to cross Federal lands will assist the agency(ies) in processing your application and reaching a final decision. Include only reasonable alternate routes and modes as related to current technology and economics.
- 14 The responsible agency will provide instructions.
- 15 Generally, a simple statement of the purpose of the proposal will be sufficient. However, major proposals located in critical or sensitive areas may require a full analysis with additional specific information. The responsible agency will provide additional instructions.
- 16 through 19 Providing this information is as much detail as possible will assist the Federal agency(ies) in processing the application and reaching a decision. When completing these items, you should use a sound judgment in furnishing relevant information. For example, if the project is not near a stream or other body of water, do not address this subject. The responsible agency will provide additional instructions.

Application must be signed by the applicant or applicant's authorized representative.

EFFECT OF NOT PROVIDING INFORMATION: Disclosure of the information is voluntary. If all the information is not provided, the application may be rejected.

DATA COLLECTION STATEMENT

The Federal agencies collect this information from applicants requesting right-of-way, permit, license, lease, or certification for the use of Federal lands. The Federal agencies use this information to evaluate the applicant's proposal. The public is obligated to submit this form if they wish to obtain permission to use Federal lands.

## SUPPLEMENTAL

NOTE: The responsible agency(ies) will provide instructions	CHECK APPROPRIATE BLOCK	
<b>I - PRIVATE CORPORATIONS</b>	ATTACHED	FILED*
a. Articles of Incorporation	<input type="checkbox"/>	<input type="checkbox"/>
b. Corporation Bylaws	<input type="checkbox"/>	<input type="checkbox"/>
c. A certification from the State showing the corporation is in good standing and is entitled to operate within the State	<input type="checkbox"/>	<input type="checkbox"/>
d. Copy of resolution authorizing filing	<input type="checkbox"/>	<input type="checkbox"/>
e. The name and address of each shareholder owning 3 percent or more of the shares, together with the number and percentage of any class of voting shares of the entity which such shareholder is authorized to vote and the name and address of each affiliate of the entity together with, in the case of an affiliate controlled by the entity, the number of shares and the percentage of any class of voting stock of that affiliate owned, directly or indirectly, by that entity, and in the case of an affiliate which controls that entity, the number of shares and the percentage of any class of voting stock of that entity owned, directly or indirectly, by the affiliate.	<input type="checkbox"/>	<input type="checkbox"/>
f. If application is for an oil or gas pipeline, describe any related right-of-way or temporary use permit applications, and identify previous applications.	<input type="checkbox"/>	<input type="checkbox"/>
g. If application is for an oil and gas pipeline, identify all Federal lands by agency impacted by proposal.	<input type="checkbox"/>	<input type="checkbox"/>
<b>II - PUBLIC CORPORATIONS</b>		
a. Copy of law forming corporation	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b. Proof of organization	<input checked="" type="checkbox"/>	<input type="checkbox"/>
c. Copy of Bylaws	<input checked="" type="checkbox"/>	<input type="checkbox"/>
d. Copy of resolution authorizing filing	<input checked="" type="checkbox"/>	<input type="checkbox"/>
e. If application is for an oil or gas pipeline, provide information required by item "I-f" and "I-g" above.	<input type="checkbox"/>	<input type="checkbox"/>
<b>III - PARTNERSHIP OR OTHER UNINCORPORATED ENTITY</b>		
a. Articles of association, if any	<input type="checkbox"/>	<input type="checkbox"/>
b. If one partner is authorized to sign, resolution authorizing action is	<input type="checkbox"/>	<input type="checkbox"/>
c. Name and address of each participant, partner, association, or other	<input type="checkbox"/>	<input type="checkbox"/>
d. If application is for an oil or gas pipeline, provide information required by item "I-f" and "I-g" above.	<input type="checkbox"/>	<input type="checkbox"/>

\* If the required information is already filed with the agency processing this application and is current, check block entitled "Filed." Provide the file identification information (e.g., number, date, code, name). If not on file or current, attach the requested information.

## NOTICES

Note: This applies to the Department of Agriculture/Forest Service (FS)

This information is needed by the Forest Service to evaluate the requests to use National Forest System lands and manage those lands to protect natural resources, administer the use, and ensure public health and safety. This information is required to obtain or retain a benefit. The authority for that requirement is provided by the Organic Act of 1897 and the Federal Land Policy and Management Act of 1976, which authorize the secretary of Agriculture to promulgate rules and regulations for authorizing and managing National Forest System lands. These statutes, along with the Term Permit Act, National Forest Ski Area Permit Act, Granger-Thye Act, Mineral Leasing Act, Alaska Term Permit Act, Act of September 3, 1954, Wilderness Act, National Forest Roads and Trails Act, Act of November 16, 1973, Archeological Resources Protection Act, and Alaska National Interest Lands Conservation Act, authorize the Secretary of Agriculture to issue authorizations or the use and occupancy of National Forest System lands. The Secretary of Agriculture's regulations at 36 CFR Part 251, Subpart B, establish procedures for issuing those authorizations.

## BURDEN AND NONDISCRIMINATION STATEMENTS

*According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0596-0082. The time required to complete this information collection is estimated to average 8 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.*

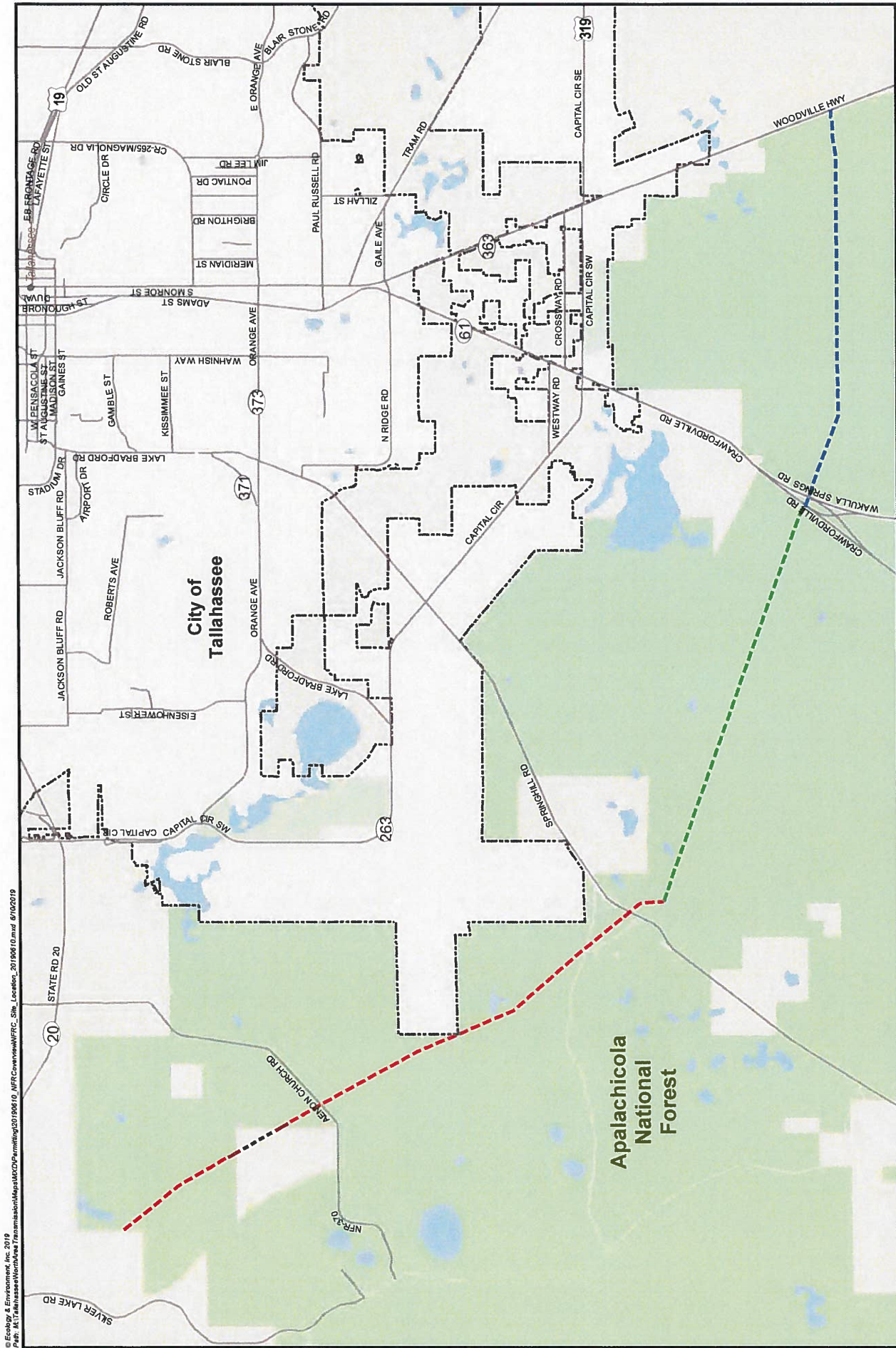
*The U.S. Department of Agriculture (USDA) prohibits discrimination in all its programs and activities on the basis of race, color, national origin, age, disability, and where applicable, sex, marital status, familial status, parental status, religion, sexual orientation, genetic information, political beliefs, reprisal, or because all or part of an individual's income is derived from any public assistance. (Not all prohibited bases apply to all programs.) Persons with disabilities who require alternative means for communication of program information (Braille, large print, audiotape, etc.) should contact USDA's TARGET Center at 202-720-2600 (voice and TDD).*

*To file a complaint of discrimination, write USDA, Director, Office of Civil Rights, 1400 Independence Avenue, SW, Washington, DC 20250-9410 or call toll free (866) 632-9992 (voice). TDD users can contact USDA through local relay or the Federal relay at (800) 877-8339 (TDD) or (866) 377-8642 (relay voice). USDA is an equal opportunity provider and employer.*

The Privacy Act of 1974 (5 U.S.C. 552a) and the Freedom of Information Act (5 U.S.C. 552) govern the confidentiality to be provided for information received by the Forest Service.

## **ATTACHMENTS**

1. Attachment 1: Site Location Map of Preferred Route through ANF
2. Attachment 2: Preferred Route Cross-section Illustrations for Segments 1, 2, and 3
  - Please note that the Cross-sections are intended to illustrate corridor spacing
3. Attachment 3: Supplemental Information for Public Corporations



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 File: K:\Tallahassee\NorthArea\Transmittal\Map\Map\NFRFC\_Site\_Location\_20190610.mxd 01/02/2019

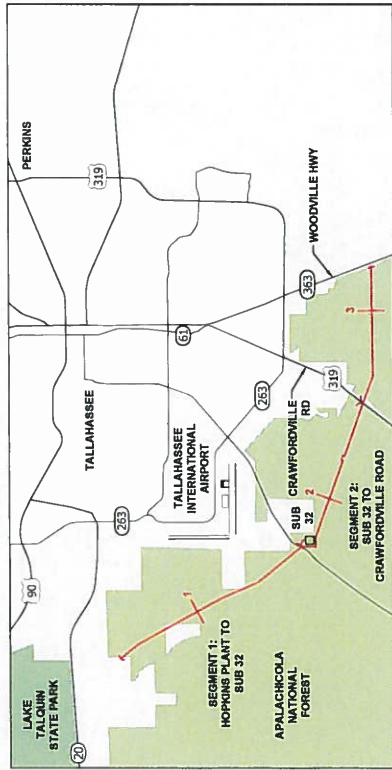
**Gulf Power  
 North Florida Resiliency Connect (NFRFC) Project**

- City of Tallahassee Limits
- Apalachicola National Forest
- Preferred Route
- Segment 1 Through ANF
- Segment 2 Through ANF
- Segment 3 Through ANF
- Segment Not in ANF

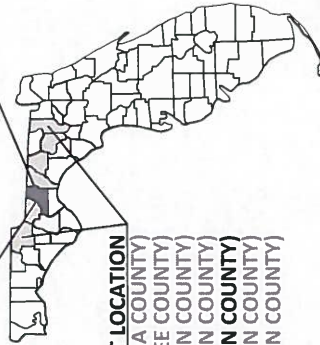


Sources: ESR1 2017; FGDL 2019; Ecology and Environment, Inc. 2019

# NORTH FLORIDA RESILIENCY CONNECTION 161KV TRANSMISSION LINE BUILD APALACHICOLA NATIONAL FOREST




**APALACHICOLA NATIONAL FOREST KEY MAP**



**PROJECT LOCATION**  
(COLUMBIA COUNTY)  
(SUWANNEE COUNTY)  
(MADISON COUNTY)  
(JEFFERSON COUNTY)  
(LEON COUNTY)  
(GADSDEN COUNTY)  
(JACKSON COUNTY)

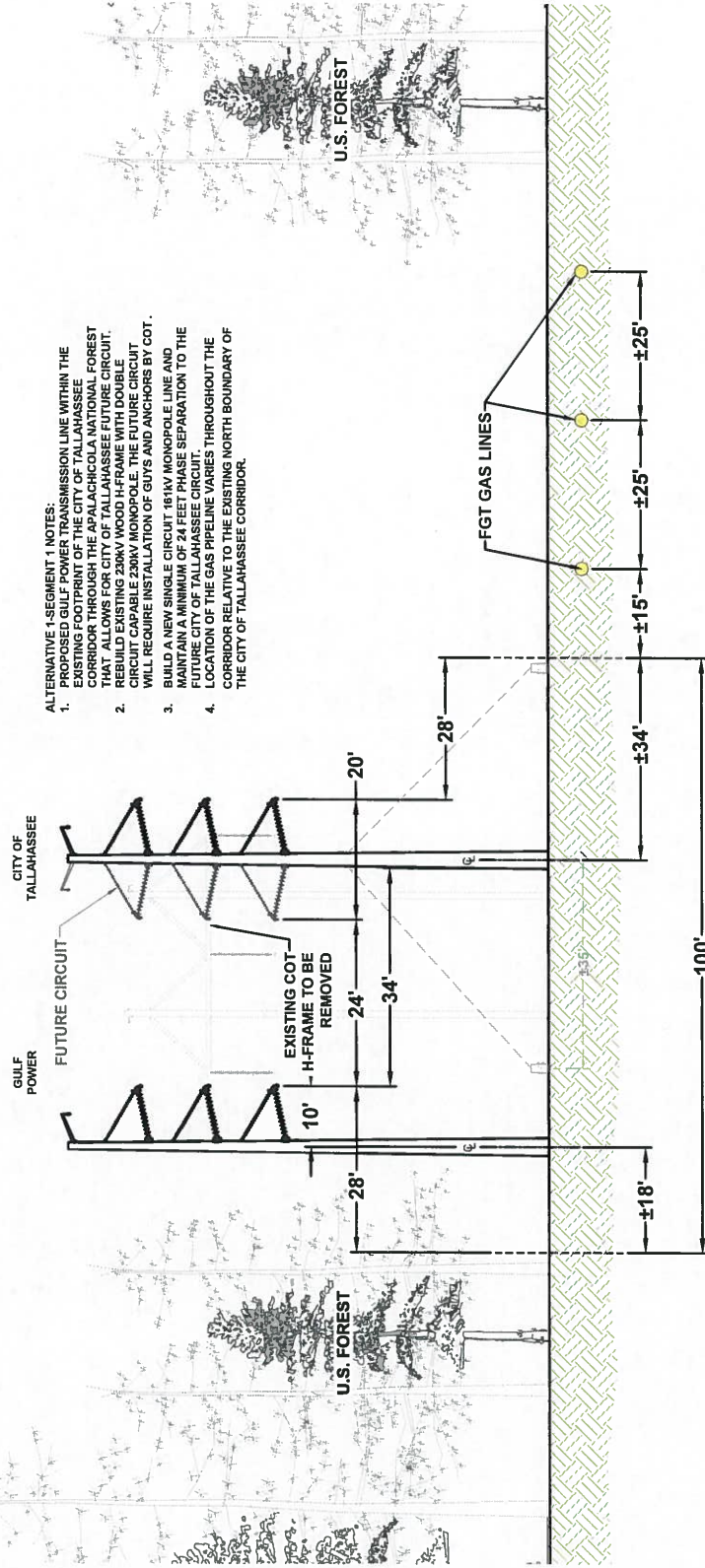
NOTE:  
CROSS SECTIONS ARE INTENDED TO ILLUSTRATE  
CORRIDOR SPACING.

REV	DATE	ISSUED FOR REVIEW	GCC	JRC	MKL
0	06/07/19		BY:	CRD	APP

<b>GULF POWER COMPANY</b>	<b>NORTH FLORIDA RESILIENCY CONNECTION</b>
SCALE: N.T.S. DRAWN BY: GCC ENGINEER: MKL COUNTY: LEON SHEET 1 OF 21	 <b>APALACHICOLA NATIONAL FOREST</b>

**PREFERRED ROUTE**

**NORTH FLORIDA RESILIENCY CONNECTION  
161KV TRANSMISSION LINE BUILD  
NFRC CROSS SECTION ALTERNATIVE 1  
SEGMENT 1 - HOPKINS PLANT TO SUB 32**



- ALTERNATIVE 1 SEGMENT 1 NOTES:
1. PROPOSED GULF POWER TRANSMISSION LINE WITHIN THE EXISTING FOOTPRINT OF THE CITY OF TALLAHASSEE CORRIDOR THROUGH THE APALACHICOLA NATIONAL FOREST THAT ALLOWS FOR CITY OF TALLAHASSEE FUTURE CIRCUIT. REBUILD EXISTING 230KV WOOD H-FRAME WITH DOUBLE CIRCUIT CAPABLE 230KV MONOPOLE. THE FUTURE CIRCUIT WILL REQUIRE INSTALLATION OF GUYS AND ANCHORS BY COT.
  2. BUILD A NEW SINGLE CIRCUIT 161KV MONOPOLE LINE AND MAINTAIN A MINIMUM OF 24 FEET SEPARATION TO THE FUTURE CITY OF TALLAHASSEE CIRCUIT.
  3. LOCATION OF THE GAS PIPELINE VARIES THROUGHOUT THE CORRIDOR RELATIVE TO THE EXISTING NORTH BOUNDARY OF THE CITY OF TALLAHASSEE CORRIDOR.

NOTE:  
CROSS SECTIONS ARE INTENDED TO ILLUSTRATE  
CORRIDOR SPACING.

SEGMENT 1 - HOPKINS PLANT TO SUB 32 LOOKING NORTHWEST

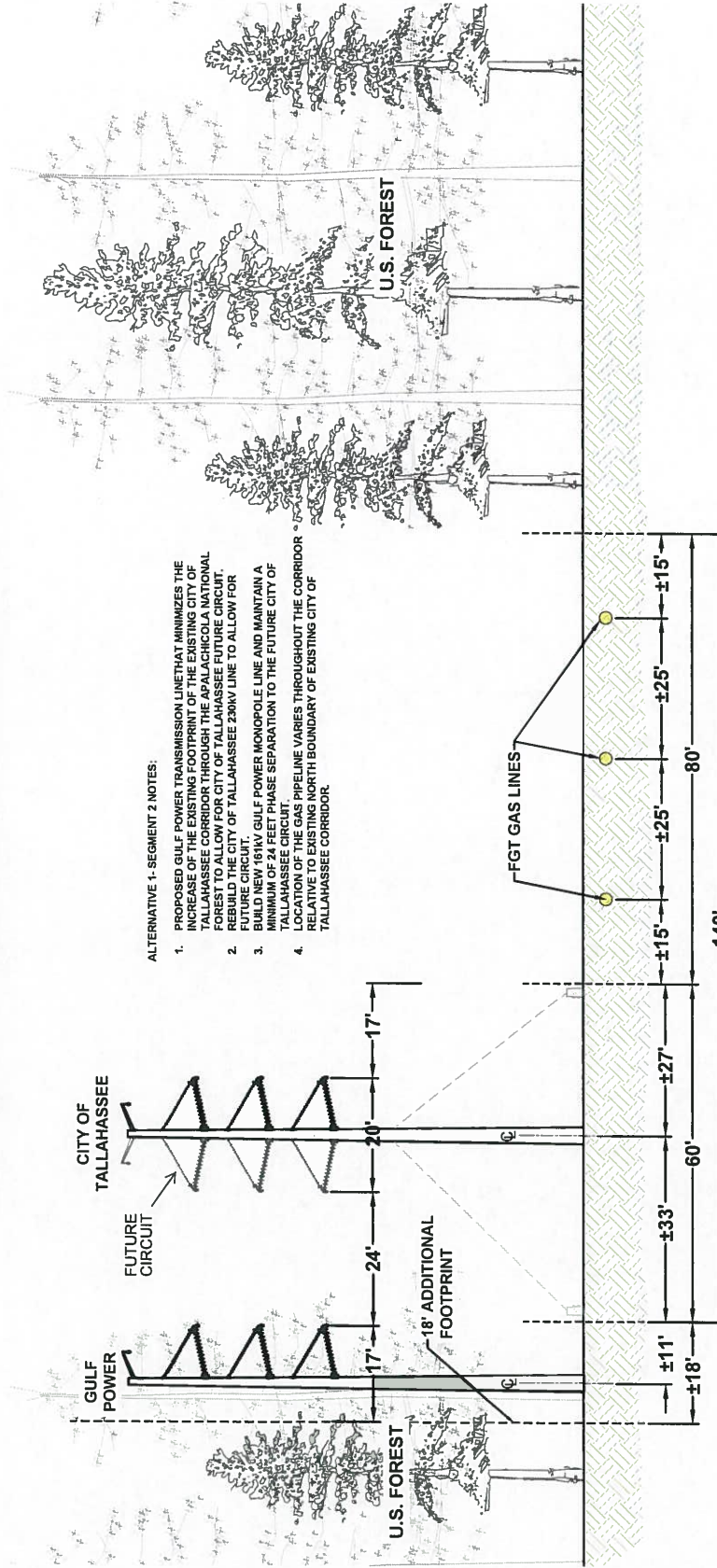
REV	DATE	ISSUED FOR REVIEW	DESCRIPTION
0	08/07/19		

GULF POWER COMPANY		NORTH FLORIDA RESILIENCY CONNECTION	
SCALE: N.T.S.	DATE: 06/07/19	APALACHICOLA NATIONAL FOREST ALTERNATIVE 1	
DRAWN BY: JAC	PROJECT NO: SUB	Gulf Power	
ENGINEER: MML	SECTION: 101		
COUNTY: LEON	FILE NAME: ANF CROSS SECTIONS		
SHEET: 3 OF 21			



**PREFERRED ROUTE**

**NORTH FLORIDA RESILIENCY CONNECTION  
161kV TRANSMISSION LINE BUILD  
NFRC CROSS SECTION ALTERNATIVE 1  
SEGMENT 2 - SUBSTATION 32 TO CRAWFORDVILLE ROAD**



- ALTERNATIVE 1 - SEGMENT 2 NOTES:
1. PROPOSED GULF POWER TRANSMISSION LINE THAT MINIMIZES THE INCREASE OF THE EXISTING FOOTPRINT OF THE EXISTING CITY OF TALLAHASSEE CORRIDOR THROUGH THE APALACHICOLA NATIONAL FOREST. REBUILD THE CITY OF TALLAHASSEE 230KV LINE TO ALLOW FOR FUTURE CIRCUIT.
  2. BUILD NEW 161KV GULF POWER MONOPOLE LINE AND MAINTAIN A MINIMUM OF 24 FEET PHASE SEPARATION TO THE FUTURE CITY OF TALLAHASSEE CIRCUIT.
  3. LOCATION OF THE GAS PIPELINE VARIES THROUGHOUT THE CORRIDOR RELATIVE TO EXISTING NORTH BOUNDARY OF EXISTING CITY OF TALLAHASSEE CORRIDOR.

NOTE:  
CROSS SECTIONS ARE INTENDED TO ILLUSTRATE  
CORRIDOR SPACING.

SEGMENT 2 - SUB 32 TO CRAWFORDVILLE ROAD  
LOOKING NORTHWEST

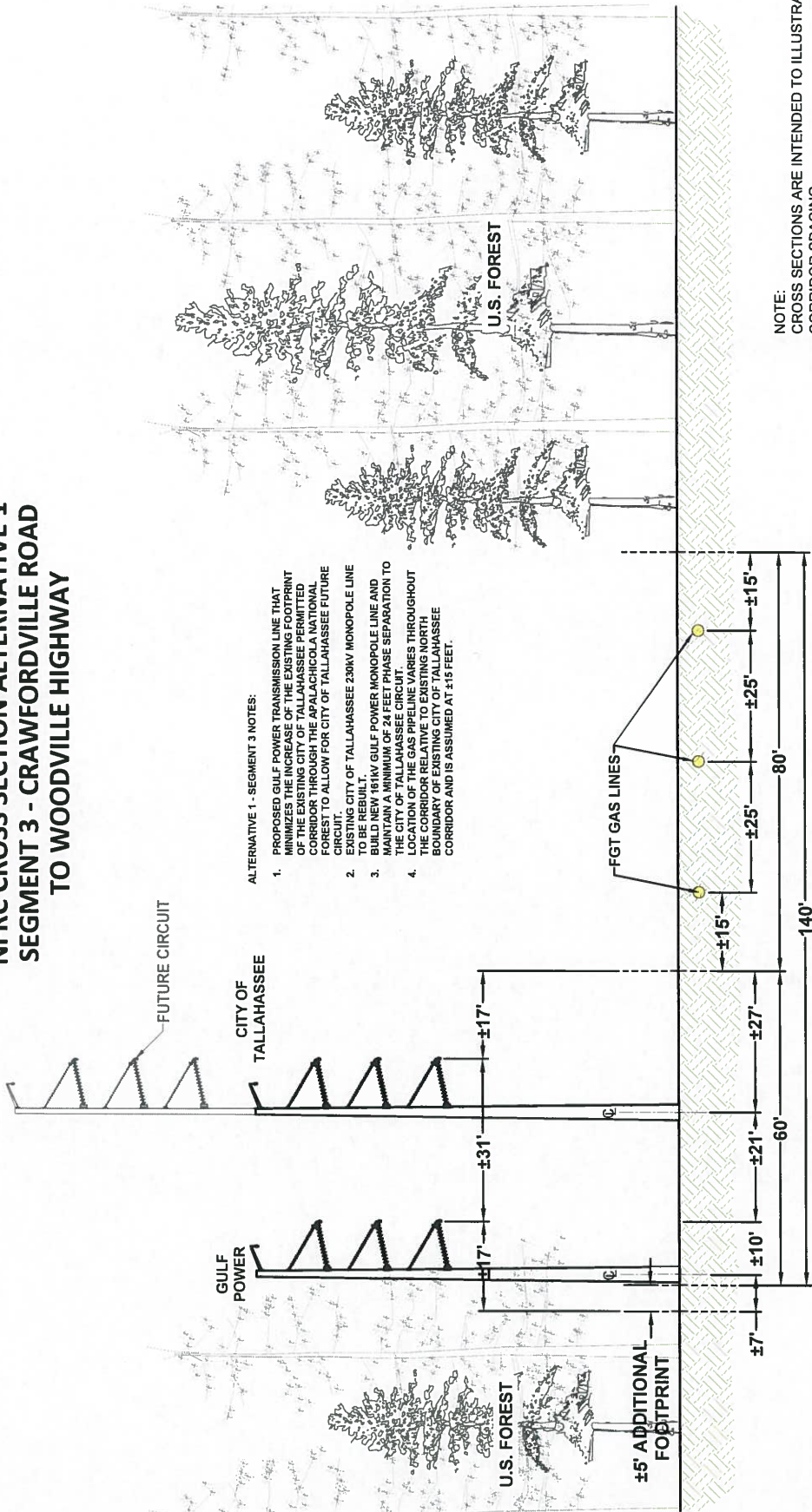
REV	DATE	ISSUED FOR REVIEW	GCC	JRC	MKL
0	08/07/19				

DESCRIPTION	BY	CHKD	APP

<b>GULF POWER COMPANY</b>	<b>NORTH FLORIDA RESILIENCY CONNECTION</b>
<small>SCALE: N.T.S. DRAWN BY: GCC ENGINEER: MKL COUNTY: LEON SHEET 5 OF 21</small>	<small>DATE: 08/07/19 CHECKED BY: JUB SECTION: N/A FILE NAME: ANF CROSS SECTIONS</small>
	<b>APALACHICOLA NATIONAL FOREST ALTERNATIVE 1</b>

**PREFERRED ROUTE**

**NORTH FLORIDA RESILIENCY CONNECTION  
161KV TRANSMISSION LINE BUILD  
NFRC CROSS SECTION ALTERNATIVE 1  
SEGMENT 3 - CRAWFORDVILLE ROAD  
TO WOODVILLE HIGHWAY**



**ALTERNATIVE 1 - SEGMENT 3 NOTES:**

1. PROPOSED GULF POWER TRANSMISSION LINE THAT MINIMIZES THE INCREASE OF THE EXISTING FOOTPRINT OF THE EXISTING CITY OF TALLAHASSEE PERMITTED CORRIDOR THROUGH THE APALACHICOLA NATIONAL FOREST TO ALLOW FOR CITY OF TALLAHASSEE FUTURE CIRCUIT.
2. EXISTING CITY OF TALLAHASSEE 230KV MONOPOLE LINE TO BE REBUILT.
3. BUILD NEW 161KV GULF POWER MONOPOLE LINE AND MAINTAIN A MINIMUM OF 24 FEET PHASE SEPARATION TO THE CITY OF TALLAHASSEE CIRCUIT.
4. LOCATION OF THE GAS PIPELINE VARIES THROUGHOUT THE CORRIDOR RELATIVE TO EXISTING NORTH BOUNDARY OF EXISTING CITY OF TALLAHASSEE CORRIDOR AND IS ASSUMED AT ±15 FEET.

NOTE:  
CROSS SECTIONS ARE INTENDED TO ILLUSTRATE  
CORRIDOR SPACING.

REV	DATE	ISSUED FOR REVIEW	DESCRIPTION	ESC	JRC	MKL
0	08/07/19			BY	CHK	APP

SEGMENT 3 - CRAWFORDVILLE ROAD TO WOODVILLE HIGHWAY  
LOOKING WEST

<b>GULF POWER COMPANY</b>	<b>NORTH FLORIDA RESILIENCY CONNECTION</b>
SCALE N.T.S. DRAWN BY: GCC ENGINEER: MKL COUNTY: LEON SHEET 7 OF 21	APALACHICOLA NATIONAL FOREST ALTERNATIVE 1

## **GULF POWER COMPANY**

### **SECRETARY'S CERTIFICATE**

The undersigned, W. Scott Seeley, Corporate Secretary of Gulf Power Company, a Florida corporation (the "Company"), hereby certifies that:

- (a) Attached hereto as Annex A is a true and correct copy of the Articles of Incorporation of the Company as in effective on the date hereof;
- (b) Attached hereto as Annex B is a true and correct copy of the Bylaws of the Company, as in effect on the date hereof; and
- (c) Attached hereto as Annex C is a true and correct copy of resolutions (excluding exhibits, if any) adopted by the Board of Directors of the Company on April 30, 2019. Such resolutions have not been amended, modified or rescinded and remain in full force and effect on the date hereof.

IN WITNESS WHEREOF, I have hereunto signed my name on this 2nd day of May, 2019.



---

W. Scott Seeley  
Corporate Secretary

**ANNEX A**

**GULF POWER COMPANY**

**ARTICLES OF INCORPORATION**

**CERTIFICATE OF FIRST AMENDED AND RESTATED ARTICLES  
OF INCORPORATION  
OF  
GULF POWER COMPANY**

**FILED**

2019 APR 26 PM 4:41

**Document Number of Corporation: P05000145526**

Pursuant to Section 607.1007, Florida Statutes, the undersigned hereby submits this Certificate of Amendment and Restatement of the Articles of Incorporation for the purpose of amending and restating its Articles of Incorporation, as heretofore amended and currently in effect.

1. The name of the corporation is Gulf Power Company (the "Corporation").
2. The text of the Corporation's First Amended and Restated Articles of Incorporation (the "Amended & Restated Articles") is set forth in the First Amended and Restated Articles of Incorporation of Gulf Power Company attached hereto.
3. The Amended & Restated Articles contain amendments to the Articles of Incorporation, as heretofore amended and currently in effect. Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, the Amended & Restated Articles were approved and adopted by unanimous written consent of the Board of Directors pursuant to Section 607.0821 of the Act on April 26, 2019, and were duly proposed to, and approved and adopted by written consent of the sole shareholder of the Corporation pursuant to Section 607.0704 of the Act on April 26, 2019.
4. The amendment was approved by the sole shareholder and such approval is sufficient approval of the Amended & Restated Articles.
5. The Amended & Restated Articles, as approved and adopted by the Board of Directors and the sole shareholder of the corporation supersede the Articles of Incorporation, as heretofore amended.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Restatement to be executed in its name by the undersigned, thereunto duly authorized, on April 26, 2019.

GULF POWER COMPANY

By: Melissa A. Plotsky  
Melissa A. Plotsky  
Assistant Secretary

**FIRST AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
GULF POWER COMPANY**

**FILED**  
2019 APR 26 PM 4:41  
TALLAHASSEE, FL

1. Name. The name of the corporation is GULF POWER COMPANY (the "Corporation").
2. Purpose. The Corporation is organized for the purpose of transacting any or all lawful business.
3. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 40,000,000, consisting of 30,000,000 shares of Serial Preferred Stock, \$.01 par value, and 10,000,000 shares of Common Stock, \$.01 par value.
4. Serial Preferred Stock. The Board of Directors of the Corporation is authorized at any time to provide for the issuance of shares of Serial Preferred Stock in one or more series, and to determine the designations, preferences, limitations and relative or other rights of the Serial Preferred Stock or any series thereof. For each series, the Board of Directors shall determine, by resolution or resolutions adopted prior to the issuance of any shares thereof, the designations, preferences, limitations and relative or other rights thereof, including but not limited to the following relative rights and preferences, as to which there may be variations among different series:
  - a. The rate and manner of payment of dividends, if any;
  - b. Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
  - c. The amount payable upon shares in the event of liquidation, dissolution or other winding up of the Corporation;
  - d. Sinking fund provisions, if any, for the redemption or purchase of shares;
  - e. The terms and conditions, if any, on which shares may be converted or exchanged;
  - f. Voting rights, if any; and
  - g. Any other rights and preferences of such shares, to the full extent now or hereafter permitted by the laws of the State of Florida.

The Board of Directors shall have the authority to determine the number of shares that will comprise each Series.

Prior to the issuance of any shares of a series, but after adoption by the Board of Directors of the resolution establishing such series, the appropriate officers of the Corporation shall file such documents with the State of Florida as may be required by law.

For purposes of determining funds lawfully available for any dividends or other business distribution upon shares of stock pursuant to the Florida Business Corporation Act (the "Act"), or successor statutes, amounts needed to satisfy the rights of shareholders upon dissolution who have preferential rights superior to those of shareholders of the stock receiving such dividend or distribution shall not be deducted from the Corporation's total assets.

5. The Corporation is to have perpetual existence.
6. The registered office of the corporation is at 700 Universe Boulevard, Juno Beach, Florida 33408 and the name of the registered agent at such address is David M. Lee.
7. The number of directors of the Corporation shall be as set forth in the by-laws.

**ANNEX B**

**GULF POWER COMPANY**

**BYLAWS**



**GULF POWER COMPANY**  
**FIRST AMENDED AND RESTATED BYLAWS**

**ARTICLE I. MEETINGS OF SHAREHOLDER**

**Section 1. Annual Meeting.** The annual shareholder's meeting of the Company shall be held at the time and place designated by the board of directors of the Company.

**Section 2. Special Meetings.** Special meetings of the shareholder shall be held when and at the place directed by the chairman of the board, the president, the board of directors, the executive committee or as otherwise provided by law.

**Section 3. Place and Presiding Officer.** Meetings of the shareholder may be held within or without the State of Florida.

Meetings of the shareholder may be presided over by the chairman of the board, the president or any vice president. The secretary of the Company, or any person chosen by the person presiding over the shareholder's meeting, shall act as secretary for the meeting.

**Section 4. Action Without a Meeting.** Any action required or permitted to be taken at any shareholder's meeting may be taken without a meeting, by a consent in writing setting forth the action so taken and signed by the shareholder.

**ARTICLE II. DIRECTORS**

**Section 1. General Powers.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the board of directors.

**Section 2. Number.** The number of directors shall consist of such number as may be fixed from time to time by resolution of the Board of Directors of the Company.

At each annual meeting the shareholder shall elect directors to hold office until the next succeeding annual meeting. Each director so elected shall hold office for the term of which he or she is elected and until his or her successor shall have been elected and qualified or until his or her earlier resignation, retirement, removal from office or death

**Section 3. Vacancies.** Any vacancy occurring in the board of directors, including any vacancy created by reason of an increase in the number of directors, may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the board of directors. A director elected to fill a vacancy shall hold office only until the next election of directors by the shareholder.

**Section 4. Quorum and Voting.** A majority of the number of directors fixed by, or in the manner provided in, these bylaws shall constitute a quorum for the transaction of business; provided, however, that whenever, for any reason, a vacancy occurs in the board of directors, the quorum shall consist of a majority of the remaining directors until the vacancy has been

filled. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors.

**Section 5. Executive and Other Committees.** The board of directors, by resolution adopted by a majority of the entire board of directors, may designate from among its members an executive committee and one or more other committees. Each committee of the board of directors shall have such powers and functions as may be delegated to it by resolution adopted by the entire board of directors, except as prohibited by law.

The board of directors, by resolution adopted in accordance with this section, shall designate a chairman for each committee it establishes who shall preside at all meetings of the committee and who shall have such additional duties as shall from time to time be designated by the board.

The board of directors, by resolution adopted in accordance with this section, may designate one or more directors as alternate members of any such committee, who may act in the place and stead of any absent member or members at any meeting of such committee.

**Section 6. Place of Meetings and Presiding Officer.** Regular and special meetings of the board of directors may be held within or without the State of Florida.

Meetings of the board shall be presided over by the chairman of the board and in his absence the president. If both the chairman and the president are absent, the directors shall elect a chairman for the meeting from one of their members present.

**Section 7. Time, Notice and Call of Meetings.** Regular meetings of the board of directors shall be held without notice at the location of and immediately after the adjournment of the annual shareholder's meeting in each year, and at such other time and place, as may be determined by the board of directors. Notice of the time and place of special meetings of the board of directors shall be given to each director either by personal delivery, telegram, cablegram, or by telephone at least two days prior to the meeting. Notice may also be given through the postal service if mailed at least 5 days prior to the meeting.

Notice of a meeting of the board of directors need not be given to any director who signs a waiver of notice either before or after the meeting. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of the meeting, the time of the meeting, or the manner in which it has been called or convened, except when a director states, at the beginning of the meeting, any objection to the transaction of business because the meeting is not lawfully called or convened.

Except as otherwise provided in the Company's Charter, neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

A majority of the directors present, whether or not a quorum exists, may adjourn any meeting of the board of directors to another time and place. Notice of any such adjourned meeting shall be given to the directors who were not present at the time of the adjournment and, unless the time and place of the adjourned meeting are announced at the time of the adjournment, to the other directors.

Meetings of the board of directors may be called by the chairman of the board, by the president, or by any two directors.

Members of the board of directors may participate in a meeting of such board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

**Section 8. Action Without a Meeting.** Any action required to be taken at a meeting of the directors or any action which may be taken at a meeting of the directors or a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so to be taken, signed by all of the directors or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board or of the committee. Such consent shall have the same effect as a unanimous vote.

### **ARTICLE III. OFFICERS**

**Section 1. Types.** The officers of the Company shall consist of a chairman of the board, a president, a secretary, a treasurer and such vice presidents and other officers as may be appointed by the board of directors or by a duly appointed officer authorized by these bylaws or by resolution of the board of directors to appoint officers.

Unless otherwise determined by the board of directors, the president of the Company shall be the chief executive officer.

The chairman of the board and the president of the Company shall each have the authority to appoint one or more assistant treasurers, assistant controllers and assistant secretaries.

**Section 2. Appointment and Term.** The officers of the Company shall be elected by the board of directors or by a duly appointed officer authorized to appoint officers. Each officer shall hold office until the first board of directors meeting immediately following the annual shareholder's meeting next occurring after his or her appointment to office and until his or her successor shall have been appointed or until his or her earlier resignation, retirement, removal from office or death.

**Section 3. Duties.** All officers of the Company shall have such authority and shall perform such duties as generally pertain to their respective offices and shall have such additional authority and perform such additional duties as may from time to time be determined by resolution of the board of directors.

**Section 4. Removal of Officers.** Any officer may be removed by the board of directors at any time with or without cause. Any officer appointed by the chief executive officer or the president may be removed by either the chief executive officer or the president at any time with or without cause.

## **ARTICLE IV. STOCK CERTIFICATES**

Certificates representing shares in the Company shall be signed by the president or a vice president and the secretary or an assistant secretary and may be sealed with the seal of the Company or a facsimile thereof. The signatures of the president or vice president and the secretary or assistant secretary may be facsimiles if the certificate is manually signed on behalf of a transfer agent, or a registrar, other than the Company itself or an employee of the Company. In case any officer who signed or whose facsimile signature has been placed upon such certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the Company with the same effect as if he were such officer at the date of its issuance.

Each certificate representing shares shall state upon the face thereof: the name of the Company; that the Company is organized under the laws of Florida; the name of the person or persons to whom issued; the number and class of shares and the designation of the series, if any, which such certificate represents; and the par value of each share represented by such certificate or a statement that the shares are without par value.

## **ARTICLE V. DIVIDENDS**

The board of directors of the Company may, from time to time, declare, and the Company may pay, dividends on its outstanding shares in the manner and upon the terms and conditions provided by law and by its Charter.

## **ARTICLE VI. INDEMNIFICATION/ADVANCEMENT OF EXPENSES**

**Section 1. Right to Indemnification.** Each person who was or is made a party or is threatened to be made a party to or was or is called as a witness or was or is otherwise involved in any Proceeding in connection with his or her status as an Indemnified Person, shall be indemnified and held harmless by the Company to the fullest extent permitted under the Florida Business Corporation Act (the "Act"), as the same now exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Company to provide broader indemnification rights than the Act permitted the Company to provide prior to such amendment). Such indemnification shall cover all expenses incurred by an Indemnified Person (including, but not limited to, attorneys' fees and other expenses of litigation) and all liabilities and losses (including, but not limited to, judgments, fines, ERISA or other excise taxes or penalties and amounts paid or to be paid in settlement) incurred by such person in connection therewith.

Notwithstanding the foregoing, except with respect to indemnification specified in Section 3 of this Article VI, the Company shall indemnify an Indemnified Person in connection with a Proceeding (or part thereof) initiated by such person only if authorization for such Proceeding (or part thereof) was not denied by the board of directors of the Company prior to 60 days after receipt of notice thereof from such person.

For purposes of this Article VI:

(i) a "Proceeding" is an action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal therefrom;

(ii) an "Indemnified Person" is a person who is, or who was (whether at the time the facts or circumstances underlying the Proceeding occurred or were alleged to have occurred or at any other time), (A) a director or officer of the Company, (B) a director, officer or other employee of the Company serving as a trustee or fiduciary of an employee benefit plan of the Company, (C) an agent or non-officer employee of the Company as to whom the Company has agreed to grant such indemnity, or (D) serving at the request of the Company in any capacity with any entity or enterprise other than the Company and as to whom the Company has agreed to grant such indemnity.

**Section 2. Expenses.** Expenses, including attorneys' fees, incurred by an Indemnified Person in defending or otherwise being involved in a Proceeding in connection with his or her status as an Indemnified Person shall be paid by the Company in advance of the final disposition of such Proceeding, including any appeal therefrom, (i) in the case of (A) a director or officer, or former director or officer, of the Company or (B) a director, officer or other employee, or former director, officer or other employee, of the Company serving as a trustee or fiduciary of any employee benefit plan of the Company, upon receipt of an undertaking ("Undertaking") by or on behalf of such person to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Company; or (ii) in the case of any other Indemnified Person, upon such terms and as the board of directors, the chairman of the board or the president of the Company deems appropriate.

Notwithstanding the foregoing, in connection with a Proceeding (or part thereof) initiated by such person, except a Proceeding authorized by Section 3 of this Article VI, the Company shall pay said expenses in advance of final disposition only if authorization for such Proceeding (or part thereof) was not denied by the board of directors of the Company prior to 60 days after receipt of a request for such advancement accompanied by an Undertaking.

A person to whom expenses are advanced pursuant to this Section 2 shall not be obligated to repay such expenses pursuant to an Undertaking until the final determination of any pending Proceeding in a court of competent jurisdiction concerning the right of such person to be indemnified or the obligation of such person to repay pursuant to such Undertaking.

**Section 3. Protection of Rights.** If a claim for indemnification under Section 1 of this Article VI is not promptly paid in full by the Company after a written claim has been received by the Company or if expenses pursuant to Section 2 of this Article VI have not been promptly advanced after a written request for such advancement accompanied by an Undertaking has been received by the Company (in each case, except if authorization thereof was denied by the board of directors of the Company as provided in Article VI, Section 1 and Section 2, as applicable), the Indemnified Person may at any time thereafter bring suit against the Company to recover the unpaid amount of the claim or the advancement of expenses. If successful, in whole or in part, in such suit, such Indemnified Person shall also be entitled to be paid the reasonable expense thereof. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any Proceeding in advance of its final disposition where the required Undertaking has been tendered to the Company) that

indemnification of the Indemnified Person is prohibited by law, but the burden of proving such defense shall be on the Company. Neither the failure of the Company (including its board of directors, independent legal counsel, or its shareholders) to have made a determination, if required, prior to the commencement of such action that indemnification of the Indemnified Person is proper in the circumstances, nor an actual determination by the Company (including its board of directors, independent legal counsel, or its shareholders) that indemnification of the Indemnified Person is prohibited, shall be a defense to the action or create a presumption that indemnification of the Indemnified Person is prohibited.

#### **Section 4. Miscellaneous.**

**(i) Power to Request Service and to Grant Indemnification.** The chairman of the board or the president or the board of directors may request any director, officer, agent or employee of the Company to serve as its representative in the position of a director or officer (or in a substantially similar capacity) of an entity or enterprise other than the Company, and may grant to such person indemnification by the Company as described in Section 1 of this Article VI.

**(ii) Non-Exclusivity of Rights.** The rights conferred on any person by this Article VI shall not be exclusive of any other rights which such person may have or hereafter acquire under any statute, provision of the Charter, bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The board of directors shall have the authority, by resolution, to provide for such indemnification of employees or agents of the Company or others and for such other indemnification of directors, officers, employees or agents as it shall deem appropriate.

**(iii) Insurance Contracts and Funding.** The Company may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of or person serving in any other capacity with, the Company or another corporation, partnership, joint venture, trust or other enterprise (including serving as a trustee or fiduciary of any employee benefit plan) against any expenses, liabilities or losses, whether or not the Company would have the power to indemnify such person against such expenses, liabilities or losses under the Act. The Company may enter into contracts with any director, officer, agent or employee of the Company in furtherance of the provisions of this Article VI, and may create a trust fund, grant a security interest or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect the advancing of expenses and indemnification as provided in this Article VI.

**(iv) Contractual Nature.** The provisions of this Article VI shall continue in effect as to a person who has ceased to be a director, officer, agent or employee and shall inure to the benefit of the heirs, executors and administrators of such person. This Article VI shall be deemed to be a contract between the Company and each person who, at any time that this Article VI is in effect, serves or served in any capacity which entitles him or her to indemnification hereunder and any repeal or other modification of this Article VI or any repeal or modification of the Act, or any other applicable law shall not limit any rights of indemnification with respect to Proceedings in connection with which he or she is an Indemnified Person, or advancement of expenses in connection with such Proceedings, then existing or arising out of events, acts or omissions occurring prior to such repeal or modification, including without limitation, the right to indemnification for Proceedings, and advancement of expenses with

respect to such Proceedings, commenced after such repeal or modification to enforce this Article VI with regard to Proceedings arising out of acts, omissions or events arising prior to such repeal or modification.

**(v) Savings Clause.** If this Article VI or any portion hereof shall be invalidated or held to be unenforceable on any ground by any court of competent jurisdiction, the decision of which shall not have been reversed on appeal, the Company shall nevertheless (A) indemnify each Indemnified Person as to costs, charges and expenses (including attorneys' fees), judgments, fines and amounts paid in settlement and (B) advance expenses in accordance with Section 2 of this Article VI, in each case with respect to any Proceeding in connection with which he or she is an Indemnified Person, including an action by or in the right of the Company, to the fullest extent permitted by any applicable portion of this Article VI that shall not have been invalidated or held to be unenforceable and as permitted by applicable law.

#### **ARTICLE VII. ACTION WITH RESPECT TO SECURITIES OF OTHER ENTITIES**

Except as otherwise directed by the Board of Directors, the President, any Vice President and the Treasurer shall each have the power to vote and to otherwise act on behalf of the Corporation, in person or by proxy, at any meeting of holders, or with respect to any action of holders, of any other domestic or foreign corporation, limited liability company, partnership or other entity in which the Corporation may hold securities, membership or other ownership interests and otherwise to exercise any and all rights and powers that the Corporation may possess by reason of its ownership of securities or interests in such other entity, and to dispose of such securities or interests. The Board of Directors may from time to time confer like powers upon any other person or persons.

#### **ARTICLE VIII. AMENDMENT**

These bylaws may be altered, amended or repealed, and new bylaws may be adopted, by the board of directors or the shareholder consistent with the provisions of the Company's Charter.

Adopted April 26, 2019

**ANNEX C**

**GULF POWER COMPANY**

**RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS  
ON APRIL 30, 2019**



## **GULF POWER COMPANY**

### **UNANIMOUS WRITTEN CONSENT OF DIRECTORS IN LIEU OF MEETING**

The undersigned, being all the members of the Board of Directors (the "Board") of Gulf Power Company, a Florida corporation ("Company"), hereby consent to and adopt the following resolutions, effective on and as of the date set forth below:

WHEREAS, the Company is proposing to develop and construct a transmission line to enhance electric service reliability and resiliency, and plan for anticipated growth in North Florida and the Florida Panhandle area (the "NFRC Transmission Project"); and

WHEREAS, in connection with development and construction of the NFRC Transmission Project, the Company expects to enter into various agreements relating to the acquisition of interests in real property (including development rights, land options, leases and easements and other applications or filings to attain right-of-way easements on certain federal lands over which the project will traverse), file permit applications with governmental agencies, and procure and conduct transmission studies and engage in other customary development activities (collectively, "Project Agreements"); and

WHEREAS, the Board has determined that it is in the best interest of the Company to authorize certain officers of the Company to execute and deliver Project Agreements.

NOW THEREFORE be it

RESOLVED, that, subject to applicable capital expenditure and other budgetary commitment policies of the Company, each of the officers of the Company, be, and each such officer, acting singly, hereby is, authorized and empowered, in the name and on behalf of the Company, to negotiate, execute and deliver Project Agreements in connection with development and construction of the NFRC Transmission Project, including, without limitation, the execution and filing of an SF-299 application (the "SF-299 Application") by the Company to attain a right-of-way on certain federal lands; and

FURTHER RESOLVED, that each of the officers of the Corporation be, and each such officer, acting singly, hereby is, authorized and empowered, in the name and on behalf of the Corporation, to take, or cause to be taken, all such further actions, and to execute and deliver, or cause to be executed and delivered, all such applications, certificates, notices and other agreements, documents, consents, filings, articles and instruments as such officer may deem necessary, appropriate, convenient or advisable in

order to consummate the purposes and intent of the foregoing resolutions and the proposed development and construction of the NFRC Transmission Project (as conclusively evidenced by the taking of such action or the execution and delivery of such applications, certificates, notices, agreements, documents, consents, filings, articles or instruments, as the case may be, by such officer or officers); and

FURTHER RESOLVED, that any and all actions heretofore taken by any officer or authorized agent of the Corporation in connection with the subject matter of the foregoing resolutions be, and all such actions hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation.

This document may be executed in one or more counterparts, a complete set of which will constitute one original. A facsimile copy of this Written Consent shall have the same effect as an original.

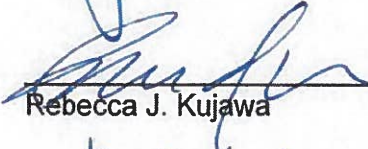
**[SIGNATURE PAGE FOLLOWS]**

IN WITNESS WHEREOF, the undersigned have executed this Written Consent this 30<sup>th</sup> day of April, 2019.



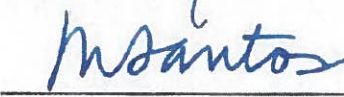
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James L. Robo



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Rebecca J. Kujawa



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Marlene M. Santos



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Eric E. Silagy

# *State of Florida*

## *Department of State*

I certify from the records of this office that GULF POWER COMPANY is a corporation organized under the laws of the State of Florida, filed on October 28, 2005, effective November 2, 1925.

The document number of this corporation is P05000145526.

I further certify that said corporation has paid all fees due this office through December 31, 2019, that its most recent annual report/uniform business report was filed on March 11, 2019, and that its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

*Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this  
the Twenty-eighth day of March,  
2019*



*Ronald R. Lee*  
**Secretary of State**

Tracking Number: 9515350531CU

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