

Gulf Power Company
500 Bayfront Parkway
Post Office Box 1151
Pensacola, FL 32520-0781
Telephone 904 444-6231

ORIGINAL
FILE COPY

Susan D. Cranmer
Assistant Secretary and
Assistant Treasurer

the southern electric system

November 19, 1996

Ms. Blanca S. Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee FL 32399-0870

960000

Dear Ms. Bayo:

RE: The Southern Company - Amendment No. 3 to Form U-1 Relating to Various Electricity and Energy Commodity Brokering and Marketing Transactions (SEC File No. 70-8821)

Enclosed for official filing are fifteen copies of Amendment No. 3 to Form U-1 relating to various electricity and energy commodity brokering and marketing transactions as filed with the Securities and Exchange Commission (SEC File No. 70-8821) on November 7, 1996. This filing is required by Rule 53(a)(4) of the General Rules and Regulations under the Public Utility Holding Company Act of 1935, as amended, 15 U.S.C. §§ 79a et seq. (the "Act").

Please mark the enclosed extra copy of this letter with the date and time the material was accepted in your office for filing and return same to the undersigned.

Sincerely,

ACK _____ *Susan D. Cranmer*

AFA _____

APP _____

CAF _____

CMU _____ Enclosures

CTR _____

EAG _____

LEG _____

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OPC _____

RCH _____

SEC _____

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OTH _____

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Florida Public Service Commission
Cindy Miller, Esq.
Gulf Power Company
G. E. Holland, Esq.

"Our business is customer satisfaction"

DOCUMENT NUMBER-DATE

12455 NOV 20 96

FPSC-RECORDS/REPORTING

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Amendment No. 3

to
FORM U-1APPLICATION OR DECLARATION
under
The Public Utility Holding Company Act of 1935SOUTHERN COMPANY SERVICES, INC.
64 Perimeter Center East
Atlanta, Georgia 30346ALABAMA POWER COMPANY
600 North 18th Street
Birmingham, Alabama 35291GEORGIA POWER COMPANY
333 Piedmont Avenue, N.E.
Atlanta, Georgia 30308GULF POWER COMPANY
500 Bayfront Parkway
Pensacola, Florida 32501MISSISSIPPI POWER COMPANY
2992 West Beach
Gulfport, Mississippi 39501SAVANNAH ELECTRIC AND
POWER COMPANY
600 Bay Street East
Savannah, Georgia 31401

(Name of company or companies filing this statement and addresses of principal executive offices)

THE SOUTHERN COMPANY

(Name of top registered holding company parent of each applicant or declarant)

Tommy Chisholm, Secretary
Southern Company Services, Inc.
270 Peachtree Street, N.W.
Atlanta, Georgia 30303Warren E. Tate, Secretary and Treasurer
Gulf Power Company
500 Bayfront Parkway
Pensacola, Florida 32501Art P. Beattie, Vice President, Secretary and
Treasurer
Alabama Power Company
600 North 18th Street
Birmingham, Alabama 35291Michael W. Southern, Vice President,
Secretary, Treasurer and Chief Financial
Officer
Mississippi Power Company
2992 West Beach
Gulfport, Mississippi 39501Judy M. Anderson, Vice President and Corporate
Secretary
Georgia Power Company
333 Piedmont Avenue, N.E.
Atlanta, Georgia 30308Kirby R. Willis, Vice President,
Treasurer and Chief Financial Officer
Savannah Electric and Power Company
600 Bay Street East
Savannah, Georgia 31401

(Names and addresses of agents for service)

The Commission is requested to mail signed copies of all orders, notices and communications to:

W.L. Westbrook
Financial Vice President
The Southern Company
270 Peachtree Street, N.W.
Atlanta, Georgia 30303John D. McLanahan, Esq.
Troutman Sanders LLP
600 Peachtree Street, N.E.
Suite 5200
Atlanta, Georgia 30308-2216

DOCUMENT NUMBER-DATE

12455 NOV 20 88

FPSC-RECORDS/REPORTING

The Application or Declaration, as heretofore amended and restated by Amendment No. 2, is now further amended in the following respects:

1. The final sentence in the next to last paragraph of Item 1.2 of said Amendment No. 2 is amended and restated in its entirety to read as follows:

"The Applicants represent that they will not, without the further order of the Commission, (i) seek to broker or market other energy commodities to any customer except in conjunction with making electricity sales, (ii) make any sales of such other energy commodities to customers located outside the United States, or (iii) invest in any assets the ownership of which would result in any Operating Company becoming a "gas utility company," as defined under the Act. In addition, the Applicants represent that they will not make any sales of natural gas to retail customers in any State unless authorized or permitted to make such sales under applicable State laws or regulations.¹"

2. The first paragraph of Item 3 - Applicable Statutory Provisions, is amended by adding the following additional sentences thereto:

"It is the Applicants' understanding that the staff of the Division of Investment Management does not believe that the Commission has jurisdiction over power marketing activities by domestic electric utility subsidiaries of a registered holding company (or by a service company as agent therefor) if such activities are confined to transactions taking place within the United States. Accordingly, the Applicants represent that, without first obtaining the approval of the Commission, they will not engage in power marketing activities in transactions outside the United States."

¹ See *SEI Holdings, Inc.*, Holding Co. Act Rel. No. 26581 (September 26, 1996), p. 6.

SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned companies have duly caused this statement to be signed on their behalf by the undersigned thereunto duly authorized.

Dated: November 7, 1996

SOUTHERN COMPANY SERVICES, INC.

By: Wayne Boston
Wayne Boston
Assistant Secretary

ALABAMA POWER COMPANY

By: Wayne Boston
Wayne Boston
Assistant Secretary

GEORGIA POWER COMPANY

By: Wayne Boston
Wayne Boston
Assistant Secretary

GULF POWER COMPANY

By: Wayne Boston
Wayne Boston
Assistant Secretary

(Signatures continued on next page)

MISSISSIPPI POWER COMPANY

By: Wayne Boston
Wayne Boston
Assistant Secretary

SAVANNAH ELECTRIC AND POWER
COMPANY

By: Wayne Boston
Wayne Boston
Assistant Secretary