

ORIGINAL

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In Re: Petition for Determination of)
Need for an Electrical Power Plant in) DOCKET NO. 99-1462-EU
Okeechobee County by Okeechobee)
Generating Company, L.L.C.) FILED: DECEMBER 29, 1999

OKEECHOBEE GENERATING COMPANY'S OBJECTIONS
TO FLORIDA POWER CORPORATION'S SECOND REQUEST
FOR PRODUCTION OF DOCUMENTS

Okeechobee Generating Company, L.L.C. ("OGC"), pursuant to the
Order Establishing Procedure issued in this docket on October 13,
1999, hereby respectfully submits its objections to Florida Power
Corporation's ("FPC") Second Request for Production of Documents
which were served on OGC on December 20, 1999.

GENERAL OBJECTIONS

OGC objects to FPC's First Request for Production of Documents
on the grounds set forth in paragraphs A-F below. Each of OGC's
responses will be subject to and qualified by these general
objections.

A. OGC objects to the "Definitions" included in FPC's First
Request for Production of Documents to the extent that they purport
to impose upon OGC obligations that OGC does not have under the law
that FPC invokes. Specifically, OGC objects to the definition of
"you" or "your" to include PG&E Generating Company, L.L.C., and/or

AFA
APP
CAF
CMU
CTR
EAG
LEG
MAS
OPC
RFR
SEC
WAW
OTH

PG&E Corporation, including any subsidiaries, affiliates, and
divisions or departments of same. PG&E Generating Company, L.L.C.,
and PG&E Corporation are not parties to this proceeding and are
under no obligation to respond to FPC's requests.

DOCUMENT NUMBER-DATE

10014 DEC 29 99

FPSC-RECORDS/REPORTING

B. OGC objects to FPC's request that the documents be produced on or before the time "required by the Federal Rules of Civil Procedure." (Emphasis supplied.) Rule 1.350 of the Florida Rules of Civil Procedure ("FRCP"), the governing rule in this proceeding, requires that documents be produced within 30 days of service of a request to produce.

C. OGC objects to the production of documents in the offices of FPC's attorneys, Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., NationsBank Tower, Suite 2300, One Progress Plaza, St. Petersburg, Florida 33701. Pursuant to Rule 1.350, FRCP, the requested documents that are not subject to another objection will be produced where those documents are kept in the usual course of business or at a place that is mutually acceptable to the parties.

D. OGC objects to any request for production of documents that calls for documents protected by the attorney-client privilege, the work product doctrine, the accountant-client privilege, the trade secret privilege, or any other applicable privilege or protection afforded by law, whether such privilege or protection appears at the time response is first made to these requests to produce or is later determined to be applicable for any reason. OGC in no way intends to waive any such privilege or protection.

E. OGC objects to any request that seeks the production of documents containing confidential, proprietary business information and/or the compilation of information that is considered

confidential, proprietary business information.

F. OGC objects to any request that requires the production of "all" or "each" document as it cannot give assurances, even after a good faith and reasonably diligent attempt, that "all" or "each" responsive document will be found. Indeed, it may well be impossible to assure compliance with the exercise of reasonable diligence.

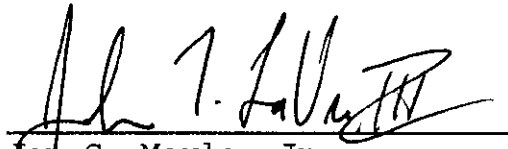
SPECIFIC OBJECTIONS

OGC makes the following specific objections to FPC's Second Request for Production of Documents. OGC's specific objection is numbered to correspond with the number of FPC's request to produce.

38. OGC objects to this request on the grounds that it seeks documents containing confidential, proprietary business information. OGC also objects to this request on the grounds that it seeks documents protected by the attorney-client privilege and/or the work product document. Lastly, to the extent that the request seeks documents from PG&E Generating Company, L.L.C. and/or PG&E Corporation, OGC objects to the request as irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. Neither PG&E Generating Company, L.L.C., nor PG&E Corporation, are parties to this proceeding and OGC did not rely on any analyses, assumptions, projections, or other considerations of PG&E Generating Company, L.L.C. or PG&E Corporation in determining that the Project will be financially viable and desirable. OGC

relied solely on analyses and projections carried out by its expert witness, Dr. Dale M. Nesbitt.

Respectfully submitted this 29th day of December, 1999.



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CERTIFICATE OF SERVICE
DOCKET NO. 991462-EU

I HEREBY CERTIFY that a true and correct copy of the foregoing has been served by hand delivery (*), by facsimile (**), or by United States Mail, postage prepaid, on the following individuals this 29th day of December, 1999.

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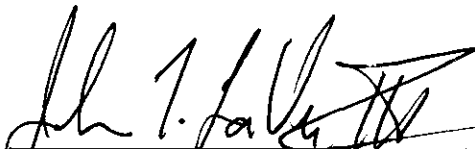
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