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REGULATORY AND REPORTING

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

IN RE: Application of **UTILITIES**)
INC. for approval of merger and)
for jurisdictional determination.)
_____)

DOCKET NO. 010887-35

REQUEST FOR CONFIDENTIAL CLASSIFICATION

UTILITIES, INC., by and through its undersigned attorneys and pursuant to Rule 25-22.006, Florida Administrative Code and Section 367.156, Florida Statutes, hereby requests confidential classification of the Agreement and Plan of Merger among nv Nuon, Nuon Acquisition Sub, Inc., and Utilities, Inc. dated as of March 31, 2001, which it filed on a confidential basis simultaneously herewith, and in support thereof states:

Attached hereto as the Agreement and Plan of Merger among nv Nuon, Nuon Acquisition Sub, Inc. and Utilities, Inc. dated as of March 21, 2001 ("Agreement"). The merger is scheduled to close in the first quarter of 2002 upon satisfaction of the conditions precedent set forth in the Agreement. Until the conditions precedent are met and the merger closed, the terms and conditions of the merger are proprietary business information of Utilities, Inc. The stock of Utilities, Inc. is not publicly traded and thus the Agreement is not in the public domain. Disclosure of the terms of the Agreement may jeopardize Utilities, Inc.'s ability to comply with the conditions precedent and to close on the merger in a timely manner.

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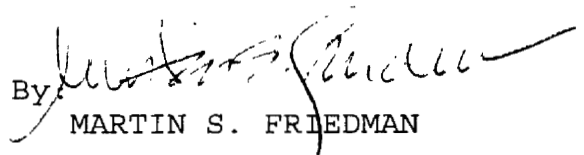
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FPSC-REGULATORY REPORTING

WHEREFORE, Utilities, Inc. requests this Commission find and determine that the Agreement and Plan of Merger submitted to the Commission on a confidential basis is entitled to confidential treatment pursuant to Section 367.156, Florida Statutes, and Rule 25-22.006, Florida Administrative Code, and exempt from public disclosure.

Respectfully submitted on this
25th day of June, 2001, by:

ROSE, SUNDSTROM & BENTLEY, LLP
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(850) 877-6555

By: 
MARTIN S. FRIEDMAN

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