

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power Corporation's earnings, including effects of proposed acquisition of Florida Power Corporation by Carolina Power & Light)
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)
)
)

Docket No. 000824-EI
Submitted for Filing:
December 19, 2001

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COMMISSION
CLERK

NOTICE OF INTENT TO REQUEST CONFIDENTIAL CLASSIFICATION

Florida Power Corporation ("FPC" or the "Company"), pursuant to Section 366.093, Fla. Stats., and Rule 25-22.006, F.A.C., files this notice of intent to request confidential classification for certain documents produced by FPC in response to Office of Public Counsel's ("OPC's") first, third, fifth and sixth requests for production of documents to FPC. Copies of the requests for production are attached. FPC further states as follows:

1. Staff has requested copies of certain confidential documents FPC produced to OPC in response to OPC's first, third, fifth and six requests for production of documents. The documents were produced to OPC pursuant to a confidentiality agreement between FPC and OPC.

2. A complete set of the documents requested by Staff will be delivered to Staff immediately after the filing of this notice of intent, with the confidential information highlighted by page or line, as appropriate. **This information should be accorded confidential treatment pending the filing of FPC's Request for Confidential Classification and a decision on FPC's request by the Florida Public Service Commission.**

2. FPC will file within 21 days of the date of this notice of intent (which is also the date on which the documents were produced to Staff) a Request for Confidential Classification pursuant to Rule 25-22.006(4)(a). FPC shall submit with the Request for Confidential Classification one complete set of the documents produced to Staff, in a sealed envelope with the

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same pages or lines containing confidential information highlighted. FPC shall also submit with the Request for Confidential Classification fifteen edited sets of the documents produced to Staff, with the information for which FPC is requesting confidential classification redacted by line, or, where appropriate, by page (in place of pages in the edited documents which would be entirely blank if confidential information was redacted, FPC will include a single page identifying the redacted pages by Bates number ranges).

Respectfully submitted this 19, day of December, 2001.



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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true copy of foregoing has been furnished via hand delivery
(where indicated by *) and via U.S. Mail to the following this 19 day of December, 2001.

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Attorney

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power)
Corporation's earnings, including)
effects of proposed acquisition of)
Florida Power Corporation by)
Carolina Power & Light)

Docket No. 000824-EI

Filed September 18, 2001

**CITIZENS FIRST SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS TO
FPC**

Pursuant to § 350.0611(1), Fla. Stat. (2000), Fla. Admin. Code R. 28-106.206, and Fla. R. Civ. P. 1.350, Florida's Citizens ("Citizens"), by and through Jack Shreve, Public Counsel, request Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC (collectively "FPC") to produce the following documents for inspection and copying at the Office of Public Counsel, Claude Pepper Building, 111 West Madison Street, Room 812, Tallahassee, Florida 32399-1400, on or before Tuesday October 23, 2001, or at such other time and place as may be mutually agreed upon by counsel.

DEFINITIONS

1. The terms "document" or "documents" are meant to have the broadest possible meaning under applicable law and includes, but is not necessarily limited to, any written, recorded, filmed or graphic matter, whether produced, reproduced, or on paper, e-mail, cards, tapes, film, electronic facsimile, computer storage device or any

other media, including, but not limited to, memoranda, notes, minutes, records, photographs, correspondence, telegrams, diaries, bookkeeping entries, financial statements, tax returns, checks, check stubs, reports, studies, charts, graphs, statements, notebooks, handwritten notes, applications, agreements, books, pamphlets, periodicals, appointment calendars, records and recordings of oral conversations, work papers, and notes, any of which are in your possession, custody, or control.

2. The term "referring or relating to" means any oral, graphic, demonstrative, telephonic, verbal, electronic (including e-mail), written or other conveyance of information, including but not limited to conversations, telecommunications, and documents.

3. The terms "FPC" and "company" encompass Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC., together with the officers, employees, consultants, agents, representatives, attorneys, and any other person or entity acting on behalf of any of these companies.¹

¹ In this case, Progress Energy, Inc., seeks reimbursement from Florida utility customers for an allocated portion of the stock premium it paid to acquire all of the stock of Florida Progress Corporation. Florida Progress Corporation and Progress Energy, Inc., must therefore respond to discovery in this case served on the utility Florida Power Corporation. See *American Honda Motor Company Inc., v. Votour*, 435 So. 2d 368 (Fla. 4th DCA 1983); *Medivision of East Broward County v. Dep't of Health and Rehabilitative Services*, 488 So. 2d 886, 887-888 (Fla. 1st DCA 1986); *Afros S.P.A. v. Krauss-Maffei Corp.*, 113 F.R.D. 127, 130 (D. Del. 1986); *Order Granting in Part Motion to Compel, Requiring In Camera Review, and Denying Request for Oral Argument*, order no. PSC-01-1725-PCO-EI issued August 23, 2001, docket 010827-EI. Progress Energy Service Company, LLC is a service company formed by Progress Energy, Inc., to provide administrative, management, financial, and corporate services for Florida Power Corporation and other affiliates. An allocated portion of its costs is included the utility's forecasted test year. It, too, must respond to discovery requests in this docket.

4. As used herein the terms "you," "your," and "company" refer to FPC, as defined in the previous paragraph, together with the officers, employees, consultants, agents, representatives, and attorneys of FPC, as well as any other person or entity acting on behalf of FPC.

5. Words in the past tense include the present, and words in the present tense include the past. Use of the singular includes the plural, and use of the masculine includes the feminine where appropriate, and vice versa.

6. The term "management" or "manager," as used in these requests, includes all employees of FPC with the term "president" or "vice president" in their title; all employees of FPC reporting to a person with the term "president" or "vice president" in their title; and all persons reporting to one of these persons.²

7. The term "merger" includes all of the business combinations or transactions related to the acquisition of Florida Progress Corporation by CP&L Energy, Inc., n/k/a Progress Energy, Inc. In addition, for the purpose of these requests, the term "merger" includes the creation and operation of Progress Energy Service Company, LLC.

INSTRUCTIONS

1. If any document is withheld under any claim of privilege, please furnish a list identifying each document for which privilege is claimed, together with the following information: date, sender, recipients, recipients of copies, subject matter of the document, and the basis upon which such privilege is claimed.

2. These discovery requests are to be answered with reference to all information in your possession, custody or control, or reasonably available to you.

3. If FPC has possession, custody, or control of the originals of the documents requested, please produce the originals or a complete copy of the originals and all copies which are different in any way from the original, whether by interlineation, receipt stamp or notation. If FPC does not have possession, custody, or control of the originals of the documents requested, please produce any copies in the possession, custody, or control, however made, of FPC.

4 Please construe "and" as well as "or" either disjunctively or conjunctively as necessary to bring within the scope of this production of documents any document which might otherwise be construed to be outside the scope.

² For example, Mr. Mark A. Myers, a witness in this proceeding, holds the title of Vice President of Finance. Among those included in the definition of "management" for the purposes of these requests would be Mr. Myers; all persons reporting to Mr. Myers; and all persons reporting to one of these persons.

DOCUMENTS REQUESTED

1. Please provide all work papers in your possession, custody or control underlying schedules B-1 through B-30 (i.e. all schedules in section B), schedules C-1 through C-66 (i.e. all schedules in section C), and schedule F-17 of your minimum filing requirements, and all documents in your possession, custody or control commenting on, analyzing or evaluating any of these schedules.

2. Please provide each document in your possession custody or control showing, analyzing, discussing, or evaluating projected revenues, expenses, income, budgets, return on equity, return on capital, or plant additions for Florida Power Corporation during all or part of the years 2001, 2002, 2003, 2004 and 2005. This request includes all such documents created by, or provided to, any manager at FPC, but excludes documents neither created by or nor provided to any manager. The request also includes all documents showing, analyzing, discussing, or evaluating any assumptions underlying the projections.

3. Please provide each document in your possession custody or control showing, discussing or analyzing variances between actual and projected expenses, revenues, or income during the years 2000 and 2001. This request includes, but is not limited to, all monthly, quarterly, or year end variance reports of any sort that are reviewed by or provided to management.

4. Please provide each document in your possession custody or control evaluating, forecasting or discussing projected or actual expense savings or expense increases resulting from the merger. This request includes, but is not limited to, comparisons of actual or projected expenses with and without the merger.

5. Please provide each document in your possession custody or control evaluating, forecasting or discussing projected or actual expense savings or expense increases that would or might have occurred had the merger not taken place.

6. Please provide the review of business practices mentioned in the prefiled testimony of Mr. Myers at page 22, line 15, and please provide each document in your possession, custody or control discussing, evaluating, or following up on that review of business practices.

7. Please provide each document in your possession, custody or control distinguishing, discussing, or evaluating which costs or cost savings related to the merger are recurring and which costs or cost savings related to the merger are non-recurring.

8. Please provide each document in your possession, custody or control related to the cost savings realized or expected from the merger for any of the businesses mentioned in the prefiled direct testimony of Dr. Vander Weide at page 4, line 22, through page 5, line 10.

9. Please provide each document in your possession, custody or control discussing, analyzing or evaluating the allocation of actual or expected cost savings from the merger among or between any of the companies affiliated or related to Progress Energy, Inc.

10. Please provide all work papers underlying the factors and allocators used in your September 14, 2001 filing to allocate expenses between the wholesale and retail jurisdiction, and please provide each document in your possession, custody or control discussing, analyzing, evaluating, questioning or critiquing the factors and allocators used in the filing.

11. Please provide all budget and financial forecast instructions, budget and financial directives, and budget and financial forecast manuals in your possession, custody or control. This request includes, but is not limited to, documents pertaining to budget and financial forecast procedures, policies, assumptions.

12. Please provide all management, performance, and internal audits of Florida Power Corporation, and the reports of the audits related to Florida Power Corporation, that were completed or conducted in whole or part since January 1, 1999.

13. Please provide all manuals and other documents in your possession, custody or control relating to the allocation of costs between your affiliated companies,

and please provide all manuals and other documents related to the treatment and accounting for inter-company transactions. This request is intended to produce all such documents that relate generally to your affiliated companies, as well as all such documents specifically relating to the calendar years 2000, 2001, or 2002.

14. Please provide the most recent outside audit of Florida Power Corporation and the audit for calendar year 2000, along with the auditor's work papers for these audits. Please also provide each prepared by client (PBC) document or work paper prepared at the request of or for your outside auditors for these audits, as well as all correspondence and memoranda regarding the preparation, responsibility, accuracy, or adequacy of the PBC documents or work papers.

15. Please provide each unadjusted or preliminary run of the year-end trial balance for Florida Power Corporation, all adjustments thereto, and the resulting adjusted post closing trial balance for the years 1999, 2000, and 2001.

16. Please provide each document in your possession, custody or control discussing, evaluating, analyzing, or commenting on the way your electric utility business may be regulated in the future. This includes, but is not limited to, all short term and long term analyzes of the type of rate regulation to which you may be subject in the future, all analyzes of possible earnings sharing mechanisms to which you might be subject, and all analyzes relating possible changes in regulation contained in your long term strategic or other plans.

17. Please provide each document in your possession, custody or control discussing or analyzing the treatment of merger related costs or savings by public utility commissions. For the purpose of this request the term "merger" is used in its general sense, rather than in the sense of the specific merger related to FPC.

18. Please provide each document in your possession, custody or control provided to any member of the North Carolina Utilities Commission, its staff, or the public staff related to the merger.

19. Please provide each document in your possession, custody or control discussing or evaluating the policy of the Florida Public Service Commission regarding acquisition adjustments.

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(850) 488-9330

Attorney for Florida's Citizens

**CERTIFICATE OF SERVICE
DOCKET NO. 000824-EI**

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by U.S. Mail or hand-delivery to the following parties on this 18th day of September, 2001.

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BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power)
 Corporation's earnings, including)
 effects of proposed acquisition of)
 Florida Power Corporation by)
 Carolina Power & Light)

Docket No. 000824-EI

Filed October 3, 2001

OCT 11 2001

**CITIZENS' THIRD SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS TO
FPC (Nos 29-76)**

Pursuant to § 350.0611(1), Fla. Stat. (2000), Fla. Admin. Code R. 28-106.206, and Fla. R. Civ. P.1.350, Florida's Citizens ("Citizens"), by and through Jack Shreve, Public Counsel, request Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC (collectively "FPC") to produce the following documents for inspection and copying at the Office of Public Counsel, Claude Pepper Building, 111 West Madison Street, Room 812, Tallahassee, Florida 32399-1400, on or before Wednesday November 7, 2001, or at such other time and place as may be mutually agreed upon by counsel.

DEFINITIONS

1. The terms "document" or "documents" are meant to have the broadest possible meaning under applicable law and includes, but is not necessarily limited to, any written, recorded, filmed or graphic matter, whether produced, reproduced, or on paper, e-mail, cards, tapes, film, electronic facsimile, computer storage device or any

other media, including, but not limited to, memoranda, notes, minutes, records, photographs, correspondence, telegrams, diaries, bookkeeping entries, financial statements, tax returns, checks, check stubs, reports, studies, charts, graphs, statements, notebooks, handwritten notes, applications, agreements, books, pamphlets, periodicals, appointment calendars, records and recordings of oral conversations, work papers, and notes, any of which are in your possession, custody, or control.

2. The term "referring or relating to" means any oral, graphic, demonstrative, telephonic, verbal, electronic (including e-mail), written or other conveyance of information, including but not limited to conversations, telecommunications, and documents.

3. The terms "FPC" and "company" encompass Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC., together with the officers, employees, consultants, agents, representatives, attorneys, and any other person or entity acting on behalf of any of these companies.¹

¹ In this case, Progress Energy, Inc., seeks reimbursement from Florida utility customers for an allocated portion of the stock premium it paid to acquire all of the stock of Florida Progress Corporation. Florida Progress Corporation and Progress Energy, Inc., must therefore respond to discovery in this case served on the utility Florida Power Corporation. See *American Honda Motor Company Inc., v. Votour*, 435 So. 2d 368 (Fla. 4th DCA 1983); *Medivision of East Broward County v. Dep't of Health and Rehabilitative Services*, 488 So. 2d 886, 887-888 (Fla. 1st DCA 1986); *Afros S.P.A. v. Krauss-Maffei Corp.*, 113 F.R.D. 127, 130 (D. Del. 1986); *Order Granting in Part Motion to Compel, Requiring In Camera Review, and Denying Request for Oral Argument*, order no. PSC-01-1725-PCO-EI issued August 23, 2001, docket 010827-EI. Progress Energy Service Company, LLC is a service company formed by Progress Energy, Inc., to provide administrative, management, financial, and corporate services for Florida Power Corporation and other affiliates. An allocated portion of its costs is included the utility's forecasted test year. It, too, must respond to discovery requests in this docket.

4. As used herein the terms "you," "your," and "company" refer to FPC, as defined in the previous paragraph, together with the officers, employees, consultants, agents, representatives, and attorneys of FPC, as well as any other person or entity acting on behalf of FPC.

5. Words in the past tense include the present, and words in the present tense include the past. Use of the singular includes the plural, and use of the masculine includes the feminine where appropriate, and vice versa.

6. The term "management" or "manager," as used in these requests, includes all employees of FPC with the term "president" or "vice president" in their title; all employees of FPC reporting to a person with the term "president" or "vice president" in their title; and all persons reporting to one of these persons.²

7. The term "merger" includes all of the business combinations or transactions related to the acquisition of Florida Progress Corporation by CP&L Energy, Inc., n/k/a Progress Energy, Inc. In addition, for the purpose of these requests, the term "merger" includes the creation and operation of Progress Energy Service Company, LLC.

INSTRUCTIONS

² For example, Mr. Mark A. Myers, a witness in this proceeding, holds the title of Vice President of Finance. Among those included in the definition of "management" for the purposes of these requests would be Mr. Myers; all persons reporting to Mr. Myers; and all persons reporting to one of these persons.

1. If any document is withheld under any claim of privilege, please furnish a list identifying each document for which privilege is claimed, together with the following information: date, sender, recipients, recipients of copies, subject matter of the document, and the basis upon which such privilege is claimed.

2. These discovery requests are to be answered with reference to all information in your possession, custody or control, or reasonably available to you.

3. If FPC has possession, custody, or control of the originals of the documents requested, please produce the originals or a complete copy of the originals and all copies which are different in any way from the original, whether by interlineation, receipt stamp or notation. If FPC does not have possession, custody, or control of the originals of the documents requested, please produce any copies in the possession, custody, or control, however made, of FPC.

4 Please construe "and" as well as "or" either disjunctively or conjunctively as necessary to bring within the scope of this production of documents any document which might otherwise be construed to be outside the scope.

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DOCUMENTS REQUESTED

29. Please provide any service quality benchmarks and/or goals that Progress Energy has set for the period 2001 through 2004 and the most recently available planning period.
30. Please provide each document in your possession, custody or control provided to any member of the South Carolina Commission, its staff, or the public staff related to the merger.
31. Please provide the FERC Form 1s for CP&L for the years 1998, 1999, and 2000.
32. Please provide a copy of the FERC Form 1 for Florida Power Corporation for the years 1998, 1999, and 2000.
33. Please provide a copy of the Florida Power Corporation's Annual Report for the years 1998 and 1999.
34. Please provide a copy of the CP&L Annual Report for the years 1998 and 1999.
35. Provide the SEC Order approving the merger of CP&L and FPC.
36. Please provide all correspondence and other documents that have been

submitted, formally or informally, to the FPL Group Board of Directors and/or the Entergy Corporation Board of Directors associated with the proposed merger, including the minutes of all boards of directors meetings.

37. Please provide all correspondence and other documents which review, analyze, assess or examine other potential acquisition and/or merger opportunities for Progress Energy.
38. Please provide all agreements, correspondence or other documents related to the selection and retention of executive officers of CP&L and FPC by Progress Energy.
39. Please provide all contracts, agreements or documents relating to the employment or proposed employment of FPC and CP&L executives by Progress Energy.
40. Please provide all correspondence and documents related to post employment benefits, severance packages, "golden parachutes" or similar benefits to any executive of FPC or CP&L or any of the respective affiliates, who within 18 months of the effective date of the merger, will not be employed by Progress Energy.
41. Please provide all documents which address or discuss announced lay offs or terminations of personnel as a result of the merger.

42. Please provide all correspondence and documents associated with the merger that have been submitted, formally or informally, to the SEC.
43. Please provide all credit rating agencies reports on Progress Energy, CP&L and/or FPC, that address the issue of the merger and its implications for the companies involved.
44. Please provide any and all correspondence and documents that provide benchmarks of the performance of CP&L and FPC relative to other utility companies. Please provide all comparative statistics reflecting the merging companies' operations as compared to one another and the industry as a whole.
45. Please provide both pre-merger and post merger organization charts for Progress Energy, CP&L, and FPC, and all other subsidiaries of Progress Energy.
46. Please provide copies of any written contracts governing purchase power agreements that have been entered into or are anticipated to be entered into between CP&L and FPC.
47. Please provide all due diligence studies conducted by CP&L in connection with the purchase of FPC.

48. Please provide all due diligence studies conducted by FPC in connection with the acquisition by CP&L.
49. Please provide copies of all contracts between Progress Energy Service, LLC and each of Progress Energy's affiliates for which it provides any services.
50. Please provide copies of all contracts between Progress Energy Service, LLC and each non-affiliated company for which it provides any services.
51. Provide Progress Energy's and its subsidiaries five-year construction budget.
52. For purposes of this request, please refer to page 44 of Section F of the MFRs. Under Note 2 it states, "...the Company began the implementation of a plan to combine operation of the companies resulting in a non-executive involuntary termination cost accrual of approximately \$52.2 million. Approximately \$41.8 million attributable to Florida Power employees and has been reflected as part of the purchase price allocation." Please provide all work papers showing how this amount was reflected as part of the purchase price allocation.
53. Please provide the agreements that set forth the terms of the internal money pools used by the utilities. (See page 47, Note 5, of Section F of the MFRs.)

54. Please provide an electronic copy of the responses to OPC's First and Second Set of Interrogatories.
55. Please provide copies of all documents that analyze, discuss, or evaluate the reliability initiatives discussed on page 9 of Mr. Myers' testimony.
56. (a) Please provide copies of all documents that analyze, discuss, or evaluate the improved outage response and associated 1-800 outage reporting number discussed on page 9 of Mr. Myers' testimony.

(b) Please provide all documents that analyze, discuss, or evaluate the outage response processes used by CP&L.
57. Please provide copies of all documents that analyze, discuss or evaluate the planned purchase of new energy delivery vehicles described on page 10 of Mr. Myers' testimony.
58. Please provide copies of all documents that analyze, discuss or evaluate the new dispatch radio system described on page 10 of Mr. Myers' testimony.
59. Please provide copies of all documents that analyze, discuss or evaluate the new Regional Transmission Maintenance Organization described on page 11 of Mr. Myers' testimony.

60. Please provide copies of all documents that analyze, discuss or evaluate the additional Operating Centers described on page 11 of Mr. Myers' testimony.
61. Please provide copies of all documents that analyze, discuss or evaluate the planned implementation of automated meter reading capability described on page 12 of Mr. Myers' testimony.
62. Please provide copies of all documents that analyze, discuss or evaluate the new payment locations described on page 12 of Mr. Myers' testimony.
63. Please provide copies of all documents that analyze, discuss or evaluate the phasing out of the 33 business offices discussed on page 12 of Mr. Myers' testimony.
64. Please provide copies of all documents that analyze, discuss or evaluate the new software and increased web enablement described on page 13 of Mr. Myers' testimony.
65. Please provide copies of all documents that analyze, discuss or evaluate the Combined Customer Service organization described on page 13 of Mr. Myers' testimony.

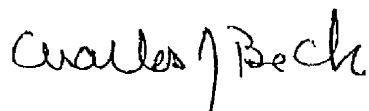
66. Please provide an organizational chart of the combined CP&L and FPC Customer Service organization as discussed on page 13 of Mr. Myers' testimony.
67. Please provide copies of all documents that analyze, discuss or evaluate the new organization Progress Energy Service, LLC described on page 15 of Mr. Myers' testimony.
68. Please provide copies of all documents that discuss, analyze, or evaluate the changes to Power Operations and Transmission and Distribution discussed on page 16 of Mr. Myers' testimony.
69. Please provide copies of all documents that discuss, analyze, or evaluate the changes to CP&L and FPC's Nuclear Operations as discussed on page 17 of Mr. Myers' testimony.
70. Please provide copies of all documents that discuss, analyze, or evaluate the changes to Energy Ventures as discussed on page 17 of Mr. Myers' testimony.
71. Please provide copies of all documents that discuss, analyze, or evaluate the transfer of employees between the Carolinas and Florida as discussed on page 19 of Mr. Myers' testimony.
72. Provide the System Integration Agreement between CP&L and FPC.

73. For purposes of this request, please refer to Exhibit MAM-1 of Mr. Myer's testimony.
- (a) Please provide all work papers and all other source documents used in the calculation/quantification of these synergies. This includes but is not limited to the 15-year period covered in the analysis and a detailed breakdown of the synergy savings.
 - (b) Please provide the work papers and all other documents which show how the synergies were allocated or otherwise distributed between CP&L and FPC and each of their respective subsidiaries and/or affiliates. This includes but is not limited to the 15-year period covered in the analysis and a detailed breakdown of the synergy savings.
 - (c) Please provide all work papers and all other source documents used in the calculation/quantification of merger transition costs and acquisition premium. This includes but is not limited to the 15-year period covered in the analysis and a detailed breakdown of the merger transition costs and acquisition premium.
 - (d) Please provide the work papers and all other documents which show how the merger transition costs and acquisition premium were allocated or

otherwise distributed between CP&L and FPC and each of their respective subsidiaries and/or affiliates. This includes but is not limited to the 15-year period covered in the analysis and a detailed breakdown of the merger transition costs and acquisition premium.

- (e) Provide electronic copies of the work papers provided in response to (a) through (d) above.
74. For purposes of this request, please refer to Exhibits CJC-2 through CJC-11 of Mr. Cicchetti's testimony.
- (a) Please provide, on disk if available, all detailed spreadsheet models used to develop these Exhibits. These spreadsheets should include all references, documentation, calculations, and assumptions that were used in the course of developing the work papers.
 - (b) Please provide all source documents used to create the Exhibits.
75. Provide all direct, rebuttal, and sir rebuttal testimony filed by Mr. Cicchetti in connection with mergers, merger savings, and merger costs to achieve filed within the last five years.

76. Please provide all documents identified or asked to be identified in response to Citizens' second set of interrogatories.



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Deputy Public Counsel
Fla. Bar No. 217281

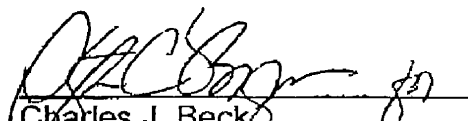
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c/o The Florida Legislature
111 W. Madison Street
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Tallahassee, FL 32399-1400

(850) 488-9330

Attorney for Florida's Citizens

**CERTIFICATE OF SERVICE
DOCKET NO. 000824-EI**

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by U.S. Mail or hand-delivery to the following parties on this 3rd day of October, 2001.


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100 East Jefferson Street
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BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power)
Corporation's earnings, including)
effects of proposed acquisition of)
Florida Power Corporation by)
Carolina Power & Light)

Docket No. 000824-EI

Filed October 12, 2001

**CITIZENS' FIFTH SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS TO
FPC (Nos. 81 - 100)**

Pursuant to § 350.0611(1), Fla. Stat. (2000), Fla. Admin. Code R. 28-106.206, and Fla. R. Civ. P.1.350, Florida's Citizens ("Citizens"), by and through Jack Shreve, Public Counsel, request Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC (collectively "FPC") to produce the following documents for inspection and copying at the Office of Public Counsel, Claude Pepper Building, 111 West Madison Street, Room 812, Tallahassee, Florida 32399-1400, on or before Friday November 16, 2001, or at such other time and place as may be mutually agreed upon by counsel.

DEFINITIONS

1. The terms "document" or "documents" are meant to have the broadest possible meaning under applicable law and includes, but is not necessarily limited to, any written, recorded, filmed or graphic matter, whether produced, reproduced, or on paper, e-mail, cards, tapes, film, electronic facsimile, computer storage device or any

other media, including, but not limited to, memoranda, notes, minutes, records, photographs, correspondence, telegrams, diaries, bookkeeping entries, financial statements, tax returns, checks, check stubs, reports, studies, charts, graphs, statements, notebooks, handwritten notes, applications, agreements, books, pamphlets, periodicals, appointment calendars, records and recordings of oral conversations, work papers, and notes, any of which are in your possession, custody, or control.

2. The term "referring or relating to" means any oral, graphic, demonstrative, telephonic, verbal, electronic (including e-mail), written or other conveyance of information, including but not limited to conversations, telecommunications, and documents.

3. The terms "FPC" and "company" encompass Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC., together with the officers, employees, consultants, agents, representatives, attorneys, and any other person or entity acting on behalf of any of these companies.¹

¹ In this case, Progress Energy, Inc., seeks reimbursement from Florida utility customers for an allocated portion of the stock premium it paid to acquire all of the stock of Florida Progress Corporation. Florida Progress Corporation and Progress Energy, Inc., must therefore respond to discovery in this case served on the utility Florida Power Corporation. See *American Honda Motor Company Inc., v. Votour*, 435 So. 2d 368 (Fla. 4th DCA 1983); *Medivision of East Broward County v. Dep't of Health and Rehabilitative Services*, 488 So. 2d 886, 887-888 (Fla. 1st DCA 1986); *Afros S.P.A. v. Krauss-Maffei Corp.*, 113 F.R.D. 127, 130 (D. Del. 1986); *Order Granting in Part Motion to Compel, Requiring In Camera Review, and Denying Request for Oral Argument*, order no. PSC-01-1725-PCO-EI issued August 23, 2001, docket 010827-EI. Progress Energy Service Company, LLC is a service company formed by Progress Energy, Inc., to provide administrative, management, financial, and corporate services for Florida Power Corporation and other affiliates. An allocated portion of its costs is included the utility's forecasted test year. It, too, must respond to discovery requests in this docket.

4. As used herein the terms "you," "your," and "company" refer to FPC, as defined in the previous paragraph, together with the officers, employees, consultants, agents, representatives, and attorneys of FPC, as well as any other person or entity acting on behalf of FPC.

5. Words in the past tense include the present, and words in the present tense include the past. Use of the singular includes the plural, and use of the masculine includes the feminine where appropriate, and vice versa.

6. The term "management" or "manager," as used in these requests, includes all employees of FPC with the term "president" or "vice president" in their title; all employees of FPC reporting to a person with the term "president" or "vice president" in their title; and all persons reporting to one of these persons.²

7. The term "merger" includes all of the business combinations or transactions related to the acquisition of Florida Progress Corporation by CP&L Energy, Inc., n/k/a Progress Energy, Inc. In addition, for the purpose of these requests, the term "merger" includes the creation and operation of Progress Energy Service Company, LLC.

² For example, Mr. Mark A. Myers, a witness in this proceeding, holds the title of Vice President of Finance. Among those included in the definition of "management" for the purposes of these requests would be Mr. Myers; all persons reporting to Mr. Myers; and all persons reporting to one of these persons.

INSTRUCTIONS

1. If any document is withheld under any claim of privilege, please furnish a list identifying each document for which privilege is claimed, together with the following information: date, sender, recipients, recipients of copies, subject matter of the document, and the basis upon which such privilege is claimed.

2. These discovery requests are to be answered with reference to all information in your possession, custody or control, or reasonably available to you.

3. If FPC has possession, custody, or control of the originals of the documents requested, please produce the originals or a complete copy of the originals and all copies which are different in any way from the original, whether by interlineation, receipt stamp or notation. If FPC does not have possession, custody, or control of the originals of the documents requested, please produce any copies in the possession, custody, or control, however made, of FPC.

4. Please construe "and" as well as "or" either disjunctively or conjunctively as necessary to bring within the scope of this production of documents any document which might otherwise be construed to be outside the scope.

DOCUMENTS REQUESTED

81. Budgets. Provide a copy of the 2002 budget in the most detailed format available. This should be the 2002 budget that was used in the preparation of the MFRs.
82. Budget. Provide all workpapers used by managers, cost centers, etc. in preparing the 2002 budget that was used in the preparation of the MFRs.
83. Budgets. If any revisions have been made to the 2002 budget since the version used in preparing the MFRs, provide a copy of the most recent 2002 budget in the most detailed format available.
84. Last Core Nuclear Fuel. Refer to Schedule C-3c, page 1. Provide a copy of the detailed study, analysis, etc. used by the Company to determine the projected unamortized nuclear fuel balance at end of plant life. Include any associated workpapers, assumptions and analysis.
85. Nuclear Materials & Supplies Inventory. Refer to Schedule C-3c, page 1. Provide a copy of the detailed study, analysis, etc. used by the Company to determine the projected nuclear M&S inventory balance at end of plant life. Include any associated workpapers, assumptions and analysis.

86. Actuarial Reports. Provide copies of the actuarial reports for the historic test year 2000 for pensions and post-retirement benefits other than pensions and any subsequent actuarial reports, to date.
87. Actuarial Reports. Provide copies of any correspondence to and from the Company's actuaries regarding the 2002 projected pension expense. This should include any letters, studies, analysis, etc.
88. Pension Expense. Provide all studies, workpapers, and analysis used in preparing the updated Schedule C-66, when available.
89. Advertising expense. Provide a copy of the Company's 2002 Marketing Program, if completed.
90. Advertising Expense. If the Company has any specific advertisements supporting the projected 2002 expense in account 93013 – Other General Advertising, provide copies of the anticipated advertisements.
91. O&M Expense. If the Company prepared (or had prepared for it) any cost benefit analysis for the new O&M projects that were put on hold in 2000 that are included in the 2002 projected test year costs (See Citizens' Interrogatory 87) provide a copy of the associated cost benefit analysis.

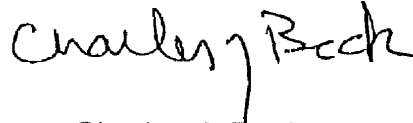
92. Transmission Expense. Provide a written copy of the Company's Reliability/System Integrity Program. Also, provide a copy of any studies, analysis, cost benefit analysis, etc. associated with these programs.
93. Depreciation Expense. Provide all workpapers and calculations used to calculate the depreciation expense on Schedule C-34 for the 2002 projected year. Provide in electronic format.
94. Depreciation. Provide a copy of the new depreciation study, when available, along with all workpapers underlying the study.
95. For Progress Energy, Inc. and its subsidiaries or affiliates provide the consolidating financial statement workpapers for the year 2000, showing the combination of unconsolidated financial statements for each subsidiary or affiliate and all required elimination entries. For the year 1999, provide the same information for Florida Progress Corporation and its affiliates. In addition, for 1999 provide the same information for CP&L Energy and its affiliates.
96. For Progress Energy, Inc. and each of its subsidiaries or affiliates, for the years 2000 and 2001, provide copies of all information and documents provided to financial rating agencies or brokerage institutions, including but not limited to, news releases, rating agency presentations, wall street transcripts, interviews, correspondence, and data responses. For the years 1998, 1999 and 2000,

provide the same information for Florida Progress Corporation and its affiliates.

In addition, for the years 1998, 1999 and 2000 provide the same information for CP&L Energy and its affiliates.

97. For Progress Energy, Inc. and each of its subsidiaries or affiliates, provide copies of the accounting system practices, including but not limited to, charts of accounts, manuals, instructions, bulletins transmittals, changes, updates, revisions, cancellation letters, and lists (descriptions) of reports or data which can be generated from your accounting system.
98. For Progress Energy, Inc. and each of its subsidiaries or affiliates, provide copies of all IRS 1099 forms for the years 2000 and 2001.
99. For Progress Energy, Inc. and each of its subsidiaries or affiliates, provide copies of the year end adjusting journal entries and copies of the closing journal entries for the year 2000. In addition, provide the workpapers and documents supporting the journal entries.

100. For Progress Energy, Inc. and each of its subsidiaries or affiliates, provide copies of the monthly standard recurring journal entries and copies of the nonrecurring journal entries for the years 2000 and 2001. In addition, provide the workpapers and documents supporting the journal entries.



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Attorney for Florida's Citizens

**CERTIFICATE OF SERVICE
DOCKET NO. 000824-EI**

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by U.S. Mail or hand-delivery to the following parties on this 12th day of October, 2001.

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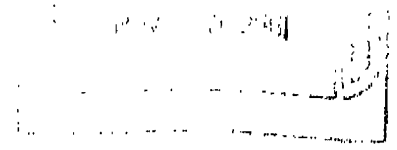
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Florida Retail Federation
100 East Jefferson Street
Tallahassee, FL 32301

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Florida Power)
Corporation's earnings, including)
effects of proposed acquisition of)
Florida Power Corporation by)
Carolina Power & Light)

Docket No. 000824-EI
Filed November 1, 2001



**CITIZENS' SIXTH SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS TO
FPC (Nos. 101 - 107)**

Pursuant to § 350.0611(1), Fla. Stat. (2001), Fla. Admin. Code R. 28-106.206, and Fla. R. Civ. P.1.350, Florida's Citizens ("Citizens"), by and through Jack Shreve, Public Counsel, request Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC (collectively "FPC") to produce the following documents for inspection and copying at the Office of Public Counsel, Claude Pepper Building, 111 West Madison Street, Room 812, Tallahassee, Florida 32399-1400, on or before Thursday, December 6, 2001, or at such other time and place as may be mutually agreed upon by counsel.

DEFINITIONS

1. The terms "document" or "documents" are meant to have the broadest possible meaning under applicable law and includes, but is not necessarily limited to, any written, recorded, filmed or graphic matter, whether produced, reproduced, or on paper, e-mail, cards, tapes, film, electronic facsimile, computer storage device or any

other media, including, but not limited to, memoranda, notes, minutes, records, photographs, correspondence, telegrams, diaries, bookkeeping entries, financial statements, tax returns, checks, check stubs, reports, studies, charts, graphs, statements, notebooks, handwritten notes, applications, agreements, books, pamphlets, periodicals, appointment calendars, records and recordings of oral conversations, work papers, and notes, any of which are in your possession, custody, or control.

2. The term "referring or relating to" means any oral, graphic, demonstrative, telephonic, verbal, electronic (including e-mail), written or other conveyance of information, including but not limited to conversations, telecommunications, and documents.

3. The terms "FPC" and "company" encompass Florida Power Corporation, Florida Progress Corporation, Progress Energy, Inc., and Progress Energy Service Company, LLC., together with the officers, employees, consultants, agents, representatives, attorneys, and any other person or entity acting on behalf of any of these companies.¹

¹ In this case, Progress Energy, Inc., seeks reimbursement from Florida utility customers for an allocated portion of the stock premium it paid to acquire all of the stock of Florida Progress Corporation. Florida Progress Corporation and Progress Energy, Inc., must therefore respond to discovery in this case served on the utility Florida Power Corporation. See *American Honda Motor Company Inc., v. Votour*, 435 So. 2d 368 (Fla. 4th DCA 1983); *Medivision of East Broward County v. Dep't of Health and Rehabilitative Services*, 488 So. 2d 886, 887-888 (Fla. 1st DCA 1986); *Afros S.P.A. v. Krauss-Maffei Corp.*, 113 F.R.D. 127, 130 (D. Del. 1986); *Order Granting in Part Motion to Compel, Requiring In Camera Review, and Denying Request for Oral Argument*, order no. PSC-01-1725-PCO-EI issued August 23, 2001, docket 010827-EI. Progress Energy Service Company, LLC is a service company formed by Progress Energy, Inc., to provide administrative, management, financial, and corporate services for Florida Power Corporation and other affiliates. An allocated portion of its costs is included the utility's forecasted test year. It, too, must respond to discovery requests in this docket.

4. As used herein the terms "you," "your," and "company" refer to FPC, as defined in the previous paragraph, together with the officers, employees, consultants, agents, representatives, and attorneys of FPC, as well as any other person or entity acting on behalf of FPC.

5. Words in the past tense include the present, and words in the present tense include the past. Use of the singular includes the plural, and use of the masculine includes the feminine where appropriate, and vice versa.

6. The term "management" or "manager," as used in these requests, includes all employees of FPC with the term "president" or "vice president" in their title; all employees of FPC reporting to a person with the term "president" or "vice president" in their title; and all persons reporting to one of these persons.²

7. The term "merger" includes all of the business combinations or transactions related to the acquisition of Florida Progress Corporation by CP&L Energy, Inc., n/k/a Progress Energy, Inc. In addition, for the purpose of these requests, the term "merger" includes the creation and operation of Progress Energy Service Company, LLC.

² For example, Mr. Mark A. Myers, a witness in this proceeding, holds the title of Vice President of Finance. Among those included in the definition of "management" for the purposes of these requests would be Mr. Myers; all persons reporting to Mr. Myers; and all persons reporting to one of these persons.

INSTRUCTIONS

1. If any document is withheld under any claim of privilege, please furnish a list identifying each document for which privilege is claimed, together with the following information: date, sender, recipients, recipients of copies, subject matter of the document, and the basis upon which such privilege is claimed.

2. These discovery requests are to be answered with reference to all information in your possession, custody or control, or reasonably available to you.

3. If FPC has possession, custody, or control of the originals of the documents requested, please produce the originals or a complete copy of the originals and all copies which are different in any way from the original, whether by interlineation, receipt stamp or notation. If FPC does not have possession, custody, or control of the originals of the documents requested, please produce any copies in the possession, custody, or control, however made, of FPC.

4. Please construe "and" as well as "or" either disjunctively or conjunctively as necessary to bring within the scope of this production of documents any document which might otherwise be construed to be outside the scope.

DOCUMENTS REQUESTED

101. Please provide the two most recent business plans for each strategic business unit associated with any of the operations of Florida Power Corporation, along with all presentations, memoranda, and analyses associated with the business plans. This request includes, but is not limited to, the business plans and presentations presented to senior management during or about the month of October, 2001, as well as all documents related to or discussing the business plans or presentations.

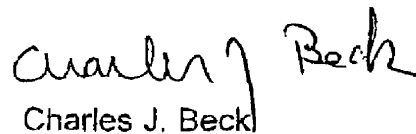
102. Please provide each document in your possession, custody or control discussing or evaluating your stretch target or stretch budget for the years 2000, 2001, 2002 and 2003.

103. Please provide your monthly operating reports and financial analysis reports for the months of September and October, 2001.

104. Please provide each document in your possession, custody or control commenting on, evaluating, or otherwise discussing the impact of the events of September 11, 2001, on your expenses or budgets.

105. Please provide each document in your possession, custody or control containing, evaluating, or commenting on your budgets for the years 2001, 2002, and 2003.

106. Please provide each document in your possession, custody or control detailing, containing, or discussing the number of employees you expect to have during 2002 and 2003, as well as the salary expense associated with the employees. This request includes, but is not limited to, each document forecasting employee or salary expense by month, year, or any other time period during 2002 or 2003.
107. Please provide the budgets and budget variance reports, whether monthly, quarterly, yearly, for 2000, 2001, and 2002 for each of the centers identified in response to interrogatory 105.



Charles J. Beck
Deputy Public Counsel
Fla. Bar No. 217281

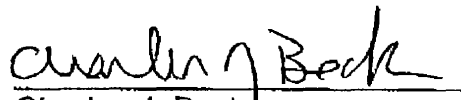
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Attorney for Florida's Citizens

**CERTIFICATE OF SERVICE
DOCKET NO. 000824-EI**

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by U.S. Mail or hand-delivery to the following parties on this 1st day of November, 2001.


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