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February 25, 2002

Ms. Blanca S. Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

VIA FEDERAL EXPRESS

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

Dear Ms. Bayo:

Florida Power Corporation ("FPC" or the "Company") is filing the original and one (1) copy of the following documents:

- 1. Florida Power Corporation's Notice of Filing (original affidavit of Mark A. Myers); 02234-02
- 2. Two separate Florida Power Corporation's Notice of Depositions Duces Tecum. 02235-02 + 02236-02

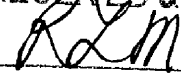
We request you acknowledge receipt and filing of the above by stamping the additional copy of this letter and returning it to me in the self-addressed, stamped envelope provided.

If you or your Staff have any questions regarding this filing, please contact me at (727) 821-7000.

Very truly yours,

Jill H. Bowman

- AUS _____
- CAF _____
- CMP _____
- COM _____
- CTR _____enclosures
- ECR _____
- GCL _____
- OPC _____
- MMS _____
- SEC _____
- OTH _____

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

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

Submitted for Filing:
February 26, 2002

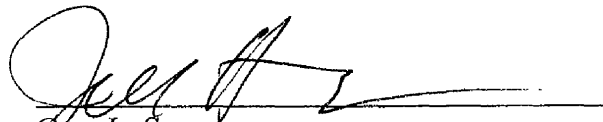
FLORIDA POWER CORPORATION'S NOTICE OF FILING

Florida Power Corporation ("Florida Power") hereby gives notice of filing the original Affidavit of Mark A. Myers, as Florida Power Corporation's Vice President, Finance in support of Florida Power Corporation's Fourth Request For Confidential Classification submitted for filing on February 21, 2002.

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished to all counsel listed on the attached service list via U.S. Mail this 25th day of February, 2002.

Respectfully submitted,

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DOCKET NO. 000824 – SERVICE LIST

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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

Submitted for Filing:
February 21, 2002

AFFIDAVIT OF MARK A. MYERS

**STATE OF FLORIDA
COUNTY OF PINELLAS**

I, Mark A. Myers, having first been duly sworn, do hereby state as follows:

1. My name is Mark A. Myers. I am employed by Florida Power Corporation ("Florida Power" or "the Company") as Vice President of Finance. The facts stated in this affidavit are based upon my personal knowledge.

2. I have reviewed the Fourth Request for Confidential Classification to which this affidavit is attached and the Justification Matrices identifying the confidential testimony of David Dismukes, R. Earl Poucher and Kimberly H. Dismukes ("the Testimony"). The confidential information identified in the matrices is intended to be confidential and is treated by Florida Power and its related companies as confidential. None of the confidential information has been publicly disclosed.

3. Public disclosure of the confidential information would harm the Company and its ratepayers and would impair the Company's competitive interests. The Fourth Request for Confidential Classification and the Justification Matrices accurately describe the harm to the Company and its ratepayers that would be caused by public disclosure of the confidential information.

4. The Testimony references internal projections of future financial performance prepared in connection with and in anticipation of the merger. The projections were prepared solely for internal use by management (both CP&L and Florida Power) in analyzing the potential impacts of the merger and the potential performance of the consolidated company under various scenarios. The projections have been kept strictly confidential.

5. Because these projections have not been publicly disclosed, they likely would be closely scrutinized by financial analysts and could encourage market speculation about the Company's future financial performance. This could impact the Company's credit rating, which in turn would directly affect the Company's cost of capital, thus harming both the Company and its ratepayers.

6. Moreover, financial projections are necessarily based on a host of assumptions that change over time. If an assumption proves to be inaccurate in any material respect, the projection is likewise inaccurate. The projections at issue here were intended solely for internal use by Company management who understand the limitations of financial forecasting. The projections were never intended to be disseminated to the public, where the Company has no ability to explain the underlying assumptions and how they may have changed since the forecasts were prepared. Further, the Company has an obligation to provide consistent information to the public, and any perceived inconsistency could fuel speculation and risk confusion in the public market.

7. The potential for harm is increased where, as here, a number of the projections are based upon allocation factors that have been proposed to the SEC, but have not been adopted. The proposed allocation factors could be modified or rejected entirely, in which case the

projections would change materially. The possibility conflicting or inconsistent projections substantially increases the likelihood of market confusion and/or speculation.

8. Disclosure of confidential internal financial information also raises questions about compliance with the SEC fair disclosure requirements imposed by "Regulation FD." *See* 17 CFR §243.100. The projections have been kept confidential, and if it is made public in this proceeding, the Company may have an obligation to take steps to ensure that there can be no claim of selective disclosure. If the Company is required to affirmatively publicize the forecasts, it would give the incorrect impression that they were intended for public dissemination, when they in fact were never intended to be used by the public to evaluate the Company's future financial performance. The resulting potential for market confusion and speculation would be very damaging to the Company and its ratepayers.

9. The Testimony includes detailed customer information, including individual names and account numbers, relating to customer calls to the Company. Further, the Testimony reveals the general subject matter of the calls and that some of the calls may have related to personal credit information. Public disclosure of this information would invade the privacy of individual customers by revealing their name, account number and reason for calling the Company, and could deter customers from contacting the Company in the future. The Company treats all customer information as highly confidential.

10. FPC also requests confidential classification for testimony that refers to information purchased from WEFA. This is proprietary information developed by WEFA, which it sells pursuant to an agreement that requires the information to be kept confidential. The information is not public and FPC has treated this information as confidential.

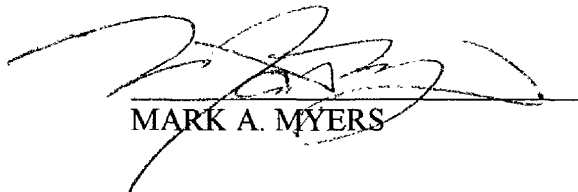
11. Public disclosure of this proprietary information would harm FPC most directly by potentially exposing it to liability for breach of contract. Because disclosure would harm the Company's business operations, the information should be classified as confidential.

12. Disclosure of this information would also impair WEFA's competitive interests, since the data would lose its proprietary value if it were to become public record.

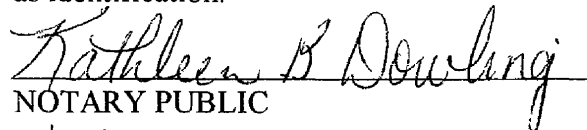
13. Public disclosure of this information also would undermine FPC's ability to obtain the information in the future, as WEFA may refuse to provide proprietary data to FPC if that data could become public record and thus be available for free to anyone. FPC routinely uses economic data developed by WEFA in its business operations, and not having access to that information would harm the Company's business operations.

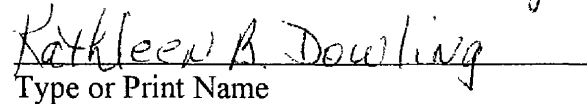
14. For all of these reasons, the Testimony should be kept confidential to avoid harm to the Company and its ratepayers.

This concludes my affidavit.


MARK A. MYERS

Sworn to and subscribed before me this 21st day of February, 2002, by Mark A. Myers, who is personally known to me ~~or who has produced~~ _____ as identification.


NOTARY PUBLIC


Type or Print Name



My Commission Expires: _____

JUSTIFICATION MATRIX
(R. Earl Poucher)

Page Number of Testimony	Line(s)	Justification for Request For Confidential Classification
17	25	This internal forecast of projected future cash flow is confidential and has not been made public. Premature disclosure of internal financial projections could harm the Company and its ratepayers by encouraging market speculation, which in turn could destabilize the Company's credit rating and cost of capital. Disclosure of this confidential information could also raise compliance issues with respect to Regulation FD. <i>See</i> § 366.093(3) (harm to the Company's business operations).
Exhibit REP-2 pages 1-22	Columns containing customer names and account numbers	Disclosure of individual customer information, including names and account numbers relating to customer calls to the Company, would invade the privacy interests of the individual customers and could harm individual ratepayers and the Company by deterring customers from contacting the Company in the future. The Company treats all customer information as highly confidential. <i>See</i> § 366.093(3) (harm to the Company's business operations).
Exhibit REP-3 pages 1-80	Columns containing customer names and account numbers	Disclosure of individual customer information, including names and account numbers relating to customer calls to the Company, would invade the privacy interests of the individual customers and could harm individual ratepayers and the Company by deterring customers from contacting the Company in the future. The Company treats all customer information as highly confidential. <i>See</i> § 366.093(3) (harm to the Company's business operations).
Exhibit REP-6 page 1	ALL rows of 2003 Column only	The Company's future Business Plan is highly confidential and proprietary. Disclosure could harm the Company's competitive interests. <i>See</i> Subsection 366.093(3)(e) (harm to competitive interests). In addition, premature disclosure of projected future expenses could harm the Company and its ratepayers by encouraging market speculation, which in turn could destabilize the Company's credit rating and cost of capital. Disclosure of this information could also raise compliance issues with respect to Regulation FD. <i>See</i> § 366.093(3) (harm to the Company's business operations).

JUSTIFICATION MATRIX
(David E. Dismukes)

Page Number of Testimony	Line(s)	Justification for Request For Confidential Classification
Exhibit DED-4	ALL	<p>The exhibit contains proprietary economic information purchased from WEFA pursuant to a contract that requires FPC to keep the information confidential. Disclosure could potentially expose FPC to liability for breach of contract. Disclosure would also harm WEFA's competitive interests, since the proprietary information would lose its value if it becomes public record. Disclosure would also undermine FPC's ability to obtain the information in the future and thus impair its business operations. The information is protected by Subsection 366.093(3) (harm to the Company's business operations) and Subsection 366.093(3)(e) (harm to competitive interests).</p>
Exhibit DED-5	ALL	<p>The exhibit contains proprietary economic information purchased from WEFA pursuant to a contract that requires FPC to keep the information confidential. Disclosure could potentially expose FPC to liability for breach of contract. Disclosure would also harm WEFA's competitive interests, since the proprietary information would lose its value if it becomes public record. Disclosure would also undermine FPC's ability to obtain the information in the future and thus impair its business operations. The information is protected by Subsection 366.093(3) (harm to the Company's business operations) and Subsection 366.093(3)(e) (harm to competitive interests).</p>