

ORIGINAL

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February 26, 2002
Via Hand Delivery

Harold McLean
General Counsel
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

Re: Docket No. 020105-EI

Dear Harold:

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02 FEB 26 AM 11:42
COMMISSION
CLERK

We very much appreciate you and your Staff taking the time to meet with the parties on this matter last week. In response to your request at the end of the meeting that we let you know our position on mediation, IMC confirms its interest in mediating this dispute. We are confident that if the parties work together, they can come up with reasonable options and an ultimate solution that will work for all involved, avoiding unnecessary and expensive litigation. We look forward to working with you and the other parties to move toward this goal.

To make the mediation as productive as possible, we suggest that all parties involve officers who have authority to make decisions in the mediation. IMC's Vice President and General Manager, Richard J. Krakowski, is willing to meet with his counterparts from TECo and FPC during the course of the mediation. IMC can begin mediation as early as March 18th or March 20th, but we are willing to work with the parties to schedule dates convenient for all. We would also be willing to host the initial meeting at an IMC site near Tampa and provide a tour of IMC's operations.

As we discussed last week, it would be useful to have an agenda for the first meeting. For example, the parties could begin with opening remarks, providing an overview, from a business perspective, of their needs, interests, and concerns. Following the opening comments, the parties could discuss those areas where more information would be useful in understanding the issues and list those issues to be resolved in subsequent sessions.

Finally, we are comfortable beginning the process with a Staff mediator. As you suggest in your letter of February 20th, we will work with the other parties to attempt to agree upon a mediator.

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OTH _____

MCWHIRTER, REEVES, MCGLOTHLIN, DAVIDSON, DECKER, KAUFMAN, ARNOLD & STEEN, P.A.

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Mr. McLean
February 26, 2002
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Again, thank you for your assistance in bringing the parties together last week. Please feel free to contact me if you have any questions.

Sincerely,



Vicki Gordon Kaufman

cc: Blanca Bayo (via hand delivery)
Jim Beasley (via hand delivery)
Mary Anne Helton (via hand delivery)
Jim McGee (via fax)