

CALIFORNIA ENERGY COMMISSION

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January 9, 2009

Ms. Marie Fiala
SIDLEY AUSTIN LLC
555 California Street
San Francisco, CA 94104

DOCKET**00-AFC-14C**DATE JAN 09 2009RECD. JAN 08 2009

PROPOSED TRANSFER OF FINANCIAL INTERESTS RELATED TO EL SEGUNDO
POWER REDEVELOPMENT PROJECT – 00-AFC-14C

Dear Ms. Fiala:

This is in response to your letter of December 22, 2008, to the Executive Director. In your letter and attachment, you describe the proposed acquisition of NRG Energy by Exelon Xchange Corporation. NRG Energy is the corporate parent entity of El Segundo Energy Center, LLC, owner of the El Segundo Power Redevelopment Project. In your letter you ask whether Energy Commission approval is necessary for the proposed transaction under Title 20, California Code of Regulations (CCR), Section 1769(b).

Thank you for providing the details surrounding the proposed transfer of financial interests in NRG Energy. As you noted in your attached materials, ownership and operational control will remain vested in El Segundo Energy Center, LLC, notwithstanding any change of ownership that may occur between the corporate parent of the El Segundo Energy Center, LLC and any other entity. Based on the information you provided, it does not appear that the proposed transaction requires any action by the California Energy Commission under Title 20, CCR Section 1769(b).

If you need further assistance in this matter, please do not hesitate to contact me, at (916) 654-3936, or Kevin Bell, Senior Staff Counsel, at (916) 654-3855.

Sincerely,

STEPHEN D. MUNRO
Compliance Project Manager
Siting, Transmission and Environmental Protection Division

cc: George Piantka, El Segundo Energy Center
John McKinsey, Stoel Rives, LLP