

COMMONWEALTH OF KENTUCKY
BEFORE THE KENTUCKY STATE BOARD
ON ELECTRIC GENERATION AND TRANSMISSION SITING

In the Matter of:

THE APPLICATION OF THOROUGHBRED)
GENERATING COMPANY, LLC FOR A) CASE NO.
MERCHANT POWER PLANT CONSTRUCTION)2002-00150
CERTIFICATE IN MUHLENBERG COUNTY, KY)

**RESPONSE TO THOROUGHBRED GENERATING COMPANY, LLC'S
WRITTEN STATEMENT IN RESPONSE TO THE BOARD'S
DECEMBER 5, 2003 ORDER, AND MOTION**

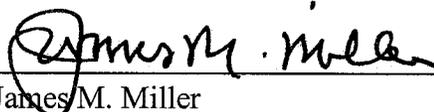
Thoroughbred Generating Company, LLC ("Thoroughbred") says in its December 15, 2003, "Written Statement in Response to the Board's December 5, 2003 Order" ("Order") that it accepts "each and every condition and commitment set forth in the Board's Order, and Appendix A," but reserves the right to attack each and every condition and commitment set forth in the Board's Order, and Appendix A, in state and federal courts and regulatory bodies. This is nothing more than disingenuous doublespeak.

The Board conditioned "its approval upon the implementation of the measures described herein listed in Appendix A to this Order, as well as the strictures outlined in this Order pertaining to measures used to pay for interconnection and upgrades." Order at 23. Thoroughbred cannot simultaneously agree to those "measures" and "strictures" and attack them on appeal. Thoroughbred's written statement can be read only as its refusal to accept the Board's conditions to issuance of a construction permit. Big Rivers accordingly moves the Board to enter and order finding (i) that Thoroughbred has failed to accept the conditions imposed by the Board in the Order, (ii) that the Board's conditional grant of a construction certificate is void, (iii) and for all

other appropriate relief.

This the 16th day of December, 2003.

SULLIVAN, MOUNTJOY, STAINBACK
& MILLER, P.S.C.

A handwritten signature in black ink, appearing to read "James M. Miller", is written over a horizontal line.

James M. Miller

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