



Steven L. Beshear
Governor

Leonard K. Peters
Secretary
Energy and Environment Cabinet

Commonwealth of Kentucky
Public Service Commission
211 Sower Blvd.
P.O. Box 615
Frankfort, Kentucky 40602-0615
Telephone: (502) 564-3940
Fax: (502) 564-3460
psc.ky.gov

David L. Armstrong
Chairman

James Gardner
Vice Chairman

Charles R. Borders
Commissioner

April 13, 2011

Rocco O. D'Ascenzo
Duke Energy Kentucky, Inc.
139 East 4th Street, R. 25 At II
P. O. Box 960
Cincinnati, OH 45201

RE: Case No. 2011-00124
Duke Energy Kentucky, Inc.

The Commission staff has reviewed your application in the above case and finds that it meets the minimum filing requirements. Enclosed please find a stamped filed copy of the first page of your filing. This case has been docketed and will be processed as expeditiously as possible.

If you need further assistance, please contact my staff at 502/564-3940.

Sincerely,

A handwritten signature in cursive script that reads "Linda Faulkner".

Linda Faulkner
Filings Division Director

LF/ke
Enclosure

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April 13, 2011

Mark D. Goss
Frost Brown Todd LLC
250 W Main Street Suite 2800
Lexington, KY 40507-1749

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David S. Samford
Frost Brown Todd LLC
250 West Main Street, Suite 2800
Lexington, KY 40507-1749

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April 13, 2011

Amy B. Spiller
Associate General Counsel
Duke Energy Kentucky, Inc
139 East Fourth Street, Room 25 ATII
Cincinnati, OH 45202

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Linda Faulkner
Filings Division Director

LF/ke
Enclosure

RECEIVED

APR 04 2011

PUBLIC SERVICE COMMISSION

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

IN THE MATTER OF:

THE JOINT APPLICATION OF DUKE ENERGY CORPORATION, CENERGY CORP., DUKE ENERGY OHIO, INC., DUKE ENERGY KENTUCKY, INC., DIAMOND ACQUISITION CORPORATION, AND PROGRESS ENERGY, INC., FOR APPROVAL OF THE INDIRECT TRANSFER OF CONTROL OF DUKE ENERGY KENTUCKY, INC.)

CASE NO. 2011-00124

FILED

APR 04 2011

PUBLIC SERVICE COMMISSION

JOINT APPLICATION PURSUANT TO KRS 278.020

Duke Energy Corporation ("Duke Energy"), Cinergy Corp. ("Cinergy"), Duke Energy Ohio, Inc. ("Duke Energy Ohio"), Duke Energy Kentucky, Inc. ("Duke Energy Kentucky"), Diamond Acquisition Corporation ("Diamond") and Progress Energy, Inc. ("Progress Energy") (collectively, the "Joint Applicants") jointly apply to the Kentucky Public Service Commission (the "Commission") pursuant to KRS 278.020(5) and (6), and 807 KAR 5:001, Section 8 for approval of the indirect transfer of control of Duke Energy Kentucky.

I. INTRODUCTION

1. Joint Applicants file this Application requesting authorization and approval by the Commission to consummate a business transaction (the "transaction" or "merger") whereby Progress Energy will become a wholly owned subsidiary of Duke Energy. As a result of the transaction, an indirect change of control of Duke Energy Kentucky will occur, which requires Commission approval.¹

¹ KRS 278.020(5) and (6); *In the Matter of Joint Application of Kentucky Power Company, American Electric Power Company, Inc., and Central and Southwest Corporation Regarding a Proposed Merger*, Order, Case No. 1999-00149 (Ky. P.S.C. June 14, 1999) ("[t]he proposed merger of AEP and CSW will result in an indirect change in control of Kentucky Power and therefore requires prior Commission approval").