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February 27, 2014

***HAND DELIVERED and
ELECTRONICALLY FILED***

Jeff Derouen
Executive Director
Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

Re: Case No. 2014-00002

Dear Mr. Derouen:

Enclosed please find and accept for filing the Joint Applicants' February 21, 2014 Response to Bluegrass Generation Company, LLC's ("Bluegrass") Motion to Intervene. To explain, when the Joint Applicants filed their February 21, 2014 Response to Bluegrass' Motion to Intervene, it was with the understanding that Bluegrass wished to keep the identification of it as a bidder in response to the Joint Applicants Request for Proposals ("RFP") confidential. Therefore, the enclosed was filed under seal in its entirety on February 21, 2014. Since that time, we had a telephonic conference with Commission Staff, the Attorney General and Bluegrass' counsel. As indicated on that phone conference and in Bluegrass' February 26, 2014 Reply, Bluegrass has waived the confidentiality of the fact that it was a bidder. Therefore, the need to keep the attached confidential no longer exists. Accordingly, it is now being filed electronically and publicly. I certify that the enclosed is identical to the response submitted to the Commission under seal on February 21, 2014.

This response is being filed electronically pursuant to 807 KAR 5:001, Section 8. I certify that the electronically filed documents are a true representation of the original paper documents being hand-delivered to the Commission tomorrow, that no party has been excused from electronic participation in this case, and that all materials in the paper documents are included in the electronic filing.

As described above, the enclosed response identifies Bluegrass as a bidder in response to the Joint Applicants' RFP as described in Joint Applicants pending January 17, 2014 Petition for Confidential Protection. For the reasons set forth above, the identification of Bluegrass as a bidder is no longer confidential. Nevertheless, the filing of this response with the removal of

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confidential protection should, in no way, be deemed a waiver of the confidentiality of any of the information described in the January 17, 2014 Petition with the lone exception of the identification of Bluegrass as a bidder.

As always, should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

Stoll Keenon Ogden PLLC

A handwritten signature in blue ink that reads "Lindsey W. Ingram III". The signature is written in a cursive style with a prominent flourish at the end.

Lindsey W. Ingram III