

BEFORE

THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of Duke)
Energy Ohio for Authority to Issue and Sell)
First Mortgage Bonds, Unsecured Debt,)
Long-Term Notes, to Execute and Deliver) Case No. 09-18-GE-AIS
Long-Term Loan Agreements, to Enter into)
Capital Lease Obligations and to Enter into)
Interest Rate Management Agreements.)

FINDING AND ORDER

The Commission finds:

- (1) Duke Energy Ohio, Inc. (Applicant or Company) is a public utility as defined in Section 4905.02, Revised Code, and, as such, is subject to the jurisdiction of this Commission.
- (2) On January 12, 2009, Applicant filed an application and exhibits, as amended on January 27, 2009, (Application) pursuant to the provisions of Sections 4905.40 and 4905.41, Revised Code.
- (3) Applicant proposes, from time to time, through February 11, 2010, to: (a) issue and sell up to \$700 million principal amount of first mortgage bonds, senior and junior unsecured indebtedness, or issue other long-term unsecured indebtedness or any combination thereof (Debt Securities); (b) borrow from the Ohio Air Quality Development Authority and/or Ohio Water Quality Development Authority (Authority) the proceeds of up to \$375 million aggregate principal amount of its tax exempt revenue bonds (Authority Bonds), pursuant to one or more loan agreements (Loan Agreements); (c) enter into additional capital lease obligations (Capital Leases) of up to \$100 million principal amount; and (d) enter into interest rate management agreements (Interest Agreements), within the terms and conditions as set forth in the Application.
- (4) Applicant proposes that the Debt Securities will be issued and sold directly to one or more purchasers or indirectly through one or more underwriters, dealers or agents. The terms of the Debt Securities will be determined through negotiated offering or through private placement.

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- (5) The Loan Agreements will be issued on a secured or unsecured basis and will evidence and secure Applicant's obligations to repay the Authority Bonds. The terms of the Authority Bonds will correspond to the terms of the Loan Agreements, as described in the Application.
- (6) The Capital Leases will have the structure and terms similar to other forms of debt financing. Applicant states that the Capital Leases will allow Applicant to access lower cost funds for financing property acquisition.
- (7) Applicant also requests Commission authorization to enter into Interest Agreements to utilize interest rate management techniques to lower its overall effective interest cost, within the parameters described in the Application.
- (8) Generally, there will be no proceeds associated with the Interest Agreements since most transactions are effective without exchanging principal amounts. Applicant states that the Interest Agreements are intended to provide Applicant additional alternatives and flexibility to reduce its effective interest costs and to manage interest costs on financing.
- (9) Applicant proposes to use the proceeds from the issuance of The Debt Securities, the Authority Bonds, and the Capital Leases (collectively, Securities) to provide funds for the acquisition of property, the construction program, the refinancing, refunding, or reimbursement of its treasury, in part, for monies spent for such purposes, and other general corporate purposes, all pursuant to Section 4905.40, Revised Code, as described in the Application.
- (10) The proposed guidelines or parameters set forth in the Application are intended to facilitate the issuance of the Securities on the best terms possible and at the lowest cost. The authorization to consummate these financial transactions, within the parameters set forth in the Application, in no way relieves the Applicant of its responsibility to negotiate and obtain the best terms available.
- (11) The aggregate amount of the Securities, and the terms thereof, and the probable cost to Applicant, within the parameters set

forth in the Application, do not appear to be unjust or unreasonable.

- (12) The effect on Applicant's revenue requirements resulting from the issuance of the Securities will be considered in the determination of required revenue in rate proceedings in which all factors affecting rates will be taken into account according to law. In any event, Applicant states that the future revenue requirement associated with the Capital Leases will be no greater than if this property had been financed with alternative long-term Securities.
- (13) Applicant shall report to the Commission the terms and full particulars after the Securities authorized by this order have been issued. In particular, Applicant shall also report full details of each Capital Lease transaction in excess of \$5 million, pursuant to the authority granted under this order. The report shall include, but not be limited to, a detailed description of the transaction, the rationale for the transaction and a quantification of the benefits of the transaction.
- (14) Based on the information contained in the Application, the purposes to which the proceeds from the Securities shall be applied, and the use of the Interest Agreements appear to be reasonably required by Applicant to meet its present and prospective obligations to provide utility service, and the Commission is satisfied that consent and authority should be granted subject to the conditions in Finding (13).

It is, therefore,

ORDERED, That Applicant is authorized, from time to time, through February 11, 2010, to: (a) issue and sell up to \$700 million principal amount of first mortgage bonds, senior and junior unsecured indebtedness, or issue other long-term unsecured indebtedness or any combination thereof; (b) borrow from the Ohio Air Quality Development Authority and/or Ohio Water Quality Development Authority the proceeds of up to \$375 million aggregate principal amount of its tax exempt revenue bonds, pursuant to one or more loan agreements; (c) enter into additional capital lease obligations of up to \$100 million principal amount; and (d) enter into interest rate management agreements, all consistent with the terms and conditions as set forth in the application and exhibits, as amended. It is, further,

ORDERED, That Applicant shall apply the proceeds from the Securities for the purposes set forth in this order and otherwise pursuant to the provisions of Section 4905.40, Revised Code. It is, further,

ORDERED, That Applicant shall file separate written reports with this Commission with the terms and full particulars when the Securities authorized by this Order are issued and when the Capital Leases authorized by this order are entered into, as described in Finding (13) and/or when Applicant enters into Interest Agreements. It is, further,

ORDERED, That the authorization granted by this order shall not be construed as limiting the Commission's determination of the appropriateness of the Securities for future ratemaking treatment. It is, further,

ORDERED, That the future revenue requirement associated with the Capital Leases shall be no greater than if the Capital Leases had never occurred. It is, further,

ORDERED, That Applicant, for the purposes of the Capital Leases authorized by this order, shall not include any existing property that is currently in Applicant's jurisdictional rate base. It is, further,

ORDERED, That the Applicant shall account for the issuance of the Securities as prescribed in the Federal Energy Regulatory Commission Uniform System of Accounts as currently in effect. It is, further,

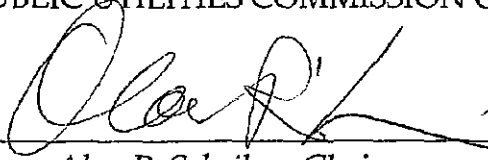
ORDERED, That nothing in this order shall be construed to imply any guaranty or obligation by the Commission to assure completion of any specific construction project of the Applicant. It is, further,

ORDERED, That nothing in this order shall be deemed to be binding upon this Commission in any future proceeding or investigation involving the justness or reasonableness of any rate, charge, rule or regulation. It is, further,

ORDERED, That nothing in this order shall be construed to imply any guaranty or obligation as to the Securities on the part of the State of Ohio. It is, further,

ORDERED, That a copy of this order be served upon all parties of record.

THE PUBLIC UTILITIES COMMISSION OF OHIO


Alan R. Schriber, Chairman


Paul A. Centolella


Ronda Hartman Fergus

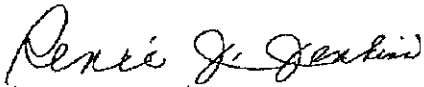

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FEB 11 2009



Renee J. Jenkins
Secretary