

BEFORE

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THE PUBLIC UTILITIES COMMISSION OF OHIO

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IN THE MATTER OF THE APPLICATION OF)
DUKE ENERGY OHIO FOR AUTHORITY TO)
ESTABLISH A STANDARD SERVICE OFFER)
PURSUANT TO SECTION 4928.143, REVISED)
CODE, IN THE FORM OF AN ELECTRIC)
SECURITY PLAN, ACCOUNTING)
MODIFICATIONS AND TARIFFS FOR)
GENERATION SERVICE.)

CASE NO. 11-3549-EL-SSO

IN THE MATTER OF THE APPLICATION OF)
DUKE ENERGY OHIO FOR AUTHORITY TO)
AMEND ITS CERTIFIED SUPPLIER TARIFF,)
P.U.C.O. NO. 20.)

CASE NO. 11-3550-EL-ATA

IN THE MATTER OF THE APPLICATION OF)
DUKE ENERGY OHIO FOR AUTHORITY TO)
AMEND ITS CORPORATE SEPARATION PLAN.)

CASE NO. 11-3551-EL-ATA

**MOTION TO INTERVENE OF
WAL-MART STORES EAST, LP, AND SAM'S EAST, INC.**

Wal-Mart Stores East, LP, and Sam's East, Inc., (collectively "Walmart") respectfully request that they be granted intervention in this cause as full parties of record pursuant to Section 4903.221 of the Ohio Rev. Code and Rule 4901-1-11 of the Ohio Administrative Code. Walmart submits the attached memorandum in support of this motion.

Respectfully submitted,

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**MOTION TO INTERVENE OF
WAL-MART STORES EAST, LP,
AND SAM'S EAST, INC.,
CASE NOS. 11-3549-EL-SSO,
11-3550-EL-ATA AND 11-3551-EL-ATA**

and

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ATTORNEYS FOR INTERVENORS,
WAL-MART STORES EAST, LP,
AND SAM'S EAST, INC.

BEFORE

THE PUBLIC UTILITIES COMMISSION OF OHIO

| | | |
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**MEMORANDUM IN SUPPORT OF
THE MOTION TO INTERVENE OF
WAL-MART STORES EAST, LP, AND SAM'S EAST, INC.**

In support of its motion to intervene Walmart states as follows:

- 1) Wal-Mart Stores East, LP, is a Delaware Limited Partnership authorized to do business in Ohio. Sam's East, Inc., is an Arkansas corporation also authorized to do business in Ohio. The business address of both entities is: Sam M. Walton Development Complex, 2001 SE 10th Street, Bentonville, AR 72716-0550.
- 2) Duke Energy Ohio ("Duke" of "the Company") is an investor-owned electric public utility operating within Ohio, and subject to the regulatory authority of this Commission. On June 20, 2011, Duke filed its Application in this docket seeking authority to establish a Standard Service Offer ("SSO") in the form of an Electric Security Plan. Duke's Application also seeks approval of certain accounting modifications and tariffs for generation service.

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3) Ohio law confers a right to intervene upon "[a]ny...person who may be adversely affected by a public utilities commission proceeding...." Ohio Rev. Code Ann. § 4903.221 (Baldwin 2011).

4) Walmart operates numerous retail stores and related facilities in Ohio, and is a large electric distribution customer of the Company. As of June 2011, Walmart has the following facilities in Ohio:

- a) 127 Supercenters;
- b) 17 Discount Stores;
- c) 29 Sam's Clubs; and
- d) 4 Distribution Centers.

A significant number of these facilities are located in Duke's Ohio service territory.

5) Duke's proposal in this docket would significantly change the way in which generation capacity and energy supply are provided to all customers within its Ohio service territory, including Walmart. Specifically, Duke proposes to: 1) dedicate all of its legacy generation assets to providing capacity to all customers within its Ohio service territory, 2) recover the costs of its legacy generation assets from all customers within the Company's service territory over a period of nine years and five months through a "formulaic rate," 3) sell all of the energy from the legacy generation assets into the competitive marketplace, 4) repurchase energy from the competitive marketplace to serve the Company's SSO load, and 5) create or modify various riders, some of which will be by passable and some of which will not.

6) Walmart is reviewing and analyzing Duke's proposal in this docket and assessing its potential impact. In light of the significant changes being proposed by the

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Company, it is safe to say that Walmart may be adversely impacted by the outcome of this proceeding. Walmart, therefore, has a direct, real and substantial interest herein, and "is so situated that the disposition of the proceeding may...impair or impede...[its] ability to protect that interest....Ohio Admin. Code § 4901-1-11(A)(2) (Baldwin 2011).

7) Walmart desires to participate in the cause to assure that its interests as to reliability, pricing, efficiency and adequacy of resources, and any other appropriate considerations are addressed and protected in conjunction with its service from Duke.

8) Walmart owns and operates a variety of facilities within Duke's service territory, taking electric service under several different tariffs. Walmart's unique interests cannot be adequately balanced and represented by any other party to this proceeding.

9) Walmart's participation will not prolong or delay this proceeding. Further, as an electric customer in every state of the United States, including affiliates of Duke Energy, Walmart's participation will significantly contribute to the full development and equitable resolution of the factual issues in this proceeding.

WHEREFORE, for all the above and foregoing reasons, Wal-Mart Stores East, LP, and Sam's East, Inc., respectfully request that the Commission grant them intervenor status as full parties of record, and allow them to fully participate in this cause including, without limitation, filing and presenting testimony, cross examination of witnesses, participation in all formal and informal conferences and hearings, and filings of briefs and any other pleading, to the extent they deem necessary for their full participation herein.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies and affirms that on the ^{6th} 1st day of July, 2011, a true and correct copy of the foregoing instrument was served via first class mail, postage prepaid, to the following persons:

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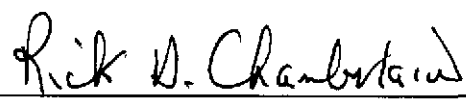
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