

JUN 22 2012

UNITED STATES OF AMERICA
BEFORE THE
DEPARTMENT OF ENERGY
OFFICE OF ELECTRICITY DELIVERY AND ENERGY RELIABILITY

Electricity Delivery and
Energy Reliability

In the Matter of)
)
IPR-GDF SUEZ Energy Marketing) Docket No. EA- 386
North America, Inc.)

**APPLICATION OF IPR-GDF SUEZ ENERGY MARKETING NORTH AMERICA, INC
FOR AUTHORIZATION TO TRANSMIT ELECTRICITY TO MEXICO**

Pursuant to § 202(e) of the Federal Power Act ("FPA"), 16 U.S.C. § 824a(e), and the Department of Energy ("DOE") regulations set forth in 10 C.F.R. § 205.300, *et seq.* (the "Regulations"), IPR-GDF SUEZ Energy Marketing North America, Inc. ("GSEMNA") hereby files its application for blanket authority to transmit electricity from the United States to Mexico ("Application") for a term of five (5) years.

I.
CONTENTS OF APPLICATION

In accordance with 10 C.F.R. § 205.302 of the Regulations, GSEMNA states as follows:

- A. **Exact Legal Name of Applicant:**
IPR-GDF SUEZ Energy Marketing North America, Inc.
- B. **Exact Legal Name of All Partners:**
Not Applicable

C. Person to Whom Correspondence Shall be Addressed:

Cesar Seymour
Director-Special Projects
IPR-GDF SUEZ Energy Marketing North America, Inc.
1990 Post Oak Blvd., Suite 1900
Houston, TX 77056
Tel: (713) 636-1734
Email: cesar.seymour@gdfsuezna.com

Catherine P. McCarthy
Bracewell & Giuliani LLP
2000 K Street, N.W., Suite 500
Washington, DC 20006
Tel: (202) 828-5858
Email: cathy.mccarthy@bgllp.com

D. State or Territory of Incorporation:

GSEMNA is a Delaware corporation, organized on October 19, 1993, with its principal office located at 1990 Post Oak Blvd., Suite 1900, Houston, TX 77056. GSEMNA is certified as a Qualified Scheduling Entity with the Electric Reliability Council of Texas ("ERCOT"). GSEMNA is also a power marketer engaged in the business of marketing and trading electric energy and other energy related products in the United States. GSEMNA is authorized to sell wholesale electric capacity and energy pursuant to a market-based rate wholesale power sales tariff on file with the Federal Energy Regulatory Commission ("FERC") in Docket No. ER10-1546-000 and -001.¹

¹ On December 10, 2010, FERC authorized a merger between GDF SUEZ, S.A. and International Power plc. *GDF SUEZ, S.A., et al.*, 133 FERC ¶ 62,234 (2010). As a result of this merger, GSEMNA recently underwent a corporate name change from GDF SUEZ Energy Marketing NA, Inc. to IPR-GDF Suez Energy Marketing North America, Inc. On May 21, 2012, GSEMNA submitted to FERC in Docket No. ER12-1822-000 a Notice of Succession to the market-based rate tariff to reflect this corporate name change. This notice of succession is pending at FERC.

E. Government Agencies Having Jurisdiction:

Pursuant to the FPA § 202(e), 16 U.S.C. Section 824a, the United States Department of Energy, Office of Electricity Delivery and Energy Reliability, is the sole agency with jurisdiction over the proposed export of electric energy to Mexico. No other known Federal, State or local government entity or agency has jurisdiction over the proposed actions described in this Application.

F. Description of the Transmission Facilities:

GSEMNA proposes to export electric energy to Mexico utilizing one or more of the existing transmission facilities identified in Exhibit C to this Application, which lists the identities, the owners, the locations and the Presidential Permit numbers of those facilities.

G. Technical Discussion of the Proposed Export of Electricity:

This Application is consistent with the North American Free Trade Agreement and United States energy policy as established in the Energy Policy Act of 1992. The grant of export authorization to GSEMNA will foster the development and maintenance of a more efficient and competitive North American energy market.

GSEMNA seeks authorization to engage in open-ended transactions to export electricity to Mexico through specified border facilities under terms and conditions to be negotiated in the future. The DOE has granted export authority to similarly situated power marketers, and GSEMNA agrees to abide by the

general conditions set forth in the DOE's prior orders authorizing power marketers to export power.²

GSEMNA neither, owns, operates, nor controls an electric power supply transmission and/or distribution system. As a result, its exports cannot have any adverse impact on the reliability, stability, nor sufficiency of supply on a franchised electric supply system. GSEMNA is a power marketer and its supply obligations are those for which it has contracted. The electric energy that will be exported pursuant to the authorization requested in this Application, whether on a firm or interruptible basis, will be purchased in bi-lateral, voluntary transactions from the surplus and available electric energy of the generator/seller. As such, GSEMNA's proposed exports to Mexico will not impair the sufficiency of the electric power supply within ERCOT. In addition, GSEMNA's exports of electric energy to Mexico will not impede or tend to impede the regional coordination of electric utility planning or operations, but will instead conform to system requirements as they may change over time.

GSEMNA will make all necessary commercial arrangements and will obtain any and all other regulatory approvals required in order to effect any power exports. All of the electricity exported by GSEMNA will be transmitted pursuant to arrangements with utilities or entities that own and/or operate existing transmission facilities and will be consistent with the export limitations and other terms and conditions contained in the existing Presidential Permits and electricity export authorizations associated with those facilities. GSEMNA will comply with

² See, e.g., *Cargill Power Markets, LLC*, Order No. EA-378, issued on June 1, 2011.

the terms and conditions contained in the authorizations issued for these cross-border facilities as well as any other export limitations that DOE may deem appropriate, consistent with DOE's orders authorizing exports of electric energy by power marketers.

GSEMNA will schedule each transaction with the appropriate control area in compliance with the reliability criteria, standards, and guidelines of the North America Electric Reliability Corporation ("NERC") and its member regional reliability entities. GSEMNA will obtain all necessary transmission access over the existing facilities listed in Exhibit C for its exports and will comply with all applicable statutes and implementing rules, regulations, and orders of the DOE, FERC and ERCOT, as applicable. The controls inherent in any transaction that complies with NERC requirements and DOE export limits on the transmission facilities listed in Exhibit C are sufficient to ensure that exports by GSEMNA will not impede the coordinated use of transmission facilities within the meaning of § 202(e) of the FPA. As noted in Order No. EA-102 (Enron Power Marketing, Inc., FE Docket No. EA-102 (Feb. 6, 1996)), DOE may use the reliability analyses performed in other export authorization proceedings for the transmission facilities listed in Exhibit C in order to make the findings required for the export authorization requested by GSEMNA.

Because the proposed exports will take place over existing international transmission lines, GSEMNA respectfully submits that the requested authorization does not require the preparation of an environmental impact statement or an environmental assessment pursuant to the National

Environmental Policy Act of 1969 ("NEPA"). Accordingly, GSEMNA respectfully requests an exclusion from the requirement under NEPA of either an environmental impact statement or an environmental assessment in connection with this Application.

H. Verification:

The executed verification of Stefaan Sercu, VP – Generation Portfolio Management is attached to this Application as Attachment 1.

II.
EXHIBITS AND ATTACHMENTS

In accordance with 10 C.F.R. § 205.303 of the Regulations, GSEMNA provides the following exhibits and attachments:

EXHIBIT A	Agreements (Not Applicable)
EXHIBIT B	Legal Opinion
EXHIBIT C	Transmission Facilities (submitted in lieu of maps)
EXHIBIT D	Non-U.S. Applicant's Power of Attorney (Not Applicable)
EXHIBIT E	Statement of any corporate relationship or existing contract, which in any way relates to the control or fixing of electric power rates (Not Applicable)
EXHIBIT F	Operating Procedures regarding available capacity and energy (Not Applicable)
ATTACHMENT 1	Verification

To the extent necessary, GSEMNA requests waiver of the requirement to provide Exhibits A, D, E, and F.

Pursuant to the requirements of 10 C.F.R. § 205.309, a copy of the Application is being provided to:

Federal Energy Regulatory Commission
888 First Street, N.E.
Washington, DC 20426

Public Utilities Commission of Texas
1701 N. Congress Avenue
P.O. Box 13326
Austin, TX 78711-3326

III.
CONCLUSION

In consideration of the foregoing, IPR-GDF SUEZ Energy Marketing North America, Inc. respectfully requests approval of this Application for blanket authorization to export electric energy to Mexico for a term of five (5) years.

Respectfully submitted,

Catherine P. McCarthy
Bracewell & Giuliani LLP
2000 K Street, N.W., Suite 500
Washington, DC 20006
Tel: (202) 828-5858
Email: cathy.mccarthy@bgllp.com

Dated: June 22, 2012

#4107532.02

EXHIBIT A
AGREEMENTS

Not Applicable

EXHIBIT B

LEGAL OPINION

I, Ray Cunningham, am Vice President & Assistant General Counsel of IPR-GDF SUEZ Energy Marketing North America, Inc., and in support of its Application to export electric energy to Mexico, hereby certify on behalf of IPR-GDF SUEZ Energy Marketing North America, Inc. that:

1. IPR-GDF SUEZ Energy Marketing North America, Inc. is duly incorporated and validly existing under the corporate laws of the state of Delaware;
2. IPR-GDF SUEZ Energy Marketing North America, Inc. has the corporate capacity to act in the manner described in the Application; and
3. To the best of my knowledge, information and belief, IPR-GDF SUEZ Energy Marketing North America, Inc. and its officers and directors have complied and will comply with all pertinent federal and state laws related to the actions to be undertaken pursuant to the Application.

Dated: June 22, 2012

By: 

Ray Cunningham
VP & Assistant General Counsel
(713) 636-1980

EXHIBIT C

August 16, 2010

CROSS-BORDER TRANSMISSION FACILITIES

Transmission Lines at the U.S. – Mexico Border Authorized for Third-Party Use

OWNER/PERMITTEE	PRES. PERMIT	VOLTAGE	LOCATION
AEP Texas Central Company	PP-94	138 kV	Brownsville, TX
	PP-94	69kV	Brownsville, TX
	PP-317	138kV	Laredo, TX
	PP-317	230kV	Laredo, TX
	PP-219	138kV	Eagle Pass. TX
Comision Federal de Electricidad	N/A	138 kV	Falcon Dam, TX
El Paso Electric Co.	PP-92	115 kV	Diablo, NM
	PP-48	115 kV	Ascarate, TX
San Diego Gas & Electric	PP-68	230 kV	Miguel, CA
	PP-79	230kV	Imperial Valley, CA
Sharyland Utilities, Inc.	PP-285	138 kV	McAllen, TX

EXHIBIT D

NON-US APPLICANT'S POWER OF ATTORNEY

Not Applicable

EXHIBIT E

**STATEMENT OF ANY CORPORATE RELATIONSHIP OR
EXISTING CONTRACT WHICH IN ANYWAY RELATES
TO THE CONTROL OR FIXING OF ELECTRIC POWER RATES**

Not Applicable

EXHIBIT F

OPERATING PROCEDURES REGARDING AVAILABLE CAPACITY AND ENERGY

Not Applicable

ATTACHMENT 1

UNITED STATES OF AMERICA
BEFORE THE
DEPARTMENT OF ENERGY
OFFICE OF ELECTRIC DELIVERY AND ENERGY RELIABILITY

In the Matter of)
)
IPR-GDF SUEZ Energy Marketing) Docket No. EA-_____
North America, Inc.)

VERIFICATION

I, Stefaan Sercu, being first duly sworn, state that I am VP – Generation Portfolio Management of IPR-GDF SUEZ Energy Marketing North America, Inc.; that I am authorized to execute this verification; that I have read the foregoing Application of IPR-GDF SUEZ Energy Marketing North America, Inc. for authorization to transmit electric energy to Mexico and its exhibits and attachment and am familiar with the contents thereof; and that all of the statements contained therein are true and correct to the best of my knowledge, information, and belief.



Stefaan Sercu

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NOTARIZATION: