



Dianne M. Triplett
ASSOCIATE GENERAL COUNSEL
Duke Energy Florida, LLC

December 18, 2015

VIA ELECTRONIC DELIVERY

Ms. Carlotta Stauffer, Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

Re: Docket 150171-EI
Duke Energy Florida, LLC's Eleventh Request for Confidential Classification

Dear Ms. Stauffer:

Attached is Duke Energy Florida, LLC's ("DEF") Eleventh Request for Confidential Classification of certain information provided by DEF to the Bond Team in the above-referenced matter. This filing includes:

- Exhibit A (confidential slipsheet only)
- Exhibit B (2 sets of redacted information)
- Exhibit C (justification matrix)
- Exhibit D (Affidavit of Bryan Buckler)

DEF's confidential Exhibit A that accompanies the above-referenced filing, has been submitted under separate cover.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me at (727) 820-4692.

Sincerely,

/s/ Dianne M. Triplett

Dianne M. Triplett

DMT:at
Attachments

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for approval to include in base rates the revenue requirement for the CR3 regulatory asset, by Duke Energy Florida, Inc.

DOCKET NO. 150148-EI

In re: Petition for issuance of nuclear asset-recovery financing order, by Duke Energy Florida, Inc. d/b/a Duke Energy.

DOCKET NO. 150171-EI

DATED: December 18, 2015

**DUKE ENERGY FLORIDA, LLC'S ELEVENTH REQUEST
FOR CONFIDENTIAL CLASSIFICATION**

Duke Energy Florida, LLC (“DEF” or the “Company”), pursuant to Section 366.093, Florida Statutes (F.S.), and Rule 25-22.006, Florida Administrative Code (F.A.C.), submits this Eleventh Request for Confidential Classification concerning portions of DEF’s documents provided to the Bond Team. Those confidential documents were filed in this docket on December 7, 2015 with DEF’s Notice of Intent to request confidential classification. This request is timely. *See* Rule 25-22.006(3)(a)1., F.A.C. In support of this request, DEF states:

1. As further explained below, portions of documents provided to the Bond Team, contain “proprietary confidential business information” under section 366.093(3), F.S.

2. The following exhibits are included with this request:

(a) Sealed Composite Exhibit A is a package containing an unredacted copy of all the documents for which DEF seeks confidential treatment. Composite Exhibit A is being submitted separately in a sealed envelope labeled “CONFIDENTIAL.” In the unredacted version, the information asserted to be confidential is highlighted in yellow.

(b) Composite Exhibit B encompasses two copies of redacted versions of the documents for which the Company requests confidential classification. The specific information for which confidential treatment is requested has been blocked out by opaque marker or other means.

(c) Exhibit C is a table which identifies by page and line the information for which DEF seeks confidential classification and the specific statutory bases for seeking confidential treatment.

(d) Exhibit D is an affidavit attesting to the confidential nature of information identified in this request.

3. As indicated in Exhibit C, the information for which DEF requests confidential classification is “proprietary confidential business information” within the meaning of Section 366.093(3), F.S. Specifically, the information at issue relates to DEF’s engagement with the law firms retained by DEF to work on the securitization. These law firms are providing legal advice and opinions in regard to various issues pertaining to this matter. The documents include contractual legal expenses including rates and costs of the law firms, the disclosure of which would violate the terms of contractual agreements with third parties and impair the efforts of the Company to contract for goods and services on favorable terms. *See* § 366.093(3)(d), F.S.; Affidavit of Bryan Buckler at ¶ 5. The disclosure of that information to the public would also adversely impact the competitive business interest of parties contracting with DEF. *See* § 366.093(3)(e), F.S.; Affidavit of Bryan Buckler at ¶ 6. Accordingly, such information constitutes “proprietary confidential business information” which is exempt from disclosure under the Public Records Act pursuant to Section 366.093(1), F.S.

4. The information identified as Exhibit “A” is intended to be and is treated as

confidential by the Company. *See* Affidavit of Bryan Buckler at ¶ 5. The information has not been disclosed to the public, and the Company has treated and continues to treat the documents at issue as confidential. *See* Affidavit of Bryan Buckler at ¶ 7.

6. DEF requests that the information identified in Exhibit A be classified as “proprietary confidential business information” within the meaning of section 366.093(3), F.S., that the information remain confidential for a period of at least 18 months as provided in section 366.093(4) F.S., and that the information be returned as soon as it is no longer necessary for the Commission to conduct its business.

WHEREFORE, for the foregoing reasons, DEF respectfully requests that this Eleventh Request for Confidential Classification be granted.

RESPECTFULLY SUBMITTED this 18th day of December, 2015.

MATTHEW R. BERNIER
Senior Counsel
Duke Energy Florida, LLC
106 East College Avenue
Suite 800
Tallahassee, FL 32301
Telephone: (850) 521-1428

/s/ Dianne M. Triplett

DIANNE M. TRIPLETT
Associate General Counsel
Duke Energy Florida, LLC
299 First Avenue North
St. Petersburg, FL 33701
Telephone: (727) 820-4692

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished by electronic mail to the following this 18th day of December, 2015.

/s/ Dianne M. Triplett

Attorney

<p>Rosanne Gervasi Keino Young Kelley Corbari Leslie Ames Theresa Tan Office of the General Counsel Florida Public Service Commission 2540 Shumard Oak Blvd. Tallahassee, FL 32399-0850 kyoung@psc.state.fl.us kcorbari@psc.state.fl.us lames@psc.state.fl.us ltan@psc.state.fl.us rgervasi@psc.state.fl.us</p>	<p>Charles Rehwinkel J. R. Kelly Office of Public Counsel c/o The Florida Legislature 111 West Madison Street, Room 812 Tallahassee, Florida 32399-1400 kelly.jr@leg.state.fl.us rehwinkel.charles@leg.state.fl.us woods.monica@leg.state.fl.us</p>
<p>Florida Industrial Power Users Group c/o Moyle Law Firm, P.A. Jon C. Moyle, Jr. Karen A. Putnal 118 North Gadsden Street Tallahassee, Florida 32301 jmoyle@moylelaw.com kputnal@moylelaw.com</p>	<p>PSC Phosphate – White Springs c/o James W. Brew Owen J. Kopon Stone Mattheis Xenopoulos & Brew, PC 1025 Thomas Jefferson Street, NW Eighth Floor, West Tower Washington, DC 20007-5201 jbrew@smxblaw.com ojk@smxblaw.com</p>
<p>Joseph Fichera Saber Partners, LLC 44 Wall Street New York, NY 10005 jfichera@saberpartners.com</p>	<p>Dean E. Criddle Orrick, Herrington & Sutcliffe 405 Howard Street, #11 San Francisco, CA 94105 dcriddle@orrick.com</p>
<p>Robert Scheffel Wright John T. LaVia, III Gardner, Bist, Bush, Dee, LaVia & Wright, P.A. 1300 Thomaswood Drive Tallahassee, FL 32308 schef@gbwlegal.com jlavia@gbwlegal.com</p>	

Exhibit A

CONFIDENTIAL
FILED UNDER SEPARATE COVER

Exhibit B

REDACTED



REDACTED

MEMORANDUM

TO: Robert T. Lucas, III
CC: Dianne M. Triplett
FROM: Michael P. Silver
DATE: November 25, 2015
RE: Legal Fees Estimate – Florida Legal Opinions re CR3 Securitization (Duke Energy)

Please allow this memorandum to respond to your request that we provide you with a status update on our legal services, scope of work, and budget.

Duke Energy has asked Shutts & Bowen LLP to provide legal opinions under Florida law on various issues related to the proposed CR3 securitization. The potential legal opinions include the following:

- Florida constitutional law matters
- Florida tax matters
- Florida regulatory matters
- Florida perfection of secured interests matters
- Florida true sale matters

While these opinions are the primary focus of Shutts & Bowen's services in this matter, our firm also anticipates providing guidance to Duke Energy on Florida law issues that may arise during the underwriting and capital markets phases, up to and including the closing. These services may include updating our opinions on various aspects of Florida law; reviewing and advising upon any additional dealings or documents with the Florida Public Service Commission related to this matter; providing counsel on the effects of Florida law on Duke Energy's disclosures in connection with the nuclear asset-recovery bonds; and other potential legal issues that may present themselves during this securitization process.

In connection with this matter, various firm attorneys have provided legal services to Duke Energy on various issues, particularly as to the referenced opinions, and we would expect that these attorneys would continue to provide services on other issues that might arise through closing. These attorneys include:

- Michael P. Silver – Partner
- Steven J. Zucker – Partner
- Suzanne Y. Labrit – Partner
- Jennifer Slone Tobin – Partner
- C. Mark Stevenson – Partner
- Alfred G. Smith – Partner
- David J. Markese – Of Counsel
- Ella A. Shenhav – Associate

The billing rates for these attorneys are reflected on Exhibit C to our firm's engagement letter with Duke Energy.

As to our firm's legal fees, we have billed approximately [REDACTED] to date for services rendered through October 31, 2015. Assuming that a registration statement is filed in January 2016, and that the closing of this transaction occurs before the end of March 2016, Shutts & Bowen anticipates billing Duke Energy a total of from [REDACTED] to [REDACTED] for our firm's services in connection with this matter. However, this is a budgetary estimate, and is subject to increase or decrease as a result of any of a number of potential factors.

Please advise if you have any questions or comments or would like to discuss further.

CONFIDENTIAL**Triplett, Dianne**

From: Triplett, Dianne
Sent: Friday, October 16, 2015 9:39 AM
To: Fitzpatrick, Michael F.
Cc: Triplett, Dianne
Subject: RE: Cost projections Matter for the Regulatory Portion

Thank you Mike.

Given that we stipulated the issues and avoided the hearing (and the need for drafting a lengthy posthearing brief) I was hopeful that we could reduce the spend. I don't think there is anything further to be done until we get the revisions, and then it is just the work in that one week. Please try, as you always are, to be efficient with the time spent to review what staff sends. I am optimistic that it will not be too bad, especially since we are limited by the stipulations.

Thanks,
Dianne

From: Fitzpatrick, Michael F. [mailto:MFitzpatrick@hunton.com]
Sent: Thursday, October 15, 2015 12:13 PM
To: Triplett, Dianne
Subject: RE: Cost projections Matter for the Regulatory Portion

Dianne,

Just a heads up. I gave you an estimate in August regarding the cost projections for the financing order from August 1st through the rest of 2015. The estimate was for [REDACTED] for the remainder of this year. We currently have billed [REDACTED] in August, expect to bill approximately [REDACTED] in September and have approximately [REDACTED] on the books for October (total [REDACTED]).

It is hard to anticipate how much work will be required on the financing order that will be served up by the staff in late October. That said I think it is fair to say that the work could be substantial. With that in mind I expect that the aggregate cost will be in the range of [REDACTED] instead of [REDACTED].

Please call me if you would like to discuss further.

Best,

Mike

From: Triplett, Dianne [mailto:Dianne.Triplett@duke-energy.com]
Sent: Monday, August 17, 2015 9:56 AM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Understood – hope you are going somewhere fun! Also do you have a minute – wanted to update you on my call with FL counsel (Shutts and Bowen).

From: Fitzpatrick, Michael F. [mailto:MFitzpatrick@hunton.com]
Sent: Monday, August 17, 2015 9:11 AM

To: Triplett, Dianne
Subject: RE: Cost projections

Sure thing. I think we should build in another [REDACTED] into the estimate if we are running the initial drafts. As for the post hearing brief, I will be out of the country during the week of October 19th but Adam will be around and able to lead the charge.

Best,

Mike

From: Triplett, Dianne [<mailto:Dianne.Triplett@duke-energy.com>]
Sent: Sunday, August 16, 2015 3:48 PM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Thanks, Mike,

I think we should assume that you will be drafting the rebuttal testimony and the posthearing brief – I just don't have the technical expertise to do it. Can you provide an estimate with those assumptions?

Thanks,
Dianne

From: Fitzpatrick, Michael F. [<mailto:MFitzpatrick@hunton.com>]
Sent: Friday, August 14, 2015 1:55 PM
To: Triplett, Dianne
Subject: RE: Cost projections

Dianne,

Please give me a call at your convenience. Some general thoughts;

As far as the financing order work to be done between August 1st through the end of the year: I estimate between [REDACTED] and [REDACTED]. Of course this all depends on how contentious this process becomes. Looking at the FPL Saber experience from 2006 it looks like the time and effort put in by both sides was staggering.

I am assuming that our involvement will be to review and comment on discovery requests, interrogatories, rebuttal testimony, prehearing statements, and the post hearing brief. I am assuming that we will not be doing the primary drafting of these documents. Please let me know if you agree with that assumption.

The [REDACTED] on the books through July 31st ([REDACTED] through June 30th and [REDACTED] for the month of July) does include some time spent on the hedging stipulation, certain opinion issues. Should I break that out?

As far as next year I believe [REDACTED] is a good placeholder. As we discussed before costs are really dependent upon on how hard the Commission and Staff push for standards that are inconsistent with the statute and whether Saber receives a co-equal decision making role.

Happy to discuss.

Mike

From: Triplett, Dianne [<mailto:Dianne.Triplett@duke-energy.com>]
Sent: Friday, August 14, 2015 12:47 PM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Hi Mike,

Just checking in on the status – I need to send the updated projection to my management so just looking for an ETA.

Thanks!

Dianne

From: Fitzpatrick, Michael F. [<mailto:MFitzpatrick@hunton.com>]
Sent: Wednesday, August 12, 2015 1:06 PM
To: Triplett, Dianne
Subject: RE: Cost projections

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

Sure. Let me give it some thought and I will get back to you.

From: Triplett, Dianne [<mailto:Dianne.Triplett@duke-energy.com>]
Sent: Wednesday, August 12, 2015 1:01 PM
To: Fitzpatrick, Michael F.
Cc: Triplett, Dianne
Subject: Cost projections

Hi Mike,

Following up on our conversation, can you please provide me an updated budget from August through the end of the year for the financing order work? Also as I indicated we have included a placeholder for [REDACTED] for your regulatory-related work for 2016 – do you think that is reasonable and accurate? I know that assumes that the other financing-related work (opinions of counsel, for example) will be handled in a matter that Bob Lucas will create. I'm just referring to the regulatory-related work.

As soon as you can get this to me I appreciate it although I know it will take time.

Thanks,
Dianne

PRIVILEGED AND CONFIDENTIAL ATTORNEY CLIENT COMMUNICATION

Dianne Triplett
Associate General Counsel

Duke Energy Florida, Inc.
299 1st Avenue North, FL 151
St. Petersburg, FL 33701
(727) 820-4692 (phone)
(727) 820-5041 (fax)
dianne.triplett@duke-energy.com

Triplett, Dianne

CONFIDENTIAL

From: Triplett, Dianne
Sent: Tuesday, December 01, 2015 1:35 PM
To: Joseph S. Fichera
Cc: Heath, Tom; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W); Triplett, Dianne
Subject: RE: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Joseph,

The phases were not based on time – the Shutts team started work on the opinions before the regulatory phase was completed to expedite the process. But as explained in my earlier email, we did not see the necessity of having Shutts provide a written legal strategy and budget until we received a financing order (although, as I also previously indicated, we did have verbal discussion as to the scope of work).

I have been in contact with Rosanne Gervasi to determine how she wants to handle the confidential documents. When she responds I will provide her the documents in the manner she indicates.

Thanks,

Dianne

From: Joseph S. Fichera [mailto:jfichera@saberpartners.com]
Sent: Tuesday, December 01, 2015 1:20 PM
To: Triplett, Dianne
Cc: Heath, Tom; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)
Subject: Re: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

thank you Dianne

Perhaps I am missing something in the flurry of emails. You referred to the Shutts and Bowen work in phase three of the plan after the regulatory phase.

If that is what is referred to then I am trying to understand how the [REDACTED] was authorized and spent during phase one and two as per your email.

Please forward these communications to the Commission via your secure channels so they may be discussed.

Thank you

Best regards,

J

Joseph S. Fichera
Senior Managing Director &
Chief Executive Officer
Saber Partners, LLC
44 Wall Street
New York, NY 10005
212-461-2370

On Dec 1, 2015, at 1:12 PM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

Joseph,

I explained the status of the legal strategy outlines and budgets in a previous email. Please see attached.

Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Tuesday, December 01, 2015 12:41 PM
To: Heath, Tom
Cc: Triplett, Dianne; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)
Subject: Re: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

I read the attached.

Do you have the strategy and budget done BEFORE they billed [REDACTED] as per this letter?

Please forward.

Best regards,

J

Joseph S. Fichera

Senior Managing Director &

Chief Executive Officer

Saber Partners, LLC

44 Wall Street

New York, NY 10005

212-461-2370

On Dec 1, 2015, at 12:16 PM, Heath, Tom <Tom.Heath@duke-energy.com> wrote:

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALTY AGREEMENT ***

Please find the outline and budget for Shutts and Bowen attached.

TJH

From: Heath, Tom

Sent: Thursday, November 19, 2015 11:43 AM

To: Triplett, Dianne; 'hschoenblum@saberpartners.com'; Lucas, Bob; 'psutherland@saberpartners.com'; Buckler, Bryan; Portuondo, Javier J; 'rfabian@saberpartners.com'; 'jfichera@saberpartners.com'; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)

Subject: RE: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Sensitivity: Confidential

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALTY AGREEMENT ***

Please find outline and budget for Hunton & Williams' capital markets phase engagement. Shutts and Bowen's information related to Florida law opinions to come

TJH

From: Triplett, Dianne

Sent: Monday, November 09, 2015 2:42 PM

To: Heath, Tom; 'hschoenblum@saberpartners.com'; Jordening, Crystal M; Lucas, Bob; 'psutherland@saberpartners.com'; Buckler, Bryan; Portuondo, Javier J; 'rfabian@saberpartners.com'; jfichera@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)

Subject: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Sensitivity: Confidential

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALITY AGREEMENT ***

All,

Per the email I just sent, see attached confidential document.

Dianne

<20900473_1_(TPADOCS)_Memorandum re Legal Services Status and Budget
Esti.....pdf>

<mime-attachment>

Triplett, Dianne**CONFIDENTIAL**

From: Triplett, Dianne
Sent: Tuesday, November 24, 2015 10:46 AM
To: Joseph S. Fichera
Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher; Triplett, Dianne
Subject: RE: Outstanding Items/Deliverables

Joseph,

Thank you for the additional information about the budget for these matters going forward. Can you provide the templates you reference (I think you mean that a template has been provided for a budget and for tracking costs)? I want to make sure I have them so I can create the budget going forward.

Regarding the precedent for uncapped legal expenses, we agree with you that legal expenses (or any type of expenses) should never be uncapped. There should always be something to ensure that costs are reasonably and prudently incurred. With respect to the Sidley bills, we did not propose nor are we suggesting that the Commission approve bills that are uncapped. While we did not have a formal system in place like what we have for matters subject to our form engagement letter, we always intended that their invoices would be reviewed rigorously to determine if the incurred charges were consistent with the scope of work set forth in DEF's contract with Morgan Stanley for structuring advisor services. We are going through that process of thorough review and vetting right now, and we will share the results of that review when it is complete. In addition, given your well-taken comment below about the importance of tracking the budget and expenses in a written manner, we will employ that system going forward and request that Sidley provide a budget against which their future charges can be tracked.

I will discuss with Rosanne filing the confidential information with the Commission.

Thanks,
Dianne

From: Joseph S. Fichera [mailto:jfichera@saberpartners.com]
Sent: Friday, November 20, 2015 3:19 PM
To: Triplett, Dianne
Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher
Subject: Re: Outstanding Items/Deliverables

Dianne

Thank you for the detail. We will review and discuss with our client.

We do believe a budget should be in writing and costs tracked in writing. Phases within broad categories are useful management tools. We have provided a template for both. Prudence dictates that approvals may be communicated orally but should be confirmed in writing. This will avoid confusion and disagreements in the future, if any. Since these costs are expected to be part of issuance costs, and to be able to review the record appropriately, we will rely on written communications only and hope you can adjust your process accordingly for an appropriate audit trail. It may too difficult to reconstruct oral communications which we may not be

aware of or be a part of in the joint decision making process regarding structuring the bonds and the creation of marketing documents.

We look forward to the additional documentation and assembling a complete record.

Finally, we also are looking for the precedent for uncapped legal expenses for a structuring advisor. As previously indicated, we are not aware of any precedent in utility securitization. Clearly, while we are not aware of any, there may be precedent and hope you will forward such to us for review.

Please forward the materials and communications to the Commission per standard protocols.

Best regards,

j

On Nov 20, 2015, at 2:37 PM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

CONFIDENTIAL SUBJECT TO CONFIDENTIALITY AGREEMENTS

Joseph,

With respect to the confidentiality, we do not waive the confidentiality of the documents. However, if you want to provide these confidential documents and this discussion to the Commission, there are ways to do so and maintain that confidentiality. Please let me know and I will handle.

With respect to the items you have detailed below, I have responded to each one of them separately for clarity.

1. [REDACTED] There are three matters involved – the first Hunton and Williams matter (regarding the financing order), the second H&W matter (regarding the capital markets phase) and the Shutts and Bowen matter regarding the Florida opinions. For the first and last matters, [REDACTED] because there are not distinguishable phases. The first H&W matter involved assistance in obtaining a financing order. The Shutts matter involves providing Florida opinions. There are no phases. With respect to the second H&W matter, it may make sense to separate that matter into 2 phases – the opinion phase and the remaining SEC/registration work. We will follow up with H&W to get that breakdown; however, I would note that some work (for example, participation on the bond team) may apply to both phases, so a complete breakdown between phases may not be completely accurate.
2. [REDACTED] We believe that the documents provided to you already (and that which is forthcoming from Shutts) contain [REDACTED] Again, I would ask that you provide specifics as to the [REDACTED]
3. [REDACTED] Like #2, we believe the documents contain the [REDACTED] (for example, the financing order matter includes the scope of work intended to successfully obtain the financing order). So I would again ask that you provide specifics as to the strategy. This is also a good opportunity to explain that these engagement letters are generic and apply to all matters opened within the legal department. The requirement for [REDACTED] makes more sense with other types of matters than with the matters involving this transaction. For example, if the matter is a litigation, it can be important to identify the number of depositions to be taken, whether to pursue expense subpoenas out of

state, etc. Or if there is a labor dispute, there may be strategy to try and prevent a grievance or, if that is unsuccessful, perhaps a new strategy or phase once an arbitration or lawsuit has been filed. By contrast, these matters are more straightforward – obtain a financing order, issue opinions of law, pursue registration statement.

4. [REDACTED] The billing rates for all H&W and Shutts attorneys are contained on Exhibit C to the engagement letters – you have those rates. Regarding the list of particular attorneys and paralegals to be working on the matter, the second H&W document and the forthcoming Shutts document will include a separate list. Regarding the financing order H&W matter, because we had the list of approved rates, we were comfortable with receiving verbal confirmation as to who would be working on the matter. Those individuals are reflected on the invoices, and to the extent there were times when other attorneys were brought in to work on the matter, those instances were cleared verbally with me.
5. [REDACTED] Not applicable – there have been no outside consultants or witnesses hired by H&W or Shutts in connection with these matters.
6. [REDACTED] Not applicable – each of these matters will be completed within 12 months of their commencement.
7. [REDACTED] The first revision is not applicable because the matter is less than 12 months. With respect to the second, this is only applicable to the H&W financing order matter. The budget was increased and those increases were communicated via email. The emails are attached. (Please note that although one of the emails contains an attorney client privileged designation, the emails are actually not privileged.) Furthermore, there has been verbal communication throughout the engagement regarding the status of actuals versus budget.
8. [REDACTED] See response to #7. All invoices approved to date have been approved by the assigned Duke Energy Attorney. There is no requirement that the approval be given in writing, nor is there any requirement that the costs be tracked in writing.

Thanks,
Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]

Sent: Thursday, November 19, 2015 1:54 PM

To: Triplett, Dianne

Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher

Subject: Re: Outstanding Items/Deliverables

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Dianne,

With all due respect and deference, we reviewed the engagement letter again. The engagement letter is specific about the Budget and Strategy Outline as a way to manage legal expenses. Also, the engagement letter indicates that [REDACTED]

[REDACTED] I am not sending this to Commission because server issue and

confidentiality unless you are willing to waive confidentiality on this topic. Please advise. I have also deleted Hunton from this discussion string since it concerns our oversight of them.

Duke has negotiated an excellent engagement letter and we wish to work in co and cooperative manner to oversee expenses and maintain the lowest overall issuance expense. If we cannot use the tools already available to us through Duke's excellent negotiated terms and conditions (with respect to legal counsel at least, we reserve judgement concerning other engagement letters pending further information), it would be disappointing.

Here is the specifics from then engagement letter (numbers added) The plain English language says as follows

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(Not provided. [REDACTED])

[REDACTED]

(Not provided. [REDACTED])

[REDACTED]

[REDACTED]

[REDACTED]

(If matter not anticipated for one year, not applicable.)

[REDACTED]

[REDACTED]

(Not provided.)

[REDACTED]

(Not provided. Note [REDACTED])

[REDACTED]

Thank you for attention to this matter as we proceed on this transaction.

Best regards,

j

On Nov 19, 2015, at 9:45 AM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

Joseph,

With respect to the document already provided, that is the document we have and we believe that it fulfills the "Budget and Strategy Outline" requirement in the engagement letter. The forthcoming documents will be similar to this first document. We believe the form and substance of these documents are fully consistent with and meet the spirit of the engagement letter. However, with respect to charges that have already been incurred, if you think the documents provided are somehow deficient such that they have resulted in some excess cost, please identify with specificity the particular line item/time entry that you feel has been inappropriately charged and further explain how some different form of "Budget and Strategy Outline" would have prevented the excess cost from being incurred. Similarly, if you think the documentation is not sufficient such that costs that have not yet been incurred could be excessive, please tell us with specificity what particular language, additional detail, or narrative you think should be added to the documentation that will prevent potentially excessive costs to be incurred.

Thanks,
Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Wednesday, November 18, 2015 6:52 PM
To: Heath, Tom
Cc: Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Triplett, Dianne; Adam O'Brian (H&W) ; Michael F. Fitzpatrick Jr; Andrew Maurey; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher; Mark Cicchetti
Subject: Re: Outstanding Items/Deliverables

Thank you very much for this. It is very helpful and we seem to to be making progress.

With all due respect, on item #3 we have not received on 11/6 information as described in the engagement letters which is VERY specific. I have written Dianne twice on this topic and received no response. A cost estimate is not "Budget and Strategy Outline" as per the engagement letters. A cost estimate triggers the development of a Budget and Strategy Outline. If Saber is not correct in reading the specifics of the contract please educate us.

Thank you for your consideration.

Best regards,

J

Joseph S. Fichera
 Senior Managing Director &
 Chief Executive Officer
 Saber Partners, LLC
 44 Wall Street
 New York, NY 10005
 212-461-2370

On Nov 18, 2015, at 4:38 PM, Heath, Tom <Tom.Heath@duke-energy.com> wrote:

See comments below on the items assigned to DEF.

On 10/29 we submitted list of co-manager candidates to the bond team. Are any additional firms you would like to include in that list?

1. **Evaluation of rating agency fees coming under Duke umbrella versus one off transaction**
 - DEF – we're working through an analysis of fees under the umbrellas but do have some concerns about going this route. Will layout the analysis, concerns, and an alternative proposal on how to proceed on the next bond team call (Tuesday 11/24)
 - **What were fee concessions of agencies in past transactions (Morgan Stanley) 5 bps to 4.75 bps? Other?**
2. **Draft Rating Agency presentation (Morgan Stanley)**
 - DEF – this is my court not MS. I'm working on the slides based on an outline from MS; estimating about half way through. Can provide further update on the bond team call and talk about process for review by the team
3. **"Strategy and Budget Outlines" per item #6 "Budget" in counsel engagement letters**
 - DEF – H&W financing order phase documentation provided by Dianne on 11/9. H&W issuance phase and Shuts documentation are being finalized
4. **Budget tracking excel for all up-front costs (due Nov 15)**
 - DEF – During the 10/28 bond team meeting Bryan laid out a plan for cost reporting. We committed to providing cumulative costs through 9/30 by 11/15. We provided information through 9/30 ahead of schedule on 11/6. We also committed to providing ongoing monthly tracking of expenses by the end of the following month (i.e. amounts through 10/31 by 11/30). We provided costs through 10/31 ahead of schedule today.
5. **Precedent for Structuring Advisor to have uncapped out-of-pocket legal expenses in utility securitization**

6. **Structuring Advisor's Sidley bill (reference \$300,000 from 10/22/15 meeting) Line item detail**
 - DEF – (for 5-6): The Sidley bill hasn't been reviewed internally and processed for payment yet. I would expect it to hit November accounting. Invoice will include sufficient detail to track back to structuring advisor engagement letter tasks.
7. **Duke's pick for joint bookrunner**
 - DEF – During the 11/12 call related to feedback we received from potential underwriters to date, we agreed to have a follow up call with representatives of the bond team and Goldman Sachs, Bank of America (initial call), and Citi. Once we have agreement on the underwriter RFI and performance based compensation documents we can share them with those banks and schedule calls with them
8. **Comments on "Request for Information" for co-managers**
 - DEF – Comments on the RFI and performance based compensation document were sent by Bryan on 11/15. Awaiting feedback from bond team members. Can discuss on the 11/24 bond team call or sooner
9. **Basis for not needing competitive process for selection of other transaction participants eg trustee, others. What can justify not using a competitive process?**
 - DEF – During the 10/28 bond team meeting call we recall Saber indicating that RFPs were not necessarily required for other transaction participants. The conversation indicated that in situations where we have existing relationships and are able to leverage pricing (indenture trustee, LLC independent manager, etc.) we could avoid an RFP process if we can demonstrate quoted fees for those services are in line with or better than recent utility securitization transactions. However, if that is not your current thinking just say the word and we can go the RFP route.
10. **NDA Guggenheim**
 - DEF – we've been trading comments with Guggenheim's legal team. It's in our court to arrange a call with Guggenheim to finalize
11. **Identification of specific practical purpose or circumstance of default in DEF service territory**
 - DEF – on the last bond team call Bryan committed to having a conclusion on this the week of 11/30. We're on track
12. **S-1 draft registration statement (Hunton & Williams)**
 - Hunton is working and will incorporate final financing order terms into the draft. Likely the week after Thanksgiving before they have a draft to DEF for review

TJH

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Thursday, November 12, 2015 9:10 AM
To: Heath, Tom

Cc: Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Triplett, Dianne; "Adam O'Brian (H&W)"; Michael F. Fitzpatrick Jr; Andrew Maurey; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher; Mark Cicchetti

Subject: Outstanding Items/Deliverables

Importance: High

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

All

To keep us on track, especially as the holidays are approaching, I thought it would be useful summarize the outstanding items and whose court the proverbial ball is in. Please feel free to add to list and comment.

Due from Saber/Commission to Duke

1. Comments on transaction documents
 - o Indenture
 - o LLC Agreement
 - o Administration Agreement
 - o Servicing Agreement
 - o Other
2. Memorandum on removal of "sf" subscript for rating
3. Reaction to performance base fee comments - new draft

Due from Duke to Saber/Commission

1. Evaluation of rating agency fees coming under Duke umbrella versus one off transaction
 - o What were fee concessions of agencies in past transactions (Morgan Stanley) 5 bps to 4.75 bps? Other?
2. Draft Rating Agency presentation (Morgan Stanley)
3. "Strategy and Budget Outlines" per item #6 "Budget" in counsel engagement letters
4. Budget tracking excel for all up-front costs (due Nov 15)
5. Precedent for Structuring Advisor to have uncapped out-of-pocket legal expenses in utility securitization
6. Structuring Advisor's Sidley bill (reference \$300,000 from 10/22/15 meeting) Line item detail
7. Duke's pick for joint bookrunner
8. Comments on "Request for Information" for co-managers
9. Basis for not needing competitive process for selection of other transaction participants eg trustee, others. What can justify not using a competitive process?
10. NDA Guggenheim
11. Identification of specific practical purpose or circumstance of default in DEF service territory

12. S-1 draft registration statement (Hunton & Williams)

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REDACTED

Header Information

Invoice Number: 105027175**Vendor:** Hunton & Williams LLP**Invoice Date:** 6/23/2015**Received Date:** 6/23/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 5/1/2015**Billing End Date:** 5/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	6/23/2015	Rates Verified By		Routed to Atty	6/23/2015
Received Approved Invoice Date		Sent to AP	6/24/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00021

				% of Total Fees
C100 Fact Gathering	\$	5.40	\$	7%
C200 Researching Law	\$	2.80	\$	4%
C310 Client Counsel - Agreements	\$	1.90	\$	3%
C312 Client Counsel - Stat/Reg/Judicial	\$	68.60	\$	87%
		Fee Total:	\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 32 of 32

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32704711	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.80	\$	\$0.00	\$
Description: Telephone conference with D. Tripplett to discuss proposed statute and petition process									
32712813	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.50	\$	\$0.00	\$
Description: Review final statute regarding petition process									
32712820	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	2.50	\$	\$0.00	\$
Description: Review statute and prior petitions in order to prepare Petition for Financing Order									
32712822	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	4.00	\$	\$0.00	\$
Description: Draft outline for Petition									
32712823	6/24/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$	2.30	\$	\$0.00	\$
Description: Review prior Florida petitions/testimony									
32712825	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	4.30	\$	\$0.00	\$
Description: Draft outline for testimony in connection with Petition									
32723509	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.30	\$	\$0.00	\$
Description: Telephone conference with D. Triplett to discuss Petition									
32723510	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.20	\$	\$0.00	\$
Description: Draft outline of petition and testimony									

CR3BondTeam00022

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32723511	6/24/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Researched Florida precedent									
32723514	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.30	\$██████	\$0.00	\$██████
Description: Start draft of Financing Order									
32723517	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Revise Petition outline									
32723518	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	5.80	\$██████	\$0.00	\$██████
Description: Continue to draft Financing Order									
32723519	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Review draft calendar									
32727481	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.50	\$██████	\$0.00	\$██████
Description: Review Florida statute and prepare calendar outlining key dates and times for upcoming Duke Energy Florida securitization									
32727482	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
Description: Review Florida statute and prepare calendar outlining key dates and times for upcoming Duke Energy Florida securitization									
32727491	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.50	\$██████	\$0.00	\$██████
Description: Update transaction calendar									
32729573	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Finalize Petition Outline									
32729574	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Finalize Testimony Outline									
32729575	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.90	\$██████	\$0.00	\$██████
Description: Continue to draft form on Financing Order									
32737965	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.30	\$██████	\$0.00	\$██████
Description: Continue to draft Financing Order									
32737967	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.20	\$██████	\$0.00	\$██████

CR3BondTeam00023

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Continue to draft Financing Order								
32741413	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.80	\$████	\$0.00	\$████
	Description: Continue to draft Financing Order								
32749550	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.30	\$████	\$0.00	\$████
	Description: Draft sections of Financing Order								
32754920	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.50	\$████	\$0.00	\$████
	Description: Review draft financing order in advance of call with the Company								
32754923	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Telephone call with Company to discuss financing order application process and testimony requirements								
32775067	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.00	\$████	\$0.00	\$████
	Description: Telephone conference with working group to discuss testimony outline								
32775068	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference D. Triplett to discuss testimony								
32775069	6/24/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.90	\$████	\$0.00	\$████
	Description: Review RFP Financial Advisor issues								
32775070	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review IRS Rev. Proc. issues								
32775075	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Petition								
32775076	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.50	\$████	\$0.00	\$████
	Description: Review Petition issues								
32775077	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Petition								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
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CR3BondTeam00024

Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105027603**Vendor:** Hunton & Williams LLP**Invoice Date:** 7/14/2015**Received Date:** 7/21/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 6/1/2015**Billing End Date:** 6/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	7/21/2015	Rates Verified By		Routed to Atty	7/21/2015
Received Approved Invoice Date		Sent to AP	7/29/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00026

				% of Total Fees
C100 Fact Gathering	\$	10.70	\$	9%
C200 Researching Law	\$	3.80	\$	3%
C310 Client Counsel - Agreements	\$	52.40	\$	31%
C312 Client Counsel - Stat/Reg/Judicial	\$	71.80	\$	58%
		Fee Total:	\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 50 of 50

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32797632	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.80	\$	\$0.00	\$
Description: Review CR3 May 22nd Petition and Testimony									
32797633	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.50	\$	\$0.00	\$
Description: Update draft petition for nuclear asset-recovery financing order									
32797840	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	1.00	\$	\$0.00	\$
Description: Draft indenture									
32797843	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	7.30	\$	\$0.00	\$
Description: Draft indenture									
32797844	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	2.50	\$	\$0.00	\$
Description: Draft indenture and other operative documents									
32803284	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.80	\$	\$0.00	\$
Description: Draft updates to Petition									
32803285	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	2.70	\$	\$0.00	\$
Description: Draft updates/revisions to draft Financing Order									
32811813	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Draft form of indenture									

CR3BondTeam00027

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32811816	7/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Research ability to issue multiple series of bonds off a single financing order								
32811817	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	3.50	\$████	\$0.00	\$████
	Description: Draft form of operative documents								
32813310	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	4.40	\$████	\$0.00	\$████
	Description: Draft revision to Financing Order								
32813311	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Draft revision to draft Petition								
32813315	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Review Petition draft and Testimony								
32813318	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	4.00	\$████	\$0.00	\$████
	Description: Review /draft Financing Order/Testimony/Petition								
32819490	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	3.50	\$████	\$0.00	\$████
	Description: Revise draft Petition and Financing Order								
32819495	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Attention to Financing Order								
32826200	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	3.20	\$████	\$0.00	\$████
	Description: Draft forms of transaction documents								
32826201	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	3.30	\$████	\$0.00	\$████
	Description: Draft forms of transaction documents								
32826212	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Draft Administration Agreement								
32829486	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Attention to Petition and Financing Order								
32838343	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.50	\$████	\$0.00	\$████
	Description: Draft Petition/Testimony								

CR3BondTeam00028

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32838346	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Draft orders/changes to Petition, Testimony and Financing Order									
32838348	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
Description: Draft revisions to Petition and Financing Order									
32845241	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	7.30	\$██████	\$0.00	\$██████
Description: Draft testimony									
32855693	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	7.00	\$██████	\$0.00	\$██████
Description: Continued to draft and outline testimony									
32855696	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	8.00	\$██████	\$0.00	\$██████
Description: Continued to draft testimony									
32855697	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Telephone conference with D. Triplett to discuss testimony									
32855699	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	8.70	\$██████	\$0.00	\$██████
Description: Continued to draft testimony									
32855700	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Lucas to discuss underwriter's counsel, Opinions and Operative documents									
32855701	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.60	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Buckler, T. Heath and D. Triplett to discuss hedging strategy and timing									
32861460	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.40	\$██████	\$0.00	\$██████
Description: Finalize drafts of testimony									
32861461	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Review opinion issues with B. Lucas									
32861462	7/29/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	0.80	\$██████	\$0.00	\$██████
Description: Attention to opinion requirements									
32867290	7/29/2015	Fee	C200 Researching Law	Felz, Kevin C	\$██████	0.90	\$██████	\$0.00	\$██████
Description: Review security interest opinions in opinion matrix/discuss with M. Fitzpatrick									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32867294	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	6.50	\$██████	\$0.00	\$██████
	Description: Draft transaction documents								
32867295	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	7.30	\$██████	\$0.00	\$██████
	Description: Draft form of sales agreement								
32867298	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
	Description: Draft form of servicing agreement								
32867299	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	2.50	\$██████	\$0.00	\$██████
	Description: Draft form of servicing agreement								
32867300	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	1.50	\$██████	\$0.00	\$██████
	Description: Draft form of servicing agreement (1.0); revise appendix A (.5)								
32869781	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.90	\$██████	\$0.00	\$██████
	Description: Review Testimony								
32869782	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.60	\$██████	\$0.00	\$██████
	Description: Telephone conference with Bryan Buckler and Treasury team to discuss Interest Rate Lock/Option								
32869783	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Telephone conference with B. Lucas to discuss opinions								
32869784	7/29/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	1.10	\$██████	\$0.00	\$██████
	Description: Review list of transaction opinions								
32869785	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.80	\$██████	\$0.00	\$██████
	Description: Review Florida Counsel Opinions								
32871741	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	0.70	\$██████	\$0.00	\$██████
	Description: Participate on kick-off call								
32879704	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Several telephone conferences with B. Lucas, D. Triplett and Shutt attorneys to discuss Florida opinions								
32879705	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████

CR3BondTeam00030

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
Description: Attend organizational call									
32879706	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
Description: Compile Florida law opinions									
32879707	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	3.70	\$████	\$0.00	\$████
Description: Review Indenture									
32917395	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
Description: Telephone conference with K. Felz to discuss opinion									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5					

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			Operating Unit 5	Resource Type 5	
Allocation % 5		Allocated Amount 5			

REDACTED

Header Information

Invoice Number: 105028164**Vendor:** Hunton & Williams LLP**Invoice Date:** 8/18/2015**Received Date:** 8/19/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 7/1/2015**Billing End Date:** 7/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	8/19/2015	Rates Verified By		Routed to Atty	8/19/2015
Received Approved Invoice Date		Sent to AP	8/25/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00033

				% of Total Fees
C100 Fact Gathering	\$	28.60	\$	8%
C310 Client Counsel - Agreements	\$	18.30	\$	6%
C312 Client Counsel - Stat/Reg/Judicial	\$	65.50	\$	19%
C350 Contract/Form Development	\$	261.30	\$	67%
Fee Total: \$				

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:				\$

Line Items

View: All Line Items

Line Items 1 - 118 of 118

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32900941	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.50	\$	\$0.00	\$
Description: Telephone conference with M. Covington and C. Jordening to discuss Accounting testimony									
32900942	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	4.50	\$	\$0.00	\$
Description: Review draft Indenture									
32900943	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	3.00	\$	\$0.00	\$
Description: Review Sale Agreement, Admin Agreement and Indenture									
32900944	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.00	\$	\$0.00	\$
Description: Telephone conference with working group to discuss petition issues									
32900945	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	2.60	\$	\$0.00	\$
Description: Several telephone conferences/correspondence with Morgan Stanley and Sidley to discuss petition issues									
32900946	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	3.60	\$	\$0.00	\$
Description: Review prior Florida securitization docket									
32900947	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.30	\$	\$0.00	\$
Description: Review prior Florida securitization docket									

CR3BondTeam00034

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32900948	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
	Description: Review Indenture and Sale Agreement								
32902231	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Work with Morgan Stanley and Sidley on petition issues								
32902232	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	1.00	\$██████	\$0.00	\$██████
	Description: Participate on telephone call to discuss status of transaction								
32902233	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.50	\$██████	\$0.00	\$██████
	Description: Draft form of IAL (1.2); draft transaction documents (2.0); review proposed letter to the Commission regarding FA (1.0); review and draft form of Financing Order (5.3)								
32905530	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.30	\$██████	\$0.00	\$██████
	Description: Several telephone conferences with D. Triplett, T. Heath, Bryan Buckler, Javier Portuondo and Marcia Olivier to discuss Petition and Financing Order								
32905531	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	7.00	\$██████	\$0.00	\$██████
	Description: Review Indenture and Servicing Agreement								
32908504	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.10	\$██████	\$0.00	\$██████
	Description: Analysis of issues concerning securitization and communications with counsel								
32910727	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	8.70	\$██████	\$0.00	\$██████
	Description: Finalize drafts of transaction documents (6.6); begin draft of IAL (1.2); review and update financing order (.9)								
32910728	8/25/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Participate on weekly status call								
32910729	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	11.00	\$██████	\$0.00	\$██████
	Description: Draft IAL (3.2); revise financing order (7.8)								
32910730	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Participate on call to discuss the financing order								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32910731	8/25/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Participate on call to discuss remittance procedures with Duke accounting									
32910732	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	10.60	\$██████	\$0.00	\$██████
Description: Revise financing order with comments from Morgan Stanley (7.8); review IAL to conform to new standard for certification (1.8); review LLC agreement precedent for DE counsel (1.0)									
32910733	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Telephone call with D. Triplett to discuss status and strategy for completing financing order petition									
32910734	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	10.70	\$██████	\$0.00	\$██████
Description: Revise financing order with comments from Sidley (6.0); revise IAL (1.1); review transaction documents against changes in the financing order and FPL precedent (3.6)									
32911759	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.90	\$██████	\$0.00	\$██████
Description: Analysis of transaction and opinion issues and communications with counsel									
32913253	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Review drafts of the operative documents against the FPL operative documents as well as the draft financing order									
32914419	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.50	\$██████	\$0.00	\$██████
Description: Review draft Issuance Advice Letter									
32914420	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Several telephone conferences with Morgan Stanley and Sidley to discuss Financing Order									
32914421	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Review draft Servicing Agreement									
32914422	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Review draft Financing Order									
32914423	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Attend telephone conference with working group to discuss Financing Order								
32914424	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Several additional telephone conferences with Sidley								
32914425	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.60	\$████	\$0.00	\$████
	Description: Telephone conference with Richards Layton and B. Lucas to discuss Delaware LLC								
32914426	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	8.50	\$████	\$0.00	\$████
	Description: Revise draft of Financing Order								
32914427	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.60	\$████	\$0.00	\$████
	Description: Attention to testimony								
32914428	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review hedging settlement and interrogatories								
32914429	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.40	\$████	\$0.00	\$████
	Description: Review comments on Financing Order								
32914430	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review draft of Issuance Advice letter								
32914431	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.30	\$████	\$0.00	\$████
	Description: Draft changes to Financing Order								
32914432	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Several telephone conferences with Michael Covington to discuss Servicing Agreement issues								
32914433	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.10	\$████	\$0.00	\$████
	Description: Telephone conference with J. Harbour to discuss structure								
32914434	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.60	\$████	\$0.00	\$████
	Description: Telephone conferences with D. Triplett to discuss Petition								
	8/25/2015	Fee			\$████	0.80	\$████	\$0.00	\$████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32914435			C310 Client Counsel - Agreements	Fitzpatrick, Michael F					
	Description: Telephone conference with D. Triplett to discuss Hedging Settlement								
32914436	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review Hedging Stipulation								
32914437	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	6.80	\$████	\$0.00	\$████
	Description: Review revise Financing Order								
32914438	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with J. Harbour to discuss Servicing Agreement and Opinion								
32914439	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.50	\$████	\$0.00	\$████
	Description: Review testimony								
32917293	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	7.70	\$████	\$0.00	\$████
	Description: Participate on phone call with Duke, Morgan Stanley and Sidley to discuss the financing order								
32917294	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	5.80	\$████	\$0.00	\$████
	Description: Revise drafts of the operative documents (2.6); revise draft of the financing order (3.2)								
32925262	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.10	\$████	\$0.00	\$████
	Description: Analysis of transaction issues and communications with counsel								
32925282	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.70	\$████	\$0.00	\$████
	Description: Analysis of transaction issues and communications with counsel								
32925469	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	7.50	\$████	\$0.00	\$████
	Description: Group call to discuss and draft Financing Order								
32925470	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss hedging arrangement								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32925471	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	2.10	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Revise Financing Order								
32925473	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$ [REDACTED]	3.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review hedging stipulation								
32925474	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	2.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Revise Financing Order								
32925475	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	2.60	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review Morgan Stanley testimony								
32925476	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	0.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Several telephone conferences with E. Tashman and D. Triplett to discuss Financing Order								
32925477	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	0.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Telephone conference with C. Jordening to discuss testimony								
32925478	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$ [REDACTED]	1.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Attend weekly working group call to discuss document update								
32925479	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$ [REDACTED]	2.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review Hedging stipulation								
32925480	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$ [REDACTED]	1.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review revise Hedging presentation								
32925481	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$ [REDACTED]	0.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Telephone conferences to discuss hedging stipulation with D. Triplett, T. Heath, B. Buckler								
32925482	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	5.50	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review testimony								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32928876	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Analysis of transaction issues and communications with counsel									
32931505	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	3.20	\$██████	\$0.00	\$██████
Description: Review Hedging stipulation									
32931506	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Telephone conferences to discuss Hedging stipulation									
32931507	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.20	\$██████	\$0.00	\$██████
Description: Review testimony									
32931508	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Draft Petition									
32931509	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Review Financing Order									
32931510	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Review revise hedging stipulation									
32931511	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.60	\$██████	\$0.00	\$██████
Description: Review testimony									
32931512	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.40	\$██████	\$0.00	\$██████
Description: Review Petition									
32931513	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.90	\$██████	\$0.00	\$██████
Description: Review draft Financing Order									
32931514	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$7██████	1.80	\$██████	\$0.00	\$██████
Description: Review draft Petition									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32931515	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Review testimony								
32931518	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Review testimony								
32937474	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	11.30	\$██████	\$0.00	\$██████
	Description: Revise financing order after telephone calls with the working group and Duke team (7.5); update drafts of the transaction documents (3.8)								
32937475	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	1.00	\$██████	\$0.00	\$██████
	Description: Participate on weekly update call with the working group								
32937476	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.60	\$██████	\$0.00	\$██████
	Description: Review drafts of the testimony								
32937478	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	4.80	\$██████	\$0.00	\$██████
	Description: Review revise drafts of the testimony								
32937479	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	7.60	\$██████	\$0.00	\$██████
	Description: Draft petition (4.2); review revise drafts of the testimony (3.4)								
32944184	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
	Description: Review operative documents								
32944185	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
	Description: Review testimony with working group								
32944186	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Review Financing Order								
32944188	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.50	\$██████	\$0.00	\$██████
	Description: Telephone conference with working group to discuss Financing Order								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32944189	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.20	\$██████	\$0.00	\$██████
Description: Review operative documents									
32944190	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$7██████	1.50	\$██████	\$0.00	\$██████
Description: Revise Financing Order									
32944191	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.70	\$██████	\$0.00	\$██████
Description: Telephone conference with working group to review Financing Order									
32944192	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Revise Financing Order									
32944193	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.30	\$██████	\$0.00	\$██████
Description: Revise IAL									
32944194	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Revise/Review Petition									
32944590	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.80	\$██████	\$0.00	\$██████
Description: Several telephone conferences with E. Tashman to discuss Testimony and Financing Order									
32944591	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Buckler, D. Triplett and J. Portuondo to discuss Financing Order									
32944592	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	3.80	\$██████	\$0.00	\$2,407.68
Description: Revise Financing Order									
32944593	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.80	\$██████	\$0.00	\$██████
Description: Review Testimony									
32944594	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.10	\$██████	\$0.00	\$██████
Description: Review Petition									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32948411	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Review and revise financing order									
32948412	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.90	\$██████	\$0.00	\$██████
Description: Participate on telephone calls to discuss the financing order									
32948413	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.80	\$██████	\$0.00	\$██████
Description: Review and revise financing order									
32948416	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.50	\$██████	\$0.00	\$██████
Description: Review and revise transaction financing order									
32948417	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	11.80	\$██████	\$0.00	\$██████
Description: Draft revise financing order and IAL									
32948418	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Telephone call to discuss the financing order									
32948420	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	12.80	\$██████	\$0.00	\$██████
Description: Finalize financing order, transaction documents, petition and testimony for filing									
32948421	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Telephone call with B. Buckler, D. Triplett, J. Portuondo and M. Fitzpatrick to go over the final version of the financing order									
32948423	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	5.50	\$██████	\$0.00	\$██████
Description: Finalize financing order and transaction documents									
32963490	8/25/2015	Fee	C350 Contract/Form Development	Papaspanos, John	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Revise certain transaction documents to ensure that they are in proper form for filing									
32968788	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	4.20	\$██████	\$0.00	\$██████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Participate on weekly update call (1.2); review testimony from FPL transaction in anticipation of responding to discovery questions (3.0)								
32968794	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone call with D. Triplett to discuss closing date and when the charge can be implemented and how to address the gap between the two								
32979648	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	3.50	\$████	\$0.00	\$████
	Description: Review final version of financing order								
32979649	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review servicing agreement								
32979650	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Review petition								
32982395	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conferences with working group to discuss Petition and regulatory schedule								
33023223	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review certain specific aspects of the transaction with Morgan Stanley and Duke								
33023224	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.70	\$████	\$0.00	\$████
	Description: Telephone call with B. Lucas to discuss his comments to the financing order (.4); telephone call with D. Triplett to discuss financing order (.3)								
33023225	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	7.20	\$████	\$0.00	\$████
	Description: Revise financing order based on comments received								
33023226	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	6.60	\$████	\$0.00	\$████
	Description: Review draft of the financing order								
33023227	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	3.10	\$████	\$0.00	\$████
	Description: Draft petition								
33023228	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
Description: Telephone call with J. Harbour to discuss bankruptcy issues around monthly remittances									
33023229	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.90	\$████	\$0.00	\$████
Description: Review testimony									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$██████████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105028898**Vendor:** Hunton & Williams LLP**Invoice Date:** 9/22/2015**Received Date:** 9/22/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/1/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** **USD****Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	9/22/2015	Rates Verified By		Routed to Atty	9/22/2015
Received Approved Invoice Date		Sent to AP	9/29/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00046

				% of Total Fees
C100 Fact Gathering	\$	3.00	\$	2%
C200 Researching Law	\$	18.20	\$	10%
C310 Client Counsel - Agreements	\$	1.30	\$	1%
C312 Client Counsel - Stat/Reg/Judicial	\$	127.20	\$	87%
Fee Total:			\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 82 of 82

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001638	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
Description: Review regulatory calendar									
33001642	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.50	\$	\$0.00	\$
Description: Attend weekly call with working group									
33001649	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.10	\$	\$0.00	\$
Description: Compile Issues list for Prehearing Conference									
33006809	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.90	\$	\$0.00	\$
Description: Prepare Prehearing Issues List									
33006812	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.50	\$	\$0.00	\$
Description: Finalize prehearing Issues List									
33006821	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	0.80	\$	\$0.00	\$
Description: Weekly update call with working group to discuss the status of the transaction									
33006824	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$	2.00	\$	\$0.00	\$

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Research effects of not complying with 17g-5 and potential liability for the company								
33006830	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review draft of the issues list to be delivered to FPSC Staff								
33006831	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Review and revise issues list to be delivered to Staff								
33014307	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review revised issues list								
33014312	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review staff issues list								
33017350	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Attend Prehearing Issues Conference via telephone with staff and other parties to discuss Issues List								
33017351	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss Issues Lists								
33017352	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Draft proposed changes to issues list								
33027845	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Review interrogatories								
33027849	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Review Interrogatories								
33027850	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Attend telephone conference with working group to discuss interrogatories								
33027851	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$7████	1.40	\$████	\$0.00	\$████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Attend telephone conference with Sidley and Morgan Stanley to discuss interrogatories								
33027852	9/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Research issues presented by interrogatories								
33029490	9/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review proposed issues list from Staff								
33029493	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	3.20	\$████	\$0.00	\$████
	Description: Review and prepare responses regarding the issues list								
33029494	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.80	\$████	\$0.00	\$████
	Description: Participate on call with the Company and Morgan Stanley to discuss issue's list in advance of the meeting with Staff								
33029497	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.90	\$████	\$0.00	\$████
	Description: Participate on pre-hearing issues list call with Staff, Interveners and Counsel to discuss issues list								
33029498	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.10	\$████	\$0.00	\$████
	Description: Prepare revised issues for issues list after pre-hearing issues call								
33029506	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	0.20	\$████	\$0.00	\$████
	Description: Telephone call with M. Fitzpatrick to discuss interrogatories and production of document request from Commission Staff								
33048518	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	2.50	\$████	\$0.00	\$████
	Description: Review interrogatories and review precedent transactions to prepare responses								
33048519	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	2.30	\$████	\$0.00	\$████
	Description: Telephone call with group to discuss staff interrogatories								
33048520	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.50	\$████	\$0.00	\$████
	Description: Telephone call with Sidley and Morgan Stanley to discuss staff interrogatories								
33048523	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Research Reg. AB II and Securities Act liability to prepare responses to staff interrogatories								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33048528	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
	Description: Research Reg. AB II, Risk Retention Rules, Rule 17g-7 of Exchange Act and Securities Act, as well as precedent documents from 2007 West Virginia transactions to respond to staff interrogatories								
33048529	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.80	\$██████	\$0.00	\$██████
	Description: Review revised draft of the issues list from staff and participate on telephone call with the company to discuss the issues list								
33048530	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	2.90	\$██████	\$0.00	\$██████
	Description: Research 2007 West Virginia transactions to determine how they qualified for S-1 as opposed to being considered AB securities to respond to questions in staff's interrogatories								
33048534	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	3.30	\$██████	\$0.00	\$██████
	Description: Review responses proposed by E. Tashman to staff interrogatories								
33048535	9/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Review revised issues list in advance of pre-hearing issues call with Staff								
33048536	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Participate on pre-hearing issues call with staff and follow-up call with D. Triplett								
33048957	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
	Description: Attention to Interrogatories								
33048958	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
	Description: Telephone conference with Triplett to discuss Interrogatories								
33048959	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
	Description: Telephone conference with Heath to discuss Interrogatories								
33048960	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.50	\$██████	\$0.00	\$██████
	Description: Review revised issues list								
33048963	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.10	\$██████	\$0.00	\$██████
	Description: Telephone conference with D. Triplett to discuss Issues List								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33048964	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	3.30	\$████	\$0.00	\$████
	Description: Research answers to interrogatories								
33048965	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Draft responses to interrogatories								
33048966	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conference with Working Group to discuss Issues List								
33048967	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Issues List								
33048969	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.80	\$████	\$0.00	\$████
	Description: Draft responses to interrogatories								
33048971	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss Issues List								
33048972	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Attend Issues List hearing								
33048973	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Review interrogatories								
33048978	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.80	\$████	\$0.00	\$████
	Description: Several telephone conference with D. Triplett to discuss Certifications and Issue List								
33048979	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review Interrogatories								
33057222	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conference with working group to discuss Interrogatories								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33057223	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review issues list								
33057225	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	3.80	\$████	\$0.00	\$████
	Description: Attention to drafting/revisions of interrogatories								
33057228	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss RRSSA Amendment								
33057229	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Issues List								
33057230	9/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss certifications								
33057231	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Interrogatories								
33057232	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.20	\$████	\$0.00	\$████
	Description: Review and revised Interrogatories								
33057234	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.10	\$████	\$0.00	\$████
	Description: Telephone conferences with working group to discuss Interrogatories								
33057235	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.30	\$████	\$0.00	\$████
	Description: Review revised interrogatories								
33058627	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	0.30	\$████	\$0.00	\$████
	Description: Research form difference between S-1 and SF-1								
33058628	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone call with D. Triplett regarding issuance advice letter certification								

CR3BondTeam00052

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33058633	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	4.50	\$████	\$0.00	\$████
	Description: Prepare responses to interrogatories								
33058634	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.30	\$████	\$0.00	\$████
	Description: Participate on weekly call								
33058639	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	9.50	\$████	\$0.00	\$████
	Description: Review proposed amendment to RRSA and responses to interrogatories								
33058643	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Review interrogatory responses								
33058644	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Participate on call with the group to go over interrogatory responses								
33058646	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.80	\$████	\$0.00	\$████
	Description: Review responses to interrogatories								
33071276	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review RRSA amendment								
33071277	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss RRSA								
33071278	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.70	\$████	\$0.00	\$████
	Description: Telephone conference with Sidley & Morgan Stanley to discuss RRSA								
33071279	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Review Interrogatory answers								
33071280	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.10	\$████	\$0.00	\$████
	Description: Review comments received on Interrogatories								

CR3BondTeam00053

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33071281	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.60	\$	\$0.00	\$
Description: Review revisions to Second Set of Interrogatories									
33071282	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.80	\$	\$0.00	\$
Description: Draft revised responses to Interrogatories									
33071283	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.20	\$	\$0.00	\$
Description: Telephone conference with working group to finalize interrogatories									
33071284	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
Description: Review revisions to RRSSA amendment									
33071285	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.40	\$	\$0.00	\$
Description: Telephone conference with Florida counsel and D. Triplett to discuss RRSSA amendment									
33086960	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Review draft responses to interrogatories posed by Staff of the FPSC									
33086961	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	4.30	\$	\$0.00	\$
Description: Review responses to Staff interrogatories									
33086962	9/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	1.00	\$	\$0.00	\$
Description: Review proposed amendment to RRSSA									
33086963	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Participate on call with B. Buckler, T. Heath, D. Triplett and M. Fitzpatrick to finalize responses to interrogatories									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securization
Activity 1	GENERAL	GL Account 1	0923000-Outside	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside

CR3BondTeam00054

			Services Employed				Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105028984A**Vendor:** Hunton & Williams LLP**Invoice Date:** 9/23/2015**Received Date:** 10/1/2015**Project:** Duke Energy Florida - CR3
Securitization Capital Markets-
2015-ISS-011895**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/1/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION CAPITAL MARKETS

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Duke Energy Florida - CR3 Securitization Capital Markets-2015-ISS-011895	Invoice Type	Electronic
Invoice Creation Date	10/1/2015	Rates Verified By		Routed to Atty	10/1/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGODEF
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00056

				% of Total Fees
C100 Fact Gathering	\$	3.30	\$	8%
C200 Researching Law	\$	4.80	\$	7%
C310 Client Counsel - Agreements	\$	17.00	\$	52%
C350 Contract/Form Development	\$	9.30	\$	30%
C400 Third Party Communication	\$	1.50	\$	4%
Fee Total:				\$

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 32 of 32

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001637	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review Servicing Procedures								
33001639	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Review Intercreditor issues								
33001643	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.60	\$████	\$0.00	\$████
	Description: Telephone conference with Company to discuss Servicing Agreement								
33001644	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Monthly Servicing remittances								
33001645	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Attention to intercreditor issues								
33001648	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Attention to Servicing Agreement								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001650	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Intercreditor Agreement								
33006810	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Attention to Intercreditor Agreement								
33006815	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	3.00	\$████	\$0.00	\$████
	Description: Review servicing procedures and servicing agreement for necessary changes if the Company uses monthly remittances instead of daily remittances								
33006820	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Research servicing procedures from other relevant precedent in advance of call to discuss options for the Company								
33006822	10/16/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	3.00	\$████	\$0.00	\$████
	Description: Review recent precedent of ABS transactions using monthly remittances and draft revised remittance section to servicing agreement								
33006825	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	1.50	\$████	\$0.00	\$████
	Description: Revise draft of the servicing agreement to allow for monthly remittances								
33014308	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review Servicing Agreement remittance issues								
33014311	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Opinion issues								
33014313	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Florida counsel opinion issues								
33026951	10/16/2015	Fee	C350 Contract/Form Development	Williams, Amy M	\$████	0.50	\$████	\$0.00	\$████
	Description: Review emails regarding Con Law opinion								
33026973	10/16/2015	Fee	C350 Contract/Form Development	Williams, Amy M	\$████	0.80	\$████	\$0.00	\$████
	Description: Discuss constitutional law opinion								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33027844	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Intercreditor issues								
33027846	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conferences with B. Lucas to discuss Intercreditor issues								
33027847	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with A. Williams to discuss opinions								
33029495	10/16/2015	Fee	C400 Third Party Communication	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Respond to opinion questions from Florida counsel								
33029504	10/16/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone call with Hunton opinion committee to discuss to Constitutional Law opinion requirements								
33048531	10/16/2015	Fee	C400 Third Party Communication	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Telephone call with S. Zucker and E. Shenhav of Shutts & Bowen to discuss opinion requirements for local counsel								
33048889	10/16/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.20	\$████	\$0.00	\$████
	Description: Analysis of transaction and opinion issues and communications with counsel								
33048961	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Florida Opinion Issues								
33048968	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Attention to opinions								
33049835	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$████	1.00	\$████	\$0.00	\$████
	Description: Review and analyze Revenue Procedures 2005-65 and 2002-49 and prepare outline of tax diligence items necessary in order to deliver tax opinion in proposed securitization transaction								
33049836	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$████	2.00	\$████	\$0.00	\$████
	Description: Draft tax opinion in connection with proposed securitization pursuant to Revenue Procedure 2005-62								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33049839	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Revise tax opinion per Mr. Tolley's comments and draft tax diligence request list of items to review in connection with delivering such opinion									
33071286	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Attention to opinions									
33072620	10/16/2015	Fee	C100 Fact Gathering	Page, Anna K	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Review Revenue Procedure allowing securitization under state law and review precedent tax opinions in connection with issuing a tax opinion for proposed securitization									
33072638	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$██████	1.50	\$██████	\$0.00	\$██████
Description: Review and analyze the Florida legislation permitting dedicated utility rate securitization to determine if the requirements of Revenue Procedure 2005-62 are satisfied									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772- Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$██████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

CR3BondTeam00060

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105029323**Vendor:** Hunton & Williams LLP**Invoice Date:** 10/14/2015**Received Date:** 10/27/2015**Project:** Duke Energy Florida - CR3
Securitization Capital Markets-
2015-ISS-011895**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 9/1/2015**Billing End Date:** 9/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION CAPITAL MARKETS

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Duke Energy Florida - CR3 Securitization Capital Markets-2015-ISS-011895	Invoice Type	Electronic
Invoice Creation Date	10/27/2015	Rates Verified By		Routed to Atty	10/27/2015
Received Approved Invoice Date		Sent to AP	10/29/2015	Route Code	GCCLTGODEF
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00062

				% of Total Fees
C100 Fact Gathering	\$	8.80	\$	13%
C200 Researching Law	\$	9.60	\$	12%
C312 Client Counsel - Stat/Reg/Judicial	\$	0.50	\$	1%
C350 Contract/Form Development	\$	44.20	\$	74%
Fee Total:				\$

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 49 of 49

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33093043	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	1.30	\$	\$0.00	\$
Description: Attention to opinion issues									
33095962	10/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	0.50	\$	\$0.00	\$
Description: Research disclosure requirements for Reg. AB transactions									
33095967	10/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Research disclosure requirements of Reg. AB and the credit risk disclosure included in utility securitizations									
33099992	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	0.80	\$	\$0.00	\$
Description: Attention to disclosure issues									
33099994	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	2.60	\$	\$0.00	\$
Description: Review SF-1/SF-3 disclosure issues									
33100001	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$	3.00	\$	\$0.00	\$
Description: Review and comment on indenture, sale agreement, servicing agreement and administration agreement, review Florida legislation permitting securitization in connection with same (1.0); revise tax opinion based on transaction documents (2.0)									
Hide Details									
	10/29/2015	Fee			\$	2.00	\$	\$0.00	\$

CR3BondTeam00063

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33100017			C100 Fact Gathering	Page, Anna K					
Description: Analyze transaction documents to determine what elements of Revenue Procedure 2005-62 have been satisfied and what elements are outstanding									
33105821	10/29/2015	Fee	C200 Researching Law	Danon, Samuel A	\$████	0.50	\$████	\$0.00	\$████
Description: Coordination of legal research issues related to constitutional law opinion									
33106525	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.50	\$████	\$0.00	\$████
Description: Legal research into the Contracts Clause and Takings Clause									
33107006	10/29/2015	Fee	C200 Researching Law	Page, Anna K	\$████	0.30	\$████	\$0.00	\$████
Description: Review and revise tax opinion per additional comments from Mr. Tolley									
33110208	10/29/2015	Fee	C100 Fact Gathering	Dreier, Douglas C	\$████	1.60	\$████	\$0.00	\$████
Description: Analysis of the proposed Financing Order and related submissions to the Commission to determine what effect the Contracts Clause and Takings Clause will have									
33113787	10/29/2015	Fee	C350 Contract/Form Development	Tolley, Cary S	\$████	1.30	\$████	\$0.00	\$████
Description: Review new tax opinion draft									
33113789	10/29/2015	Fee	C100 Fact Gathering	Tolley, Cary S	\$████	0.70	\$████	\$0.00	\$████
Description: Review materials									
33116478	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.50	\$████	\$0.00	\$████
Description: Legal research into the Contract Clause									
33120340	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.00	\$████	\$0.00	\$████
Description: Legal research into the Contract Clause and Takings Clause									
33120704	10/29/2015	Fee	C350 Contract/Form Development	Dreier, Douglas C	\$████	5.90	\$████	\$0.00	\$████
Description: Prepare formal 19-page opinion on the Contract Clause and Takings Clause									
33131014	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
Description: Review Constitutional law opinion									
33131015	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.20	\$████	\$0.00	\$████
Description: Telephone conference with B. Lucas to discuss opinions									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33131021	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review constitutional law opinion								
33131022	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review prospectus disclosure issues								
33134827	10/29/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review draft of constitutional law opinion								
33134829	10/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Researching risk weighting rules								
33134831	10/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	1.20	\$████	\$0.00	\$████
	Description: Research indemnity provisions in proposed servicing agreement and FPL servicing agreement								
33134931	10/29/2015	Fee	C350 Contract/Form Development	Howell, George C	\$████	1.30	\$████	\$0.00	\$████
	Description: Review draft tax opinion regarding cost recovery bonds								
33134932	10/29/2015	Fee	C350 Contract/Form Development	Howell, George C	\$████	0.30	\$████	\$0.00	\$████
	Description: Conference with Mr. Tolley regarding tax opinion								
33139472	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.80	\$████	\$0.00	\$████
	Description: Attention to con law opinion								
33139478	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review con law opinion								
33148415	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review disclosure issues								
33148416	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review SF-1/SF-3 issues								

CR3BondTeam00065

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33148417	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.20	\$████	\$0.00	\$████
	Description: Review opinions								
33154552	10/29/2015	Fee	C350 Contract/Form Development	Dreier, Douglas C	\$████	3.60	\$████	\$0.00	\$████
	Description: Revise opinion on Contract Clause and Takings Clause analysis								
33154556	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	0.80	\$████	\$0.00	\$████
	Description: Legal research into preliminary and permanent injunctions in the Eleventh Circuit for a Contract Clause violation								
33155963	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	3.00	\$████	\$0.00	\$████
	Description: Review Constitutional Law opinion								
33155967	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review tax opinion								
33155968	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review taking clause opinion								
33155969	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.70	\$████	\$0.00	\$████
	Description: Review registration statement disclosure issues								
33170196	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$████	0.30	\$████	\$0.00	\$████
	Description: Review and revise tax opinion per Mr. Fitzpatrick's comments								
33173074	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Review Tax opinion								
33173075	10/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.60	\$████	\$0.00	\$████
	Description: Review disclosure issues								
33173081	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Con Law opinion								

CR3BondTeam00066

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33173082	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
	Description: Review disclosure issues								
33174176	10/29/2015	Fee	C100 Fact Gathering	Tolley, Cary S	\$	0.50	\$	\$0.00	\$3
	Description: Review and respond to emails regarding tax opinion								
33180051	10/29/2015	Fee	C100 Fact Gathering	Robson, Patrick	\$	0.40	\$	\$0.00	\$
	Description: Conference with M. Fitzpatrick regarding potential federal securities law exposure in connection with Dedicated Utility Rate Asset-Backed Bond issuance								
33180053	10/29/2015	Fee	C100 Fact Gathering	Robson, Patrick	\$	0.80	\$	\$0.00	\$
	Description: Analyze facts regarding potential liability under federal securities law in connection with Dedicated Utility Rate Asset-Backed Bond Issuance, including relevant testimony before Florida Public Service Commission Hide Details								
33213155	10/29/2015	Fee	C350 Contract/Form Development	Tolley, Cary S	\$	0.30	\$	\$0.00	\$
	Description: Conference call with G. Howell								
33213156	10/29/2015	Fee	C200 Researching Law	Robson, Patrick	\$	0.60	\$	\$0.00	\$
	Description: Analysis of potential federal securities law issues in bond offering								
33213157	10/29/2015	Fee	C200 Researching Law	Robson, Patrick	\$	0.90	\$	\$0.00	\$
	Description: Research regarding Section 11 and 12 claims in connection with Dedicated Utility Rate Asset-Backed or similar bond issuances								
33213158	10/29/2015	Fee	C350 Contract/Form Development	Robson, Patrick	\$	2.30	\$	\$0.00	\$
	Description: Draft analysis of potential securities law liability for both DEF and special purpose entity, as bond issuer, in connection with bond offering								
33213159	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$	0.30	\$	\$0.00	\$
	Description: Review and revise tax opinion based on same and per Mr. Tolley's comments								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)

CR3BondTeam00067

Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]
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Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

CONFIDENTIAL

**MEMORANDUM**

TO: Robert T. Lucas, III, Esq. **DATE:** November 6, 2015
FROM: Michael F. Fitzpatrick, Jr. **FILE:** 34085.005006
RE: Legal Fee Estimate; Duke Energy Florida Nuclear Asset-Recovery - Capital Markets Phase

To memorialize our various discussions regarding our fee estimate and strategy, below is an outline of the scope of work to be performed in connection with the Capital Markets phase of the transaction:

1. Draft various transaction opinions including:
 - a) Indenture/NY security interest matters;
 - b) Negative assurance/corporate matters;
 - c) Federal true sale and non-consolidation;
 - d) Federal tax matters;
 - e) Federal constitutional law matters;
 - f) Bankruptcy issues.
2. Draft Registration Statement and related opinions
3. Update and finalize operative documents including:
 - a) Sale Agreement;
 - b) Bill of Sale;
 - c) Servicing Agreement;
 - d) Administrative Agreement;
 - e) Indenture;
 - f) Letter of Representations with DTC
4. Review and comment upon Intercreditor Agreement to be proposed by Banks counsel.
5. Review of rating agency presentation and investor presentation.
6. Drafting of Term Sheets.

7. Negotiation of Underwriting Agreement.
8. Weekly Bond Team calls.
9. Closing of transaction.

Estimate:

As you are aware through September 30, 2015 we have billed you \$ [REDACTED] for this phase of the transaction. Assuming we file the registration statement in January 2016 and a closing on or before March 31, 2016, I believe we should budget for between \$ [REDACTED] to \$ [REDACTED] for this phase of the transaction.

Also attached is an updated list of the firm attorneys and paralegals working on the matter.

Please call me if you would like to discuss.

M.F.F., Jr.

NAME	STATUS	DUKE RATE
DANON, SAMUEL A	PARTNER	
FELZ, KEVIN C	PARTNER	
FITZPATRICK, MICHAEL F	PARTNER	
HARBOUR, JASON W	PARTNER	
HOWELL, III, GEORGE C	PARTNER	
KIMPEL, SCOTT H	PARTNER	
MOLENKAMP, JACK A	PARTNER	
ROBSON, PATRICK L	PARTNER	
TOLLEY, III, B. CARY	PARTNER	
WAIT, AMANDA L	PARTNER	
WILLIAMS, AMY M	PARTNER	
CARLSON, ERICK B	COUNSEL	
DREIER, DOUGLAS C	ASSOCIATE	
FINKELSTEIN, MELANIE R	ASSOCIATE	
O'BRIAN, ADAM R	ASSOCIATE	
PAGE, ANNA K	ASSOCIATE	
PAPASPANOS, JOHN	ASSOCIATE	

REDACTED

Header Information

Invoice Number: 1060597**Vendor:** Shutts & Bowen LLP**Invoice Date:** 7/13/2015**Received Date:** 7/14/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 6/26/2015**Billing End Date:** 6/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	7/14/2015	Rates Verified By		Routed to Atty	7/14/2015
Received Approved Invoice Date		Sent to AP	7/30/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00072

L110 Fact Investigation/Development	\$ [REDACTED]	1.30	\$ [REDACTED]	15%
L120 Analysis/Strategy	\$ [REDACTED]	6.00	\$ [REDACTED]	70%
L190 Other Case Assessment, Dev and Admin	\$ [REDACTED]	1.30	\$ [REDACTED]	15%
Fee Total:			\$ [REDACTED]	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 11 of 11

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38736237	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding various securitization and bond issues.								
38736619	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze potential prospectus and opinion issues regarding constitutionality and state tax matters, and develop initial strategy regarding same.								
38741024	7/30/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze opinion issues regarding bond issuance.								
38741041	7/30/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Exchange multiple emails with Ms. Triplett regarding next steps as to bond issuance.								
38741733	7/30/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Review Florida Chapter Law 2015-129 providing for the issuance of nuclear asset-recovery bonds and a sample disclosure document on similar bond issuance by FPL pledging storm-recovery charges, as the same pertain to Florida counsel opinions on state tax law issues and provisions in the statute on the state pledge not to alter sections on nuclear asset-recovery charges or which would impair the value of nuclear asset-recovery property.								
38742246	7/30/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	<div>Hide Details</div> Activity: A104 Review/analyze								

CR3BondTeam00073

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review email correspondence from Eric Tashman (forwarded by Dianne Triplett) and the attached opinion matrix and two sample opinions (issued by Squire Sanders as Florida Counsel) on the 2007 FPL trans action covering Florida constitutional law and state tax law matters.								
38745946	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	1.80	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett, Mr. Lucas, and Mr. Fitzpatrick regarding bond issuance issues and next steps (.8); receipt and review of email from Mr. Fitzpatrick regarding same (.2); review and analyze issues regarding opinion on perfection of security interest (.8).								
38746803	7/30/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$██████	0.90	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A106 Communicate (with client) Description: Prepare for (.1) and participate (.8) on conference call, along with Attorney Michael Silver, to discuss with Duke Energy and its counsel (Dianne Triplett, Bob Lucas and Mike Fitzpatrick (with Hunton & Williams)) some of the bond deal structure and timing, as well as the opinions expected to be rendered by Florida counsel (on state constitutional and state tax law matters, regulatory issues, and perfection issues).								
38747653	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	0.40	\$0.00	\$0.00	\$██████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding additional preliminary and background issues for bond matter.								
38748028	7/30/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$██████	0.40	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A104 Review/analyze Description: Review email from Mike Fitzpatrick and the attached mark-up of Sidley's opinion matrix to reflect the Nuclear Asset-Recovery Act, the attached final prospectus from the Consumers Energy (Michigan) sec uritization transaction with respect to the discussion of the constitutional law matters.								
38758945	7/30/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$██████	0.80	\$0.00	\$0.00	\$██████
	Description: Review and analyze tax consequences of proposed bond.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$██████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	

CR3BondTeam00074

Allocation % 2		Allocated Amount 2	
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Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 1068626**Vendor:** Shutts & Bowen LLP**Invoice Date:** 8/19/2015**Received Date:** 8/19/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 7/1/2015**Billing End Date:** 7/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization- 2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	8/19/2015	Rates Verified By		Routed to Atty	8/19/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00076

L110 Fact Investigation/Development	\$	4.90	\$	14%
L120 Analysis/Strategy	\$	29.20	\$	81%
L140 Document/File Management	\$	0.60	\$	2%
L150 Budgeting	\$	0.60	\$	2%
L190 Other Case Assessment, Dev and Admin	\$	0.60	\$	2%
Fee Total: \$				

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 46 of 46

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38752672	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.50	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Work on issues regarding opinions as to Florida constitutional law matters.									
38765762	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.20	\$0.00	\$0.00	\$
Activity: A107 Communicate (other outside counsel) Description: Receipt and review of email from Mr. Fitzpatrick regarding background context and materials for bond matters.									
38771298	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.30	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Work on issues regarding perfection opinions.									
38773644	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$3	1.20	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Receipt and review of email from Ms. Triplett regarding revenue streams, securitization, and client strategy for bond issuance (.2); review and analyze issues regarding same (1.0).									
38773880	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$	0.90	\$0.00	\$0.00	\$
Activity: A101 Plan and prepare for Description: Preliminary review of material re bond issuance issues/matters as to which opinions are requested.									
38774057	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.50	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Review scope and nature of constitutionality, tax, and perfection opinions under Florida law.									
	10/16/2015	Fee			\$	0.80	\$0.00	\$0.00	\$

CR3BondTeam00077

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38774340			L110 Fact Investigation/Development	Zucker, Steven J					
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Perform analysis regarding the Florida Opinions (Tax, Constitutional, and Perfection), including detail of types of opinions being requested, fact gathering as to the issuer LLC, analysis to be conducted and timing.								
38775593	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to matters regarding tax opinions, including taxable nature of bonds.								
38775784	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange multiple emails with Ms. Triplett regarding proposed financing order and ordering language (.5); review and analyze pertinent language in connection with same (.8).								
38775958	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Compare storm recovery and nuclear asset recovery statutes and analyze distinctions and issues arising from same.								
38776020	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze Section 366.95, Florida Statutes as to key provisions relevant to the Florida Opinions in comparison to its counterpart statute Section 366.8260 on Storm Recovery financing.								
38776022	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.70	\$0.00	\$0.00	\$████
	Hide Details Activity: A105 Communicate (in firm) Description: Prepare written outline/summary of some of the key provisions of Section 366.95, Florida Statutes relevant to the Florida Opinions and analysis of substantive differences in comparison Section 366.826 0.								
38776905	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to issues related to effect of settlement agreement upon bond issues.								
38778470	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange brief emails with Ms. Triplett regarding proposed financing order.								
38779092	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze various issues regarding draft of proposed financing order.								
38781441	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze								

CR3BondTeam00078

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Work on areas of inquiry and analysis for constitutionality and tax opinions.								
38781462	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange multiple emails with (.4) and telephone conference with (.8) Ms. Triplett regarding issues related to proposed financing order.								
38781578	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.90	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Receive from Dianne Triplett and reviewed portions of the latest draft proposed financing order for consistency with Section 366.95(2)(b) and 366.95(2)(c)2, Florida Statutes, and reviewed those particular paragraphs requested by Adam O'Brian (at Hunton & Williams) to be reviewed by Florida Counsel.								
38781582	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.70	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A106 Communicate (with client) Description: Conference call with Dianne Triplett to discuss the latest draft proposed financing order and to provide comments and questions as it relates to the provisions of Section 366.95(2)(b) and 366.95(2)(c) 2, Florida Statutes, and to address the Ordering paragraphs Shotts was requested to review by Hunton & Williams.								
38781616	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.90	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Preliminary review of materials re proposed financing order and requested opinion re same (.4); extensive background/historical information relative to CR3 securitization issues (.5).								
38782480	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Follow up on issues regarding requested analysis of proposed financing order.								
38796271	10/16/2015	Fee	L150 Budgeting	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Receipt and review of email from Mr. Burnett regarding estimated expenses in advance of filing for financing order.								
38796275	10/16/2015	Fee	L150 Budgeting	Silver, Michael P	\$████	0.40	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding estimated expenses in advance of filing for financing order (.2); draft email to Mr. Burnett regarding same (.2).								
38796276	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze various issues regarding perfection opinions and tax opinions, including documentary stamp taxes.								
38799574	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze								

CR3BondTeam00079

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review opinion issues in light of upcoming financing order petition filing (.4); draft email to Ms. Triplett regarding same (.2).								
38803239	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Receipt and review of email from Ms. Triplett regarding finalized petition and proposed financing order and filing of same.								
38803248	10/16/2015	Fee	L110 Fact Investigation/Development	Silver, Michael P	\$████	0.40	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze issues regarding constitutionality opinions in light of filing of finalized petition and proposed financing order.								
38806760	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on issues regarding perfection opinions and impact of UCC on same (.3); review and consider issues regarding indenture (.3).								
38807155	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Preliminary review of petition re financing order.								
38807164	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	1.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Continued reviewing materials re opinion on constitutionality issues re storm recovery legislation/comparison to current legislation to identify common issues for analysis.								
38807398	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	2.10	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze background information and related constitutional opinion.								
38810408	10/16/2015	Fee	L140 Document/File Management	Slope Tobin, Jennifer L	\$████	0.60	\$0.00	\$0.00	\$████
	Description: Analyze issues regarding perfection opinions.								
38816870	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Address issues re timing for Indenture/availability of prospectus to review in connection with opinion re constitutionality/similarity and availability of storm recovery instruments in connection with opinion. Hide Details								
38817257	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A105 Communicate (in firm) Description: Strategize re: supporting documentation for constitutional analysis.								
38829990	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A102 Research								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review Florida Opinions issues concerning Nuclear Asset Recovery Bonds.								
38830010	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida tax law in connection with tax opinions.								
38830019	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida corporate and franchise tax in connection with opinion.								
38830036	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze provisions of Florida Statute Section 366.95(2)(b) for tax opinion purposes.								
38830047	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct tax research related to documentary stamp tax and gross receipt tax.								
38830081	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct research for tax opinion.								
38830085	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Florida corporate and documentary stamp tax; review financing order in connection with same.								
38830095	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review financing order for tax issues.								
38830101	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida law concerning the gross receipts and franchise tax.								
38833291	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Work on issues related to perfection opinion.								
38833292	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	1.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review opinion letter issues; and applicable Florida legislation for perfection opinion.								
38833293	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A105 Communicate (in firm)								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Perform analysis regarding Nuclear Asset recovery bond project perfection opinions.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772- Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 1075760**Vendor:** Shutts & Bowen LLP**Invoice Date:** 9/28/2015**Received Date:** 9/30/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/3/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** 2

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	9/30/2015	Rates Verified By		Routed to Atty	9/30/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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L110 Fact Investigation/Development	\$	15.30	\$	11%
L120 Analysis/Strategy	\$	87.40	\$	69%
L190 Other Case Assessment, Dev and Admin	\$	1.80	\$	2%
L210 Pleadings	\$	2.80	\$	2%
L250 Other Written Motions/Submissions	\$	31.10	\$	17%
Fee Total:		\$		

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 84 of 84

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38832844	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	4.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Begin constitutional analysis of nuclear generating asset statute.								
38834423	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$	0.70	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Reviewing statute and related materials re planning/outlining issues for opinion re constitutionality.								
38834712	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	0.80	\$	\$0.00	\$
	Activity: A101 Plan and prepare for Description: Strategy and analysis re: next steps in preparing constitutional opinion.								
38843092	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	1.10	\$	\$0.00	\$
	Hide Details Activity: A104 Review/analyze Description: Review outstanding issues, status of opinions, and develop next steps regarding overall opinions (.7); review and analyze issues regarding documentary stamp taxes and effect of provisions of proposed financing order on tax opinion (.4).								
38843680	10/16/2015	Fee	L110 Fact Investigation/Development	Silver, Michael P	\$	0.30	\$	\$0.00	\$
	Activity: A106 Communicate (with client) Description: Revise and finalize email to Ms. Triplett regarding various issues, including perfection opinions, bond documents, governing law, and documentary stamp issues.								
38843718	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	0.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Analyze opinion requirements in opinion matrix.								
	10/16/2015	Fee			\$	2.40	\$	\$0.00	\$

CR3BondTeam00084

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38845467			L110 Fact Investigation/Development	Zucker, Steven J					
	Hide Details Activity: A104 Review/analyze Description: Reviewed the copy of the Petition filed with the Florida Public Service Commission on July 27, 2015 and the attached Exhibit A (Summary of Calculation of DEF's Securitizable Balance) and Exhibit B (the proposed form of the Financing Order, including appendices thereto) and analyzed whether the proposed Financing Order met with the requirements of Section 366.95(2), Florida Statutes. (This review did not yet include the testimony or other transaction documents/exhibits attached to the Petition).								
38845572	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Email communications with Adam O'Brian (at Hunton & Williams) clarifying some of the Florida opinions being requested, inquiring as to some of the transaction documents (and in particular the Indenture and what aspects of it the Florida opinion is expected to cover), asking for confirmation of facts with respect to the opinion on the applicability of Florida's documentary stamp tax, and asking for confirmation that the LLC/SPE will be wholly owned, directly or indirectly, by DEF.								
38845740	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Continued analysis of the proposed form of the Financing Order having met with the requirements of Section 366.95(2), Florida Statutes.								
38846032	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.30	\$████	\$0.00	\$████
	Activity: A107 Communicate (other outside counsel) Description: Attention to and analysis re: scope of requested constitutionality opinions.								
38847257	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.10	\$████	\$0.00	\$████
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Email correspondence with Adam O'Brian and Dianne Triplett as to follow up question on the 20-year assumed maturity of the Bonds and whether there is any limitation in the RRSA as to the term of the cost recovery.								
38847458	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	1.00	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed the form of the Nuclear Asset-Recovery Property Purchase and Sale Agreement, including with respect of determining if the agreement contained the express statements as required under 366.95(5)(c), Florida Statutes.								
38847928	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to issues regarding perfection opinion, including choice of law and indenture issues.								
38847932	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.50	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze scope of tax and constitutionality opinions (.3); receipt and review of email from Mr. O'Brian regarding same (.2).								
38851731	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.40	\$████	\$0.00	\$████

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A106 Communicate (with client) Description: Exchange emails with Ms. Triplett regarding RRSSA, bond term, and true-up issues.								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.00	\$████	\$0.00	\$████
38852935	Hide Details Activity: A104 Review/analyze Description: Pursuant to request from Dianne Triplett and in preparation for the conference call she has scheduled for 8-17-15, reviewed and analyzed the relevant provisions of the RRSSA and of the Petition and proposed form Financing Order with regard to the issue of the cost recovery period of 240 months in the RRSSA and whether the bond maturity should be 20 years or slightly less to account for the period for the true-up mechanism.								
38853828	10/16/2015	Fee	L120 Analysis/Strategy	Jezierny, Paul W	\$████	0.40	\$████	\$0.00	\$████
	Description: Performed research on ability of single purpose entity to comply with Florida nuclear asset recovery law.(NO CHARGE - Courtesy Discount)								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.90	\$████	\$0.00	\$████
38854537	Hide Details Activity: A106 Communicate (with client) Description: Reviewed notes in preparation for (.2) and participated on (.7) conference call with Dianne Triplett and Michael Silver to discuss the issue raised by the Commission staff during their issues identification meeting with regard to the 240 month cost recovery period in the RRSSA and whether it would be inconsistent if the Financing Order allowed for a 21 year bond maturity to allow for an additional year for true up or does the true up period need to be within the 20 year bond maturity (as was the assumption in the testimony on the cost mitigation), agreed it needed to be within the 20 years and discussed idea of a possible addendum to the RRSSA recognizing the new Section 366.95, Florida Statutes and the lower cost bond financing and that the Financing Order will govern on certain identified issues.								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
38854923	Hide Details Activity: A104 Review/analyze Description: analysis regarding the cost recovery period under RRSSA (240 months) and, for purposes of the Florida Opinion, our reading of Section 366.95(2)(c)2.a., Florida Statutes (cost recovery period must be consistent with a settlement agreement).								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.40	\$████	\$0.00	\$████
38855855	Hide Details Activity: A104 Review/analyze Description: Analysis regarding provisions in the form of the Nuclear Asset-Recovery Property Purchase and Sale Agreement and how they relate to Sections 366.95(5)(b), 366.95(5)(c) and 366.95(7), Florida Statutes, and the requested Perfection Opinion.								
	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.00	\$████	\$0.00	\$████
38856263	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding interplay between proposed financing order and RRSSA and potential strategies (.7), and attend to next steps and issues regarding same (.3).								
	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Labrit, Suzanne Y	████	1.00	\$████	\$0.00	\$████
38858963	Hide Details Activity: A104 Review/analyze Description: Ongoing attention to settlement agreement with potential intervenors/impact of same re opinion on constitutional issues (.4) and address issues re scope of opinion/timing relative to delivery of indenture, prospectus and probable amendment of settlement agreement (.6).								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38859087	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Analyze scope of regulatory and constitutional opinions and issues regarding same.									
38859334	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	1.10	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analysis of 240-month potential limitation to bonds re: implication on constitutional opinion.									
38859338	10/16/2015	Fee	L210 Pleadings	Shenhav, Ella A	\$████	2.80	\$████	\$0.00	\$████
Activity: A103 Draft/revise Description: Begin drafting constitutional opinion, including analysis of requested scope of opinion.									
38860349	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A104 Review/analyze Description: Analyze scope of constitutional opinions and issues regarding same, including takings issues (.3); review issues regarding UCC in context of perfection opinion, including treatment of UCC issues in si milar circumstances across jurisdictions (.3).									
38861444	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	4.40	\$████	\$0.00	\$████
Activity: A103 Draft/revise Description: Research and draft opinion regarding applicability of Florida constitution's takings clause to the Nuclear Asset-Recovery Act and bonds.									
38861934	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.50	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A104 Review/analyze Description: Reviewed certain provisions of the form of Indenture between the DEF SPE and Bank of New York Mellon and conference as to the analysis under Florida law (as directed by Hunton & Williams) of the perfe ction of the security interest in the property granted to the trustee pursuant to the Indenture governed by Section 366.95(5)(b)3, Florida Statutes.									
38862303	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze potential impact of UCC issues on documentary stamp taxes (.3); attend to issues for research and analysis regarding constitutional, true sale, and regulatory opinions (1.0).									
38862751	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.60	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A107 Communicate (other outside counsel) Description: Conference with Adam O'Brian at Hunton & Williams LLP to discuss the Florida Counsel opinions and Sidley's opinion matrix and to determine definitively, to the extent possible at this point in time (n ot knowing what the Underwriter or Rating Agencies will expect), which opinions within the matrix and any outside of the matrix that are the responsibility of Shutts & Bowen LLP.									
38866162	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Labrit, Suzanne Y	\$████	0.80	\$████	\$0.00	\$████
Activity: A104 Review/analyze									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review various email from Hunton & Williams re scope/issues for constitutional and regulatory opinions.								
38866167	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	2.20	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on and attend to regulatory, constitutionality, and true sale opinions and issues regarding same.								
38866295	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	3.80	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue researching and drafting section of constitutional opinion concerning the Takings Clause and its potential applicability to the Nuclear Asset-Recovery Act.								
38866305	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.90	\$████	\$0.00	\$████
	Activity: A107 Communicate (other outside counsel) Description: Analysis re: requirements of constitutional opinion v. regulatory opinion.								
38867552	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Perform research and analysis regarding various requirements for statutory validity in connection with regulatory opinions.								
38869379	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review the sample Constitutional Law opinions provided by Adam O'Brian on the Appalachian Power Company deal in the State of West Virginia and on the Consumers Energy Company deal in the State of Michigan. Hide Details								
38869465	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on regulatory opinions, including enactment of subject statute and issuer/assignee issues.								
38871036	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on regulatory opinions, including enactment of subject statute and issuer/assignee issues.								
38872478	10/16/2015	Fee	L110 Fact Investigation/Development	Shenhav, Ella A	\$████	0.30	\$████	\$0.00	\$████
	Activity: A102 Research Description: Research re: legislative history to nuclear asset recovery act for constitutionality and regulatory opinions.								
38873491	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	3.80	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Detailed review of comparison between storm recovery statute and nuclear asset recovery legislation (1.0); analyzing storm recovery opinion re impairment of contract issues and applicability of prior analysis to current issues/areas of divergence (1.8); reviewing settlement agreement and various internal and client email re same to determine relevance of same to opinion re constitutional issues (1.0). Hide Details								

CR3BondTeam00088

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38874963	10/16/2015	Fee	L110 Fact Investigation/Development	Shenhav, Ella A	\$2,000.00	0.50	\$0.00	\$0.00	\$2,000.00
Activity: A105 Communicate (in firm) Description: Analysis and strategy re: regulatory opinion and background materials therefor.									
38874964	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,200.00	4.60	\$0.00	\$0.00	\$1,200.00
Activity: A103 Draft/revise Description: Begin researching and drafting portion of constitutional analysis relating to availability of temporary and permanent injunctive relief.									
38875000	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$1,200.00	1.20	\$0.00	\$0.00	\$1,200.00
Activity: A102 Research Description: Research regarding regulatory and true sale opinions.									
38875008	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,200.00	2.40	\$0.00	\$0.00	\$1,200.00
Activity: A103 Draft/revise Description: Continue researching and drafting portion of constitutional analysis relating to availability of temporary and permanent injunction relief.									
38876743	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$1,200.00	0.60	\$0.00	\$0.00	\$1,200.00
Activity: A105 Communicate (in firm) Description: Further analysis re: issues for constitutional opinion.									
38877156	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,500.00	1.50	\$0.00	\$0.00	\$1,500.00
Activity: A104 Review/analyze Description: Reviewed 8-26-15 email from Dianne Triplett, and the email trail and attachments, with regard to the proposed amendment language to the RRSSA to address the recovery period issue (.5); reviewed relevant and related provisions of the RRSSA, the Act and the Petition and Financing Order to determine if the proposed language works and if any other provisions of the RRSSA need to be amended (.5); drafted suggested language for Dianne Triplett on how the amendments might be handled better and emailed same (.5).									
38877747	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,200.00	5.40	\$0.00	\$0.00	\$1,200.00
Activity: A103 Draft/revise Description: Continue researching and drafting injunction portion of constitutional opinion (2.7); begin researching and drafting contract clause segment of constitutional opinion (2.4); analysis of applicability of settlement agreement to constitutional opinion analysis (0.3).									
38879518	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,200.00	0.10	\$0.00	\$0.00	\$1,200.00
Activity: A106 Communicate (with client) Description: Follow up exchange of emails with Dianne Triplett with a slight revision to my proposed language as to amendments to the RRSSA.									
38880463	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,200.00	0.40	\$0.00	\$0.00	\$1,200.00
Activity: A106 Communicate (with client) Description: Reviewed emails from Dianne Triplett, Tom Heath and Adam O'Brian regarding the reaction to and proposed changes by the intervenors to the suggested amendments to the RRSSA (.2); call from Dianne Triplett to discuss same (.2).									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38880620	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	0.50	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review portion of draft re pre-Pomponio balancing analysis re impairment of contract.									
38881252	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	6.70	\$████	\$0.00	\$████
Activity: A103 Draft/revise Description: Continue researching and drafting contract clause portion of constitutional opinion.									
38882948	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.20	\$████	\$0.00	\$████
Activity: A105 Communicate (in firm) Description: Begin reviewing initial draft of opinion on constitutional issues.									
38882970	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	0.50	\$████	\$0.00	\$████
Activity: A102 Research Description: Perform research and analysis re: perfection and true-sale opinions.									
38883158	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.00	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed email from Dianne Triplett and the email trail of her exchange with Charles Rehwinkel and Dean Criddle and the attached latest proposed amendment language to the RRSSA (.3); analyzed same aga inst the existing RRSSA language and earlier version of the proposed amendment and the statutory language (.4); and replied by email to Dianne Triplett with my further suggested revisions/comments on the latest proposed amendment (.3).								
38884268	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	0.70	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review of legal issues to be addressed in opinion letters related to state regulatory matters.									
38884445	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.60	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed email from Dianne Triplett and the attached latest proposed amendment language to the RRSSA from Jay Brew (.2); analyzed same and replied by email to Dianne Triplett (copying Michael Fitzpatrick) with my comments (.2); further exchange of emails regarding same with Dianne Triplett and Michael Fitzpatrick and suggested language to offer back to the interveners (.2).								
38884450	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.40	\$████	\$0.00	\$████
	Hide Details Activity: A106 Communicate (with client) Description: Conference call with Dianne Triplett and Michael Fitzpatrick regarding the various revisions and comments this morning to the proposed amendment to the RRSSA to be sure we are all in agreement with ho w it works and the final version (with those final tweaks reiterated by Dianne Triplett as to changing "costs" to "charges" in paragraph 5g and making it the "close of the" last billing cycle throughout). Warning: Line Item Description contains forbidden keyword: 'Billing'								
38884526	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.60	\$████	\$0.00	\$████
Activity: A104 Review/analyze									

CR3BondTeam00090

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review and analyze various issues regarding constitutionality (.3), tax (.3), and regulatory (.4) opinions and true-up issues (.6).								
38885135	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.40	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed further emails from Dianne Triplett and revisions to the proposed amendment to the RRSSA based on Jay Brew's latest comment for paragraph 21 to be consistent with paragraph 5g and Dianne Trip lett's suggestion to cross-reference 5g (.2); replied by email to Dianne Triplett with my thoughts and alternate suggested revision to paragraph 21 (.2).								
38885737	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Received email from Dianne Triplett and reviewed the attached signed Motion for Approval of Stipulation and For Relief from Rebuttal Testimony Deadline (.1); provide feedback to Dianne Triplett as to scrivener item on the "close of last billing cycle" language as it was inserted into paragraph 5g of the RRSSA amendment in Exhibit 2 to the Motion (.1). Warning: Line Item Description contains forbidden keyword: 'Billing'								
38886475	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	3.80	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue researching and drafting contract clause portion and various other miscellaneous portions of constitutional opinion.								
38887075	10/16/2015	Fee	L110 Fact Investigation/Development	Rahaghi, Peter A	\$████	2.30	\$████	\$0.00	\$████
	Activity: A102 Research Description: Review and research of transaction documentation, financing order, and statute in relation to legal opinion regarding perfection issues.								
38887186	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	4.40	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revision and finalized draft of Florida law security interest/perfection opinion for Nuclear Asset-Recovery Transaction.								
38887187	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	2.20	\$████	\$0.00	\$████
	Activity: A102 Research Description: Review and research regarding Nuclear Asset-Recovery Act statute and UCC for purposes of drafting legal opinion regarding perfection issues.								
38887190	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	0.50	\$████	\$0.00	\$████
	Activity: A105 Communicate (in firm) Description: Analyzed preliminary issues regarding perfection opinion.								
38887248	10/16/2015	Fee	L110 Fact Investigation/Development	Rahaghi, Peter A	\$████	3.00	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review of documentation and correspondence regarding perfection opinion.								
38887254	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	2.00	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepared draft of perfection opinion for Nuclear Asset-Recovery Act transaction.								

CR3BondTeam00091

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38887943	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	1.10	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Analyze issues re: perfection opinion.								
38895862	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.90	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Financing Order and testimony from Duke officials (1.2); review proposed Indenture and Bill of Sale (.7).								
38895868	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review Petition for Financing Order and Motion to Consolidate (1.1); prepare state tax opinion (.7).								
38895872	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare state law tax opinion.								
38895889	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.30	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare state law tax opinion in connection with bond issuance to secure nuclear assets.								
38895890	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review Financing Order (.8); conduct research regarding Florida tax consequences related to issuance of bonds to finance acquisition of nuclear assets (2.6).								
38895908	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review Florida law in connection with state tax consequences on bond issuance.								
38895916	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze Nuclear-Asset Recovery Property Servicing Agreement (.6), Nuclear-Asset Recovery Purchase and Sale Agreement (1.3), Financing Order and Securitization Prospectus (1.3).								
38895930	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review Financing Order (.4); conduct tax research related to the issuance of bonds (1.4).								
38895943	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Research Franchise Tax law in connection with bond issuance (.7); review and analyze settlement agreement (.8); prepare state law tax opinion (1.7).								
38895950	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.70	\$ [REDACTED]	\$0.00	\$ [REDACTED]

CR3BondTeam00092

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Prepare draft state law tax opinion.								
38895955	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	3.80	\$	\$0.00	\$
	Activity: A103 Draft/revise Description: Review and analyze Florida Documentary Stamp Tax law (1.6); research Florida nonrecurring tax related to bond issuance (1.1), review and analyze proposed Indenture (1.1).								
38895960	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	2.90	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Prepare state law tax opinion.								
38902217	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	2.70	\$	\$0.00	\$
	Activity: A103 Draft/revise Description: Prepare state law tax opinion.								
38942228	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	2.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Analyze Florida tax law in connection with tax opinion (1.6); prepare opinion (.8).								
38942244	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	1.70	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Review and analyze Florida Documentary Stamp Tax law in connection with opinion (.9); prepare state tax opinion (.8).								
38942270	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$	2.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Conduct research of Florida tax law in connection with bond financing (1.3); prepare opinion (.9).								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

				Process 3		Project 3	
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CR3BondTeam00093

Business Unit 3		Responsibility Center 3					
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

CONFIDENTIAL**Header Information****Invoice Number:** 1078838**Vendor:** Shutts & Bowen LLP**Invoice Date:** 10/8/2015**Received Date:** 10/8/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 9/1/2015**Billing End Date:** 9/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** **USD****Tax Rate:** 0.00%**Line Item
Warnings:** None**Description****Comments to Requestor****Invoice Summary**

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	10/8/2015	Rates Verified By		Routed to Atty	10/8/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00095

L110 Fact Investigation/Development	\$ [REDACTED]	11.20	\$ [REDACTED]	8%
L120 Analysis/Strategy	\$ [REDACTED]	107.90	\$ [REDACTED]	73%
L130 Experts/Consultants	\$ [REDACTED]	1.30	\$ [REDACTED]	1%
L140 Document/File Management	\$ [REDACTED]	4.20	\$ [REDACTED]	3%
L190 Other Case Assessment, Dev and Admin	\$ [REDACTED]	1.60	\$ [REDACTED]	1%
L250 Other Written Motions/Submissions	\$ [REDACTED]	23.50	\$ [REDACTED]	10%
L320 Document Production	\$ [REDACTED]	0.30	\$ [REDACTED]	0%
L430 Written Motions/Submissions	\$ [REDACTED]	9.30	\$ [REDACTED]	4%
Fee Total:		\$ [REDACTED]		

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 94 of 94

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38890155	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review issues regarding elements of regulatory opinions and analyze potential research topics regarding same.								
38892056	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.20	\$0.00	\$0.00	\$ [REDACTED]
	Hide Details Activity: A106 Communicate (with client) Description: Series of follow up email exchanges with Dianne Triplett regarding the Motion for Approval of Stipulation and the correction to the scrivener item on page 18 and whether she was going to be allowed to...								
38898556	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.20	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Draft email to Ms. Triplett regarding regulatory opinion as to Public Service Commission issues.								
38898908	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$ [REDACTED]	1.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Work on issues with respect to the form and substance of the Regulatory Opinions requested of Florida Counsel.								
38899668	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client)								

CR3BondTeam00096

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Exchange emails with Ms. Triplett regarding regulatory opinions.								
38899678	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	1.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze various corporate issues regarding merger sub including issues related to corporate governance documents.								
38901267	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	1.10	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Prepare for (.3) and attend (.8) telephone conference with Ms. Triplett regarding regulatory opinions and issues regarding effect of Public Service Commission on same.								
38901593	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$3 [REDACTED]	2.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Continue work with respect to the Regulatory Opinions and as to the various qualifications and assumptions.								
38902798	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	4.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and annotate follow-up issues on first draft of opinion re Florida constitutional issues/impairment analysis.								
38903148	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Work on preliminary draft form of the Regulatory Opinions, including the wording of proposed assumptions, qualifications and limitations of opinions.								
38903201	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Begin revising opinion on Florida constitutional issues.								
38903629	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	3.20	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Draft parts 1 and 9 of the regulatory opinion.								
38903632	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	2.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Revisions to and additional research concerning constitutionality opinion.								
38904974	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	2.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Draft/revise Contract Clause impairment analysis.								
38905550	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	7.10	\$0.00	\$0.00	\$ [REDACTED]
	<div>Hide Details</div> Activity: A103 Draft/revise Description: Continue drafting/revising Contract Clause impairment analysis (2.4); draft/revise section of opinion outlining issues re availability of injunctive relief (3.0); begin drafting/revising takings claus...								

CR3BondTeam00097

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38905656	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	2.20	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Perform additional legal research re various issues relevant to contracts clause/impairment analysis.								
38906884	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	1.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Additional research concerning the availability of injunctive relief.								
38907368	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	3.10	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Continue drafting/revising discussion of takings issues (1.8); draft/revise entire constitutional opinion (1.3).								
38909264	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	2.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Additional research and analysis re: constitutional opinion.								
38909298	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	2.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Additional research and revisions to constitutional opinion.								
38910011	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review revised draft of opinion re constitutional issues.								
38910824	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Analyze additional issues re availability of injunctive relief and differences between requirements for same in federal v. state challenges (.8); analyze components of takings opinion re distinction/s...								
38911758	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	3.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Continue researching (1.2) and revising constitutional opinion (2.4).								
38915287	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	1.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Continue researching and revising constitutional opinion, particularly concerning full compensation for constitutional taking.								
38916855	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	1.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review initial draft of Florida Tax Consequences Opinion Letter in connection with the Issuance of Nuclear Asset-Recovery Bonds.								
	10/16/2015	Fee	L120 Analysis/Strategy		\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]

CR3BondTeam00098

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38916937				Zucker, Steven J					
	Activity: A103 Draft/revise Description: Draft suggested revisions to the initial draft of the form of the Florida Tax Consequences Opinion Letter.								
38917234	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.10	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review revised opinion re constitutional issues.								
38918539	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.20	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Analysis regarding DEF conversion from corporation to limited liability company, timing and impact of same, if any, with respect to the Petition, Financing Order, Bonds, financing statements and opini...								
38918867	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Review and analyze status of Florida law opinions, impact of federal law opinions, and determine next steps regarding foregoing (.4); review and analyze impact of client conversion from corporation to...								
38919788	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	2.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Draft revisions to entire opinion on constitutional issues.								
38920188	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.90	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A102 Research Description: Additional research/review of cases involving preliminary and permanent injunctions, focusing on analysis involving unconstitutional laws and issues specific to irreparable harm and availability of ad...								
38920793	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.10	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Treatises and Florida caselaw regarding validity and enforceability of the Nuclear Asset Recovery Act in context of regulatory opinions.								
38920864	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	4.80	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida caselaw and Treatises regarding regulatory and statutory compliance for opinions regarding same.								
38920892	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.80	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A106 Communicate (with client) Description: Review issues related to regulatory opinion (.5); telephone conference with client regarding opinions related to the Public Service Commission (.8); research Nuclear Asset Recovery Act and its validit...								

CR3BondTeam00099

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38920918	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$██████	3.90	\$0.00	\$0.00	\$██████
	Hide Details Activity: A102 Research Description: Research Florida caselaw, Florida Statutes, and Treatises regarding the process of voter initiative and referendum, and whether the Nuclear Asset Recovery Act may be amended or repealed by initiative ...								
38921575	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	0.20	\$0.00	\$0.00	\$██████
	Hide Details Activity: A104 Review/analyze Description: Analysis with respect to the severability issue and the referendum issue (as it relates to the form of the bill passed by the Florida Legislature) for purposes of the Florida Counsel Regulatory Opinio...								
38921921	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$██████	1.60	\$0.00	\$0.00	\$██████
	Hide Details Activity: A103 Draft/revise Description: Revise constitutional opinion, in particular, attention to applicability of federal cases to state analysis and unconstitutionality of state act pursuant to federal constitution (0.6); last review, cl...								
38922563	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$██████	7.20	\$0.00	\$0.00	\$██████
	Hide Details Activity: A103 Draft/revise Description: Continue researching and revising constitutional opinion, particularly with respect to standard of review for granting injunctions (.9), additional case law regarding an injunction against enforcement...								
38926057	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.50	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Began review and analysis of the initial internal draft of the Constitutional Law opinions relating to State Pledge and Impairment issues.								
38927810	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	3.20	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Continue review and analysis of the initial draft of the Constitutional Law reasoned opinion relating to State Pledge and Impairment issues.								
38927818	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.00	\$0.00	\$0.00	\$██████
	Activity: A103 Draft/revise Description: Work on drafting proposed revisions to the initial draft of the Constitutional Law reasoned opinion.								
38928392	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	0.50	\$0.00	\$0.00	\$██████
	Activity: A106 Communicate (with client) Description: Exchange emails with Ms. Triplett regarding effect of conversion from corporation to LLC on opinion letters (.3); receipt and review of PSC order acknowledging conversion (.2).								
38928414	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$██████	0.50	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Review comments to draft opinion re Florida constitutional issues.								
	10/16/2015	Fee			\$██████	0.60	\$0.00	\$0.00	\$██████

CR3BondTeam000100

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38931749			L250 Other Written Motions/Submissions	Shenhav, Ella A					
Activity: A104 Review/analyze Description: Review and analyze comments on constitutional opinion draft.									
38933731	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.30	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review research for the perfection opinions and issues pertaining to the UCC statute in Florida (does Act exemption control).									
38933922	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze various issues regarding Florida legal opinions, including conversion of DEF from Inc. to LLC, federal constitutional issues, and tax matters.									
38935203	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.90	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Analyze portion of regulatory opinion in comparison to issues raised in constitution opinion to address and reconcile same.									
38936776	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	0.70	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze comments re opinion on Florida constitutional issues.									
38937656	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
Activity: A103 Draft/revise Description: Review and revise draft perfection opinion letter.									
38938111	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.00	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analysis of updated internal draft of Constitutional Law opinions and remaining open items.									
38938186	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.10	\$0.00	\$0.00	\$████
Activity: A107 Communicate (other outside counsel) Description: Communication with Adam O'Brian and Michael Fitzpatrick at Hunton & Williams regarding the U.S. Constitutional Law opinion.									
38938362	10/16/2015	Fee	L320 Document Production	Silver, Michael P	\$████	0.30	\$0.00	\$0.00	\$████
Activity: A106 Communicate (with client) Description: Telephone conference from Mr. Burnett regarding discovery in financing order proceeding.									
38939320	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	1.10	\$0.00	\$0.00	\$████
Activity: A103 Draft/revise Description: Revise constitutional opinion, with particular emphasis on language of nuclear asset recovery statute and interchangeable nature of "temporary" and "preliminary" injunction.									
38940495	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	1.00	\$0.00	\$0.00	\$████

CR3BondTeam000101

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Revisions to constitutional opinion, particularly with respect to language of conclusion on temporary injunction portion and general caveats.								
38942529	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	2.50	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analysis of initial draft of the Perfection Opinion in connection with the Issuance of Nuclear Asset-Recovery Bonds and transfer of the Nuclear Asset-Recovery Property.								
38945978	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Worked on drafting proposed revisions to the initial draft of the Perfection Opinion as to the security interest in the transferred Nuclear Asset-Recovery Property.								
38946383	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Continue research and analysis on true sale opinion.								
38946412	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	4.30	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Perform research regarding UCC/security interest issues; revise perfection opinion.								
38947737	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review/analyze additional issues re various conclusions on injunctions and takings.								
38949346	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	1.40	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Continue to work on security interest opinion (1.1); perform research regarding same (.3).								
38951236	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.20	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Ongoing attention to/revision of conclusions re impairment analysis and availability of injunctive relief.								
38952904	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.00	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida Statutes regarding relevant requirements of the Public Service Commission in connection with Regulatory Opinion Letter.								
38952906	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.90	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Further Research of Florida Statutes regarding the requirements of the Public Service Commission, in connection with drafting Regulatory Opinion Letter.								
38952968	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.10	\$0.00	\$0.00	\$████

CR3BondTeam000102

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A102 Research Description: Research legal issues related to the enforceability of the State Pledge in the Nuclear Asset Recovery Act (2.3); research Florida Statutes regarding the requirements of the Public Service Commission (...) Hide Details								
38952971	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.90	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida Statutes in preparation for Drafting Regulatory Opinion Letter, including opinions related to the actions of the Public Service Commission in entering Financing Orders.								
38953336	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$████	1.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revise constitutional opinion, in particular with regards to conclusion to injunction segment and analysis of statutory language concerning legislative intent.								
38955058	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review email from Dianne Triplett on proposed stipulation to be included by the Commission in the Financing Order (.1); check notes and prior emails regarding the wording of the amendment to the RRSA... Hide Details								
38955085	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analysis of the updated internal draft of the Constitutional Law Opinion (.4); provide further comments on same (.4).								
38955204	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue work on true sale opinion.								
38957341	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	2.20	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepare state tax opinion.								
38957549	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.90	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revise and finalize first draft constitutional opinion.								
38958096	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$████	0.50	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on opinion regarding perfection and related issues.								
38958657	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding regulatory issues and effect of same on Florida legal opinions.								
38959737	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	1.60	\$0.00	\$0.00	\$████

CR3BondTeam000103

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Review PSC documents associated with issuance of Nuclear Asset-Recovery Bonds (1.2); prepare Florida Tax Consequences Opinion Letter in connection with the same (.4).								
38959740	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Florida Administrative Code regarding regulations applicable to the Public Service Commission.								
38959904	10/16/2015	Fee	L130 Experts/Consultants	Stevenson, C. M	\$ [REDACTED]	1.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review bond prospectus (6); prepare state tax opinion (.7).								
38959906	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct research in connection with state tax opinion.								
38959915	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare and finalize state tax opinion (2.7); conduct research in connection with the same (1.2).								
38959932	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review constitutional law opinion for potential impact of constitutional issues on tax opinions.								
38959981	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Prepare state law tax opinion (.6); conduct research in connection with the same (.2).								
38960579	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and Analyze Florida Administrative Code as it relates to regulation of the Public Service Commission, in connection with drafting Regulatory Opinion Letter.								
38960789	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Regulations applicable to the Public Service Commission in order to opine as to whether the PSC complied with all requirements in entering the anticipated Financing Order.								
38961010	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Further Review of Public Service Commission requirements, in preparation for drafting Regulatory Opinion Letter.								
38961155	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
Hide Details									

CR3BondTeam000104

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A102 Research Description: Research Treatise regarding the powers of the Public Service Commission, the entry of Financing Orders, and Secured Transactions (.8); research Florida caselaw regarding the application of a statute a...								
38961557	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Treatise regarding the procedures and requirements for enacting statutes in Florida, in connection with drafting Regulatory Opinion Letter.								
38961755	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revisions to security/perfection opinion.								
38962141	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Review and revise Florida tax opinion.								
38962417	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.70	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida law regarding the procedures and requirements for enacting statutes in Florida (1.4); draft memorandum regarding same (2.3).								
38962467	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.70	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A102 Research Description: Research Florida caselaw and Treatise regarding the referendum and initiative process in Florida, and whether the Nuclear Asset Recovery Act may be amended or repealed thereby (.8); draft memorandum r...								
38963378	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Final revisions to constitutional opinion draft.								
38963527	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Perform research regarding UCC issues.								
38964044	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revisions to perfection opinion letter.								
38964551	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	1.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepare state tax opinion.								
38964556	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.90	\$0.00	\$0.00	\$████

CR3BondTeam000105

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A104 Review/analyze Description: Review state constitutional law opinion.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

EXHIBIT B

(2nd copy)



REDACTED

MEMORANDUM

TO: Robert T. Lucas, III
CC: Dianne M. Triplett
FROM: Michael P. Silver
DATE: November 25, 2015
RE: Legal Fees Estimate – Florida Legal Opinions re CR3 Securitization (Duke Energy)

Please allow this memorandum to respond to your request that we provide you with a status update on our legal services, scope of work, and budget.

Duke Energy has asked Shutts & Bowen LLP to provide legal opinions under Florida law on various issues related to the proposed CR3 securitization. The potential legal opinions include the following:

- Florida constitutional law matters
- Florida tax matters
- Florida regulatory matters
- Florida perfection of secured interests matters
- Florida true sale matters

While these opinions are the primary focus of Shutts & Bowen's services in this matter, our firm also anticipates providing guidance to Duke Energy on Florida law issues that may arise during the underwriting and capital markets phases, up to and including the closing. These services may include updating our opinions on various aspects of Florida law; reviewing and advising upon any additional dealings or documents with the Florida Public Service Commission related to this matter; providing counsel on the effects of Florida law on Duke Energy's disclosures in connection with the nuclear asset-recovery bonds; and other potential legal issues that may present themselves during this securitization process.

In connection with this matter, various firm attorneys have provided legal services to Duke Energy on various issues, particularly as to the referenced opinions, and we would expect that these attorneys would continue to provide services on other issues that might arise through closing. These attorneys include:

- Michael P. Silver – Partner
- Steven J. Zucker – Partner
- Suzanne Y. Labrit – Partner
- Jennifer Slone Tobin – Partner
- C. Mark Stevenson – Partner
- Alfred G. Smith – Partner
- David J. Markese – Of Counsel
- Ella A. Shenhav – Associate

The billing rates for these attorneys are reflected on Exhibit C to our firm's engagement letter with Duke Energy.

As to our firm's legal fees, we have billed approximately [REDACTED] to date for services rendered through October 31, 2015. Assuming that a registration statement is filed in January 2016, and that the closing of this transaction occurs before the end of March 2016, Shutts & Bowen anticipates billing Duke Energy a total of from [REDACTED] to [REDACTED] for our firm's services in connection with this matter. However, this is a budgetary estimate, and is subject to increase or decrease as a result of any of a number of potential factors.

Please advise if you have any questions or comments or would like to discuss further.

CONFIDENTIAL**Triplett, Dianne**

From: Triplett, Dianne
Sent: Friday, October 16, 2015 9:39 AM
To: Fitzpatrick, Michael F.
Cc: Triplett, Dianne
Subject: RE: Cost projections Matter for the Regulatory Portion

Thank you Mike.

Given that we stipulated the issues and avoided the hearing (and the need for drafting a lengthy posthearing brief) I was hopeful that we could reduce the spend. I don't think there is anything further to be done until we get the revisions, and then it is just the work in that one week. Please try, as you always are, to be efficient with the time spent to review what staff sends. I am optimistic that it will not be too bad, especially since we are limited by the stipulations.

Thanks,
Dianne

From: Fitzpatrick, Michael F. [mailto:MFitzpatrick@hunton.com]
Sent: Thursday, October 15, 2015 12:13 PM
To: Triplett, Dianne
Subject: RE: Cost projections Matter for the Regulatory Portion

Dianne,

Just a heads up. I gave you an estimate in August regarding the cost projections for the financing order from August 1st through the rest of 2015. The estimate was for [REDACTED] for the remainder of this year. We currently have billed [REDACTED] in August, expect to bill approximately [REDACTED] in September and have approximately [REDACTED] on the books for October (total [REDACTED]).

It is hard to anticipate how much work will be required on the financing order that will be served up by the staff in late October. That said I think it is fair to say that the work could be substantial. With that in mind I expect that the aggregate cost will be in the range of [REDACTED] instead of [REDACTED].

Please call me if you would like to discuss further.

Best,

Mike

From: Triplett, Dianne [mailto:Dianne.Triplett@duke-energy.com]
Sent: Monday, August 17, 2015 9:56 AM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Understood – hope you are going somewhere fun! Also do you have a minute – wanted to update you on my call with FL counsel (Shutts and Bowen).

From: Fitzpatrick, Michael F. [mailto:MFitzpatrick@hunton.com]
Sent: Monday, August 17, 2015 9:11 AM

To: Triplett, Dianne
Subject: RE: Cost projections

Sure thing. I think we should build in another [REDACTED] into the estimate if we are running the initial drafts. As for the post hearing brief, I will be out of the country during the week of October 19th but Adam will be around and able to lead the charge.

Best,

Mike

From: Triplett, Dianne [mailto:Dianne.Triplett@duke-energy.com]
Sent: Sunday, August 16, 2015 3:48 PM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Thanks, Mike,

I think we should assume that you will be drafting the rebuttal testimony and the posthearing brief – I just don't have the technical expertise to do it. Can you provide an estimate with those assumptions?

Thanks,
Dianne

From: Fitzpatrick, Michael F. [mailto:MFitzpatrick@hunton.com]
Sent: Friday, August 14, 2015 1:55 PM
To: Triplett, Dianne
Subject: RE: Cost projections

Dianne,

Please give me a call at your convenience. Some general thoughts;

As far as the financing order work to be done between August 1st through the end of the year: I estimate between [REDACTED] and [REDACTED]. Of course this all depends on how contentious this process becomes. Looking at the FPL Saber experience from 2006 it looks like the time and effort put in by both sides was staggering.

I am assuming that our involvement will be to review and comment on discovery requests, interrogatories, rebuttal testimony, prehearing statements, and the post hearing brief. I am assuming that we will not be doing the primary drafting of these documents. Please let me know if you agree with that assumption.

The [REDACTED] on the books through July 31st ([REDACTED] through June 30th and [REDACTED] for the month of July) does include some time spent on the hedging stipulation, certain opinion issues. Should I break that out?

As far as next year I believe [REDACTED] is a good placeholder. As we discussed before costs are really dependent upon on how hard the Commission and Staff push for standards that are inconsistent with the statute and whether Saber receives a co-equal decision making role.

Happy to discuss.

Mike

From: Triplett, Dianne [<mailto:Dianne.Triplett@duke-energy.com>]
Sent: Friday, August 14, 2015 12:47 PM
To: Fitzpatrick, Michael F.
Subject: RE: Cost projections

Hi Mike,

Just checking in on the status – I need to send the updated projection to my management so just looking for an ETA.

Thanks!

Dianne

From: Fitzpatrick, Michael F. [<mailto:MFitzpatrick@hunton.com>]
Sent: Wednesday, August 12, 2015 1:06 PM
To: Triplett, Dianne
Subject: RE: Cost projections

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

Sure. Let me give it some thought and I will get back to you.

From: Triplett, Dianne [<mailto:Dianne.Triplett@duke-energy.com>]
Sent: Wednesday, August 12, 2015 1:01 PM
To: Fitzpatrick, Michael F.
Cc: Triplett, Dianne
Subject: Cost projections

Hi Mike,

Following up on our conversation, can you please provide me an updated budget from August through the end of the year for the financing order work? Also as I indicated we have included a placeholder for [REDACTED] for your regulatory-related work for 2016 – do you think that is reasonable and accurate? I know that assumes that the other financing-related work (opinions of counsel, for example) will be handled in a matter that Bob Lucas will create. I'm just referring to the regulatory-related work.

As soon as you can get this to me I appreciate it although I know it will take time.

Thanks,
Dianne

PRIVILEGED AND CONFIDENTIAL ATTORNEY CLIENT COMMUNICATION

Dianne Triplett
Associate General Counsel

Duke Energy Florida, Inc.
299 1st Avenue North, FL 151
St. Petersburg, FL 33701
(727) 820-4692 (phone)
(727) 820-5041 (fax)
dianne.triplett@duke-energy.com

Triplett, Dianne

CONFIDENTIAL

From: Triplett, Dianne
Sent: Tuesday, December 01, 2015 1:35 PM
To: Joseph S. Fichera
Cc: Heath, Tom; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W); Triplett, Dianne
Subject: RE: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Joseph,

The phases were not based on time – the Shutts team started work on the opinions before the regulatory phase was completed to expedite the process. But as explained in my earlier email, we did not see the necessity of having Shutts provide a written legal strategy and budget until we received a financing order (although, as I also previously indicated, we did have verbal discussion as to the scope of work).

I have been in contact with Rosanne Gervasi to determine how she wants to handle the confidential documents. When she responds I will provide her the documents in the manner she indicates.

Thanks,

Dianne

From: Joseph S. Fichera [mailto:jfichera@saberpartners.com]
Sent: Tuesday, December 01, 2015 1:20 PM
To: Triplett, Dianne
Cc: Heath, Tom; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)
Subject: Re: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

thank you Dianne

Perhaps I am missing something in the flurry of emails. You referred to the Shutts and Bowen work in phase three of the plan after the regulatory phase.

If that is what is referred to then I am trying to understand how the [REDACTED] was authorized and spent during phase one and two as per your email.

Please forward these communications to the Commission via your secure channels so they may be discussed.

Thank you

Best regards,

J

Joseph S. Fichera
Senior Managing Director &
Chief Executive Officer
Saber Partners, LLC
44 Wall Street
New York, NY 10005
212-461-2370

On Dec 1, 2015, at 1:12 PM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

Joseph,

I explained the status of the legal strategy outlines and budgets in a previous email. Please see attached.

Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Tuesday, December 01, 2015 12:41 PM
To: Heath, Tom
Cc: Triplett, Dianne; hschoenblum@saberpartners.com; Lucas, Bob; psutherland@saberpartners.com; Buckler, Bryan; Portuondo, Javier J; rfabian@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)
Subject: Re: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

I read the attached.

Do you have the strategy and budget done BEFORE they billed [REDACTED] as per this letter?

Please forward.

Best regards,

J

Joseph S. Fichera

Senior Managing Director &

Chief Executive Officer

Saber Partners, LLC

44 Wall Street

New York, NY 10005

212-461-2370

On Dec 1, 2015, at 12:16 PM, Heath, Tom <Tom.Heath@duke-energy.com> wrote:

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALTY AGREEMENT ***

Please find the outline and budget for Shutts and Bowen attached.

TJH

From: Heath, Tom

Sent: Thursday, November 19, 2015 11:43 AM

To: Triplett, Dianne; 'hschoenblum@saberpartners.com'; Lucas, Bob; 'psutherland@saberpartners.com'; Buckler, Bryan; Portuondo, Javier J; 'rfabian@saberpartners.com'; 'jfichera@saberpartners.com'; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)

Subject: RE: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Sensitivity: Confidential

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALTY AGREEMENT ***

Please find outline and budget for Hunton & Williams' capital markets phase engagement. Shutts and Bowen's information related to Florida law opinions to come

TJH

From: Triplett, Dianne

Sent: Monday, November 09, 2015 2:42 PM

To: Heath, Tom; 'hschoenblum@saberpartners.com'; Jordening, Crystal M; Lucas, Bob; 'psutherland@saberpartners.com'; Buckler, Bryan; Portuondo, Javier J; 'rfabian@saberpartners.com'; jfichera@saberpartners.com; Brian Maher (bamaher55@gmail.com); Mike Fitzpatrick (H&W); Wyckoff, Sandy; Adam O'Brian (H&W)

Subject: Legal Strategy Outline and Budget - CONFIDENTIAL ATTACHMENT

Sensitivity: Confidential

*** CONFIDENTIAL, SUBJECT TO CONFIDENTIALITY AGREEMENT ***

All,

Per the email I just sent, see attached confidential document.

Dianne

<20900473_1_(TPADOCS)_Memorandum re Legal Services Status and Budget
Esti.....pdf>

<mime-attachment>

Triplett, Dianne**CONFIDENTIAL**

From: Triplett, Dianne
Sent: Tuesday, November 24, 2015 10:46 AM
To: Joseph S. Fichera
Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher; Triplett, Dianne
Subject: RE: Outstanding Items/Deliverables

Joseph,

Thank you for the additional information about the budget for these matters going forward. Can you provide the templates you reference (I think you mean that a template has been provided for a budget and for tracking costs)? I want to make sure I have them so I can create the budget going forward.

Regarding the precedent for uncapped legal expenses, we agree with you that legal expenses (or any type of expenses) should never be uncapped. There should always be something to ensure that costs are reasonably and prudently incurred. With respect to the Sidley bills, we did not propose nor are we suggesting that the Commission approve bills that are uncapped. While we did not have a formal system in place like what we have for matters subject to our form engagement letter, we always intended that their invoices would be reviewed rigorously to determine if the incurred charges were consistent with the scope of work set forth in DEF's contract with Morgan Stanley for structuring advisor services. We are going through that process of thorough review and vetting right now, and we will share the results of that review when it is complete. In addition, given your well-taken comment below about the importance of tracking the budget and expenses in a written manner, we will employ that system going forward and request that Sidley provide a budget against which their future charges can be tracked.

I will discuss with Rosanne filing the confidential information with the Commission.

Thanks,
Dianne

From: Joseph S. Fichera [mailto:jfichera@saberpartners.com]
Sent: Friday, November 20, 2015 3:19 PM
To: Triplett, Dianne
Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher
Subject: Re: Outstanding Items/Deliverables

Dianne

Thank you for the detail. We will review and discuss with our client.

We do believe a budget should be in writing and costs tracked in writing. Phases within broad categories are useful management tools. We have provided a template for both. Prudence dictates that approvals may be communicated orally but should be confirmed in writing. This will avoid confusion and disagreements in the future, if any. Since these costs are expected to be part of issuance costs, and to be able to review the record appropriately, we will rely on written communications only and hope you can adjust your process accordingly for an appropriate audit trail. It may too difficult to reconstruct oral communications which we may not be

aware of or be a part of in the joint decision making process regarding structuring the bonds and the creation of marketing documents.

We look forward to the additional documentation and assembling a complete record.

Finally, we also are looking for the precedent for uncapped legal expenses for a structuring advisor. As previously indicated, we are not aware of any precedent in utility securitization. Clearly, while we are not aware of any, there may be precedent and hope you will forward such to us for review.

Please forward the materials and communications to the Commission per standard protocols.

Best regards,

j

On Nov 20, 2015, at 2:37 PM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

CONFIDENTIAL SUBJECT TO CONFIDENTIALITY AGREEMENTS

Joseph,

With respect to the confidentiality, we do not waive the confidentiality of the documents. However, if you want to provide these confidential documents and this discussion to the Commission, there are ways to do so and maintain that confidentiality. Please let me know and I will handle.

With respect to the items you have detailed below, I have responded to each one of them separately for clarity.

1. [REDACTED] There are three matters involved – the first Hunton and Williams matter (regarding the financing order), the second H&W matter (regarding the capital markets phase) and the Shutts and Bowen matter regarding the Florida opinions. For the first and last matters, [REDACTED] because there are not distinguishable phases. The first H&W matter involved assistance in obtaining a financing order. The Shutts matter involves providing Florida opinions. There are no phases. With respect to the second H&W matter, it may make sense to separate that matter into 2 phases – the opinion phase and the remaining SEC/registration work. We will follow up with H&W to get that breakdown; however, I would note that some work (for example, participation on the bond team) may apply to both phases, so a complete breakdown between phases may not be completely accurate.
2. [REDACTED] We believe that the documents provided to you already (and that which is forthcoming from Shutts) contain [REDACTED] Again, I would ask that you provide specifics as to the [REDACTED]
3. [REDACTED] Like #2, we believe the documents contain the [REDACTED] (for example, the financing order matter includes the scope of work intended to successfully obtain the financing order). So I would again ask that you provide specifics as to the strategy. This is also a good opportunity to explain that these engagement letters are generic and apply to all matters opened within the legal department. The requirement for [REDACTED] makes more sense with other types of matters than with the matters involving this transaction. For example, if the matter is a litigation, it can be important to identify the number of depositions to be taken, whether to pursue expense subpoenas out of

state, etc. Or if there is a labor dispute, there may be strategy to try and prevent a grievance or, if that is unsuccessful, perhaps a new strategy or phase once an arbitration or lawsuit has been filed. By contrast, these matters are more straightforward – obtain a financing order, issue opinions of law, pursue registration statement.

4. [REDACTED] The billing rates for all H&W and Shutts attorneys are contained on Exhibit C to the engagement letters – you have those rates. Regarding the list of particular attorneys and paralegals to be working on the matter, the second H&W document and the forthcoming Shutts document will include a separate list. Regarding the financing order H&W matter, because we had the list of approved rates, we were comfortable with receiving verbal confirmation as to who would be working on the matter. Those individuals are reflected on the invoices, and to the extent there were times when other attorneys were brought in to work on the matter, those instances were cleared verbally with me.
5. [REDACTED] Not applicable – there have been no outside consultants or witnesses hired by H&W or Shutts in connection with these matters.
6. [REDACTED] Not applicable – each of these matters will be completed within 12 months of their commencement.
7. [REDACTED] The first revision is not applicable because the matter is less than 12 months. With respect to the second, this is only applicable to the H&W financing order matter. The budget was increased and those increases were communicated via email. The emails are attached. (Please note that although one of the emails contains an attorney client privileged designation, the emails are actually not privileged.) Furthermore, there has been verbal communication throughout the engagement regarding the status of actuals versus budget.
8. [REDACTED] See response to #7. All invoices approved to date have been approved by the assigned Duke Energy Attorney. There is no requirement that the approval be given in writing, nor is there any requirement that the costs be tracked in writing.

Thanks,
Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]

Sent: Thursday, November 19, 2015 1:54 PM

To: Triplett, Dianne

Cc: Heath, Tom; Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher

Subject: Re: Outstanding Items/Deliverables

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

Dianne,

With all due respect and deference, we reviewed the engagement letter again. The engagement letter is specific about the Budget and Strategy Outline as a way to manage legal expenses. Also, the engagement letter indicates that [REDACTED]

[REDACTED] I am not sending this to Commission because server issue and

confidentiality unless you are willing to waive confidentiality on this topic. Please advise. I have also deleted Hunton from this discussion string since it concerns our oversight of them.

Duke has negotiated an excellent engagement letter and we wish to work in co and cooperative manner to oversee expenses and maintain the lowest overall issuance expense. If we cannot use the tools already available to us through Duke's excellent negotiated terms and conditions (with respect to legal counsel at least, we reserve judgement concerning other engagement letters pending further information), it would be disappointing.

Here is the specifics from then engagement letter (numbers added) The plain English language says as follows

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(Not provided. [REDACTED])

[REDACTED]

(Not provided. [REDACTED])

[REDACTED]

[REDACTED]

[REDACTED]

(If matter not anticipated for one year, not applicable.)

[REDACTED]

[REDACTED]

(Not provided.)

[REDACTED]

(Not provided. Note [REDACTED])

[REDACTED]

Thank you for attention to this matter as we proceed on this transaction.

Best regards,

j

On Nov 19, 2015, at 9:45 AM, Triplett, Dianne <Dianne.Triplett@duke-energy.com> wrote:

Joseph,

With respect to the document already provided, that is the document we have and we believe that it fulfills the "Budget and Strategy Outline" requirement in the engagement letter. The forthcoming documents will be similar to this first document. We believe the form and substance of these documents are fully consistent with and meet the spirit of the engagement letter. However, with respect to charges that have already been incurred, if you think the documents provided are somehow deficient such that they have resulted in some excess cost, please identify with specificity the particular line item/time entry that you feel has been inappropriately charged and further explain how some different form of "Budget and Strategy Outline" would have prevented the excess cost from being incurred. Similarly, if you think the documentation is not sufficient such that costs that have not yet been incurred could be excessive, please tell us with specificity what particular language, additional detail, or narrative you think should be added to the documentation that will prevent potentially excessive costs to be incurred.

Thanks,
Dianne

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Wednesday, November 18, 2015 6:52 PM
To: Heath, Tom
Cc: Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Triplett, Dianne; Adam O'Brian (H&W) ; Michael F. Fitzpatrick Jr; Andrew Maurey; Paul Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening, Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher; Mark Cicchetti
Subject: Re: Outstanding Items/Deliverables

Thank you very much for this. It is very helpful and we seem to to be making progress.

With all due respect, on item #3 we have not received on 11/6 information as described in the engagement letters which is VERY specific. I have written Dianne twice on this topic and received no response. A cost estimate is not "Budget and Strategy Outline" as per the engagement letters. A cost estimate triggers the development of a Budget and Strategy Outline. If Saber is not correct in reading the specifics of the contract please educate us.

Thank you for your consideration.

Best regards,

J

Joseph S. Fichera
 Senior Managing Director &
 Chief Executive Officer
 Saber Partners, LLC
 44 Wall Street
 New York, NY 10005
 212-461-2370

On Nov 18, 2015, at 4:38 PM, Heath, Tom <Tom.Heath@duke-energy.com> wrote:

See comments below on the items assigned to DEF.

On 10/29 we submitted list of co-manager candidates to the bond team. Are any additional firms you would like to include in that list?

1. **Evaluation of rating agency fees coming under Duke umbrella versus one off transaction**
 - DEF – we're working through an analysis of fees under the umbrellas but do have some concerns about going this route. Will layout the analysis, concerns, and an alternative proposal on how to proceed on the next bond team call (Tuesday 11/24)
 - **What were fee concessions of agencies in past transactions (Morgan Stanley) 5 bps to 4.75 bps? Other?**
2. **Draft Rating Agency presentation (Morgan Stanley)**
 - DEF – this is my court not MS. I'm working on the slides based on an outline from MS; estimating about half way through. Can provide further update on the bond team call and talk about process for review by the team
3. **"Strategy and Budget Outlines" per item #6 "Budget" in counsel engagement letters**
 - DEF – H&W financing order phase documentation provided by Dianne on 11/9. H&W issuance phase and Shuts documentation are being finalized
4. **Budget tracking excel for all up-front costs (due Nov 15)**
 - DEF – During the 10/28 bond team meeting Bryan laid out a plan for cost reporting. We committed to providing cumulative costs through 9/30 by 11/15. We provided information through 9/30 ahead of schedule on 11/6. We also committed to providing ongoing monthly tracking of expenses by the end of the following month (i.e. amounts through 10/31 by 11/30). We provided costs through 10/31 ahead of schedule today.
5. **Precedent for Structuring Advisor to have uncapped out-of-pocket legal expenses in utility securitization**

6. **Structuring Advisor's Sidley bill (reference \$300,000 from 10/22/15 meeting) Line item detail**
 - DEF – (for 5-6): The Sidley bill hasn't been reviewed internally and processed for payment yet. I would expect it to hit November accounting. Invoice will include sufficient detail to track back to structuring advisor engagement letter tasks.
7. **Duke's pick for joint bookrunner**
 - DEF – During the 11/12 call related to feedback we received from potential underwriters to date, we agreed to have a follow up call with representatives of the bond team and Goldman Sachs, Bank of America (initial call), and Citi. Once we have agreement on the underwriter RFI and performance based compensation documents we can share them with those banks and schedule calls with them
8. **Comments on "Request for Information" for co-managers**
 - DEF – Comments on the RFI and performance based compensation document were sent by Bryan on 11/15. Awaiting feedback from bond team members. Can discuss on the 11/24 bond team call or sooner
9. **Basis for not needing competitive process for selection of other transaction participants eg trustee, others. What can justify not using a competitive process?**
 - DEF – During the 10/28 bond team meeting call we recall Saber indicating that RFPs were not necessarily required for other transaction participants. The conversation indicated that in situations where we have existing relationships and are able to leverage pricing (indenture trustee, LLC independent manager, etc.) we could avoid an RFP process if we can demonstrate quoted fees for those services are in line with or better than recent utility securitization transactions. However, if that is not your current thinking just say the word and we can go the RFP route.
10. **NDA Guggenheim**
 - DEF – we've been trading comments with Guggenheim's legal team. It's in our court to arrange a call with Guggenheim to finalize
11. **Identification of specific practical purpose or circumstance of default in DEF service territory**
 - DEF – on the last bond team call Bryan committed to having a conclusion on this the week of 11/30. We're on track
12. **S-1 draft registration statement (Hunton & Williams)**
 - Hunton is working and will incorporate final financing order terms into the draft. Likely the week after Thanksgiving before they have a draft to DEF for review

TJH

From: Joseph S. Fichera [<mailto:jfichera@saberpartners.com>]
Sent: Thursday, November 12, 2015 9:10 AM
To: Heath, Tom

Cc: Buckler, Bryan; Portuondo, Javier J; Lucas, Bob; Triplett, Dianne;
 "Adam O'Brian (H&W)"; Michael F. Fitzpatrick Jr; Andrew Maurey; Paul
 Sutherland; Hyman Schoenblum; rfabian@saberpartners.com; Jordening,
 Crystal M; Wyckoff, Sandy; Michael Noel; Dean Criddle; Brian Maher;
 Mark Cicchetti
Subject: Outstanding Items/Deliverables
Importance: High

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 open attachments or click links from unknown senders or
 unexpected email. ***
 All

To keep us on track, especially as the holidays are approaching, I thought it
 would be useful summarize the outstanding items and whose court the
 proverbial ball is in. Please feel free to add to list and comment.

Due from Saber/Commission to Duke

1. Comments on transaction documents
 - o Indenture
 - o LLC Agreement
 - o Administration Agreement
 - o Servicing Agreement
 - o Other
2. Memorandum on removal of "sf" subscript for rating
3. Reaction to performance base fee comments - new draft

Due from Duke to Saber/Commission

1. Evaluation of rating agency fees coming under Duke
 umbrella versus one off transaction
 - o What were fee concessions of agencies in past
 transactions (Morgan Stanley) 5 bps to 4.75 bps?
 Other?
2. Draft Rating Agency presentation (Morgan Stanley)
3. "Strategy and Budget Outlines" per item #6 "Budget" in counsel
 engagement letters
4. Budget tracking excel for all up-front costs (due Nov 15)
5. Precedent for Structuring Advisor to have uncapped out-of-pocket legal
 expenses in utility securitization
6. Structuring Advisor's Sidley bill (reference \$300,000 from 10/22/15
 meeting) Line item detail
7. Duke's pick for joint bookrunner
8. Comments on "Request for Information" for co-managers
9. Basis for not needing competitive process for selection of other
 transaction participants eg trustee, others. What can justify not using a
 competitive process?
10. NDA Guggenheim
11. Identification of specific practical purpose or circumstance
 of default in DEF service territory

12. S-1 draft registration statement (Hunton & Williams)

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<CONFIDENTIAL.PDF>

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REDACTED

Header Information

Invoice Number: 105027175**Vendor:** Hunton & Williams LLP**Invoice Date:** 6/23/2015**Received Date:** 6/23/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 5/1/2015**Billing End Date:** 5/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	6/23/2015	Rates Verified By		Routed to Atty	6/23/2015
Received Approved Invoice Date		Sent to AP	6/24/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00021

				% of Total Fees
C100 Fact Gathering	\$	5.40	\$	7%
C200 Researching Law	\$	2.80	\$	4%
C310 Client Counsel - Agreements	\$	1.90	\$	3%
C312 Client Counsel - Stat/Reg/Judicial	\$	68.60	\$	87%
Fee Total:			\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 32 of 32

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32704711	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.80	\$	\$0.00	\$
Description: Telephone conference with D. Tripplett to discuss proposed statute and petition process									
32712813	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.50	\$	\$0.00	\$
Description: Review final statute regarding petition process									
32712820	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	2.50	\$	\$0.00	\$
Description: Review statute and prior petitions in order to prepare Petition for Financing Order									
32712822	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	4.00	\$	\$0.00	\$
Description: Draft outline for Petition									
32712823	6/24/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$	2.30	\$	\$0.00	\$
Description: Review prior Florida petitions/testimony									
32712825	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	4.30	\$	\$0.00	\$
Description: Draft outline for testimony in connection with Petition									
32723509	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	0.30	\$	\$0.00	\$
Description: Telephone conference with D. Triplett to discuss Petition									
32723510	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.20	\$	\$0.00	\$
Description: Draft outline of petition and testimony									

CR3BondTeam00022

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32723511	6/24/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Researched Florida precedent									
32723514	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.30	\$██████	\$0.00	\$██████
Description: Start draft of Financing Order									
32723517	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Revise Petition outline									
32723518	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	5.80	\$██████	\$0.00	\$██████
Description: Continue to draft Financing Order									
32723519	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Review draft calendar									
32727481	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.50	\$██████	\$0.00	\$██████
Description: Review Florida statute and prepare calendar outlining key dates and times for upcoming Duke Energy Florida securitization									
32727482	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
Description: Review Florida statute and prepare calendar outlining key dates and times for upcoming Duke Energy Florida securitization									
32727491	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.50	\$██████	\$0.00	\$██████
Description: Update transaction calendar									
32729573	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Finalize Petition Outline									
32729574	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Finalize Testimony Outline									
32729575	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.90	\$██████	\$0.00	\$██████
Description: Continue to draft form on Financing Order									
32737965	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.30	\$██████	\$0.00	\$██████
Description: Continue to draft Financing Order									
32737967	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.20	\$██████	\$0.00	\$██████

CR3BondTeam00023

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Continue to draft Financing Order								
32741413	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.80	\$████	\$0.00	\$████
	Description: Continue to draft Financing Order								
32749550	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.30	\$████	\$0.00	\$████
	Description: Draft sections of Financing Order								
32754920	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.50	\$████	\$0.00	\$████
	Description: Review draft financing order in advance of call with the Company								
32754923	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Telephone call with Company to discuss financing order application process and testimony requirements								
32775067	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.00	\$████	\$0.00	\$████
	Description: Telephone conference with working group to discuss testimony outline								
32775068	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference D. Triplett to discuss testimony								
32775069	6/24/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.90	\$████	\$0.00	\$████
	Description: Review RFP Financial Advisor issues								
32775070	6/24/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review IRS Rev. Proc. issues								
32775075	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Petition								
32775076	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.50	\$████	\$0.00	\$████
	Description: Review Petition issues								
32775077	6/24/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Petition								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
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CR3BondTeam00024

Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105027603**Vendor:** Hunton & Williams LLP**Invoice Date:** 7/14/2015**Received Date:** 7/21/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 6/1/2015**Billing End Date:** 6/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	7/21/2015	Rates Verified By		Routed to Atty	7/21/2015
Received Approved Invoice Date		Sent to AP	7/29/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00026

				% of Total Fees
C100 Fact Gathering	\$	10.70	\$	9%
C200 Researching Law	\$	3.80	\$	3%
C310 Client Counsel - Agreements	\$	52.40	\$	31%
C312 Client Counsel - Stat/Reg/Judicial	\$	71.80	\$	58%
		Fee Total:	\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 50 of 50

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32797632	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.80	\$	\$0.00	\$
Description: Review CR3 May 22nd Petition and Testimony									
32797633	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.50	\$	\$0.00	\$
Description: Update draft petition for nuclear asset-recovery financing order									
32797840	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	1.00	\$	\$0.00	\$
Description: Draft indenture									
32797843	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	7.30	\$	\$0.00	\$
Description: Draft indenture									
32797844	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	2.50	\$	\$0.00	\$
Description: Draft indenture and other operative documents									
32803284	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.80	\$	\$0.00	\$
Description: Draft updates to Petition									
32803285	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	2.70	\$	\$0.00	\$
Description: Draft updates/revisions to draft Financing Order									
32811813	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Draft form of indenture									

CR3BondTeam00027

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32811816	7/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	1.00	\$██████	\$0.00	\$██████
	Description: Research ability to issue multiple series of bonds off a single financing order								
32811817	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	3.50	\$██████	\$0.00	\$██████
	Description: Draft form of operative documents								
32813310	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.40	\$██████	\$0.00	\$██████
	Description: Draft revision to Financing Order								
32813311	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.80	\$██████	\$0.00	\$██████
	Description: Draft revision to draft Petition								
32813315	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Review Petition draft and Testimony								
32813318	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
	Description: Review /draft Financing Order/Testimony/Petition								
32819490	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
	Description: Revise draft Petition and Financing Order								
32819495	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.30	\$██████	\$0.00	\$██████
	Description: Attention to Financing Order								
32826200	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	3.20	\$██████	\$0.00	\$██████
	Description: Draft forms of transaction documents								
32826201	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	3.30	\$██████	\$0.00	\$██████
	Description: Draft forms of transaction documents								
32826212	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Draft Administration Agreement								
32829486	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.50	\$██████	\$0.00	\$██████
	Description: Attention to Petition and Financing Order								
32838343	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.50	\$██████	\$0.00	\$██████
	Description: Draft Petition/Testimony								

CR3BondTeam00028

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32838346	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Draft orders/changes to Petition, Testimony and Financing Order									
32838348	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
Description: Draft revisions to Petition and Financing Order									
32845241	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	7.30	\$██████	\$0.00	\$██████
Description: Draft testimony									
32855693	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	7.00	\$██████	\$0.00	\$██████
Description: Continued to draft and outline testimony									
32855696	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	8.00	\$██████	\$0.00	\$██████
Description: Continued to draft testimony									
32855697	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Telephone conference with D. Triplett to discuss testimony									
32855699	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	8.70	\$██████	\$0.00	\$██████
Description: Continued to draft testimony									
32855700	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Lucas to discuss underwriter's counsel, Opinions and Operative documents									
32855701	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.60	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Buckler, T. Heath and D. Triplett to discuss hedging strategy and timing									
32861460	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	6.40	\$██████	\$0.00	\$██████
Description: Finalize drafts of testimony									
32861461	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Review opinion issues with B. Lucas									
32861462	7/29/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	0.80	\$██████	\$0.00	\$██████
Description: Attention to opinion requirements									
32867290	7/29/2015	Fee	C200 Researching Law	Felz, Kevin C	\$██████	0.90	\$██████	\$0.00	\$██████
Description: Review security interest opinions in opinion matrix/discuss with M. Fitzpatrick									

CR3BondTeam00029

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32867294	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	6.50	\$██████	\$0.00	\$██████
Description: Draft transaction documents									
32867295	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	7.30	\$██████	\$0.00	\$██████
Description: Draft form of sales agreement									
32867298	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
Description: Draft form of servicing agreement									
32867299	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	2.50	\$██████	\$0.00	\$██████
Description: Draft form of servicing agreement									
32867300	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	1.50	\$██████	\$0.00	\$██████
Description: Draft form of servicing agreement (1.0); revise appendix A (.5)									
32869781	7/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.90	\$██████	\$0.00	\$██████
Description: Review Testimony									
32869782	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.60	\$██████	\$0.00	\$██████
Description: Telephone conference with Bryan Buckler and Treasury team to discuss Interest Rate Lock/Option									
32869783	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Lucas to discuss opinions									
32869784	7/29/2015	Fee	C200 Researching Law	Fitzpatrick, Michael F	\$██████	1.10	\$██████	\$0.00	\$██████
Description: Review list of transaction opinions									
32869785	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.80	\$██████	\$0.00	\$██████
Description: Review Florida Counsel Opinions									
32871741	7/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	0.70	\$██████	\$0.00	\$██████
Description: Participate on kick-off call									
32879704	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Several telephone conferences with B. Lucas, D. Triplett and Shutt attorneys to discuss Florida opinions									
32879705	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	0.70	\$██████	\$0.00	\$██████

CR3BondTeam00030

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
Description: Attend organizational call									
32879706	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
Description: Compile Florida law opinions									
32879707	7/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	3.70	\$████	\$0.00	\$████
Description: Review Indenture									
32917395	7/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
Description: Telephone conference with K. Felz to discuss opinion									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5					

CR3BondTeam00031

			Operating Unit 5	Resource Type 5	
Allocation % 5		Allocated Amount 5			

REDACTED

Header Information

Invoice Number: 105028164**Vendor:** Hunton & Williams LLP**Invoice Date:** 8/18/2015**Received Date:** 8/19/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 7/1/2015**Billing End Date:** 7/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	8/19/2015	Rates Verified By		Routed to Atty	8/19/2015
Received Approved Invoice Date		Sent to AP	8/25/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00033

				% of Total Fees
C100 Fact Gathering	\$	28.60	\$	8%
C310 Client Counsel - Agreements	\$	18.30	\$	6%
C312 Client Counsel - Stat/Reg/Judicial	\$	65.50	\$	19%
C350 Contract/Form Development	\$	261.30	\$	67%
Fee Total: \$				

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:				\$

Line Items

View: All Line Items

Line Items 1 - 118 of 118

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32900941	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.50	\$	\$0.00	\$
Description: Telephone conference with M. Covington and C. Jordening to discuss Accounting testimony									
32900942	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	4.50	\$	\$0.00	\$
Description: Review draft Indenture									
32900943	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	3.00	\$	\$0.00	\$
Description: Review Sale Agreement, Admin Agreement and Indenture									
32900944	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.00	\$	\$0.00	\$
Description: Telephone conference with working group to discuss petition issues									
32900945	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	2.60	\$	\$0.00	\$
Description: Several telephone conferences/correspondence with Morgan Stanley and Sidley to discuss petition issues									
32900946	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	3.60	\$	\$0.00	\$
Description: Review prior Florida securitization docket									
32900947	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$	1.30	\$	\$0.00	\$
Description: Review prior Florida securitization docket									

CR3BondTeam00034

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32900948	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
	Description: Review Indenture and Sale Agreement								
32902231	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Work with Morgan Stanley and Sidley on petition issues								
32902232	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	1.00	\$██████	\$0.00	\$██████
	Description: Participate on telephone call to discuss status of transaction								
32902233	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.50	\$██████	\$0.00	\$██████
	Description: Draft form of IAL (1.2); draft transaction documents (2.0); review proposed letter to the Commission regarding FA (1.0); review and draft form of Financing Order (5.3)								
32905530	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.30	\$██████	\$0.00	\$██████
	Description: Several telephone conferences with D. Triplett, T. Heath, Bryan Buckler, Javier Portuondo and Marcia Olivier to discuss Petition and Financing Order								
32905531	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	7.00	\$██████	\$0.00	\$██████
	Description: Review Indenture and Servicing Agreement								
32908504	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.10	\$██████	\$0.00	\$██████
	Description: Analysis of issues concerning securitization and communications with counsel								
32910727	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	8.70	\$██████	\$0.00	\$██████
	Description: Finalize drafts of transaction documents (6.6); begin draft of IAL (1.2); review and update financing order (.9)								
32910728	8/25/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Participate on weekly status call								
32910729	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	11.00	\$██████	\$0.00	\$██████
	Description: Draft IAL (3.2); revise financing order (7.8)								
32910730	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Participate on call to discuss the financing order								

CR3BondTeam00035

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32910731	8/25/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Participate on call to discuss remittance procedures with Duke accounting									
32910732	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	10.60	\$██████	\$0.00	\$██████
Description: Revise financing order with comments from Morgan Stanley (7.8); review IAL to conform to new standard for certification (1.8); review LLC agreement precedent for DE counsel (1.0)									
32910733	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Telephone call with D. Triplett to discuss status and strategy for completing financing order petition									
32910734	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	10.70	\$██████	\$0.00	\$██████
Description: Revise financing order with comments from Sidley (6.0); revise IAL (1.1); review transaction documents against changes in the financing order and FPL precedent (3.6)									
32911759	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.90	\$██████	\$0.00	\$██████
Description: Analysis of transaction and opinion issues and communications with counsel									
32913253	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Review drafts of the operative documents against the FPL operative documents as well as the draft financing order									
32914419	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.50	\$██████	\$0.00	\$██████
Description: Review draft Issuance Advice Letter									
32914420	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Several telephone conferences with Morgan Stanley and Sidley to discuss Financing Order									
32914421	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Review draft Servicing Agreement									
32914422	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Review draft Financing Order									
32914423	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████

CR3BondTeam00036

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Attend telephone conference with working group to discuss Financing Order								
32914424	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Several additional telephone conferences with Sidley								
32914425	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.60	\$████	\$0.00	\$████
	Description: Telephone conference with Richards Layton and B. Lucas to discuss Delaware LLC								
32914426	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	8.50	\$████	\$0.00	\$████
	Description: Revise draft of Financing Order								
32914427	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.60	\$████	\$0.00	\$████
	Description: Attention to testimony								
32914428	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review hedging settlement and interrogatories								
32914429	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.40	\$████	\$0.00	\$████
	Description: Review comments on Financing Order								
32914430	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review draft of Issuance Advice letter								
32914431	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.30	\$████	\$0.00	\$████
	Description: Draft changes to Financing Order								
32914432	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Several telephone conferences with Michael Covington to discuss Servicing Agreement issues								
32914433	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.10	\$████	\$0.00	\$████
	Description: Telephone conference with J. Harbour to discuss structure								
32914434	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.60	\$████	\$0.00	\$████
	Description: Telephone conferences with D. Triplett to discuss Petition								
	8/25/2015	Fee			\$████	0.80	\$████	\$0.00	\$████

CR3BondTeam00037

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32914435			C310 Client Counsel - Agreements	Fitzpatrick, Michael F					
	Description: Telephone conference with D. Triplett to discuss Hedging Settlement								
32914436	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review Hedging Stipulation								
32914437	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	6.80	\$████	\$0.00	\$████
	Description: Review revise Financing Order								
32914438	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with J. Harbour to discuss Servicing Agreement and Opinion								
32914439	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.50	\$████	\$0.00	\$████
	Description: Review testimony								
32917293	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	7.70	\$████	\$0.00	\$████
	Description: Participate on phone call with Duke, Morgan Stanley and Sidley to discuss the financing order								
32917294	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	5.80	\$████	\$0.00	\$████
	Description: Revise drafts of the operative documents (2.6); revise draft of the financing order (3.2)								
32925262	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.10	\$████	\$0.00	\$████
	Description: Analysis of transaction issues and communications with counsel								
32925282	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.70	\$████	\$0.00	\$████
	Description: Analysis of transaction issues and communications with counsel								
32925469	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	7.50	\$████	\$0.00	\$████
	Description: Group call to discuss and draft Financing Order								
32925470	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss hedging arrangement								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32925471	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.10	\$██████	\$0.00	\$██████
	Description: Revise Financing Order								
32925473	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	3.20	\$██████	\$0.00	\$██████
	Description: Review hedging stipulation								
32925474	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.20	\$██████	\$0.00	\$██████
	Description: Revise Financing Order								
32925475	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.60	\$██████	\$0.00	\$██████
	Description: Review Morgan Stanley testimony								
32925476	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	0.80	\$██████	\$0.00	\$██████
	Description: Several telephone conferences with E. Tashman and D. Triplett to discuss Financing Order								
32925477	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.40	\$██████	\$0.00	\$██████
	Description: Telephone conference with C. Jordening to discuss testimony								
32925478	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.00	\$██████	\$0.00	\$██████
	Description: Attend weekly working group call to discuss document update								
32925479	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	2.40	\$██████	\$0.00	\$██████
	Description: Review Hedging stipulation								
32925480	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	1.40	\$██████	\$0.00	\$██████
	Description: Review revise Hedging presentation								
32925481	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	0.80	\$██████	\$0.00	\$██████
	Description: Telephone conferences to discuss hedging stipulation with D. Triplett, T. Heath, B. Buckler								
32925482	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	5.50	\$██████	\$0.00	\$██████
	Description: Review testimony								

CR3BondTeam00039

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32928876	8/25/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$██████	0.50	\$██████	\$0.00	\$██████
Description: Analysis of transaction issues and communications with counsel									
32931505	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	3.20	\$██████	\$0.00	\$██████
Description: Review Hedging stipulation									
32931506	8/25/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Telephone conferences to discuss Hedging stipulation									
32931507	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.20	\$██████	\$0.00	\$██████
Description: Review testimony									
32931508	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Draft Petition									
32931509	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Review Financing Order									
32931510	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Review revise hedging stipulation									
32931511	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.60	\$██████	\$0.00	\$██████
Description: Review testimony									
32931512	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.40	\$██████	\$0.00	\$██████
Description: Review Petition									
32931513	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.90	\$██████	\$0.00	\$██████
Description: Review draft Financing Order									
32931514	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$7██████	1.80	\$██████	\$0.00	\$██████
Description: Review draft Petition									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32931515	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	2.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review testimony								
32931518	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	2.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review testimony								
32937474	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$ [REDACTED]	11.30	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Revise financing order after telephone calls with the working group and Duke team (7.5); update drafts of the transaction documents (3.8)								
32937475	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$ [REDACTED]	1.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Participate on weekly update call with the working group								
32937476	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	2.60	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review drafts of the testimony								
32937478	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	4.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review revise drafts of the testimony								
32937479	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	7.60	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Draft petition (4.2); review revise drafts of the testimony (3.4)								
32944184	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	4.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review operative documents								
32944185	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	3.50	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review testimony with working group								
32944186	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	2.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Review Financing Order								
32944188	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$ [REDACTED]	4.50	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Description: Telephone conference with working group to discuss Financing Order								

CR3BondTeam00041

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32944189	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.20	\$██████	\$0.00	\$██████
Description: Review operative documents									
32944190	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$7██████	1.50	\$██████	\$0.00	\$██████
Description: Revise Financing Order									
32944191	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.70	\$██████	\$0.00	\$██████
Description: Telephone conference with working group to review Financing Order									
32944192	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	4.00	\$██████	\$0.00	\$██████
Description: Revise Financing Order									
32944193	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.30	\$██████	\$0.00	\$██████
Description: Revise IAL									
32944194	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Revise/Review Petition									
32944590	8/25/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	1.80	\$██████	\$0.00	\$██████
Description: Several telephone conferences with E. Tashman to discuss Testimony and Financing Order									
32944591	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	2.30	\$██████	\$0.00	\$██████
Description: Telephone conference with B. Buckler, D. Triplett and J. Portuondo to discuss Financing Order									
32944592	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	3.80	\$██████	\$0.00	\$2,407.68
Description: Revise Financing Order									
32944593	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.80	\$██████	\$0.00	\$██████
Description: Review Testimony									
32944594	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	1.10	\$██████	\$0.00	\$██████
Description: Review Petition									

CR3BondTeam00042

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
32948411	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Review and revise financing order									
32948412	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.90	\$██████	\$0.00	\$██████
Description: Participate on telephone calls to discuss the financing order									
32948413	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.80	\$██████	\$0.00	\$██████
Description: Review and revise financing order									
32948416	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	9.50	\$██████	\$0.00	\$██████
Description: Review and revise transaction financing order									
32948417	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	11.80	\$██████	\$0.00	\$██████
Description: Draft revise financing order and IAL									
32948418	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Telephone call to discuss the financing order									
32948420	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	12.80	\$██████	\$0.00	\$██████
Description: Finalize financing order, transaction documents, petition and testimony for filing									
32948421	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
Description: Telephone call with B. Buckler, D. Triplett, J. Portuondo and M. Fitzpatrick to go over the final version of the financing order									
32948423	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$██████	5.50	\$██████	\$0.00	\$██████
Description: Finalize financing order and transaction documents									
32963490	8/25/2015	Fee	C350 Contract/Form Development	Papaspanos, John	\$██████	3.00	\$██████	\$0.00	\$██████
Description: Revise certain transaction documents to ensure that they are in proper form for filing									
32968788	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	4.20	\$██████	\$0.00	\$██████

CR3BondTeam00043

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Participate on weekly update call (1.2); review testimony from FPL transaction in anticipation of responding to discovery questions (3.0)								
32968794	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone call with D. Triplett to discuss closing date and when the charge can be implemented and how to address the gap between the two								
32979648	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	3.50	\$████	\$0.00	\$████
	Description: Review final version of financing order								
32979649	8/25/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review servicing agreement								
32979650	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Review petition								
32982395	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conferences with working group to discuss Petition and regulatory schedule								
33023223	8/25/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review certain specific aspects of the transaction with Morgan Stanley and Duke								
33023224	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.70	\$████	\$0.00	\$████
	Description: Telephone call with B. Lucas to discuss his comments to the financing order (.4); telephone call with D. Triplett to discuss financing order (.3)								
33023225	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	7.20	\$████	\$0.00	\$████
	Description: Revise financing order based on comments received								
33023226	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	6.60	\$████	\$0.00	\$████
	Description: Review draft of the financing order								
33023227	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	3.10	\$████	\$0.00	\$████
	Description: Draft petition								
33023228	8/25/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████

CR3BondTeam00044

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
Description: Telephone call with J. Harbour to discuss bankruptcy issues around monthly remittances									
33023229	8/25/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	0.90	\$	\$0.00	\$
Description: Review testimony									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105028898**Vendor:** Hunton & Williams LLP**Invoice Date:** 9/22/2015**Received Date:** 9/22/2015**Project:** CR3 FPSC Securitization
Financing Order-2015-ISS-
011701**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/1/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION ADVICE

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	CR3 FPSC Securitization Financing Order-2015-ISS- 011701	Invoice Type	Electronic
Invoice Creation Date	9/22/2015	Rates Verified By		Routed to Atty	9/22/2015
Received Approved Invoice Date		Sent to AP	9/29/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00046

				% of Total Fees
C100 Fact Gathering	\$	3.00	\$	2%
C200 Researching Law	\$	18.20	\$	10%
C310 Client Counsel - Agreements	\$	1.30	\$	1%
C312 Client Counsel - Stat/Reg/Judicial	\$	127.20	\$	87%
Fee Total:			\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 82 of 82

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001638	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
Description: Review regulatory calendar									
33001642	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	0.50	\$	\$0.00	\$
Description: Attend weekly call with working group									
33001649	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	1.10	\$	\$0.00	\$
Description: Compile Issues list for Prehearing Conference									
33006809	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.90	\$	\$0.00	\$
Description: Prepare Prehearing Issues List									
33006812	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$	3.50	\$	\$0.00	\$
Description: Finalize prehearing Issues List									
33006821	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	0.80	\$	\$0.00	\$
Description: Weekly update call with working group to discuss the status of the transaction									
33006824	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$	2.00	\$	\$0.00	\$

CR3BondTeam00047

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Research effects of not complying with 17g-5 and potential liability for the company								
33006830	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review draft of the issues list to be delivered to FPSC Staff								
33006831	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Review and revise issues list to be delivered to Staff								
33014307	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review revised issues list								
33014312	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review staff issues list								
33017350	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Attend Prehearing Issues Conference via telephone with staff and other parties to discuss Issues List								
33017351	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss Issues Lists								
33017352	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Draft proposed changes to issues list								
33027845	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Review interrogatories								
33027849	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Review Interrogatories								
33027850	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Attend telephone conference with working group to discuss interrogatories								
33027851	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$7████	1.40	\$████	\$0.00	\$████

CR3BondTeam00048

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Attend telephone conference with Sidley and Morgan Stanley to discuss interrogatories								
33027852	9/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Research issues presented by interrogatories								
33029490	9/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Review proposed issues list from Staff								
33029493	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	3.20	\$██████	\$0.00	\$██████
	Description: Review and prepare responses regarding the issues list								
33029494	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.80	\$██████	\$0.00	\$██████
	Description: Participate on call with the Company and Morgan Stanley to discuss issue's list in advance of the meeting with Staff								
33029497	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.90	\$██████	\$0.00	\$██████
	Description: Participate on pre-hearing issues list call with Staff, Interveners and Counsel to discuss issues list								
33029498	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.10	\$██████	\$0.00	\$██████
	Description: Prepare revised issues for issues list after pre-hearing issues call								
33029506	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	0.20	\$██████	\$0.00	\$██████
	Description: Telephone call with M. Fitzpatrick to discuss interrogatories and production of document request from Commission Staff								
33048518	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	2.50	\$██████	\$0.00	\$██████
	Description: Review interrogatories and review precedent transactions to prepare responses								
33048519	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.30	\$██████	\$0.00	\$██████
	Description: Telephone call with group to discuss staff interrogatories								
33048520	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	1.50	\$██████	\$0.00	\$██████
	Description: Telephone call with Sidley and Morgan Stanley to discuss staff interrogatories								
33048523	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Research Reg. AB II and Securities Act liability to prepare responses to staff interrogatories								

CR3BondTeam00049

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33048528	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	5.00	\$██████	\$0.00	\$██████
	Description: Research Reg. AB II, Risk Retention Rules, Rule 17g-7 of Exchange Act and Securities Act, as well as precedent documents from 2007 West Virginia transactions to respond to staff interrogatories								
33048529	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.80	\$██████	\$0.00	\$██████
	Description: Review revised draft of the issues list from staff and participate on telephone call with the company to discuss the issues list								
33048530	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	2.90	\$██████	\$0.00	\$██████
	Description: Research 2007 West Virginia transactions to determine how they qualified for S-1 as opposed to being considered AB securities to respond to questions in staff's interrogatories								
33048534	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$██████	3.30	\$██████	\$0.00	\$██████
	Description: Review responses proposed by E. Tashman to staff interrogatories								
33048535	9/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$██████	0.50	\$██████	\$0.00	\$██████
	Description: Review revised issues list in advance of pre-hearing issues call with Staff								
33048536	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$██████	2.00	\$██████	\$0.00	\$██████
	Description: Participate on pre-hearing issues call with staff and follow-up call with D. Triplett								
33048957	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.50	\$██████	\$0.00	\$██████
	Description: Attention to Interrogatories								
33048958	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
	Description: Telephone conference with Triplett to discuss Interrogatories								
33048959	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	0.30	\$██████	\$0.00	\$██████
	Description: Telephone conference with Heath to discuss Interrogatories								
33048960	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	2.50	\$██████	\$0.00	\$██████
	Description: Review revised issues list								
33048963	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$██████	3.10	\$██████	\$0.00	\$██████
	Description: Telephone conference with D. Triplett to discuss Issues List								

CR3BondTeam00050

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33048964	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	3.30	\$████	\$0.00	\$████
	Description: Research answers to interrogatories								
33048965	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Draft responses to interrogatories								
33048966	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conference with Working Group to discuss Issues List								
33048967	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Issues List								
33048969	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.80	\$████	\$0.00	\$████
	Description: Draft responses to interrogatories								
33048971	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.70	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss Issues List								
33048972	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Attend Issues List hearing								
33048973	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Review interrogatories								
33048978	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.80	\$████	\$0.00	\$████
	Description: Several telephone conference with D. Triplett to discuss Certifications and Issue List								
33048979	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review Interrogatories								
33057222	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Telephone conference with working group to discuss Interrogatories								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33057223	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review issues list								
33057225	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	3.80	\$████	\$0.00	\$████
	Description: Attention to drafting/revisions of interrogatories								
33057228	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Several telephone conferences with D. Triplett to discuss RRSSA Amendment								
33057229	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Issues List								
33057230	9/29/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss certifications								
33057231	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss Interrogatories								
33057232	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	5.20	\$████	\$0.00	\$████
	Description: Review and revised Interrogatories								
33057234	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.10	\$████	\$0.00	\$████
	Description: Telephone conferences with working group to discuss Interrogatories								
33057235	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.30	\$████	\$0.00	\$████
	Description: Review revised interrogatories								
33058627	9/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	0.30	\$████	\$0.00	\$████
	Description: Research form difference between S-1 and SF-1								
33058628	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone call with D. Triplett regarding issuance advice letter certification								

CR3BondTeam00052

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33058633	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	4.50	\$████	\$0.00	\$████
	Description: Prepare responses to interrogatories								
33058634	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.30	\$████	\$0.00	\$████
	Description: Participate on weekly call								
33058639	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	9.50	\$████	\$0.00	\$████
	Description: Review proposed amendment to RRSSA and responses to interrogatories								
33058643	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Review interrogatory responses								
33058644	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	2.00	\$████	\$0.00	\$████
	Description: Participate on call with the group to go over interrogatory responses								
33058646	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$████	1.80	\$████	\$0.00	\$████
	Description: Review responses to interrogatories								
33071276	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review RRSSA amendment								
33071277	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with D. Triplett to discuss RRSSA								
33071278	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.70	\$████	\$0.00	\$████
	Description: Telephone conference with Sidley & Morgan Stanley to discuss RRSSA								
33071279	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	0.40	\$████	\$0.00	\$████
	Description: Review Interrogatory answers								
33071280	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$████	2.10	\$████	\$0.00	\$████
	Description: Review comments received on Interrogatories								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33071281	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	1.60	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Review revisions to Second Set of Interrogatories									
33071282	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	1.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Draft revised responses to Interrogatories									
33071283	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	1.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Telephone conference with working group to finalize interrogatories									
33071284	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	0.90	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Review revisions to RRSSA amendment									
33071285	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	Fitzpatrick, Michael F	\$ [REDACTED]	0.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Telephone conference with Florida counsel and D. Triplett to discuss RRSSA amendment									
33086960	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	1.50	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Review draft responses to interrogatories posed by Staff of the FPSC									
33086961	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	4.30	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Review responses to Staff interrogatories									
33086962	9/29/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$ [REDACTED]	1.00	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Review proposed amendment to RRSSA									
33086963	9/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$ [REDACTED]	1.50	\$ [REDACTED]	\$0.00	\$ [REDACTED]
Description: Participate on call with B. Buckler, T. Heath, D. Triplett and M. Fitzpatrick to finalize responses to interrogatories									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	W259-DE Florida State Regulatory	Process 1		Project 1	307749L-CR3 Securization
Activity 1	GENERAL	GL Account 1	0923000-Outside	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside

CR3BondTeam00054

			Services Employed				Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105028984A**Vendor:** Hunton & Williams LLP**Invoice Date:** 9/23/2015**Received Date:** 10/1/2015**Project:** Duke Energy Florida - CR3
Securitization Capital Markets-
2015-ISS-011895**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/1/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION CAPITAL MARKETS

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Duke Energy Florida - CR3 Securitization Capital Markets-2015-ISS-011895	Invoice Type	Electronic
Invoice Creation Date	10/1/2015	Rates Verified By		Routed to Atty	10/1/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGODEF
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00056

				% of Total Fees
C100 Fact Gathering	\$	3.30	\$	8%
C200 Researching Law	\$	4.80	\$	7%
C310 Client Counsel - Agreements	\$	17.00	\$	52%
C350 Contract/Form Development	\$	9.30	\$	30%
C400 Third Party Communication	\$	1.50	\$	4%
Fee Total: \$				

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 32 of 32

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001637	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	1.10	\$	\$0.00	\$
Description: Review Servicing Procedures									
33001639	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	0.40	\$	\$0.00	\$
Description: Review Intercreditor issues									
33001643	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	0.60	\$	\$0.00	\$
Description: Telephone conference with Company to discuss Servicing Agreement									
33001644	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
Description: Review Monthly Servicing remittances									
33001645	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	1.70	\$	\$0.00	\$
Description: Attention to intercreditor issues									
33001648	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$	1.70	\$	\$0.00	\$
Description: Attention to Servicing Agreement									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33001650	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Intercreditor Agreement								
33006810	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Attention to Intercreditor Agreement								
33006815	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	3.00	\$████	\$0.00	\$████
	Description: Review servicing procedures and servicing agreement for necessary changes if the Company uses monthly remittances instead of daily remittances								
33006820	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Research servicing procedures from other relevant precedent in advance of call to discuss options for the Company								
33006822	10/16/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	3.00	\$████	\$0.00	\$████
	Description: Review recent precedent of ABS transactions using monthly remittances and draft revised remittance section to servicing agreement								
33006825	10/16/2015	Fee	C310 Client Counsel - Agreements	O'Brian, Adam R	\$████	1.50	\$████	\$0.00	\$████
	Description: Revise draft of the servicing agreement to allow for monthly remittances								
33014308	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review Servicing Agreement remittance issues								
33014311	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Opinion issues								
33014313	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Florida counsel opinion issues								
33026951	10/16/2015	Fee	C350 Contract/Form Development	Williams, Amy M	\$████	0.50	\$████	\$0.00	\$████
	Description: Review emails regarding Con Law opinion								
33026973	10/16/2015	Fee	C350 Contract/Form Development	Williams, Amy M	\$████	0.80	\$████	\$0.00	\$████
	Description: Discuss constitutional law opinion								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33027844	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Intercreditor issues								
33027846	10/16/2015	Fee	C310 Client Counsel - Agreements	Fitzpatrick, Michael F	\$████	0.30	\$████	\$0.00	\$████
	Description: Telephone conferences with B. Lucas to discuss Intercreditor issues								
33027847	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone conference with A. Williams to discuss opinions								
33029495	10/16/2015	Fee	C400 Third Party Communication	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Respond to opinion questions from Florida counsel								
33029504	10/16/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.80	\$████	\$0.00	\$████
	Description: Telephone call with Hunton opinion committee to discuss to Constitutional Law opinion requirements								
33048531	10/16/2015	Fee	C400 Third Party Communication	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Telephone call with S. Zucker and E. Shenhav of Shutts & Bowen to discuss opinion requirements for local counsel								
33048889	10/16/2015	Fee	C350 Contract/Form Development	Harbour, Jason W	\$████	0.20	\$████	\$0.00	\$████
	Description: Analysis of transaction and opinion issues and communications with counsel								
33048961	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review Florida Opinion Issues								
33048968	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
	Description: Attention to opinions								
33049835	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$████	1.00	\$████	\$0.00	\$████
	Description: Review and analyze Revenue Procedures 2005-65 and 2002-49 and prepare outline of tax diligence items necessary in order to deliver tax opinion in proposed securitization transaction								
33049836	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$████	2.00	\$████	\$0.00	\$████
	Description: Draft tax opinion in connection with proposed securitization pursuant to Revenue Procedure 2005-62								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33049839	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Revise tax opinion per Mr. Tolley's comments and draft tax diligence request list of items to review in connection with delivering such opinion									
33071286	10/16/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$██████	1.20	\$██████	\$0.00	\$██████
Description: Attention to opinions									
33072620	10/16/2015	Fee	C100 Fact Gathering	Page, Anna K	\$██████	0.30	\$██████	\$0.00	\$██████
Description: Review Revenue Procedure allowing securitization under state law and review precedent tax opinions in connection with issuing a tax opinion for proposed securitization									
33072638	10/16/2015	Fee	C200 Researching Law	Page, Anna K	\$██████	1.50	\$██████	\$0.00	\$██████
Description: Review and analyze the Florida legislation permitting dedicated utility rate securitization to determine if the requirements of Revenue Procedure 2005-62 are satisfied									

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772- Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$██████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

CR3BondTeam00060

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 105029323**Vendor:** Hunton & Williams LLP**Invoice Date:** 10/14/2015**Received Date:** 10/27/2015**Project:** Duke Energy Florida - CR3
Securitization Capital Markets-
2015-ISS-011895**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 9/1/2015**Billing End Date:** 9/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

FLORIDA SECURITIZATION CAPITAL MARKETS

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Duke Energy Florida - CR3 Securitization Capital Markets-2015-ISS-011895	Invoice Type	Electronic
Invoice Creation Date	10/27/2015	Rates Verified By		Routed to Atty	10/27/2015
Received Approved Invoice Date		Sent to AP	10/29/2015	Route Code	GCCLTGODEF
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total
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CR3BondTeam00062

				% of Total Fees
C100 Fact Gathering	\$	8.80	\$	13%
C200 Researching Law	\$	9.60	\$	12%
C312 Client Counsel - Stat/Reg/Judicial	\$	0.50	\$	1%
C350 Contract/Form Development	\$	44.20	\$	74%
		Fee Total:	\$	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 49 of 49

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33093043	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	1.30	\$	\$0.00	\$
Description: Attention to opinion issues									
33095962	10/29/2015	Fee	C312 Client Counsel - Stat/Reg/Judicial	O'Brian, Adam R	\$	0.50	\$	\$0.00	\$
Description: Research disclosure requirements for Reg. AB transactions									
33095967	10/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$	1.50	\$	\$0.00	\$
Description: Research disclosure requirements of Reg. AB and the credit risk disclosure included in utility securitizations									
33099992	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	0.80	\$	\$0.00	\$
Description: Attention to disclosure issues									
33099994	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	2.60	\$	\$0.00	\$
Description: Review SF-1/SF-3 disclosure issues									
33100001	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$	3.00	\$	\$0.00	\$
Description: Review and comment on indenture, sale agreement, servicing agreement and administration agreement, review Florida legislation permitting securitization in connection with same (1.0); revise tax opinion based on transaction documents (2.0) Hide Details									
	10/29/2015	Fee			\$	2.00	\$	\$0.00	\$

CR3BondTeam00063

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33100017			C100 Fact Gathering	Page, Anna K					
Description: Analyze transaction documents to determine what elements of Revenue Procedure 2005-62 have been satisfied and what elements are outstanding									
33105821	10/29/2015	Fee	C200 Researching Law	Danon, Samuel A	\$████	0.50	\$████	\$0.00	\$████
Description: Coordination of legal research issues related to constitutional law opinion									
33106525	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.50	\$████	\$0.00	\$████
Description: Legal research into the Contracts Clause and Takings Clause									
33107006	10/29/2015	Fee	C200 Researching Law	Page, Anna K	\$████	0.30	\$████	\$0.00	\$████
Description: Review and revise tax opinion per additional comments from Mr. Tolley									
33110208	10/29/2015	Fee	C100 Fact Gathering	Dreier, Douglas C	\$████	1.60	\$████	\$0.00	\$████
Description: Analysis of the proposed Financing Order and related submissions to the Commission to determine what effect the Contracts Clause and Takings Clause will have									
33113787	10/29/2015	Fee	C350 Contract/Form Development	Tolley, Cary S	\$████	1.30	\$████	\$0.00	\$████
Description: Review new tax opinion draft									
33113789	10/29/2015	Fee	C100 Fact Gathering	Tolley, Cary S	\$████	0.70	\$████	\$0.00	\$████
Description: Review materials									
33116478	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.50	\$████	\$0.00	\$████
Description: Legal research into the Contract Clause									
33120340	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	1.00	\$████	\$0.00	\$████
Description: Legal research into the Contract Clause and Takings Clause									
33120704	10/29/2015	Fee	C350 Contract/Form Development	Dreier, Douglas C	\$████	5.90	\$████	\$0.00	\$████
Description: Prepare formal 19-page opinion on the Contract Clause and Takings Clause									
33131014	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.00	\$████	\$0.00	\$████
Description: Review Constitutional law opinion									
33131015	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.20	\$████	\$0.00	\$████
Description: Telephone conference with B. Lucas to discuss opinions									

CR3BondTeam00064

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33131021	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.30	\$████	\$0.00	\$████
	Description: Review constitutional law opinion								
33131022	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.50	\$████	\$0.00	\$████
	Description: Review prospectus disclosure issues								
33134827	10/29/2015	Fee	C350 Contract/Form Development	O'Brian, Adam R	\$████	0.50	\$████	\$0.00	\$████
	Description: Review draft of constitutional law opinion								
33134829	10/29/2015	Fee	C200 Researching Law	O'Brian, Adam R	\$████	1.00	\$████	\$0.00	\$████
	Description: Researching risk weighting rules								
33134831	10/29/2015	Fee	C100 Fact Gathering	O'Brian, Adam R	\$████	1.20	\$████	\$0.00	\$████
	Description: Research indemnity provisions in proposed servicing agreement and FPL servicing agreement								
33134931	10/29/2015	Fee	C350 Contract/Form Development	Howell, George C	\$████	1.30	\$████	\$0.00	\$████
	Description: Review draft tax opinion regarding cost recovery bonds								
33134932	10/29/2015	Fee	C350 Contract/Form Development	Howell, George C	\$████	0.30	\$████	\$0.00	\$████
	Description: Conference with Mr. Tolley regarding tax opinion								
33139472	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.80	\$████	\$0.00	\$████
	Description: Attention to con law opinion								
33139478	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.40	\$████	\$0.00	\$████
	Description: Review con law opinion								
33148415	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.10	\$████	\$0.00	\$████
	Description: Review disclosure issues								
33148416	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review SF-1/SF-3 issues								

CR3BondTeam00065

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33148417	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.20	\$████	\$0.00	\$████
	Description: Review opinions								
33154552	10/29/2015	Fee	C350 Contract/Form Development	Dreier, Douglas C	\$████	3.60	\$████	\$0.00	\$████
	Description: Revise opinion on Contract Clause and Takings Clause analysis								
33154556	10/29/2015	Fee	C200 Researching Law	Dreier, Douglas C	\$████	0.80	\$████	\$0.00	\$████
	Description: Legal research into preliminary and permanent injunctions in the Eleventh Circuit for a Contract Clause violation								
33155963	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	3.00	\$████	\$0.00	\$████
	Description: Review Constitutional Law opinion								
33155967	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.90	\$████	\$0.00	\$████
	Description: Review tax opinion								
33155968	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	2.20	\$████	\$0.00	\$████
	Description: Review taking clause opinion								
33155969	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.70	\$████	\$0.00	\$████
	Description: Review registration statement disclosure issues								
33170196	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$████	0.30	\$████	\$0.00	\$████
	Description: Review and revise tax opinion per Mr. Fitzpatrick's comments								
33173074	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	0.80	\$████	\$0.00	\$████
	Description: Review Tax opinion								
33173075	10/29/2015	Fee	C100 Fact Gathering	Fitzpatrick, Michael F	\$████	1.60	\$████	\$0.00	\$████
	Description: Review disclosure issues								
33173081	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$████	1.20	\$████	\$0.00	\$████
	Description: Review Con Law opinion								

CR3BondTeam00066

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
33173082	10/29/2015	Fee	C350 Contract/Form Development	Fitzpatrick, Michael F	\$	0.90	\$	\$0.00	\$
	Description: Review disclosure issues								
33174176	10/29/2015	Fee	C100 Fact Gathering	Tolley, Cary S	\$	0.50	\$	\$0.00	\$3
	Description: Review and respond to emails regarding tax opinion								
33180051	10/29/2015	Fee	C100 Fact Gathering	Robson, Patrick	\$	0.40	\$	\$0.00	\$
	Description: Conference with M. Fitzpatrick regarding potential federal securities law exposure in connection with Dedicated Utility Rate Asset-Backed Bond issuance								
33180053	10/29/2015	Fee	C100 Fact Gathering	Robson, Patrick	\$	0.80	\$	\$0.00	\$
	Description: Analyze facts regarding potential liability under federal securities law in connection with Dedicated Utility Rate Asset-Backed Bond Issuance, including relevant testimony before Florida Public Service Commission Hide Details								
33213155	10/29/2015	Fee	C350 Contract/Form Development	Tolley, Cary S	\$	0.30	\$	\$0.00	\$
	Description: Conference call with G. Howell								
33213156	10/29/2015	Fee	C200 Researching Law	Robson, Patrick	\$	0.60	\$	\$0.00	\$
	Description: Analysis of potential federal securities law issues in bond offering								
33213157	10/29/2015	Fee	C200 Researching Law	Robson, Patrick	\$	0.90	\$	\$0.00	\$
	Description: Research regarding Section 11 and 12 claims in connection with Dedicated Utility Rate Asset-Backed or similar bond issuances								
33213158	10/29/2015	Fee	C350 Contract/Form Development	Robson, Patrick	\$	2.30	\$	\$0.00	\$
	Description: Draft analysis of potential securities law liability for both DEF and special purpose entity, as bond issuer, in connection with bond offering								
33213159	10/29/2015	Fee	C350 Contract/Form Development	Page, Anna K	\$	0.30	\$	\$0.00	\$
	Description: Review and revise tax opinion based on same and per Mr. Tolley's comments								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)

CR3BondTeam00067

Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]
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Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

CONFIDENTIAL

**MEMORANDUM**

TO: Robert T. Lucas, III, Esq. **DATE:** November 6, 2015
FROM: Michael F. Fitzpatrick, Jr. **FILE:** 34085.005006
RE: Legal Fee Estimate; Duke Energy Florida Nuclear Asset-Recovery - Capital Markets Phase

To memorialize our various discussions regarding our fee estimate and strategy, below is an outline of the scope of work to be performed in connection with the Capital Markets phase of the transaction:

1. Draft various transaction opinions including:
 - a) Indenture/NY security interest matters;
 - b) Negative assurance/corporate matters;
 - c) Federal true sale and non-consolidation;
 - d) Federal tax matters;
 - e) Federal constitutional law matters;
 - f) Bankruptcy issues.
2. Draft Registration Statement and related opinions
3. Update and finalize operative documents including:
 - a) Sale Agreement;
 - b) Bill of Sale;
 - c) Servicing Agreement;
 - d) Administrative Agreement;
 - e) Indenture;
 - f) Letter of Representations with DTC
4. Review and comment upon Intercreditor Agreement to be proposed by Banks counsel.
5. Review of rating agency presentation and investor presentation.
6. Drafting of Term Sheets.

7. Negotiation of Underwriting Agreement.
8. Weekly Bond Team calls.
9. Closing of transaction.

Estimate:

As you are aware through September 30, 2015 we have billed you \$ [REDACTED] for this phase of the transaction. Assuming we file the registration statement in January 2016 and a closing on or before March 31, 2016, I believe we should budget for between \$ [REDACTED] to \$ [REDACTED] for this phase of the transaction.

Also attached is an updated list of the firm attorneys and paralegals working on the matter.

Please call me if you would like to discuss.

M.F.F., Jr.

NAME	STATUS	DUKE RATE
DANON, SAMUEL A	PARTNER	
FELZ, KEVIN C	PARTNER	
FITZPATRICK, MICHAEL F	PARTNER	
HARBOUR, JASON W	PARTNER	
HOWELL, III, GEORGE C	PARTNER	
KIMPEL, SCOTT H	PARTNER	
MOLENKAMP, JACK A	PARTNER	
ROBSON, PATRICK L	PARTNER	
TOLLEY, III, B. CARY	PARTNER	
WAIT, AMANDA L	PARTNER	
WILLIAMS, AMY M	PARTNER	
CARLSON, ERICK B	COUNSEL	
DREIER, DOUGLAS C	ASSOCIATE	
FINKELSTEIN, MELANIE R	ASSOCIATE	
O'BRIAN, ADAM R	ASSOCIATE	
PAGE, ANNA K	ASSOCIATE	
PAPASPANOS, JOHN	ASSOCIATE	

REDACTED

Header Information

Invoice Number: 1060597**Vendor:** Shutts & Bowen LLP**Invoice Date:** 7/13/2015**Received Date:** 7/14/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 6/26/2015**Billing End Date:** 6/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	7/14/2015	Rates Verified By		Routed to Atty	7/14/2015
Received Approved Invoice Date		Sent to AP	7/30/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00072

L110 Fact Investigation/Development	\$ [REDACTED]	1.30	\$ [REDACTED]	15%
L120 Analysis/Strategy	\$ [REDACTED]	6.00	\$ [REDACTED]	70%
L190 Other Case Assessment, Dev and Admin	\$ [REDACTED]	1.30	\$ [REDACTED]	15%
Fee Total:			\$ [REDACTED]	

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 11 of 11

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38736237	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding various securitization and bond issues.									
38736619	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
Activity: A104 Review/analyze Description: Review and analyze potential prospectus and opinion issues regarding constitutionality and state tax matters, and develop initial strategy regarding same.									
38741024	7/30/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
Activity: A104 Review/analyze Description: Review and analyze opinion issues regarding bond issuance.									
38741041	7/30/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.60	\$0.00	\$0.00	\$ [REDACTED]
Activity: A106 Communicate (with client) Description: Exchange multiple emails with Ms. Triplett regarding next steps as to bond issuance.									
38741733	7/30/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
<div>Hide Details</div> Activity: A104 Review/analyze Description: Review Florida Chapter Law 2015-129 providing for the issuance of nuclear asset-recovery bonds and a sample disclosure document on similar bond issuance by FPL pledging storm-recovery charges, as the same pertain to Florida counsel opinions on state tax law issues and provisions in the statute on the state pledge not to alter sections on nuclear asset-recovery charges or which would impair the value of nuclear asset-recovery property.									
38742246	7/30/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
<div>Hide Details</div> Activity: A104 Review/analyze									

CR3BondTeam00073

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review email correspondence from Eric Tashman (forwarded by Dianne Triplett) and the attached opinion matrix and two sample opinions (issued by Squire Sanders as Florida Counsel) on the 2007 FPL trans action covering Florida constitutional law and state tax law matters.								
38745946	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	1.80	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett, Mr. Lucas, and Mr. Fitzpatrick regarding bond issuance issues and next steps (.8); receipt and review of email from Mr. Fitzpatrick regarding same (.2); review and analyze issues regarding opinion on perfection of security interest (.8).								
38746803	7/30/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$██████	0.90	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A106 Communicate (with client) Description: Prepare for (.1) and participate (.8) on conference call, along with Attorney Michael Silver, to discuss with Duke Energy and its counsel (Dianne Triplett, Bob Lucas and Mike Fitzpatrick (with Hunton & Williams)) some of the bond deal structure and timing, as well as the opinions expected to be rendered by Florida counsel (on state constitutional and state tax law matters, regulatory issues, and perfection issues).								
38747653	7/30/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	0.40	\$0.00	\$0.00	\$██████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding additional preliminary and background issues for bond matter.								
38748028	7/30/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$██████	0.40	\$0.00	\$0.00	\$██████
	Hide Details								
	Activity: A104 Review/analyze Description: Review email from Mike Fitzpatrick and the attached mark-up of Sidley's opinion matrix to reflect the Nuclear Asset-Recovery Act, the attached final prospectus from the Consumers Energy (Michigan) sec uritization transaction with respect to the discussion of the constitutional law matters.								
38758945	7/30/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$██████	0.80	\$0.00	\$0.00	\$██████
	Description: Review and analyze tax consequences of proposed bond.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000-Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000-Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$██████				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	

CR3BondTeam00074

Allocation % 2		Allocated Amount 2	
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Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 1068626**Vendor:** Shutts & Bowen LLP**Invoice Date:** 8/19/2015**Received Date:** 8/19/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 7/1/2015**Billing End Date:** 7/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** None

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization- 2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	8/19/2015	Rates Verified By		Routed to Atty	8/19/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00076

L110 Fact Investigation/Development	\$	4.90	\$	14%
L120 Analysis/Strategy	\$	29.20	\$	81%
L140 Document/File Management	\$	0.60	\$	2%
L150 Budgeting	\$	0.60	\$	2%
L190 Other Case Assessment, Dev and Admin	\$	0.60	\$	2%
Fee Total: \$				

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 46 of 46

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38752672	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.50	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Work on issues regarding opinions as to Florida constitutional law matters.									
38765762	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.20	\$0.00	\$0.00	\$
Activity: A107 Communicate (other outside counsel) Description: Receipt and review of email from Mr. Fitzpatrick regarding background context and materials for bond matters.									
38771298	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.30	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Work on issues regarding perfection opinions.									
38773644	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$3	1.20	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Receipt and review of email from Ms. Triplett regarding revenue streams, securitization, and client strategy for bond issuance (.2); review and analyze issues regarding same (1.0).									
38773880	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$	0.90	\$0.00	\$0.00	\$
Activity: A101 Plan and prepare for Description: Preliminary review of material re bond issuance issues/matters as to which opinions are requested.									
38774057	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	0.50	\$0.00	\$0.00	\$
Activity: A104 Review/analyze Description: Review scope and nature of constitutionality, tax, and perfection opinions under Florida law.									
	10/16/2015	Fee			\$	0.80	\$0.00	\$0.00	\$

CR3BondTeam00077

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38774340			L110 Fact Investigation/Development	Zucker, Steven J					
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Perform analysis regarding the Florida Opinions (Tax, Constitutional, and Perfection), including detail of types of opinions being requested, fact gathering as to the issuer LLC, analysis to be conducted and timing.								
38775593	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to matters regarding tax opinions, including taxable nature of bonds.								
38775784	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange multiple emails with Ms. Triplett regarding proposed financing order and ordering language (.5); review and analyze pertinent language in connection with same (.8).								
38775958	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Compare storm recovery and nuclear asset recovery statutes and analyze distinctions and issues arising from same.								
38776020	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze Section 366.95, Florida Statutes as to key provisions relevant to the Florida Opinions in comparison to its counterpart statute Section 366.8260 on Storm Recovery financing.								
38776022	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.70	\$0.00	\$0.00	\$████
	Hide Details Activity: A105 Communicate (in firm) Description: Prepare written outline/summary of some of the key provisions of Section 366.95, Florida Statutes relevant to the Florida Opinions and analysis of substantive differences in comparison Section 366.826 0.								
38776905	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to issues related to effect of settlement agreement upon bond issues.								
38778470	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange brief emails with Ms. Triplett regarding proposed financing order.								
38779092	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze various issues regarding draft of proposed financing order.								
38781441	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze								

CR3BondTeam00078

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Work on areas of inquiry and analysis for constitutionality and tax opinions.								
38781462	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Exchange multiple emails with (.4) and telephone conference with (.8) Ms. Triplett regarding issues related to proposed financing order.								
38781578	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.90	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Receive from Dianne Triplett and reviewed portions of the latest draft proposed financing order for consistency with Section 366.95(2)(b) and 366.95(2)(c)2, Florida Statutes, and reviewed those particular paragraphs requested by Adam O'Brian (at Hunton & Williams) to be reviewed by Florida Counsel.								
38781582	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.70	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A106 Communicate (with client) Description: Conference call with Dianne Triplett to discuss the latest draft proposed financing order and to provide comments and questions as it relates to the provisions of Section 366.95(2)(b) and 366.95(2)(c) 2, Florida Statutes, and to address the Ordering paragraphs Shotts was requested to review by Hunton & Williams.								
38781616	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.90	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Preliminary review of materials re proposed financing order and requested opinion re same (.4); extensive background/historical information relative to CR3 securitization issues (.5).								
38782480	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Follow up on issues regarding requested analysis of proposed financing order.								
38796271	10/16/2015	Fee	L150 Budgeting	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Receipt and review of email from Mr. Burnett regarding estimated expenses in advance of filing for financing order.								
38796275	10/16/2015	Fee	L150 Budgeting	Silver, Michael P	\$████	0.40	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding estimated expenses in advance of filing for financing order (.2); draft email to Mr. Burnett regarding same (.2).								
38796276	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze various issues regarding perfection opinions and tax opinions, including documentary stamp taxes.								
38799574	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze								

CR3BondTeam00079

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review opinion issues in light of upcoming financing order petition filing (.4); draft email to Ms. Triplett regarding same (.2).								
38803239	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.20	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Receipt and review of email from Ms. Triplett regarding finalized petition and proposed financing order and filing of same.								
38803248	10/16/2015	Fee	L110 Fact Investigation/Development	Silver, Michael P	\$████	0.40	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze issues regarding constitutionality opinions in light of filing of finalized petition and proposed financing order.								
38806760	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on issues regarding perfection opinions and impact of UCC on same (.3); review and consider issues regarding indenture (.3).								
38807155	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Preliminary review of petition re financing order.								
38807164	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	1.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Continued reviewing materials re opinion on constitutionality issues re storm recovery legislation/comparison to current legislation to identify common issues for analysis.								
38807398	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	2.10	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze background information and related constitutional opinion.								
38810408	10/16/2015	Fee	L140 Document/File Management	Slope Tobin, Jennifer L	\$████	0.60	\$0.00	\$0.00	\$████
	Description: Analyze issues regarding perfection opinions.								
38816870	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Address issues re timing for Indenture/availability of prospectus to review in connection with opinion re constitutionality/similarity and availability of storm recovery instruments in connection with opinion. Hide Details								
38817257	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A105 Communicate (in firm) Description: Strategize re: supporting documentation for constitutional analysis.								
38829990	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A102 Research								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review Florida Opinions issues concerning Nuclear Asset Recovery Bonds.								
38830010	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida tax law in connection with tax opinions.								
38830019	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida corporate and franchise tax in connection with opinion.								
38830036	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze provisions of Florida Statute Section 366.95(2)(b) for tax opinion purposes.								
38830047	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct tax research related to documentary stamp tax and gross receipt tax.								
38830081	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct research for tax opinion.								
38830085	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Florida corporate and documentary stamp tax; review financing order in connection with same.								
38830095	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review financing order for tax issues.								
38830101	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Florida law concerning the gross receipts and franchise tax.								
38833291	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Work on issues related to perfection opinion.								
38833292	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	1.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review opinion letter issues; and applicable Florida legislation for perfection opinion.								
38833293	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A105 Communicate (in firm)								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Perform analysis regarding Nuclear Asset recovery bond project perfection opinions.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772- Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

REDACTED

Header Information

Invoice Number: 1075760**Vendor:** Shutts & Bowen LLP**Invoice Date:** 9/28/2015**Received Date:** 9/30/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 8/3/2015**Billing End Date:** 8/31/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** USD**Tax Rate:** 0.00%**Line Item
Warnings:** 2

Description

Comments to Requestor

Invoice Summary

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$ [REDACTED]	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	9/30/2015	Rates Verified By		Routed to Atty	9/30/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00083

L110 Fact Investigation/Development	\$	15.30	\$	11%
L120 Analysis/Strategy	\$	87.40	\$	69%
L190 Other Case Assessment, Dev and Admin	\$	1.80	\$	2%
L210 Pleadings	\$	2.80	\$	2%
L250 Other Written Motions/Submissions	\$	31.10	\$	17%
Fee Total:		\$		

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 84 of 84

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38832844	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	4.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Begin constitutional analysis of nuclear generating asset statute.								
38834423	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$	0.70	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Reviewing statute and related materials re planning/outlining issues for opinion re constitutionality.								
38834712	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	0.80	\$	\$0.00	\$
	Activity: A101 Plan and prepare for Description: Strategy and analysis re: next steps in preparing constitutional opinion.								
38843092	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$	1.10	\$	\$0.00	\$
	Hide Details Activity: A104 Review/analyze Description: Review outstanding issues, status of opinions, and develop next steps regarding overall opinions (.7); review and analyze issues regarding documentary stamp taxes and effect of provisions of proposed financing order on tax opinion (.4).								
38843680	10/16/2015	Fee	L110 Fact Investigation/Development	Silver, Michael P	\$	0.30	\$	\$0.00	\$
	Activity: A106 Communicate (with client) Description: Revise and finalize email to Ms. Triplett regarding various issues, including perfection opinions, bond documents, governing law, and documentary stamp issues.								
38843718	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$	0.40	\$	\$0.00	\$
	Activity: A104 Review/analyze Description: Analyze opinion requirements in opinion matrix.								
	10/16/2015	Fee			\$	2.40	\$	\$0.00	\$

CR3BondTeam00084

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38845467			L110 Fact Investigation/Development	Zucker, Steven J					
	Hide Details Activity: A104 Review/analyze Description: Reviewed the copy of the Petition filed with the Florida Public Service Commission on July 27, 2015 and the attached Exhibit A (Summary of Calculation of DEF's Securitizable Balance) and Exhibit B (the proposed form of the Financing Order, including appendices thereto) and analyzed whether the proposed Financing Order met with the requirements of Section 366.95(2), Florida Statutes. (This review did not yet include the testimony or other transaction documents/exhibits attached to the Petition).								
38845572	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Email communications with Adam O'Brian (at Hunton & Williams) clarifying some of the Florida opinions being requested, inquiring as to some of the transaction documents (and in particular the Indenture and what aspects of it the Florida opinion is expected to cover), asking for confirmation of facts with respect to the opinion on the applicability of Florida's documentary stamp tax, and asking for confirmation that the LLC/SPE will be wholly owned, directly or indirectly, by DEF.								
38845740	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Continued analysis of the proposed form of the Financing Order having met with the requirements of Section 366.95(2), Florida Statutes.								
38846032	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.30	\$████	\$0.00	\$████
	Activity: A107 Communicate (other outside counsel) Description: Attention to and analysis re: scope of requested constitutionality opinions.								
38847257	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.10	\$████	\$0.00	\$████
	Hide Details Activity: A107 Communicate (other outside counsel) Description: Email correspondence with Adam O'Brian and Dianne Triplett as to follow up question on the 20-year assumed maturity of the Bonds and whether there is any limitation in the RRSA as to the term of the cost recovery.								
38847458	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	1.00	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed the form of the Nuclear Asset-Recovery Property Purchase and Sale Agreement, including with respect of determining if the agreement contained the express statements as required under 366.95(5)(c), Florida Statutes.								
38847928	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Attend to issues regarding perfection opinion, including choice of law and indenture issues.								
38847932	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.50	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analyze scope of tax and constitutionality opinions (.3); receipt and review of email from Mr. O'Brian regarding same (.2).								
38851731	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.40	\$████	\$0.00	\$████

CR3BondTeam00085

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A106 Communicate (with client) Description: Exchange emails with Ms. Triplett regarding RRSSA, bond term, and true-up issues.								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.00	\$████	\$0.00	\$████
38852935	Hide Details Activity: A104 Review/analyze Description: Pursuant to request from Dianne Triplett and in preparation for the conference call she has scheduled for 8-17-15, reviewed and analyzed the relevant provisions of the RRSSA and of the Petition and proposed form Financing Order with regard to the issue of the cost recovery period of 240 months in the RRSSA and whether the bond maturity should be 20 years or slightly less to account for the period for the true-up mechanism.								
38853828	10/16/2015	Fee	L120 Analysis/Strategy	Jezierny, Paul W	\$████	0.40	\$████	\$0.00	\$████
	Description: Performed research on ability of single purpose entity to comply with Florida nuclear asset recovery law.(NO CHARGE - Courtesy Discount)								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.90	\$████	\$0.00	\$████
38854537	Hide Details Activity: A106 Communicate (with client) Description: Reviewed notes in preparation for (.2) and participated on (.7) conference call with Dianne Triplett and Michael Silver to discuss the issue raised by the Commission staff during their issues identification meeting with regard to the 240 month cost recovery period in the RRSSA and whether it would be inconsistent if the Financing Order allowed for a 21 year bond maturity to allow for an additional year for true up or does the true up period need to be within the 20 year bond maturity (as was the assumption in the testimony on the cost mitigation), agreed it needed to be within the 20 years and discussed idea of a possible addendum to the RRSSA recognizing the new Section 366.95, Florida Statutes and the lower cost bond financing and that the Financing Order will govern on certain identified issues.								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
38854923	Hide Details Activity: A104 Review/analyze Description: analysis regarding the cost recovery period under RRSSA (240 months) and, for purposes of the Florida Opinion, our reading of Section 366.95(2)(c)2.a., Florida Statutes (cost recovery period must be consistent with a settlement agreement).								
	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.40	\$████	\$0.00	\$████
38855855	Hide Details Activity: A104 Review/analyze Description: Analysis regarding provisions in the form of the Nuclear Asset-Recovery Property Purchase and Sale Agreement and how they relate to Sections 366.95(5)(b), 366.95(5)(c) and 366.95(7), Florida Statutes, and the requested Perfection Opinion.								
	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.00	\$████	\$0.00	\$████
38856263	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding interplay between proposed financing order and RRSSA and potential strategies (.7), and attend to next steps and issues regarding same (.3).								
	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Labrit, Suzanne Y	████	1.00	\$████	\$0.00	\$████
38858963	Hide Details Activity: A104 Review/analyze Description: Ongoing attention to settlement agreement with potential intervenors/impact of same re opinion on constitutional issues (.4) and address issues re scope of opinion/timing relative to delivery of indenture, prospectus and probable amendment of settlement agreement (.6).								

CR3BondTeam00086

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38859087	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Analyze scope of regulatory and constitutional opinions and issues regarding same.									
38859334	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	1.10	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analysis of 240-month potential limitation to bonds re: implication on constitutional opinion.									
38859338	10/16/2015	Fee	L210 Pleadings	Shenhav, Ella A	\$████	2.80	\$████	\$0.00	\$████
Activity: A103 Draft/revise Description: Begin drafting constitutional opinion, including analysis of requested scope of opinion.									
38860349	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A104 Review/analyze Description: Analyze scope of constitutional opinions and issues regarding same, including takings issues (.3); review issues regarding UCC in context of perfection opinion, including treatment of UCC issues in si milar circumstances across jurisdictions (.3).									
38861444	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	4.40	\$████	\$0.00	\$████
Activity: A103 Draft/revise Description: Research and draft opinion regarding applicability of Florida constitution's takings clause to the Nuclear Asset-Recovery Act and bonds.									
38861934	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.50	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A104 Review/analyze Description: Reviewed certain provisions of the form of Indenture between the DEF SPE and Bank of New York Mellon and conference as to the analysis under Florida law (as directed by Hunton & Williams) of the perfe ction of the security interest in the property granted to the trustee pursuant to the Indenture governed by Section 366.95(5)(b)3, Florida Statutes.									
38862303	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$████	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze potential impact of UCC issues on documentary stamp taxes (.3); attend to issues for research and analysis regarding constitutional, true sale, and regulatory opinions (1.0).									
38862751	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.60	\$████	\$0.00	\$████
<div>Hide Details</div> Activity: A107 Communicate (other outside counsel) Description: Conference with Adam O'Brian at Hunton & Williams LLP to discuss the Florida Counsel opinions and Sidley's opinion matrix and to determine definitively, to the extent possible at this point in time (n ot knowing what the Underwriter or Rating Agencies will expect), which opinions within the matrix and any outside of the matrix that are the responsibility of Shutts & Bowen LLP.									
38866162	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Labrit, Suzanne Y	\$████	0.80	\$████	\$0.00	\$████
Activity: A104 Review/analyze									

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review various email from Hunton & Williams re scope/issues for constitutional and regulatory opinions.								
38866167	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	2.20	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on and attend to regulatory, constitutionality, and true sale opinions and issues regarding same.								
38866295	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	3.80	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue researching and drafting section of constitutional opinion concerning the Takings Clause and its potential applicability to the Nuclear Asset-Recovery Act.								
38866305	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$████	0.90	\$████	\$0.00	\$████
	Activity: A107 Communicate (other outside counsel) Description: Analysis re: requirements of constitutional opinion v. regulatory opinion.								
38867552	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Perform research and analysis regarding various requirements for statutory validity in connection with regulatory opinions.								
38869379	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review the sample Constitutional Law opinions provided by Adam O'Brian on the Appalachian Power Company deal in the State of West Virginia and on the Consumers Energy Company deal in the State of Michigan. Hide Details								
38869465	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.60	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on regulatory opinions, including enactment of subject statute and issuer/assignee issues.								
38871036	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.30	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on regulatory opinions, including enactment of subject statute and issuer/assignee issues.								
38872478	10/16/2015	Fee	L110 Fact Investigation/Development	Shenhav, Ella A	\$████	0.30	\$████	\$0.00	\$████
	Activity: A102 Research Description: Research re: legislative history to nuclear asset recovery act for constitutionality and regulatory opinions.								
38873491	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$████	3.80	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Detailed review of comparison between storm recovery statute and nuclear asset recovery legislation (1.0); analyzing storm recovery opinion re impairment of contract issues and applicability of prior analysis to current issues/areas of divergence (1.8); reviewing settlement agreement and various internal and client email re same to determine relevance of same to opinion re constitutional issues (1.0). Hide Details								

CR3BondTeam00088

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38874963	10/16/2015	Fee	L110 Fact Investigation/Development	Shenhav, Ella A	\$2,000.00	0.50	\$0.00	\$0.00	\$2,000.00
Activity: A105 Communicate (in firm) Description: Analysis and strategy re: regulatory opinion and background materials therefor.									
38874964	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,000.00	4.60	\$0.00	\$0.00	\$1,000.00
Activity: A103 Draft/revise Description: Begin researching and drafting portion of constitutional analysis relating to availability of temporary and permanent injunctive relief.									
38875000	10/16/2015	Fee	L120 Analysis/Strategy	Shenhav, Ella A	\$1,000.00	1.20	\$0.00	\$0.00	\$1,000.00
Activity: A102 Research Description: Research regarding regulatory and true sale opinions.									
38875008	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,000.00	2.40	\$0.00	\$0.00	\$1,000.00
Activity: A103 Draft/revise Description: Continue researching and drafting portion of constitutional analysis relating to availability of temporary and permanent injunction relief.									
38876743	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$1,000.00	0.60	\$0.00	\$0.00	\$1,000.00
Activity: A105 Communicate (in firm) Description: Further analysis re: issues for constitutional opinion.									
38877156	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,000.00	1.50	\$0.00	\$0.00	\$1,000.00
	Activity: A104 Review/analyze Description: Reviewed 8-26-15 email from Dianne Triplett, and the email trail and attachments, with regard to the proposed amendment language to the RRSSA to address the recovery period issue (.5); reviewed relevant and related provisions of the RRSSA, the Act and the Petition and Financing Order to determine if the proposed language works and if any other provisions of the RRSSA need to be amended (.5); drafted suggested language for Dianne Triplett on how the amendments might be handled better and emailed same (.5).								
38877747	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$1,000.00	5.40	\$0.00	\$0.00	\$1,000.00
	Activity: A103 Draft/revise Description: Continue researching and drafting injunction portion of constitutional opinion (2.7); begin researching and drafting contract clause segment of constitutional opinion (2.4); analysis of applicability of settlement agreement to constitutional opinion analysis (0.3).								
38879518	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,000.00	0.10	\$0.00	\$0.00	\$1,000.00
	Activity: A106 Communicate (with client) Description: Follow up exchange of emails with Dianne Triplett with a slight revision to my proposed language as to amendments to the RRSSA.								
38880463	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$1,000.00	0.40	\$0.00	\$0.00	\$1,000.00
	Activity: A106 Communicate (with client) Description: Reviewed emails from Dianne Triplett, Tom Heath and Adam O'Brian regarding the reaction to and proposed changes by the intervenors to the suggested amendments to the RRSSA (.2); call from Dianne Triplett to discuss same (.2).								

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Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38880620	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	0.50	\$██████	\$0.00	\$██████
Activity: A104 Review/analyze Description: Review portion of draft re pre-Pomponio balancing analysis re impairment of contract.									
38881252	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$██████	6.70	\$██████	\$0.00	\$██████
Activity: A103 Draft/revise Description: Continue researching and drafting contract clause portion of constitutional opinion.									
38882948	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	1.20	\$██████	\$0.00	\$██████
Activity: A105 Communicate (in firm) Description: Begin reviewing initial draft of opinion on constitutional issues.									
38882970	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$██████	0.50	\$██████	\$0.00	\$██████
Activity: A102 Research Description: Perform research and analysis re: perfection and true-sale opinions.									
38883158	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.00	\$██████	\$0.00	\$██████
	Hide Details Activity: A104 Review/analyze Description: Reviewed email from Dianne Triplett and the email trail of her exchange with Charles Rehwinkel and Dean Criddle and the attached latest proposed amendment language to the RRSSA (.3); analyzed same aga inst the existing RRSSA language and earlier version of the proposed amendment and the statutory language (.4); and replied by email to Dianne Triplett with my further suggested revisions/comments on the latest proposed amendment (.3).								
38884268	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$██████	0.70	\$██████	\$0.00	\$██████
Activity: A104 Review/analyze Description: Review of legal issues to be addressed in opinion letters related to state regulatory matters.									
38884445	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	0.60	\$██████	\$0.00	\$██████
	Hide Details Activity: A104 Review/analyze Description: Reviewed email from Dianne Triplett and the attached latest proposed amendment language to the RRSSA from Jay Brew (.2); analyzed same and replied by email to Dianne Triplett (copying Michael Fitzpatrick) with my comments (.2); further exchange of emails regarding same with Dianne Triplett and Michael Fitzpatrick and suggested language to offer back to the interveners (.2).								
38884450	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	0.40	\$██████	\$0.00	\$██████
	Hide Details Activity: A106 Communicate (with client) Description: Conference call with Dianne Triplett and Michael Fitzpatrick regarding the various revisions and comments this morning to the proposed amendment to the RRSSA to be sure we are all in agreement with ho w it works and the final version (with those final tweaks reiterated by Dianne Triplett as to changing "costs" to "charges" in paragraph 5g and making it the "close of the" last billing cycle throughout). Warning: Line Item Description contains forbidden keyword: 'Billing'								
38884526	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	1.60	\$██████	\$0.00	\$██████
Activity: A104 Review/analyze									

CR3BondTeam00090

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Review and analyze various issues regarding constitutionality (.3), tax (.3), and regulatory (.4) opinions and true-up issues (.6).								
38885135	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.40	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Reviewed further emails from Dianne Triplett and revisions to the proposed amendment to the RRSSA based on Jay Brew's latest comment for paragraph 21 to be consistent with paragraph 5g and Dianne Trip lett's suggestion to cross-reference 5g (.2); replied by email to Dianne Triplett with my thoughts and alternate suggested revision to paragraph 21 (.2).								
38885737	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.20	\$████	\$0.00	\$████
	Hide Details Activity: A104 Review/analyze Description: Received email from Dianne Triplett and reviewed the attached signed Motion for Approval of Stipulation and For Relief from Rebuttal Testimony Deadline (.1); provide feedback to Dianne Triplett as to scrivener item on the "close of last billing cycle" language as it was inserted into paragraph 5g of the RRSSA amendment in Exhibit 2 to the Motion (.1). Warning: Line Item Description contains forbidden keyword: 'Billing'								
38886475	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	3.80	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue researching and drafting contract clause portion and various other miscellaneous portions of constitutional opinion.								
38887075	10/16/2015	Fee	L110 Fact Investigation/Development	Rahaghi, Peter A	\$████	2.30	\$████	\$0.00	\$████
	Activity: A102 Research Description: Review and research of transaction documentation, financing order, and statute in relation to legal opinion regarding perfection issues.								
38887186	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	4.40	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revision and finalized draft of Florida law security interest/perfection opinion for Nuclear Asset-Recovery Transaction.								
38887187	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	2.20	\$████	\$0.00	\$████
	Activity: A102 Research Description: Review and research regarding Nuclear Asset-Recovery Act statute and UCC for purposes of drafting legal opinion regarding perfection issues.								
38887190	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	0.50	\$████	\$0.00	\$████
	Activity: A105 Communicate (in firm) Description: Analyzed preliminary issues regarding perfection opinion.								
38887248	10/16/2015	Fee	L110 Fact Investigation/Development	Rahaghi, Peter A	\$████	3.00	\$████	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review of documentation and correspondence regarding perfection opinion.								
38887254	10/16/2015	Fee	L120 Analysis/Strategy	Rahaghi, Peter A	\$████	2.00	\$████	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepared draft of perfection opinion for Nuclear Asset-Recovery Act transaction.								

CR3BondTeam00091

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38887943	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$ [REDACTED]	1.10	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Analyze issues re: perfection opinion.								
38895862	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.90	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and analyze Financing Order and testimony from Duke officials (1.2); review proposed Indenture and Bill of Sale (.7).								
38895868	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review Petition for Financing Order and Motion to Consolidate (1.1); prepare state tax opinion (.7).								
38895872	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare state law tax opinion.								
38895889	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.30	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare state law tax opinion in connection with bond issuance to secure nuclear assets.								
38895890	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review Financing Order (.8); conduct research regarding Florida tax consequences related to issuance of bonds to finance acquisition of nuclear assets (2.6).								
38895908	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review Florida law in connection with state tax consequences on bond issuance.								
38895916	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze Nuclear-Asset Recovery Property Servicing Agreement (.6), Nuclear-Asset Recovery Purchase and Sale Agreement (1.3), Financing Order and Securitization Prospectus (1.3).								
38895930	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review Financing Order (.4); conduct tax research related to the issuance of bonds (1.4).								
38895943	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.20	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Research Franchise Tax law in connection with bond issuance (.7); review and analyze settlement agreement (.8); prepare state law tax opinion (1.7).								
38895950	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.70	\$ [REDACTED]	\$0.00	\$ [REDACTED]

CR3BondTeam00092

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Prepare draft state law tax opinion.								
38895955	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.80	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review and analyze Florida Documentary Stamp Tax law (1.6); research Florida nonrecurring tax related to bond issuance (1.1), review and analyze proposed Indenture (1.1).								
38895960	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.90	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Prepare state law tax opinion.								
38902217	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.70	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare state law tax opinion.								
38942228	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Analyze Florida tax law in connection with tax opinion (1.6); prepare opinion (.8).								
38942244	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.70	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze Florida Documentary Stamp Tax law in connection with opinion (.9); prepare state tax opinion (.8).								
38942270	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	2.40	\$ [REDACTED]	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Conduct research of Florida tax law in connection with bond financing (1.3); prepare opinion (.9).								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

				Process 3		Project 3	
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CR3BondTeam00093

Business Unit 3		Responsibility Center 3					
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

CONFIDENTIAL**Header Information****Invoice Number:** 1078838**Vendor:** Shutts & Bowen LLP**Invoice Date:** 10/8/2015**Received Date:** 10/8/2015**Project:** Florida State Law Opinions re:
CR3 Securitization-2015-ISS-
011744**Posting Status:** Posted**Warnings:** None**Billing Start Date:** 9/1/2015**Billing End Date:** 9/30/2015**Submitted Total:** [REDACTED]**Submitted
Currency:** **USD****Tax Rate:** 0.00%**Line Item
Warnings:** None**Description****Comments to Requestor****Invoice Summary**

Type	Rate x Unit	Discount	Adjustment	Tax	Amount
Fees	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]
Expenses	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Invoice Total (USD)	\$ [REDACTED]	\$0.00	\$0.00	\$0.00	\$ [REDACTED]

Invoice Information

Project Type	Issue	Issue Project	Florida State Law Opinions re: CR3 Securitization-2015-ISS-011744	Invoice Type	Electronic
Invoice Creation Date	10/8/2015	Rates Verified By		Routed to Atty	10/8/2015
Received Approved Invoice Date		Sent to AP	10/16/2015	Route Code	GCCLTGO
Payment Method	Check	Payment Terms	NET45		
Invoice Status	Paid	Administrative Action	No		
Special Handling Code	No				
Special Handling Instructions					
Notes					

Task Code Summary

Category	Rate	Hours	Total	% of Total Fees
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CR3BondTeam00095

L110 Fact Investigation/Development	\$ [REDACTED]	11.20	\$ [REDACTED]	8%
L120 Analysis/Strategy	\$ [REDACTED]	107.90	\$ [REDACTED]	73%
L130 Experts/Consultants	\$ [REDACTED]	1.30	\$ [REDACTED]	1%
L140 Document/File Management	\$ [REDACTED]	4.20	\$ [REDACTED]	3%
L190 Other Case Assessment, Dev and Admin	\$ [REDACTED]	1.60	\$ [REDACTED]	1%
L250 Other Written Motions/Submissions	\$ [REDACTED]	23.50	\$ [REDACTED]	10%
L320 Document Production	\$ [REDACTED]	0.30	\$ [REDACTED]	0%
L430 Written Motions/Submissions	\$ [REDACTED]	9.30	\$ [REDACTED]	4%
Fee Total:		\$ [REDACTED]		

Expense Code Summary

Category	Rate	Units	Total	% of Total Expenses
Expense Total:			\$	

Line Items

View: All Line Items

Line Items 1 - 94 of 94

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38890155	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review issues regarding elements of regulatory opinions and analyze potential research topics regarding same.								
38892056	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	0.20	\$0.00	\$0.00	\$ [REDACTED]
	Hide Details Activity: A106 Communicate (with client) Description: Series of follow up email exchanges with Dianne Triplett regarding the Motion for Approval of Stipulation and the correction to the scrivener item on page 18 and whether she was going to be allowed to...								
38898556	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	0.20	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Draft email to Ms. Triplett regarding regulatory opinion as to Public Service Commission issues.								
38898908	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$ [REDACTED]	1.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Work on issues with respect to the form and substance of the Regulatory Opinions requested of Florida Counsel.								
38899668	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	0.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client)								

CR3BondTeam00096

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Description: Exchange emails with Ms. Triplett regarding regulatory opinions.								
38899678	10/16/2015	Fee	L190 Other Case Assessment, Dev and Admin	Silver, Michael P	\$ [REDACTED]	1.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and analyze various corporate issues regarding merger sub including issues related to corporate governance documents.								
38901267	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$ [REDACTED]	1.10	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A106 Communicate (with client) Description: Prepare for (.3) and attend (.8) telephone conference with Ms. Triplett regarding regulatory opinions and issues regarding effect of Public Service Commission on same.								
38901593	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$3 [REDACTED]	2.00	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Continue work with respect to the Regulatory Opinions and as to the various qualifications and assumptions.								
38902798	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	4.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review and annotate follow-up issues on first draft of opinion re Florida constitutional issues/impairment analysis.								
38903148	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Work on preliminary draft form of the Regulatory Opinions, including the wording of proposed assumptions, qualifications and limitations of opinions.								
38903201	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Begin revising opinion on Florida constitutional issues.								
38903629	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	3.20	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Draft parts 1 and 9 of the regulatory opinion.								
38903632	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$ [REDACTED]	2.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Revisions to and additional research concerning constitutionality opinion.								
38904974	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	2.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Draft/revise Contract Clause impairment analysis.								
38905550	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$ [REDACTED]	7.10	\$0.00	\$0.00	\$ [REDACTED]
	<div>Hide Details</div> Activity: A103 Draft/revise Description: Continue drafting/revising Contract Clause impairment analysis (2.4); draft/revise section of opinion outlining issues re availability of injunctive relief (3.0); begin drafting/revising takings claus...								

CR3BondTeam00097

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38905656	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	2.20	\$0.00	\$0.00	\$██████
	Activity: A102 Research Description: Perform additional legal research re various issues relevant to contracts clause/impairment analysis.								
38906884	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$██████	1.30	\$0.00	\$0.00	\$██████
	Activity: A102 Research Description: Additional research concerning the availability of injunctive relief.								
38907368	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	3.10	\$0.00	\$0.00	\$██████
	Activity: A103 Draft/revise Description: Continue drafting/revising discussion of takings issues (1.8); draft/revise entire constitutional opinion (1.3).								
38909264	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$██████	2.80	\$0.00	\$0.00	\$██████
	Activity: A102 Research Description: Additional research and analysis re: constitutional opinion.								
38909298	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$██████	2.00	\$0.00	\$0.00	\$██████
	Activity: A103 Draft/revise Description: Additional research and revisions to constitutional opinion.								
38910011	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	0.70	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Review revised draft of opinion re constitutional issues.								
38910824	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$██████	1.60	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Analyze additional issues re availability of injunctive relief and differences between requirements for same in federal v. state challenges (.8); analyze components of takings opinion re distinction/s...								
38911758	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$██████	3.60	\$0.00	\$0.00	\$██████
	Activity: A102 Research Description: Continue researching (1.2) and revising constitutional opinion (2.4).								
38915287	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$██████	1.90	\$0.00	\$0.00	\$██████
	Activity: A103 Draft/revise Description: Continue researching and revising constitutional opinion, particularly concerning full compensation for constitutional taking.								
38916855	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.00	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Review initial draft of Florida Tax Consequences Opinion Letter in connection with the Issuance of Nuclear Asset-Recovery Bonds.								
	10/16/2015	Fee	L120 Analysis/Strategy		\$██████	0.50	\$0.00	\$0.00	\$██████

CR3BondTeam00098

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38916937				Zucker, Steven J					
	Activity: A103 Draft/revise Description: Draft suggested revisions to the initial draft of the form of the Florida Tax Consequences Opinion Letter.								
38917234	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.10	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review revised opinion re constitutional issues.								
38918539	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.20	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Analysis regarding DEF conversion from corporation to limited liability company, timing and impact of same, if any, with respect to the Petition, Financing Order, Bonds, financing statements and opini...								
38918867	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A104 Review/analyze Description: Review and analyze status of Florida law opinions, impact of federal law opinions, and determine next steps regarding foregoing (.4); review and analyze impact of client conversion from corporation to...								
38919788	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	2.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Draft revisions to entire opinion on constitutional issues.								
38920188	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.90	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A102 Research Description: Additional research/review of cases involving preliminary and permanent injunctions, focusing on analysis involving unconstitutional laws and issues specific to irreparable harm and availability of ad...								
38920793	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.10	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Treatises and Florida caselaw regarding validity and enforceability of the Nuclear Asset Recovery Act in context of regulatory opinions.								
38920864	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	4.80	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida caselaw and Treatises regarding regulatory and statutory compliance for opinions regarding same.								
38920892	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.80	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A106 Communicate (with client) Description: Review issues related to regulatory opinion (.5); telephone conference with client regarding opinions related to the Public Service Commission (.8); research Nuclear Asset Recovery Act and its validit...								

CR3BondTeam00099

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38920918	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$██████	3.90	\$0.00	\$0.00	\$██████
	Hide Details Activity: A102 Research Description: Research Florida caselaw, Florida Statutes, and Treatises regarding the process of voter initiative and referendum, and whether the Nuclear Asset Recovery Act may be amended or repealed by initiative ...								
38921575	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	0.20	\$0.00	\$0.00	\$██████
	Hide Details Activity: A104 Review/analyze Description: Analysis with respect to the severability issue and the referendum issue (as it relates to the form of the bill passed by the Florida Legislature) for purposes of the Florida Counsel Regulatory Opinio...								
38921921	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$██████	1.60	\$0.00	\$0.00	\$██████
	Hide Details Activity: A103 Draft/revise Description: Revise constitutional opinion, in particular, attention to applicability of federal cases to state analysis and unconstitutionality of state act pursuant to federal constitution (0.6); last review, cl...								
38922563	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$██████	7.20	\$0.00	\$0.00	\$██████
	Hide Details Activity: A103 Draft/revise Description: Continue researching and revising constitutional opinion, particularly with respect to standard of review for granting injunctions (.9), additional case law regarding an injunction against enforcement...								
38926057	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.50	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Began review and analysis of the initial internal draft of the Constitutional Law opinions relating to State Pledge and Impairment issues.								
38927810	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	3.20	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Continue review and analysis of the initial draft of the Constitutional Law reasoned opinion relating to State Pledge and Impairment issues.								
38927818	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$██████	1.00	\$0.00	\$0.00	\$██████
	Activity: A103 Draft/revise Description: Work on drafting proposed revisions to the initial draft of the Constitutional Law reasoned opinion.								
38928392	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$██████	0.50	\$0.00	\$0.00	\$██████
	Activity: A106 Communicate (with client) Description: Exchange emails with Ms. Triplett regarding effect of conversion from corporation to LLC on opinion letters (.3); receipt and review of PSC order acknowledging conversion (.2).								
38928414	10/16/2015	Fee	L110 Fact Investigation/Development	Labrit, Suzanne Y	\$██████	0.50	\$0.00	\$0.00	\$██████
	Activity: A104 Review/analyze Description: Review comments to draft opinion re Florida constitutional issues.								
	10/16/2015	Fee			\$██████	0.60	\$0.00	\$0.00	\$██████

CR3BondTeam000100

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
38931749			L250 Other Written Motions/Submissions	Shenhav, Ella A					
Activity: A104 Review/analyze Description: Review and analyze comments on constitutional opinion draft.									
38933731	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.30	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review research for the perfection opinions and issues pertaining to the UCC statute in Florida (does Act exemption control).									
38933922	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	1.30	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze various issues regarding Florida legal opinions, including conversion of DEF from Inc. to LLC, federal constitutional issues, and tax matters.									
38935203	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.90	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Analyze portion of regulatory opinion in comparison to issues raised in constitution opinion to address and reconcile same.									
38936776	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	0.70	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analyze comments re opinion on Florida constitutional issues.									
38937656	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
Activity: A103 Draft/revise Description: Review and revise draft perfection opinion letter.									
38938111	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.00	\$0.00	\$0.00	\$████
Activity: A104 Review/analyze Description: Review and analysis of updated internal draft of Constitutional Law opinions and remaining open items.									
38938186	10/16/2015	Fee	L110 Fact Investigation/Development	Zucker, Steven J	\$████	0.10	\$0.00	\$0.00	\$████
Activity: A107 Communicate (other outside counsel) Description: Communication with Adam O'Brian and Michael Fitzpatrick at Hunton & Williams regarding the U.S. Constitutional Law opinion.									
38938362	10/16/2015	Fee	L320 Document Production	Silver, Michael P	\$████	0.30	\$0.00	\$0.00	\$████
Activity: A106 Communicate (with client) Description: Telephone conference from Mr. Burnett regarding discovery in financing order proceeding.									
38939320	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	1.10	\$0.00	\$0.00	\$████
Activity: A103 Draft/revise Description: Revise constitutional opinion, with particular emphasis on language of nuclear asset recovery statute and interchangeable nature of "temporary" and "preliminary" injunction.									
38940495	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	1.00	\$0.00	\$0.00	\$████

CR3BondTeam000101

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Revisions to constitutional opinion, particularly with respect to language of conclusion on temporary injunction portion and general caveats.								
38942529	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	2.50	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analysis of initial draft of the Perfection Opinion in connection with the Issuance of Nuclear Asset-Recovery Bonds and transfer of the Nuclear Asset-Recovery Property.								
38945978	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Worked on drafting proposed revisions to the initial draft of the Perfection Opinion as to the security interest in the transferred Nuclear Asset-Recovery Property.								
38946383	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Continue research and analysis on true sale opinion.								
38946412	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	4.30	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Perform research regarding UCC/security interest issues; revise perfection opinion.								
38947737	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review/analyze additional issues re various conclusions on injunctions and takings.								
38949346	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	1.40	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Continue to work on security interest opinion (1.1); perform research regarding same (.3).								
38951236	10/16/2015	Fee	L120 Analysis/Strategy	Labrit, Suzanne Y	\$████	1.20	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Ongoing attention to/revision of conclusions re impairment analysis and availability of injunctive relief.								
38952904	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.00	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida Statutes regarding relevant requirements of the Public Service Commission in connection with Regulatory Opinion Letter.								
38952906	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.90	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Further Research of Florida Statutes regarding the requirements of the Public Service Commission, in connection with drafting Regulatory Opinion Letter.								
38952968	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.10	\$0.00	\$0.00	\$████

CR3BondTeam000102

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A102 Research Description: Research legal issues related to the enforceability of the State Pledge in the Nuclear Asset Recovery Act (2.3); research Florida Statutes regarding the requirements of the Public Service Commission (...) Hide Details								
38952971	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	2.90	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida Statutes in preparation for Drafting Regulatory Opinion Letter, including opinions related to the actions of the Public Service Commission in entering Financing Orders.								
38953336	10/16/2015	Fee	L430 Written Motions/Submissions	Shenhav, Ella A	\$████	1.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revise constitutional opinion, in particular with regards to conclusion to injunction segment and analysis of statutory language concerning legislative intent.								
38955058	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review email from Dianne Triplett on proposed stipulation to be included by the Commission in the Financing Order (.1); check notes and prior emails regarding the wording of the amendment to the RRSA... Hide Details								
38955085	10/16/2015	Fee	L120 Analysis/Strategy	Zucker, Steven J	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Review and analysis of the updated internal draft of the Constitutional Law Opinion (.4); provide further comments on same (.4).								
38955204	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Continue work on true sale opinion.								
38957341	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	2.20	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepare state tax opinion.								
38957549	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.90	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revise and finalize first draft constitutional opinion.								
38958096	10/16/2015	Fee	L120 Analysis/Strategy	Smith, Alfred G	\$████	0.50	\$0.00	\$0.00	\$████
	Activity: A104 Review/analyze Description: Work on opinion regarding perfection and related issues.								
38958657	10/16/2015	Fee	L120 Analysis/Strategy	Silver, Michael P	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A106 Communicate (with client) Description: Telephone conference with Ms. Triplett regarding regulatory issues and effect of same on Florida legal opinions.								
38959737	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	1.60	\$0.00	\$0.00	\$████

CR3BondTeam000103

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A103 Draft/revise Description: Review PSC documents associated with issuance of Nuclear Asset-Recovery Bonds (1.2); prepare Florida Tax Consequences Opinion Letter in connection with the same (.4).								
38959740	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	0.50	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Florida Administrative Code regarding regulations applicable to the Public Service Commission.								
38959904	10/16/2015	Fee	L130 Experts/Consultants	Stevenson, C. M	\$ [REDACTED]	1.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Review bond prospectus (6); prepare state tax opinion (.7).								
38959906	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Conduct research in connection with state tax opinion.								
38959915	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	3.90	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Prepare and finalize state tax opinion (2.7); conduct research in connection with the same (1.2).								
38959932	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	1.60	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A103 Draft/revise Description: Review constitutional law opinion for potential impact of constitutional issues on tax opinions.								
38959981	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$ [REDACTED]	0.80	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A104 Review/analyze Description: Prepare state law tax opinion (.6); conduct research in connection with the same (.2).								
38960579	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	0.70	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Review and Analyze Florida Administrative Code as it relates to regulation of the Public Service Commission, in connection with drafting Regulatory Opinion Letter.								
38960789	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.40	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Research Regulations applicable to the Public Service Commission in order to opine as to whether the PSC complied with all requirements in entering the anticipated Financing Order.								
38961010	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.30	\$0.00	\$0.00	\$ [REDACTED]
	Activity: A102 Research Description: Further Review of Public Service Commission requirements, in preparation for drafting Regulatory Opinion Letter.								
38961155	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$ [REDACTED]	1.70	\$0.00	\$0.00	\$ [REDACTED]
Hide Details									

CR3BondTeam000104

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A102 Research Description: Research Treatise regarding the powers of the Public Service Commission, the entry of Financing Orders, and Secured Transactions (.8); research Florida caselaw regarding the application of a statute a...								
38961557	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	1.50	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Treatise regarding the procedures and requirements for enacting statutes in Florida, in connection with drafting Regulatory Opinion Letter.								
38961755	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revisions to security/perfection opinion.								
38962141	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.80	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Review and revise Florida tax opinion.								
38962417	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.70	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Research Florida law regarding the procedures and requirements for enacting statutes in Florida (1.4); draft memorandum regarding same (2.3).								
38962467	10/16/2015	Fee	L120 Analysis/Strategy	Markese, David J	\$████	3.70	\$0.00	\$0.00	\$████
	<div>Hide Details</div> Activity: A102 Research Description: Research Florida caselaw and Treatise regarding the referendum and initiative process in Florida, and whether the Nuclear Asset Recovery Act may be amended or repealed thereby (.8); draft memorandum r...								
38963378	10/16/2015	Fee	L250 Other Written Motions/Submissions	Shenhav, Ella A	\$████	0.30	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Final revisions to constitutional opinion draft.								
38963527	10/16/2015	Fee	L110 Fact Investigation/Development	Slone Tobin, Jennifer L	\$████	1.00	\$0.00	\$0.00	\$████
	Activity: A102 Research Description: Perform research regarding UCC issues.								
38964044	10/16/2015	Fee	L140 Document/File Management	Slone Tobin, Jennifer L	\$████	0.70	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Revisions to perfection opinion letter.								
38964551	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	1.60	\$0.00	\$0.00	\$████
	Activity: A103 Draft/revise Description: Prepare state tax opinion.								
38964556	10/16/2015	Fee	L120 Analysis/Strategy	Stevenson, C. M	\$████	0.90	\$0.00	\$0.00	\$████

CR3BondTeam000105

Item	Date	Type	Category	TK	Rate	Units	Disc	Adj	Amt
	Activity: A104 Review/analyze Description: Review state constitutional law opinion.								

Account Codes

Business Unit 1	50220-PE Florida Other	Responsibility Center 1	8772-Finance	Process 1		Project 1	307749L-CR3 Securitization
Activity 1	GENERAL	GL Account 1	0923000- Outside Services Employed	Operating Unit 1	PEFO - PE Florida Other	Resource Type 1	69000- Contract/Outside Services (was 63000)
Allocation % 1	100	Allocated Amount 1	\$ [REDACTED]				

Business Unit 2		Responsibility Center 2		Process 2		Project 2	
Activity 2		GL Account 2		Operating Unit 2		Resource Type 2	
Allocation % 2		Allocated Amount 2					

Business Unit 3		Responsibility Center 3		Process 3		Project 3	
Activity 3		GL Account 3		Operating Unit 3		Resource Type 3	
Allocation % 3		Allocated Amount 3					

Business Unit 4		Responsibility Center 4		Process 4		Project 4	
Activity 4		GL Account 4		Operating Unit 4		Resource Type 4	
Allocation % 4		Allocated Amount 4					

Business Unit 5		Responsibility Center 5		Process 5		Project 5	
Activity 5		GL Account 5		Operating Unit 5		Resource Type 5	
Allocation % 5		Allocated Amount 5					

DUKE ENERGY FLORIDA – EXHIBIT C - Docket 150171-EI
Confidentiality Justification

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00002, three dollar amounts in the next to last paragraph at the bottom of the page.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF’s efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00003, seven dollar amounts in the body of the Oct. 15, 2015 email; Bates number CR3BondTeam00004, a dollar amount in the middle of the first sentence at the top of the page and six dollar amounts in the body of the Aug. 14, 2015 email; Bates number CR3BondTeam00005, a dollar amount in the second sentence near the bottom of the page;	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF’s efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00007, a dollar amount, mid-sentence, near the bottom of the page; Bates number CR3BondTeam00009, a dollar amount in the sentence at the top of the page;	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00012, entire first sentence following first numbered paragraph; end of 4 th line & beginning of 5 th line in first numbered paragraph; entire first sentence following second numbered paragraph; middle of 2 nd line & end of 3 rd line in second numbered paragraph; entire first sentence following third numbered paragraph; end of 1 st line & beginning of 2 nd line in third numbered paragraph; last word of 5 th line & beginning of 6 th line in third numbered paragraph.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00013, entire first sentence following fourth numbered paragraph; entire first sentence following fifth numbered paragraph; entire first sentence following sixth numbered paragraph; entire first sentence following seventh numbered paragraph; entire first sentence following eighth numbered paragraph; last half of the sentence near the bottom of the page & first half of the sentence at the bottom of the page.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00014, all of the lower 2/3 of the page with the exception of the words: "(Not provided.)"; "(If matter not anticipated for one year, not applicable.)"; and "Thank you for attention to this matter as we proceed on this transaction."	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00020, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00021, all dollar values in columns 2 and 4 at the top of the page; for Bates numbers 00021 through 00023, all values in the columns titled: Rate, Disc, and Amt.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00024, dollar value in the middle of the page following the term: "Allocated Amount 1"	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00025, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00026, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00026 through 00030, all values in the columns titled: Rate, Disc, and Amt. On Bates numbered page 00030, dollar value in the middle of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00032, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00033, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00033 through 00044, all values in the columns titled: Rate, Disc, and Amt. On Bates numbered page 00044, dollar value in the middle of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00045, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00046, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00046 through 00053, all values in the columns titled: Rate, Disc, and Amt.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	On Bates numbered page 00054, dollar value near the top of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00055, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00056, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00056 through 00059, all values in the columns titled: Rate, Disc, and Amt. On Bates numbered page 00059, dollar value in the middle of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00061, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00062, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00062 through 00066, all values in the columns titled: Rate, Disc, and Amt. On Bates numbered page CR3BondTeam00067, dollar value at the top of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00069, below the term "Estimate:" near the top of the page, the dollar amount in the first line of text and two dollar amounts in the third line;	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00070, all numbers in the third column of the table.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00071, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns titled "Rate x Unit" and "Amount".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00072, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00072 through 00073, all values in the columns titled: Rate and Amt. On Bates numbered page 00073, dollar value near the bottom of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00075, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00076, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00076 through 00080, all values in the columns titled: Rate and Amt. On Bates numbered page CR3BondTeam00081, dollar value near the top of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00082, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit, Discount, and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

DOCUMENT/RESPONSES	PAGE/LINE	JUSTIFICATION
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00083, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00083 through 00092, all values in the columns titled: Rate, Disc, and Amt. Also on Bates numbered page 00092, the dollar value near the bottom of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00094, dollar amount behind the words "Submitted Total:" at top of page; in the Invoice Summary section, the fees and invoice totals in these columns: Rate x Unit and Amount.	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>
DEF documents provided to the Bond Team	Attachment bearing Bates number CR3BondTeam00095, all dollar values in columns 2 and 4 at the top of the page; for Bates numbered pages 00095 through 00104, all values in the columns titled: Rate and Amt. On Bates numbered page CR3BondTeam00105, the dollar value near the top of the page following the term: "Allocated Amount 1".	<p>§366.093(3)(d), F.S. The document in question contains confidential information, the disclosure of which would impair DEF's efforts to contract for goods or services on favorable terms.</p> <p>§366.093(3)(e), F.S. The document in question contains confidential information relating to competitive business interests, the disclosure of which would impair the competitive business of the provider/owner of the information.</p>

Exhibit D

AFFIDAVIT OF BRYAN BUCKLER

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for approval to include in base rates the revenue requirement for the CR3 regulatory asset, by Duke Energy Florida, Inc.

DOCKET NO. 150148-EI

In re: Petition for issuance of nuclear asset-recovery financing order, by Duke Energy Florida, Inc. d/b/a Duke Energy.

DOCKET NO. 150171-EI

DATED: December 16, 2015

**AFFIDAVIT OF BRYAN BUCKLER IN SUPPORT OF
DUKE ENERGY FLORIDA'S
ELEVENTH REQUEST FOR CONFIDENTIAL CLASSIFICATION**

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

BEFORE ME, the undersigned authority duly authorized to administer oaths, personally appeared Bryan Buckler, who being first duly sworn, on oath deposes and says that:

1. My name is Bryan Buckler. I am over the age of 18 years old and I have been authorized by Duke Energy Florida (hereinafter "DEF" or the "Company") to give this affidavit in the above-styled proceeding on DEF's behalf and in support of DEF's Request for Confidential Classification. The facts attested to in my affidavit are based upon my personal knowledge.

2. I am the Director of Regulated Accounting for Duke Energy Business Services, LLC, a service company affiliate of DEF.

3. Effective August 15, 2015, I became the Director of Regulated Accounting for Duke Energy Corporation (“Duke Energy”). In this role I am responsible for accounting and financial reporting for all of Duke Energy’s regulated subsidiaries, including Duke Energy Florida. However, I will still serve as DEF’s Treasury witness in this proceeding, and will continue to report to Stephen De May, Senior Vice President and Treasurer of Duke Energy and DEF, for purposes of the nuclear asset-recovery bond transaction.

4. DEF is seeking confidential classification for portions of DEF’s documents provided to the Bond Team. The confidential information at issue is contained in confidential Exhibit A to this Request and is outlined in DEF’s Justification Matrix that is attached to DEF’s Request for Confidential Classification as Exhibit C. DEF is requesting confidential classification of this information because it contains sensitive business information, the disclosure of which would impair the Company’s efforts to contract for goods and services on favorable terms.

5. Portions of the documents provided to the Bond Team (specifically Bates numbers CR3BondTeam000001 through CR3BondTeam000105), contain sensitive business information including contractual legal service costs of law firms retained by DEF to work on the securitization project. These law firms provide legal advice and guidance on various issues related to complicated CR3 securitization and bond issuance matters. Portions of these Bond Team documents contain competitive contractual legal expenses including rates and costs of the law firms, that would adversely impact DEF’s competitive business interests if disclosed to the public. In order to obtain specialized legal assistance, DEF must be able to assure law firms that sensitive business information, such as attorney billing rates and estimated costs for representation will be

kept confidential. With respect to the information at issue in this request, DEF has kept confidential and has not publicly disclosed confidential law firm billing rates and similar competitive information. Absent such measures, law firms who otherwise would contract with DEF might decide not to do so if DEF did not keep the law firm invoices and cost projections confidential. If other third parties are made aware of confidential contractual billing rates that DEF has with other parties, they may offer DEF less competitive contractual rates in the future. Without DEF's measures to maintain the confidentiality of sensitive legal fees in these legal agreements between DEF and third parties, the Company's efforts to obtain competitive prices for its legal needs could be compromised by competitors changing their position or behavior in future contractual negotiations.

6. Additionally, the above-referenced Bates numbered attachments contain sensitive business information which could adversely impact competitive business interests of the law firms providing legal advice to DEF for the securitization project. DEF has a contractual obligation with these third parties to not disclose the proprietary business information contained in their agreements, such as attorney billing rates and estimated legal service fees. Absent such confidentiality measures, third party law firms would run the risk that sensitive business information that they provided in their invoices and communications with DEF would be made available to the public and, as a result, end up in possession of potential competitors. Faced with that risk, the efforts to competitively negotiate legal service agreements with companies such as DEF could be undermined.

7. Upon receipt of confidential information from law firms working with DEF, and with its own confidential information, strict procedures are established and

followed to maintain the confidentiality of the documents and information provided, including restricting access to those persons who need the information to assist the Company, and restricting the number of, and access to the information and documents. At no time since receiving the legal service invoices, memorandums and other documents in question has the Company publicly disclosed this information. The Company has treated and continues to treat the documents at issue as confidential.

8. This concludes my affidavit.

Further affiant sayeth not.

Dated the 16 day of December, 2015.

Bryan Buckler

(Signature)

Bryan Buckler

Director of Regulated Accounting

Duke Energy Business Services, LLC

550 South Tryon Street

Charlotte, NC

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this 16 day of December, 2015 by BRYAN BUCKLER. He is personally known to me, or has produced his _____ driver's license, or his _____ as identification.

Patricia C. Ross

(Signature)

Patricia C. Ross

(Printed Name)

NOTARY PUBLIC, STATE OF NC

10-17-2019

(Commission Expiration Date)

19942870090

(Serial Number, If Any)

(AFFIX NOTARIAL SEAL)

PATRICIA C. ROSS
NOTARY PUBLIC
Mecklenburg County
North Carolina