

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that)
the Osprey Plant Acquisition and,)
alternatively, the Suwannee Simple)
Cycle Project is the most Cost Effective)
Generation Alternative to meet the)
Remaining Need Prior to 2018 for)
Duke Energy Florida, Inc.)

DOCKET NO. 150043-EI

Submitted for filing: February 20, 2015

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COMMISSION
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**DUKE ENERGY FLORIDA, INC.'S NOTICE OF FILING
AFFIDAVITS IN SUPPORT OF FIRST REQUEST
FOR CONFIDENTIAL CLASSIFICATION**

Duke Energy Florida, Inc. ("DEF") hereby gives notice of filing the attached affidavits in support of DEF's First Request for Confidential Classification as follows:

1. Affidavit of Benjamin M.H. Borsch in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification Regarding Portions of Testimony and Exhibits;
2. Affidavit of Kevin E. Delehanty in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification;
3. Affidavit of Kris G. Edmondson in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification;
4. Affidavit of Matthew E. Palasek in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification Regarding Portions of Testimony and Exhibits;
5. Affidavit of Edward L. Scott in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification; and
6. Affidavit of Todd Thornton in Support of Duke Energy Florida, Inc.'s First Request for Confidential Classification Regarding Portions of the Testimony and Exhibits Filed in Support of Duke Energy Florida's Petition.

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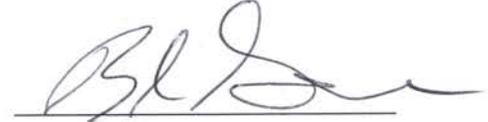
Respectfully submitted this 20 day of February, 2015.

John T. Burnett
Deputy General Counsel
Dianne M. Triplett
Associate General Counsel
DUKE ENERGY FLORIDA, INC.
Post Office Box 14042
St. Petersburg, FL 33733-4042
Telephone: (727) 820-5587
Facsimile: (727) 820-5519

ls Blaise N. Gamba *BS*
James Michael Walls
Florida Bar No. 0706242
Blaise N. Gamba
Florida Bar No. 0027942
CARLTON FIELDS JORDEN BURT, P.A.
Post Office Box 3239
Tampa, FL 33601-3239
Telephone: (813) 223-7000
Facsimile: (813) 229-4133

CERTIFICATE OF SERVICE

I HEREBY CERTIFY a true and correct copy of the foregoing has been furnished to counsel and parties of record as indicated below via electronic mail this 20th day of February, 2015.



Attorney

Charles Murphy
Office of General Counsel
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850
cmurphy@psc.state.fl.us

Charles Rehwinkel
Deputy Public Counsel
Erik Sayler
Associate Public Counsel
Office of Public Counsel
c/o The Florida Legislature
111 West Madison Street, Room 812
Tallahassee, FL 32399-1400
Phone: (850) 488-9330
Email: rehwinkel.charles@leg.state.fl.us
Sayler.erik@leg.state.fl.us

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that) DOCKET NO. 150043-EI
the Osprey Plant Acquisition and,)
alternatively, the Suwannee Simple) Submitted for filing: February 20, 2015
Cycle Project is the most Cost Effective)
Generation Alternative to meet the)
Remaining Need Prior to 2018 for)
Duke Energy Florida, Inc.)
_____)

**AFFIDAVIT OF BENJAMIN M.H. BORSCH IN SUPPORT OF DUKE ENERGY
FLORIDA, INC.'S FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION
REGARDING PORTIONS OF TESTIMONY AND EXHIBITS**

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority duly authorized to administer oaths, personally appeared Benjamin M.H. Borsch, who being first duly sworn, on oath deposes and says that:

1. My name is Benjamin M.H. Borsch. I am over the age of 18 years old and I have been authorized by Duke Energy Florida, Inc. (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, IRP & Analytics – Florida and in that position I am responsible for resource planning for DEF. I am responsible for directing the resource planning process in an integrated approach to finding the most cost-effective alternatives to meet the Company's obligation to serve its customers in Florida. As a result, we examine both supply-side and demand-side resources available and potentially available to the Company over its planning horizon, relative to the Company's load forecasts, and prepare and present the annual Duke Energy Florida Ten-Year Site Plan ("TYSP") documents that are filed with the Florida Public

Service Commission (“FPSC” or the “Commission”), in accordance with the applicable statutory and regulatory requirements. In my capacity as the Director, IRP & Analytics –Florida, I oversaw the completion of the Company’s TYSP document filed in April 2014. I was also responsible for the Company’s evaluation of options to meet its needs for reliable electric power prior to 2018.

3. DEF is seeking confidential classification for portions of my Direct Testimony and Exhibits BMHB-1 and BMHB-2 filed on January 30, 2015 in this docket. A detailed description of the confidential information at issue is contained in confidential Exhibit A to DEF’s Request for Confidential Classification 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 these documents because they contain confidential and sensitive information and numbers regarding the supply-side generation proposals evaluated by the Company to meet its remaining capacity needs prior to 2018, the disclosure of which would impair DEF’s competitive business interests and ability to negotiate favorable contracts, as well as violate contractual nondisclosure provisions with third parties.

4. The disclosure of this information would impair the efforts of the Company to negotiate contracts on favorable terms, as well as violate contractual nondisclosure provisions. Specifically, if DEF’s suppliers or competitors were made aware of DEF’s internal strategies and analysis studies, they may adjust their behavior in the market place with respect to activities such as pricing and the acquisition and provision of goods, materials, and services. In addition, DEF must be able to ensure potential bidders that the terms of their bids will be kept confidential. If such assurances are not provided, potential bidders know that the terms of their bids are subject to public disclosure, they might withhold sensitive information necessary for the utility to fully understand and accurately assess the costs and benefits of their proposals. Persons or companies

who otherwise would have submitted bids in response to the utility's request for proposal might not do so if there is no assurance that their proposals would be protected from disclosure.

Further, the information at issue relates to the bids submitted by the bidding entities, including Calpine, and thus impacts the competitive interests of DEF and the bidding entities because disclosure of what one entity is willing to include in one bid could impair their competitive business interests in future bid events.

5. The information identified as Exhibit A is intended to be and is treated as confidential by the Company. The information has not been disclosed to the public, and the Company has treated and continues to treat the information as confidential. Upon receipt of the proposals and contracts at issue, and with its own confidential information, strict procedures are established and followed to maintain the confidentiality of the terms 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 people who have access to the information and the type of access to the information.

6. At no time since receiving or generating the information in question has the Company publicly disclosed that information. The Company has treated and continues to treat the information at issue as confidential.

7. This concludes my affidavit.

Dated this 18th day of February, 2015.



(Signature)

Benjamin M.H. Borsch
Director – IRP & Analytics – Florida
Duke Energy Florida, Inc.
299 First Avenue North
St. Petersburg, FL 33701

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this 18th day of February, 2015 Benjamin M.H. Borsch. He is personally known to me, or has produced his _____ driver's license, or his _____ as identification.

Sandra Cope

(Signature)

Sandra Cope

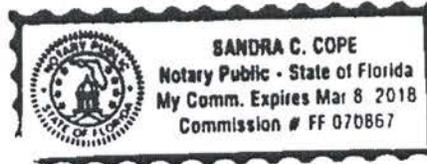
(Printed Name)

NOTARY PUBLIC, STATE OF FL

(AFFIX NOTARIAL SEAL)

(Commission Expiration Date)

(Serial Number, If Any)



BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that) DOCKET NO. 150043-EI
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alternatively, the Suwannee Simple) Submitted for filing: February 20, 2015
Cycle Project is the most Cost Effective)
Generation Alternative to meet the)
Remaining Need Prior to 2018 for)
Duke Energy Florida, Inc.)
_____)

**AFFIDAVIT OF KEVIN E. DELEHANTY IN SUPPORT OF
DUKE ENERGY FLORIDA, INC.'S
FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION**

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

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

1. My name is Kevin E. Delehanty. 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 Market Fundamentals for Duke Energy Services, LLC, the service company affiliate of DEF. In this role I am responsible for providing long-term fossil fuels commodity price forecasts for all the subsidiary electric utilities, including DEF. As the Director of Market Fundamentals, I am also responsible for providing the long-term commodity price component of the fuels forecast to DEF for its Integrated Resource Planning process.

2. DEF is seeking confidential classification for certain information provided in my Exhibits KED-1, KED-2, and KED-3 to my direct testimony filed on January 30, 2015 in this docket. A detailed description of the confidential information at issue is contained in confidential Exhibit A to DEF's Request for Confidential Classification and is outlined in DEF's Justification Matrix that is attached to DEF's Request for Confidential Classification as Exhibit C. These exhibits contain confidential information related to the Company's long-term forecasts for fuel pricing the disclosure of which would impair the Company's competitive business interests.

3. My Exhibits KED-1, KED-2 and KED-3 contain confidential and sensitive analysis reflecting the Company's internal strategies for developing the Fundamental Forecast, which is the long-term fuel price forecast the Company uses in its IRP process. If disclosed to third parties, this information would adversely impact DEF's competitive business interests by allowing third parties access to DEF's forecasting expertise and strategic projections. In many instances, DEF is also contractually obligated to preserve the proprietary information and forecasts of its vendors contained in these exhibits.

4. Upon receipt of confidential information from third parties, and with its own confidential information, strict procedures are established and followed to maintain the confidentiality of the terms 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 people who have access. At no time since receiving the information in question has the Company publicly disclosed that information. The Company has treated and continues to treat the information at issue as confidential.

5. This concludes my affidavit.

Dated the 16th day of February, 2015.

Kevin E. Delehanty
(Signature)

Kevin E. Delehanty
Director of Market Fundamentals
Duke Energy Business Services, LLC
550 S. Tryon Street
Charlotte, NC 28202

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this 16th day of February, 2015 by Kevin E. Delehanty. He is personally known to me, ~~or has produced his~~ driver's license, or his _____ as identification.

Nancy H. Taylor
(Signature)

Nancy H. Taylor
(Printed Name)

NOTARY PUBLIC, STATE OF _____

January 26, 2017
(Commission Expiration Date)

(Serial Number, If Any)

(AFFIX NOTARIAL SEAL)



BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that)	DOCKET NO. 150043-EI
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Remaining Need Prior to 2018 for)	
Duke Energy Florida, Inc.)	
_____)	

**AFFIDAVIT OF KRIS G. EDMONDSON IN SUPPORT OF
DUKE ENERGY FLORIDA, INC.'S
FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION**

STATE OF FLORIDA

COUNTY OF PINELLAS

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

1. My name is Kris G. Edmondson. I am over the age of 18 years old and I have been authorized by Duke Energy Florida, Inc. (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 General Manager – Florida Fossil Operations for DEF. I am responsible for ensuring safe, reliable, and cost effective operations for a significant portion of the combined cycle and combustion turbine fleet in Florida. Provided the acquisition of the Osprey Energy Facility Combined Cycle Plant ("Osprey Plant") acquisition is approved, I would also assume responsibility for this Plant in addition to the other DEF plants that currently report to me. Osprey Plant is a merchant plant currently owned by Osprey Energy Center LLC as the assignee of Calpine Construction Finance Company, L.P. ("Calpine").

3. DEF is seeking confidential classification for certain information filed on January

30, 2015 in the above referenced docket. Specifically, portions of the information provided in my Direct Testimony and Exhibits KGE-2 and KGE-3 attached to my Direct Testimony. A detailed description of the confidential information at issue is contained in confidential Exhibit A to DEF's Request for Confidential Classification 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 competitively sensitive business information, the disclosure of which would impair the Company's, and in some instances, Calpine's, competitive business interests.

4. My testimony and exhibits contain confidential information relating to DEF's future forecasts for operating and maintenance costs for the Osprey Plant and DEF's due diligence review of the Plant. If third parties were to know DEF's specific needs for future maintenance and DEF's projected costs, they could increase the price of those goods and services. My testimony and exhibits also contains other technical and cost information on the Osprey Plant provided to DEF by Calpine through the due diligence process conducted prior to execution of the Asset Purchase and Sale Agreement ("APA") for the Osprey Plant that is considered confidential by Calpine. The disclosure of this information to third parties would adversely impact DEF's and Calpine's competitive business interests. Furthermore, my Exhibit KGE-2 is also a proprietary confidential independent consultant technical due diligence report on the Osprey Plant that DEF is contractually obligated to maintain as confidential and also contains Calpine confidential Plant information.

5. In sum, portions of my testimony and my Exhibits KGE-2 and KGE-3 contain DEF's confidential evaluation of the Osprey Plant acquisition and the Company's internal forecasts for reliably operating and maintaining the Osprey Plant in the future. If this information was disclosed to the public, it could adversely impact DEF's competitive interests in

obtaining the best pricing for replacement equipment and other maintenance work and would reveal negotiated and confidential terms of the Parties APA.

6. Upon receipt of confidential information from third parties, and with its own confidential information, strict procedures are established and followed to maintain the confidentiality of the terms 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. At no time since receiving the information in question has the Company publicly disclosed that information. The Company has treated and continues to treat the information at issue as confidential.

7. This concludes my affidavit.

Dated the 13th day of February, 2015.

Kris G. Edmondson

(Signature)
Kris G. Edmondson
General Manager – Florida Fossil Operations
Duke Energy Florida, Inc.
299 1st Avenue N
St. Petersburg, FL 33701

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this ___ day of February, 2015 by Kris G. Edmondson. He is personally known to me, or has produced his _____ driver's license, or his _____ as identification.

Deborah Breden

(Signature)
Deborah Breden
(Printed Name)



(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF Fla.

(Commission Expiration Date)

(Serial Number, If Any)

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that) DOCKET NO. 150043-EI
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Generation Alternative to meet the)
Remaining Need Prior to 2018 for)
Duke Energy Florida, Inc.)
_____)

**AFFIDAVIT OF MATTHEW E. PALASEK IN SUPPORT OF DUKE ENERGY
FLORIDA, INC.'S FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION
REGARDING PORTIONS OF TESTIMONY AND EXHIBITS**

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

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

1. My name is Matthew E. Palasek. I am over the age of 18 years old and I have been authorized by Duke Energy Florida, Inc. (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 a Director in Corporate Development with Duke Energy Corporation ("Duke Energy"). In this position I am responsible for supporting Duke Energy and its subsidiaries in a variety of transaction activity: acquisitions, divestitures, joint ventures, and corporate-level combinations. I was involved in discussions with Calpine Construction Finance Company, L.P. regarding the potential acquisition of the Osprey Energy Facility Combined Cycle Plant ("Osprey Plant") by Duke Energy Florida, Inc. ("DEF") up to the agreement to terms between DEF and Calpine for the Osprey Plant acquisition, i.e., the Asset Purchase and Sale Agreement

("APA").

3. DEF is seeking confidential classification for portions of my Direct Testimony and my Exhibits MEP-1 and MEP-2 and certain information provided in the Direct Testimony of Mark E. Landseidel and Exhibit MEL-4 filed on January 30, 2015 in this docket. A detailed description of the confidential information at issue is contained in confidential Exhibit A to DEF's Request for Confidential Classification 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 these documents because they contain or describe the confidential terms of the APA and Term Sheet between DEF and Calpine.

4. Public disclosure of the terms of the APA and Term Sheet would impair DEF and Calpine's competitive business interests by letting third parties know the confidential, negotiated deal between DEF and Calpine and would thus impair future deals by DEF and Calpine. In addition, if third parties were made aware of confidential contractual terms and conditions that DEF has with other parties, they may offer DEF less competitive contractual terms and conditions in any future contractual negotiations. Disclosure of the confidential terms and conditions of the APA and Term Sheet would also violate confidentiality agreements between DEF and Calpine. DEF and Calpine have contractual obligations to protect and preserve the confidential and competitively sensitive business information of the other party as well as the party's own confidential business information.

5. Upon receipt of this confidential information, 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 persons with access to the

information. At no time since receiving the information in question has the Company publicly disclosed that information. The Company has treated and continues to treat the information at issue as confidential.

6. This concludes my affidavit.

Dated this _____ day of February, 2015.



(Signature)

Matthew E. Palasek
Duke Energy Corporation
550 South Tryon Street, DEC-39B
Charlotte, NC 28202

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this ___ day of February, 2015 by Matthew E. Palasek. He is personally known to me, ~~or has produced his~~ _____ driver's license, or his _____ as identification.



(Signature)

Nancy H. Taylor

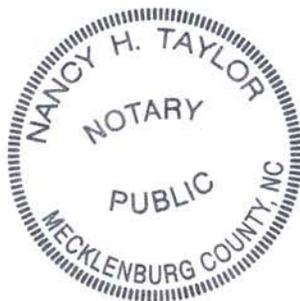
(Printed Name)

(AFFIX NOTARIAL SEAL)

NOTARY PUBLIC, STATE OF North Carolina

January 26, 2017

(Commission Expiration Date)



(Serial Number, If Any)

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

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Duke Energy Florida, Inc.)
_____)

**AFFIDAVIT OF EDWARD L. SCOTT IN SUPPORT OF
DUKE ENERGY FLORIDA, INC.'S
FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION**

STATE OF FLORIDA

COUNTY OF PINELLAS

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

1. My name is Ed Scott. I am over the age of 18 years old and I have been authorized by Duke Energy Florida, Inc. (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 – Transmission Planning Florida for DEF. As the Director of Transmission Planning Florida, I am responsible for ensuring that long-range transmission plans, studies and assessments are performed in accordance with all applicable Federal Energy Regulatory Commission ("FERC"), North American Electric Reliability Corporation ("NERC"), Florida Reliability Coordinating Council ("FRCC"), and DEF planning standards and requirements.

3. DEF is seeking confidential classification for portions of my Exhibit ELS-1 to my direct testimony filed on January 30, 2015 in this docket. A detailed description of the confidential information at issue is contained in confidential Exhibit A to DEF's Request for Confidential Classification 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 a description of the potential generating facility acquisitions evaluated for transmission cost impacts to the DEF transmission system and DEF's internal strategies and analysis studies. This information would adversely impact DEF's competitive business interests if disclosed to third parties.

4. The disclosure of this information would also impair the efforts of the Company to negotiate contracts on favorable terms. Specifically, if DEF's suppliers or competitors were made aware of DEF's internal strategies and analysis studies, they may adjust their behavior in the market place with respect to the activity such as pricing and the acquisition and provision of goods, materials, and services.

5. The information identified as Exhibit A is intended to be and is treated as confidential by the Company. Upon receipt of the information at issue, and with its own confidential information, strict procedures are established and followed to maintain the confidentiality of the terms 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 people who have access to the information and the type of access allowed.

6. At no time since receiving or generating the analyses in question has the Company publicly disclosed that information. The Company has treated and continues to treat the information at issue as confidential.

7. This concludes my affidavit.

Further affiant sayeth not.

Dated the 19 day of February, 2015.

EL Scott

(Signature)
Edward L. Scott
Director – Transmission Planning Florida
Duke Energy Florida, Inc.
6565 38th Avenue N.
St. Petersburg, FL 33710

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this 19th day of February, 2015 by Edward L. Scott. He is personally known to me, or has produced his _____ driver's license, or his _____ as identification.

Lori L Herring

(Signature)
Lori L Herring

(Printed Name)
NOTARY PUBLIC, STATE OF Florida

(AFFIX NOTARIAL SEAL)

10-10-18

(Commission Expiration Date)
FF 164833



(Serial Number, If Any)

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Determination that)
that the Osprey Plant Acquisition, or) DOCKET NO. 150043-EI
alternatively, the Suwannee Simple)
Cycle Project is the most Cost)
Effective Generation Alternative to)
meet the Remaining Need Prior to 2018,)
by Duke Energy Florida, Inc.)
_____)

AFFIDAVIT OF TODD THORNTON IN SUPPORT OF
DUKE ENERGY FLORIDA, INC.'S
FIRST REQUEST FOR CONFIDENTIAL CLASSIFICATION
REGARDING PORTIONS OF THE TESTIMONY AND EXHIBITS
FILED IN SUPPORT OF DUKE ENERGY FLORIDA'S PETITION

STATE OF TEXAS

COUNTY OF HARRIS

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

1. My name is Todd Thornton. I am over the age of 18 years old and I have been authorized by Calpine Construction Finance Company, L.P. ("Calpine") to give this affidavit in the above-styled proceeding on Calpine's behalf and in support of Duke Energy Florida, Inc.'s ("DEF") First Request for Confidential Classification Regarding Portions of the Testimony and Exhibits Filed in Support of Duke Energy Florida's Petition ("DEF's First Request for Confidential Classification"). I have personal knowledge of the matters stated in this affidavit.

2. I am Senior Vice President, Origination and Development, for Calpine Corporation. Calpine is a subsidiary of Calpine

Corporation. My business address is 717 Texas Avenue, Houston, Texas 97002. I am responsible for Calpine Corporation's origination activities and the development of electric generation resources throughout the United States and Canada.

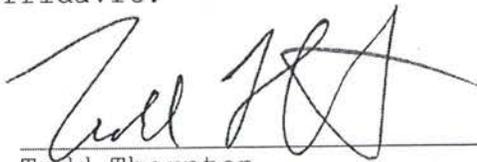
3. DEF is seeking confidential classification of the following testimony and exhibits filed in this docket: (1) portions of the Direct Testimony of Benjamin M.H. Borsch, including portions of his Exhibit BMHB-1 and Exhibit BMHB-2; (2) portions of Exhibits KED-1 through KED-3 to the Direct Testimony of Kevin E. Delehanty; (3) portions of the Direct Testimony of Kris G. Edmondson, including portions of his Exhibits KGE-2 and KGE-3; (4) portions of the Direct Testimony of Mark E. Landseidel, including portions of his Exhibit MEL-4; (5) portions of the Direct Testimony of Matthew E. Palasek, including portions of his Exhibits MEP-1 and MEP-2; and (6) portions of Exhibit ELS-1 to the Direct Testimony of Edward L. Scott (collectively the "Confidential Information"). The Confidential Information contains Calpine's confidential information.

4. The Confidential Information is Calpine's competitively sensitive confidential business information, it contains Calpine's confidential and proprietary internal project costs and operational strategies, and it contains confidential employee personnel information. The disclosure of this information would

adversely impact Calpine's competitive business interests and otherwise harm Calpine if disclosed to third parties.

5. The information specifically identified in Attachment C to DEF's First Request for Confidential Classification is intended to be and is treated as confidential by Calpine and has not been disclosed to the public.

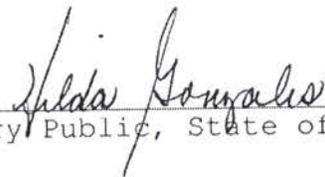
6. This concludes my affidavit.



Todd Thornton
Senior Vice President, Origination
and Development
Calpine Corporation
717 Texas Avenue
Houston, Texas 97002

SWORN TO AND SUBSCRIBED before me this 19th day of February, 2015, by Todd Thornton, who is personally known to me or who has produced _____ (type of identification) as identification and who did take an oath.





Notary Public, State of Texas

My Commission Expires: 6-7-17