

ENTERGY CORP /DE/
Form U-9C-3
May 28, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58

For the Quarterly Period Ended March 31, 2004

ENTERGY CORPORATION

(a Delaware corporation)
639 Loyola Avenue
New Orleans, Louisiana 70113
Telephone (504) 576-4000

(Name of registered holding company and address of principal executive offices)

ITEM 1 - ORGANIZATION CHART

<u>Name of reporting company</u> *	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
			Delaware	100%	

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Entergy Holdings, LLC (EHLIC)	Energy related business	November 3, 1997				Holding company investing in miscellaneous energy related companies.
Entergy Thermal, LLC (Entergy Thermal)	Energy related business	January 28, 1999	Delaware	100%		Production, sale, and distribution of thermal energy products.
Entergy Power RS LLC (EPRS)	Energy related business	February 25, 1999	Delaware	100%		Holding company investing in qualifying facilities.
RS Cogen, LLC (RS Cogen)	Energy related business	March 25, 1999	Louisiana	50%		Ownership and operation of qualifying facilities.
TLG Services, Inc. (TLG)	Energy related business	December 30, 1986	Connecticut	100%		Provide field services for the decommissioning of fossil and nuclear plants.
Entergy Solutions Ltd. (ESLTD)	Energy related business	August 30, 2000	Texas	100%		Provide competitive energy service and electric sales.
Entergy-Koch Trading, LP (EKTLP)	Energy related business	January 25, 2001	Delaware	50%		Energy marketing and brokering.
EWO GP LLC	Energy related business	October 30, 2000	Delaware	100%		Holding company investing in

(EWOGP)	business					energy commodity brokering and related services.
EWO Marketing, LP (EWOM)	Energy related business	October 30, 2000	Delaware	100%		Energy marketing and brokering.
Entergy Solutions Select Ltd. (ESOLS)	Energy related business	March 2, 2001	Texas	100%		Price-to-Beat retail electric provider.

ITEM 1 - ORGANIZATION CHART - Continued

<u>Name of reporting company *</u>	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
Entergy Solutions Essentials Ltd. (ESSEN)	Energy related business	June 4, 2001	Texas	100%	Provider of Last Resort retail electric provider.
Entergy Thermal-UNO, LLC (Entergy Thermal-UNO)	Energy related business	July 16, 2001	Delaware	100%	Production, sale, and distribution of thermal energy products.
Entergy Nuclear PFS, Inc. (ENPFS)	Energy related business	February 15, 2002	Delaware	100%	Holding company for investment in Private Fuel Storage, LLC.
Private Fuel Storage LLC (Private Fuel Storage)	Energy related business	February 21, 2002	Delaware	9.9%	Development of a spent nuclear fuel storage facility.
		August 30, 2000	Texas	100%	

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Entergy Solutions Supply Ltd. (ESSLT)	Energy related business					Provider of wholesale energy and energy supply acquisition services to retail electric providers.
Entergy Nuclear Environmental Services, LLC (ENES)	Energy related business	December 10, 2002	Delaware	100%		Formed to provide environmental remediation services for nuclear facilities.
SOURCEONE, INC. (SOURCEONE)	Energy related business	February 16, 2000	Delaware	Non-voting securities only		Energy management services and energy commodity marketing services.
EnerSea Transport, LLC (EnerSea)	Energy related business	March 14, 2001	Texas	~ 1%		Compressed natural gas marine transportation and storage system.

ITEM 1 - ORGANIZATION CHART - Concluded

<u>Name of reporting company *</u>	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
Entergy Solutions District Energy, LLC (ESDEL) (new)	Energy related business	November 18, 2003 (Merged into Entergy Solutions District Cooling LP March 1, 2004)	Delaware	0%	Management/servicing of thermal energy and related facilities
			Delaware	100%	

Entergy Solutions District Cooling, LP (ESDCL) (new)	E n e r g y r e l a t e d business	December 19, 1997	Management/servicing of thermal energy and related facilities; production, sale, and distribution of thermal energy products.
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Entergy Solutions District GP, LLC (ESDGP) (new)**	E n e r g y r e l a t e d business	February 19, 1997	Delaware	100%	General partner of ESDCL.
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* The system companies that directly or indirectly hold securities of each reporting company are set forth in Exhibit 1 to Entergy Corporation's Rule 24 Certificate for the three month period ended March 31, 2004, filed in File No. 70-9123.

** ESDCL and ESDGP were acquired from a non-affiliate on November 21, 2003 by Entergy's wholly owned subsidiary Entergy District Energy Holding LLC.

EHLLC Activities

During the quarterly period ended March 31, 2004, EHLLC acted as a holding company engaged in investment in energy related companies consistent with Rule 58.

Entergy Thermal Activities

During the quarterly period ended March 31, 2004, Entergy Thermal owned and operated a district cooling and heating system in New Orleans, Louisiana.

EPRS Activities

During the quarterly period ended March 31, 2004, EPRS engaged in the ownership of a 50% interest in RS Cogen.

RS Cogen Activities

During the quarterly period ended March 31, 2004, RS Cogen owned and operated a 425 MW cogeneration facility in Louisiana, constituting a QF under PURPA.

TLG Activities

During the quarterly period ended March 31, 2004, TLG provided cost estimates and field services for the decommissioning of fossil and nuclear plants as well as technical expertise related to environmental testing and remediation.

ESLTD Activities

During the quarterly period ended March 31, 2004, ESLTD engaged in the sale of electricity to retail customers in the ERCOT region of Texas.

EKTLP Activities

During the quarterly period ended March 31, 2004, EKTLP engaged in the business of brokering and marketing of energy commodities, including but not limited to electricity, natural or manufactured gas, and other combustible fuels. These services were provided to electric utilities, power marketers, electric and municipal cooperatives, and various other customers.

EWOGP Activities

During the quarterly period ended March 31, 2004, EWOGP acted as a holding company for investing in energy commodity brokering and related services.

EWOM Activities

During the quarterly period ended March 31, 2004, EWOM engaged in the business of marketing the power produced by electric generation assets of affiliates and third-party customers as well as fulfilling the electric energy needs of third-party customers under long-term contracts. The third-party customers are principally electric utilities and municipal cooperatives.

ESOLS Activities

During the quarterly period ended March 31, 2004, ESOLS was in its formative stage and in the future intends to engage in providing price-to-beat energy service and electric sales.

ESSEN Activities

During the quarterly period ended March 31, 2004, ESSEN was in its formative stage and in the future intends to engage in providing energy service and electric sales as the provider of last resort.

Entergy Thermal-UNO Activities

During the quarterly period ended March 31, 2004, Entergy Thermal-UNO was in its formative state and in the future intends to engage in the production, sale, and distribution of thermal energy products at the University of New Orleans.

ENPFS Activities

During the quarterly period ended March 31, 2004, ENPFS acted as a holding company for Entergy's 12.9% member interest in Private Fuel Storage (including a 9.9% Class A member interest with voting rights).

Private Fuel Storage Activities

During the quarterly period ended March 31, 2004, Private Fuel Storage continued efforts relating to obtaining a Nuclear Regulatory Commission license for a proposed spent nuclear fuel storage facility.

ESSLT Activities

During the quarterly period ended March 31, 2004, ESSLT engaged in the purchasing of power on the ERCOT imbalance market for its Texas customers.

ENES Activities

During the quarterly period ended March 31, 2004, ENES was in its formative stage and in the future intends to provide environmental remediation services for nuclear facilities.

SOURCEONE Activities

During the quarterly period ended March 31, 2004, SOURCEONE provided energy management services and energy commodity marketing services.

EnerSea Activities

During the quarterly period ended March 31, 2004, EnerSea marketed a compressed natural gas marine transportation and storage system called VOTRANS (Volume-Optimized Transport System). VOTRANS is an ocean-going gas delivery service system comprised of large diameter pipes contained within insulated structures integrated onto specially designed and constructed ships.

ESDEL Activities

During the quarterly period ended March 31, 2004, ESDEL managed, operated, and serviced thermal energy and related systems. On March 1, 2004, ESDEL merged with ESDCL and was dissolved.

ESDCL Activities

During the quarterly period ended March 31, 2004, ESDCL owned and operated a district cooling system. On March 1, 2004, ESDEL merged with ESDCL and ESDCL also became a manager, operator, and maintenance service provider for thermal energy and related systems.

ESDGP Activities

During the quarterly period ended March 31, 2001, ESDGP was the general partner of ESDCL.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

<u>Company issuing security</u>	<u>Type of security issued</u>	<u>Principal amount of security</u>	<u>Issue or renewal</u>	<u>Cost of capital</u>	<u>Person to whom security was issued</u>	<u>Collateral given with security</u>	<u>Consideration received for each security</u>
N/A	N/A	-0-	N/A	-0-	N/A	N/A	-0-

<u>Company contributing capital</u>	<u>Company receiving capital</u>	<u>Amount of capital contribution</u>
Entergy Retail Holding Company (ERHC)	ESLTD	\$12,870,000
ERHC	ESSLT	\$ 1,970,000
Entergy Retail Texas, Inc. (ERTI)	ESLTD	\$130,000
Entergy Solutions District Systems LLC (ESDSL)	ESDCL	\$1,847,308
ESDSL	ESDGP	\$ 9,283
ESDGP	ESDCL	\$ 9,283

Entergy Corporation (ETR)	EHLLC	\$100,000
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ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies

<u>Reporting company rendering services</u>	<u>Associate company receiving services</u>	<u>Types of services rendered</u>	<u>Direct costs charged</u>	<u>Indirect costs charged</u>	<u>Cost of capital</u>	<u>Total amount billed</u>
EPRS	RS Cogen	Management, administrative, tax, and accounting services	\$L5,700	\$ -0-	N/A	\$L5,700 1
EKTLP	EWOM	Energy commodity marketing services	\$M69,015	\$ -0-	N/A	\$M69,015
EKTLP	EWOM	Professional services and back office support	\$J03,128	\$ -0-	N/A	\$J03,128
ESSLT	ESLTD	Energy supply acquisition services	\$I,300,437	\$ -0-	N/A	\$I,300,437
EKTLP	Entergy-Koch Trading Ltd. (UK)	Same as above	\$K5,122	\$ -0-	N/A	\$K5,122

EKTLP	Entergy-Koch Trading Ltd. (Canada)	Energy commodity marketing services	\$J3,129	\$ -0-	N/A	\$J3,129
EKTLP	Entergy-Koch Trading Ltd. (Canada)	Professional services and back office support	\$I27,369	\$ -0-	N/A	\$I27,369
EWOM	Entergy Power, Inc.	Energy commodity marketing services	\$J03,137	\$ -0-	N/A	\$J03,137

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies-Continued

Reporting company rendering <u>services</u>	Associate company receiving <u>services</u>	Types of services <u>rendered</u>	Direct costs <u>charged</u>	Indirect costs <u>charged</u>	Cost of <u>capital</u>	Total amount <u>billed</u>
EWOM	Entergy Power Warren Corp. I	Energy commodity marketing services	\$J03,137	\$ -0-	N/A	\$J03,137

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies

Associate company rendering <u>services</u>	Reporting company receiving <u>services</u>	Types of services <u>rendered</u>	Direct costs <u>charged</u>	Indirect costs <u>charged</u>	Cost of <u>capital</u>	Total amount <u>billed</u>
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Entergy Enterprises, Inc. (EEI)	EWOM	Professional services and back office support	\$J38,729	\$ -0N/A	\$J38,729
EEI	EKTLP	Same as above	\$ 99,816	N/A \$ -0-	\$ 99,816
EEI	EHLLC	Same as above	\$I7,030	N/A \$ -0-	\$I7,030
EEI	Entergy Thermal	Same as above	\$K31,661	N/A \$ -0-	\$K31,661
EEI	ESLTD	Same as above	\$I,080,312	N/A \$ -0-	\$1,080,312
EEI	ESOLS	Same as above	\$ 84,151	N/A \$ -0-	\$ 84,151
EEI	TLG	Same as above	\$I40,438	N/A \$ -0-	\$I40,438
EEI	ESSLT	Same as above	\$N,098	N/A \$ -0-	\$N,098
EEI	ESDEL	Same as above	\$ (42,181)	N/A \$ -0-	\$(42,181)
EEI	ESDCL	Same as above	\$ 81,234	N/A \$ -0-	\$ 81,234

EEI	EPRS	Same as above	\$136,430	N/A	\$136,430
				\$ -0-	

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies-Continued

<u>Associate company rendering services</u>	<u>Reporting company receiving services</u>	Types of services <u>rendered</u>	<u>Direct costs charged</u>	<u>Indirect costs charged</u>	<u>Cost of capital</u>	<u>Total amount billed</u>
Entergy Solutions Management Services LLC (ESLMS)	ESLTD	Same as above	\$J,508,426	N/A \$0-		\$J,508,426
ESLMS	ESOLS	Same as above	\$ (854)	N/A \$0-		\$ (854)
Entergy-Koch LP	EKTLP	Same as above	\$I,763,394	N/A \$0-		\$I,763,394
ENI		O&M Services TLGrelating to decommissioning of nuclear electric generating facilities	\$O9,695	N/A \$0-		\$O9,695
Entergy Nuclear Operations, Inc.	TLG	Same as above	\$J18,572	N/A \$ -0-		\$J18,572

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:

\$17,505,123,000 Line 1

Total consolidated capitalization as of March 31, 2004

2,625,768,450 Line 2

Total capitalization multiplied by 15% (line 1 multiplied by 0.15)

Greater of \$50 million or line 2 2,625,768,450 Line 3

Total current aggregate investment:

Energy management services (SOURCEONE) 996,084

569,816,685

Energy marketing and brokering (ESLTD, EKTLP, EWOGP,
EWOM, ESOLS, ESSEN, and ESSLT)Energy related technical and similar services (EHLLC, Entergy
Thermal, Entergy Thermal - UNO, TLG, ENES, ESDEL,
ESDCL, and ESDGP) 82,669,236

Development and ownership of QFs (EPRS and RS Cogen) 195,828,697

Ownership, operation, and servicing of fuel procurement,
transportation, handling, and storage facilities (ENPFS, Private
Fuel Storage, and EnerSea) 878,000

Total current aggregate investment 850,188,702 Line 4

Difference between the greater of \$50 million or 15% of capitalization and
the total aggregate investment of the registered holding company system
(line 3 less line 4)

\$1,775,579,748 Line 5

ITEM 5 - OTHER INVESTMENTS

Major line of energy- <u>related business</u>	Other investment in last <u>U-9C-3 report</u>	Other investment in this <u>U-9C-3 report</u>	Reason for difference in <u>other investment</u>
N/A	-0-	-0-	N/A

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

• Financial Statements

Filed under confidential treatment pursuant to Rule 104(b).

B. Exhibits

1. Certificate of filing of Form U-9C-3 for the 4th Quarter of 2003 with interested state commissions and municipal regulator.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Entergy Corporation

By: _____/s/ Nathan E. Langston

Nathan E. Langston
Senior Vice President and Chief Accounting Officer

Dated: May 28, 2004

