

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

XCEL ENERGY INC
Form 35-CERT
November 26, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

In the Matter of

Xcel Energy Inc.

File No. 70-9635

(Public Utility Holding Company
Act of 1935)

CERTIFICATE

OF

NOTIFICATION

This Certificate of Notification is filed by Xcel Energy Inc. ("Xcel Energy"), a Minnesota corporation, pursuant to Rule 24. Such filing is made pursuant to Xcel Energy's Form U-1 Application-Declaration, as amended (the "Application-Declaration"), and the order of the Securities and Exchange Commission (the "Commission") dated August 22, 2000 (HCAR No. 27218) as amended by orders dated March 7, 2002 (HCAR No. 27494) and November 7, 2002 (HCAR No. 27597) (the "Order") in the above-referenced file. The Order directed that Xcel Energy file with the Commission certificates pursuant to Rule 24 on a quarterly basis within 60 days from the end of the first three quarters and within 90 days from the end of the last calendar quarter. This certificate reports transactions from July 1, 2002 through September 30, 2002 (the "Third Quarter").

A.) FOLLOWING IS A COMPUTATION UNDER RULE 53(a) SETTING FORTH XCEL ENERGY'S CONSOLIDATED RETAINED EARNINGS AND AGGREGATE INVESTMENT IN ALL EWGS AND FUCOS:

Average consolidated retained earnings:	\$ 1,962.4 million
Aggregate investment in all EWGs and FUCOs*:	\$ 2,369.6 million

* The balance includes \$2,232.6 million of Xcel Energy's entire investment in NRG Energy, Inc., not just EWGs and FUCOs. The NRG Energy, Inc. investment includes the acquisition of NRG Energy, Inc.'s minority common shares of \$647.8 million. In addition, the investment includes a \$502.9 million investment (including interest) made during the first nine months of 2002. The NRG Energy, Inc. investment also includes a \$300 million commitment made in May 2002 pursuant to a Support and Capital Subscription Agreement. All investments were made at a time that Xcel Energy was in compliance with Rule 53 or orders of the Commission.

B.) FOLLOWING IS A LISTING OF XCEL ENERGY'S AGGREGATE INVESTMENT IN EACH EWG AND FUCO:
(in millions)

Investment in EWGs and FUCOs:

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

NRG Energy, Inc.*	\$ 2,232.6
Independent Power International	5.7
Xcel Energy Argentina Inc.	123.8
Denver City Energy Associates, L.P.	7.5

	\$ 2,369.6
	=====

* The aggregate investment represents Xcel Energy's entire investment in NRG Energy, Inc., not just EWGs.

C.) XCEL ENERGY'S CONSOLIDATED CAPITALIZATION RATIO* AS OF SEPTEMBER 30, 2002:

Debt as a percentage of capitalization (including approximately \$2,004 million of short-term debt)	73%
Common stock equity as a percentage of capitalization	25%
Preferred equity as a percentage of capitalization (including mandatorily redeemable preferred securities)	2%

* Liabilities reclassified as Held for Sale (formerly classified as debt and minority interest) have been added back for this calculation. Common stock equity includes par value, premium, retained earnings, shares held by ESOP, accumulated other comprehensive income and minority interest. Consistent with the SEC order in Release No. 35-27597, dated November 7, 2002, ratios also include the effects on capitalization from the disposition by NRG or its subsidiaries of their ownership of the Killingholme generation facility in England and the Brazos Valley generation facility in Texas, which facilities NRG or its subsidiaries are in the process of transferring to lenders even though legal title has not been transferred to the lenders at this time.

D.) MARKET-TO-BOOK RATIO OF XCEL ENERGY'S COMMON STOCK AS OF SEPTEMBER 30, 2002:

Market-to-book ratio at September 30, 2002	0.71
--	------

E.) NEW EWG PROJECTS IN WHICH XCEL ENERGY INVESTED OR COMMITTED TO INVEST DURING THE THIRD QUARTER:

None

F.) GROWTH IN CONSOLIDATED RETAINED EARNINGS (SEGREGATING TOTAL EARNINGS GROWTH ATTRIBUTABLE TO EWG PROJECTS FROM THE REVENUE ATTRIBUTABLE TO ALL OTHER SUBSIDIARIES OF XCEL ENERGY):

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

(in millions)	
Retained earnings growth from EWG projects	\$ 131.6
Retained earnings growth from all other Xcel Energy subsidiaries (reflects dividend payments and \$2.9 billion asset impairment at NRG)	(2,380.4)
Total decrease in consolidated retained earnings for the year ended September 30, 2002	\$ (2,248.8)

G.) YEAR-TO-DATE REVENUES AND NET INCOME OF EACH EWG THROUGH SEPTEMBER 30, 2002:

	Revenue	Net income
(in millions)		
NRG Energy, Inc.*	\$ 1,082.9	\$ 127.2
Independent Power International	-	-
Xcel Energy Argentina Inc.	28.4	1.5
Denver City Energy Associates, L.P.	41.9	2.9

* Revenues and net income represent Xcel Energy's entire investment in NRG, Energy, Inc., not just EWGs.

H.) PURCHASE PRICE PER SHARE OF REPORTED SALES OF XCEL ENERGY COMMON STOCK AND THE MARKET PRICE PER SHARE AT THE DATE OF THE AGREEMENT OF SALE.
None.

I.) THE TOTAL NUMBER OF SHARES OF COMMON STOCK ISSUED DURING THE THIRD QUARTER UNDER XCEL ENERGY'S DIVIDEND REINVESTMENT PLAN AND XCEL ENERGY SYSTEM EMPLOYEE BENEFIT AND EXECUTIVE COMPENSATION PLANS.
Xcel Energy issued 1,773,995 shares under its dividend reinvestment plan and zero shares under its system employee benefit and executive compensation plans.

J.) THE NAMES OF THE GUARANTORS AND OF THE BENEFICIARIES OF ANY XCEL ENERGY OR SUBSIDIARY GUARANTEE OR OTHER FORM OF CREDIT SUPPORT ISSUED DURING THE THIRD QUARTER, AND THE AMOUNT, TERM AND PURPOSE OF THE GUARANTEE.

1. The following guarantees were issued/revised during the Third Quarter:

Guarantor	Beneficiary	Amount	Matures	Purpose
Xcel Energy	e prime, Inc.	\$ 2,500,000	Continuing	Gas Trading/Financial
Xcel Energy	e prime, Inc.	\$ 2,000,000	07/31/03	Gas Trading

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

Guarantor	Beneficiary	Amount	Matures	Purpose
Xcel Energy	e prime, Inc.	\$ 3,000,000	07/31/04	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 2,000,000	Continuing	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 5,000,000	04/31/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 2,500,000	07/31/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 3,000,000	12/31/04	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 2,000,000	07/31/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 7,000,000	Continuing	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 2,500,000	08/31/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 1,000,000	03/01/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 3,500,000	10/31/02	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 3,000,000	02/28/03	Gas Trading
Xcel Energy	e prime, Inc.	\$ 1,000,000	05/16/03	Gas Trading/Finan
Xcel Energy	e prime, Inc.	\$ 8,000,000	07/31/03	Power Trading
Xcel Energy	e prime, Inc.	\$ 500,000	07/31/03	Power Trading
Xcel Energy	Southwestern Public Service Co.	\$ 3,200,000	Continuing	Transmission Serv Agreement
Xcel Energy	e prime Energy Marketing, Inc.	\$ 3,000,000	08/01/03	Purchase & Sale o Energy/Derivative
Xcel Energy	e prime Energy Marketing, Inc.	\$ 3,000,000	08/01/03	Purchase & Sale o Energy/Derivative
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 3,000,000	09/30/03	Written Commodity Futures Agreement
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 1,100,000	07/31/03	Transmission Physical Purchase
NRG Energy, Inc. NRG Northeast Generating LLC ("NRG NE")	NRG Power Marketing, Inc.	\$ 500,000	07/31/03	Exchange/Options
NRG NE	NRG Power Marketing, Inc.	\$15,000,000	10/31/03	Physical Purchase Exchange/Options Spot and Forward
NRG South Central Generating LLC	NRG Power Marketing, Inc.	\$10,000,000	06/30/03	Purchase and Sale Agreements
	NRG Power Marketing, Inc.	\$ 2,000,000	08/01/03	Electric Power Agreements

In addition, \$17,000,000 of outstanding NRG Energy, Inc. guarantees were assigned to Xcel Energy on August 6, 2002 and \$14,000,000 of outstanding NRG NE guarantees were assigned to Xcel Energy between July 30, 2002 and August 19, 2002. These guarantees have been reported on prior Rule 24 filings.

4

2. The following guarantees had revised maturity dates during the Third Quarter:

Guarantor	Beneficiary	Original Maturity Date	Revised Maturity Date	Amount	Purpose
Xcel Energy	e prime, Inc.	07/23/02	07/23/03	\$ 1,000,000	Gas Trading Financial

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

Entity	Instrument	Issue Date	Expiration Date	Amount	Category
Xcel Energy	e prime, Inc.	08/08/02	08/08/03	\$ 3,000,000	Gas Trading Financial
Xcel Energy	e prime, Inc.	08/31/02	08/31/03	\$ 5,000,000	Gas Trading Financial
Xcel Energy	e prime, Inc.	04/01/02	04/01/04	\$ 750,000	Gas Trading Financial
Xcel Energy	e prime, Inc.	09/30/02	09/30/03	\$ 1,500,000	Gas Trading Financial
Xcel Energy	NRG Power Marketing, Inc.	08/31/02	08/31/03	\$ 10,000,000	Swap Transa
Xcel Energy	NRG Power Marketing, Inc.	09/30/02	09/30/03	\$ 15,000,000	Physical Po

3. The following letters of credit were issued/renewed during the Third Quarter:

Issuing Entity	Beneficiary	Issued/ Renewed	Amount	Expiration Date
Seren Innovations, Inc.	City of Concord	Renewed	\$ 50,000	08/04/03
NRG Energy, Inc.	Societe Generale	Renewed	\$ 65,518,000	07/17/03
NRG Energy, Inc.	Societe Generale	Renewed	\$ 15,000,000	07/17/03
NRG Energy, Inc.	Southwest Power Pool	Issued	\$ 4,000,000	06/30/03

4. Xcel Energy guaranteed an additional \$39,153,775 of surety bonds in the Third Quarter. Such guarantees are exempt under Rule 45 (b) (6).

- K.) THE AMOUNT AND TERMS OF ANY SHORT-TERM DEBT ISSUED BY XCEL ENERGY DURING THE THIRD QUARTER.
Xcel Energy borrows and repays short-term debt on an on-going basis. As of September 30, 2002, Xcel Energy had \$799,000,000 in short-term debt outstanding at an average cost of 2.80%.
- L.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY UTILITY SUBSIDIARY THAT ARE NOT EXEMPT UNDER RULE 52.
On an on-going basis Cheyenne Light, Fuel and Power Company (Cheyenne) borrows and repays short-term debt to Xcel Energy. As of September 30, 2002, Cheyenne had \$21,745,000 in short-term debt outstanding at an average cost of 2.97%.

5

On an on-going basis Black Mountain Gas Company borrows and repays short-term debt to Xcel Energy. As of September 30, 2002, Black Mountain Gas Company had \$3,307,967 in short-term debt outstanding at an average cost of 2.97%.

- M.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY NON-UTILITY SUBSIDIARY DURING THE THIRD QUARTER THAT ARE NOT EXEMPT UNDER RULE 52.
1. Certain short-term inter-company notes are issued and repaid on an on-going basis. The proceeds are used for general corporate purposes. As of September 30, 2002, the following such inter-company notes were outstanding with an average

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

interest rate of 2.97%:

Lender	Borrower
-----	-----
Xcel Energy	Xcel Energy WYCO Inc.
Xcel Energy	Xcel Energy Services Inc.
Xcel Energy	Xcel Energy International Inc.
Xcel Energy International Inc.	Xcel Energy Argentina Inc.
NCE Communications, Inc.	Xcel Energy Communications Group, Inc.
e prime Energy Marketing, Inc.	Xcel Energy Retail Holdings, Inc. ("Xcel Retail")
Xcel Retail	Xcel Energy Cadence
Xcel Retail	The Planergy Group
XERS Inc.	Xcel Retail
Xcel Energy Centrus	Xcel Retail
Utility Engineering	Xcel Energy Wholesale Group, Inc.
Quixx Corporation	Utility Engineering
Xcel Energy	Xcel Energy Wholesale Group, Inc.
Utility Engineering	Applied Power Associates, Inc.
Utility Engineering	Proto-Power Corporation
Utility Engineering	Universal Utility Services
Utility Engineering	Precision Resource Company
Xcel Energy Markets Holdings, Inc.	Viking Gas Transmission Company
Texas-Ohio Pipeline, Inc.	Xcel Energy Ventures Inc.
Reddy Kilowatt	Xcel Retail
Xcel Energy Retail Propane	Xcel Retail
e prime, Inc.	Xcel Energy Markets Holdings, Inc.
Xcel Energy	Xcel Energy Markets Holdings, Inc.
Xcel Energy	Xcel Energy Ventures, Inc.

N.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY UTILITY SUBSIDIARY DURING THE THIRD QUARTER UNDER THE EXEMPTION PROVIDED UNDER

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

RULE 52.

Utility Subsidiaries Short-term Debt

On an on-going basis the Utility Subsidiaries borrow and repay short-term debt. As of September 30, 2002, the Utility Subsidiaries listed below had outstanding short-term debt as follows:

Utility Subsidiary	Amount	Avg. Rate
Public Service Company of Colorado (PSCo)	\$ 88,074,240	3.46%
Southwestern Public Service Company (SPS)	\$ 0	-
Northern States Power-Minnesota (NSP-MN)	\$100,000,000	4.75%
Northern States Power-Wisconsin	\$ 0	-

Utility Subsidiaries Letters of Credit Issued/Renewed

Issuing Entity	Beneficiary	Issued/ Renewed	Amount	Expiration Date
NSP-MN	City of Sioux Falls	Renewed	\$ 5,000	10/22/02

PSCo

As of September 30, 2002, PSCo had short-term borrowings outstanding from its subsidiary P.S.R. Investments, Inc. of \$19,597,000 at an average rate of 3.64%.

On July 12, 2002, PSCo was issued a bridge credit facility from various banks in the amount of \$200,000,000 that terminated on September 27, 2002. The outstanding amount of the loan, \$150,000,000, was paid in full on September 26, 2002.

On September 10, 2002, PSCo issued and delivered \$48,750,000 aggregate principal amount of its First Collateral Trust Bonds, Series No. 7 due 2019 to Ambac Assurance Company ("Ambac") pursuant to an Insurance Agreement dated as of January 21, 1999. These bonds were issued to secure PSCo's reimbursement obligations under the Insurance Agreement and do not bear interest. PSCo entered into the Insurance Agreement with Ambac as part of the consideration for the delivery by Ambac of municipal bond insurance policies for PSCo's Adams County and Pueblo County Pollution Control Refunding Revenue Bonds (PSCo Colorado Projects) Series 1999.

In September 2002, PSCo sold \$600,000,000 principal amount of 7.875% Series 8 First Collateral Trust Bonds due October 2012. These secured notes were sold under the following terms and conditions:

	7.875% FCTBs due 2012 -----
Price to Public	100.00%
Underwriting Discount	1.00%

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

Proceeds to PSCo

99.00%

7

The proceeds to PSCo were used to pay down its bridge credit facility and its revolving credit facility.

On September 26, 2002, PSCo issued and delivered \$530,000,000 aggregate principal amount of its First Collateral Trust Bonds, Series No. 9 due 2003 to Bank of America, N.A. pursuant to The First Amendment to Second Amended and Restated 364-Day Credit Agreement dated as of September 6, 2002 between PSCo and Bank of America, N.A. The First Collateral Trust Bonds, Series No. 9 do not bear interest. The First Amendment required PSCo to cause the principal amount of PSCo's obligations under the Second Amended and Restated 364-Day Credit Agreement to be ratably secured with all indebtedness of the Company under the 1993 Indenture, as a condition to, and as consideration for, the obligation of the lenders under the Second Amended and Restated 364-Day Credit Agreement to continue to make loans under the credit agreement.

Northern States Power-Minnesota (NSP-MN)

As of June 30, 2002, NSP-MN had short-term borrowings due from its subsidiary First Midwest Auto Park of \$1,250,000 at an average rate of 4.90%. As of September 30, 2002, NSP-MN had short-term borrowings outstanding from its subsidiary United Power & Land of \$1,514,000 at an average rate of 4.90%.

On August 15, 2002, NSP-MN renewed its 364-day \$300,000,000 revolving credit agreement with several banks. The interest rate per annum under the agreement is the Prime Rate or the Eurodollar Rate plus a spread of 72.5 basis points. The credit agreement is used as a backup line of credit to support NSP-MN's commercial paper program that is used for general corporate purposes. In connection with this renewal, NSP-MN also issued and delivered \$308,000,000 aggregate principal amount of First Mortgage Bonds Series due August 15, 2003 to Wells Fargo Bank, N.A. pursuant to the credit agreement. The obligations under the credit agreement will be secured by this series of bonds. The bonds will be secured *pari passu* with all other bonds outstanding under the Trust Indenture dated February 1, 1937.

In July 2002, NSP-MN sold \$175,000,000 principal amount of 8.00% Public Income Notes (PINES) due 2024. These unsecured notes were sold under the following terms and conditions:

8.00% PINES due 2024

Initial Public Offering Price	100.00%
Underwriting Discounts	3.15%
Proceeds to NSP-MN	96.85%

The proceeds to NSP-MN were used to pay down its revolving credit facility, for other general corporate purposes and to provide capital. The lead underwriter, Salomon Smith Barney, exercised the option to

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

purchase additional notes totaling \$10,000,000 principal amount under the same terms above on July 19, 2002 bringing the total principal amount to \$185,000,000.

8

In September 2002, NSP-MN sold \$450,000,000 principal amount of 8.00% First Mortgage Bonds due August 2012. These secured notes were sold under the following terms and conditions:

FMBs due 2012	

Price to Public	100.00%
Underwriting Discount	1.00%
Proceeds to NSP-MN	99.00%

The proceeds to NSP-MN were used to pay down its revolving credit facility, other general corporate purposes including working capital and capital expenditures.

On August 27, 2002, NSP-MN closed on the conversion of several tax-exempt pollution control bonds totaling \$196,000,000 from variable rate to fixed rate of 8.50%. The first call date on these bonds is August 27, 2012. As part of the conversion, \$69,000,000 million of the bonds were collateralized. (The remaining bonds were collateralized in 1997.) These are the specific bonds that were converted from variable to fixed rate:

- 1) \$27,900,000 City of Becker Pollution Control Revenue Bonds, Series 1992-A
- 2) \$50,000,000 City of Becker Pollution Control Revenue Bonds, Series 1993-A
- 3) \$50,000,000 City of Becker Pollution Control Revenue Bonds, Series 1993-B
- 4) \$69,000,000 City of Becker Pollution Control Revenue Refunding Bonds, Series 2000-A

On July 3, 2002, NSP-MN obtained a Bridge Loan Agreement from Salomon Smith Barney in the amount of \$250,000,000 with a termination date of September 27, 2002. This facility was terminated and never drawn upon.

On August 19, 2002, NSP-MN obtained a Bridge Loan Agreement from Lehman Brothers in the amount of \$100,000,000 with a termination date of October 18, 2002. This facility was terminated and never drawn upon.

- O.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY NON-UTILITY SUBSIDIARY DURING THE THIRD QUARTER UNDER THE EXEMPTION PROVIDED UNDER RULE 52.
1. On March 8, 2002, NRG Energy, Inc was issued a line of credit from various banks in the amount of \$1,000,000,000 which terminates on March 7, 2003. The average rate on September 30, 2002 was 5.75%. There was \$1,000,000,000 outstanding on September 30, 2002.
 2. On July 3, 2002, NRG Energy Center Minneapolis, LLC issued \$55 million in Series A Senior Secured Notes with a maturity of 2017. The proceeds from the notes were used to restructure NRG Thermal debt. The coupon rate is 7.25%.

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

3. On July 3, 2002, NRG Energy Center Minneapolis, LLC issued \$20 million in Series B Senior Secured Notes with a maturity of 2017. The proceeds from the notes were used to restructure NRG Thermal debt. The coupon rate is 7.12%.

9

- P.) THE NOTIONAL AMOUNT AND PRINCIPAL TERMS OF ANY INTEREST RATE HEDGE OR ANTICIPATORY HEDGE ENTERED INTO DURING THE THIRD QUARTER AND THE IDENTITY OF THE PARTIES TO SUCH INSTRUMENTS.
NRG Energy, Inc. entered into the following interest rate hedges:

Notional Amount	Swap Rate	Effective Date	Expiration Date	Counterparty
\$325,000,000	3 mo LIBOR + 1.87938%	06/18/02	06/10/19	Goldman Sachs

- Q.) THE NAME, PARENT COMPANY AND AMOUNT INVESTED IN ANY NEW INTERMEDIATE SUBSIDIARY OR FINANCING SUBSIDIARY DURING THE THIRD QUARTER.
None.

- R.) CONSOLIDATED BALANCE SHEETS AS OF THE END OF THE THIRD QUARTER AND SEPARATE BALANCE SHEETS AS OF THE END OF THE THIRD QUARTER FOR EACH COMPANY, INCLUDING XCEL ENERGY, THAT HAS ENGAGED IN FINANCING TRANSACTIONS DURING THE THIRD QUARTER.

The consolidated balance sheets of Xcel Energy, Public Service Company of Colorado, Southwestern Public Service Company, Northern States Power Company (Minnesota), Northern States Power Company (Wisconsin), NRG Energy, Inc., NRG Northeast Generating LLC and NRG South Central Generating LLC as of September 30, 2002 are incorporated by reference. Such balance sheets were filed with the respective company's Form 10-Q for September 30, 2002. The file numbers are as follows:

Xcel Energy	1-3034
Public Service Company of Colorado	1-3280
Southwestern Public Service Company	1-3789
Northern States Power Company (Minnesota)	000-31709
Northern States Power Company (Wisconsin)	10-3140
NRG Energy, Inc.	001-15981
NRG Northeast Generating LLC	333-42638
NRG South Central Generating LLC	333-48900

The following balance sheets as of September 30, 2002 were filed under confidential treatment pursuant to Rule 104(b):

Exhibit 1	Xcel Energy Wyco Inc.
Exhibit 2	Xcel Energy Services Inc.
Exhibit 3	Xcel Energy International Inc.
Exhibit 4	Xcel Energy Communications Group, Inc.
Exhibit 5	NCE Communications, Inc.
Exhibit 6	Xcel Energy Retail Holdings, Inc.

Edgar Filing: XCEL ENERGY INC - Form 35-CERT

Exhibit 7 Xcel Energy Cadence
Exhibit 8 The Planergy Group

10

Exhibit 9 Viking Gas Transmission Company
Exhibit 10 Xcel Energy Wholesale Group, Inc.
Exhibit 11 Applied Power Associates, Inc.
Exhibit 12 Proto-Power Corporation
Exhibit 13 Universal Utility Services
Exhibit 14 Precision Resource Company
Exhibit 15 Xcel Energy Markets Holdings, Inc.
Exhibit 16 e prime, inc.
Exhibit 17 Texas-Ohio Pipeline, Inc.
Exhibit 18 Quixx Corporation
Exhibit 19 Xcel Energy Centrus
Exhibit 20 Utility Engineering
Exhibit 21 Cheyenne Light, Fuel and Power Company
Exhibit 22 Black Mountain Gas Company
Exhibit 23 Xcel Energy Ventures Inc.
Exhibit 24 Reddy Kilowatt
Exhibit 25 Xcel Energy Retail Propane
Exhibit 26 P.S.R. Investments, Inc.
Exhibit 27 Seren Innovations, Inc.
Exhibit 28 e prime Energy Marketing, Inc.
Exhibit 29 XERS Inc.
Exhibit 30 Xcel Energy Argentina Inc.
Exhibit 31 NRG Power Marketing, Inc.
Exhibit 32 First Midwest Auto Park
Exhibit 33 United Power & Land
Exhibit 34 NRG Energy Center Minneapolis, LLC

S.) REGISTRATION STATEMENTS FILED DURING THE THIRD QUARTER
None

I, Ben G.S. Fowke III, Vice President and Treasurer of Xcel Energy Inc., certify that transactions included in this Certificate of Notification have been carried out in accordance with the terms and conditions of and for the purposes represented in the Application-Declaration.

XCEL ENERGY INC.

By: /s/ Ben G.S. Fowke III

Ben G.S. Fowke III
Vice President and Treasurer

Dated: November 25, 2002

11