



RECEIVED

APR 19 2006

DEBORAH K. FLANNAGAN
EXECUTIVE DIRECTOR

COMMISSIONERS:
W. WISE, CHAIRMAN
ROBERT B. BAKER, JR.
DAVID L. BURGESS
H. DOUG EVERETT
ANGELA E. SPEIR

EXECUTIVE SECRETARY
Georgia Public Service Commission

REECE McALISTER
EXECUTIVE SECRETARY

244 WASHINGTON STREET, S.W.
ATLANTA, GEORGIA 30334-5701

(404) 656-4501
(800) 282-5813

FAX: (404) 656-2341
www.psc.state.ga.us

DOCKET # 22202

DOCUMENT # 91474

DOCKET NO. 22202-U

AMENDED PROCEDURAL AND SCHEDULING ORDER

In Re: Georgia Power Company's and Savannah Electric and Power Company's Application for Approval of Certain Matters Necessary to Effect the Merger of Georgia Power Company and Savannah Electric and Power Company

I. BACKGROUND

On December 13, 2005, the boards of directors of Georgia Power Company ("Georgia Power") and Savannah Electric and Power Company ("Savannah Electric") (jointly referred to as the "Companies") voted to merge Savannah Electric and Georgia Power. The merger is conditioned on the receipt of all required approvals. Subject to the receipt of those approvals, the Companies expect to complete the merger on or before July 1, 2006. On January 13, 2006, the Companies filed an Application for Approval of Certain Matters Necessary to Effect the Merger of Georgia Power Company and Savannah Electric and Power Company. In their Application, the Companies specifically requested that the Georgia Public Service Commission ("Commission") approve, prior to the effective date of the merger, nine specific requests.

On February 7, 2006, the Commission issued a Procedural and Scheduling Order to establish procedures for identifying, reviewing and considering the issues arising out of the merger of Georgia Power and Savannah Electric. The Procedural and Scheduling Order specifically provided that on April 18, 2006, the Commission, at its regularly scheduled Administrative Session, shall issue an Order setting forth additional actions to be undertaken in this docket, including, as deemed appropriate by the Commission, the filing of additional comments by the Companies, Commission Staff and interested parties or the scheduling of a

Amended Procedural and Scheduling Order

Docket No. 22202-U

Page 1 of 4

hearing to consider any of the issues raised in this docket. In view of the complexity of the matters to be addressed in this docket, as well as the issues identified in filings previously submitted by the Companies, the Commission hereby amends its previous Procedural and Scheduling Order to establish procedures to further consider the issues raised in this docket.

II. FILING DATES AND PROCEDURES

May 3, 2006

Beginning at 1:00 p.m., the Commission shall convene a technical conference in Savannah, Georgia to further consider the issues arising out of the merger of Georgia Power and Savannah Electric. The conference discussions shall focus on the studies that were conducted leading up to the decision to merge, including specifically those studies that were provided by the Companies in response to informal Data Request GIG\GTMA-IR-1. The Companies shall have persons knowledgeable of the merger studies and responsible for decisions on any merger studies in attendance. The Companies shall provide public notice of this technical conference at least ten (10) business days prior to the commencement of the technical conference.

May 15, 2006

The Companies shall prefile additional testimony regarding the issues arising out of the merger of Georgia Power and Savannah Electric. Such testimony shall address the studies that were conducted leading up to the decision to merge, including specifically those studies that were provided by the Companies in response to informal Data Request GIG\GTMA-IR-1. Accompanied therewith shall be an electronic version of the party's filing, which shall be made on a 3½ inch diskette using Microsoft Word® format for text documents and Excel® for spread sheets. Under no circumstance should any electronic filing consist of more than four (4) files, including attachments. This filing shall be made at the office of the Executive Secretary, Georgia Public Service Commission, 244 Washington St. S.W., Atlanta, Ga. 30334-5701.

May 23, 2006

The Commission will hear public witnesses that desire to be heard. Thereafter, the Commission will proceed to conduct a hearing on the testimony of the Companies. The Companies shall make available for cross examination and questioning by Commissioners witnesses who are competent to address the issues arising out of the merger of Georgia Power and Savannah Electric generally, and the information provided to the Commission Staff on March 31, 2006 in response to informal data requests. The hearing will take place at 10:00 a.m. at the Georgia Public Service Commission, Room 110, at 244 Washington Street S.W., Atlanta,

Georgia 30334-5701. The Companies shall provide public notice of this hearing at least ten (10) business days prior to the commencement of the hearing.

June 5, 2006

The Companies and any interested party may file briefs and/or proposed orders regarding the issues arising out of the merger of Georgia Power and Savannah Electric. Accompanied therewith shall be an electronic version of the party's filing, which shall be made on a 3½ inch diskette using Microsoft Word® format for text documents and Excel® for spread sheets. Under no circumstance should any electronic filing consist of more than four (4) files, including attachments. This filing shall be made at the office of the Executive Secretary, Georgia Public Service Commission, 244 Washington St. S.W., Atlanta, Ga. 30334-5701.

June 20, 2006

At its regularly scheduled Administrative Session, the Commission shall issue its Order in this docket addressing the nine (9) requests for approval described in the Companies' January 13, 2006 Application for Approval of Certain Matters Necessary to Effect the Merger of Georgia Power Company and Savannah Electric and Power Company.

WHEREFORE, it is

ORDERED, that the procedures and schedules contained within this Amended Procedural and Scheduling Order are hereby adopted by this Commission.

ORDERED FURTHER, that a motion for reconsideration, rehearing or oral argument or any other motion shall not stay the effective date of this Order, unless otherwise ordered by the Commission.

ORDERED FURTHER, jurisdiction over this matter is expressly retained for the purpose of entering such further Order or Orders as this Commission may deem just and proper.

The above by action of the Commission in Administrative Session on the 18th day of April, 2006.



REECE MCALISTER
EXECUTIVE SECRETARY

4-19-06
Date



STAN WISE
CHAIRMAN

4-19-06
Date

BEFORE THE GEORGIA PUBLIC SERVICE COMMISSION

Re:)
)
The Merger of) Docket No. 22202-U
Georgia Power Company and)
Savannah Electric and Power Company)
)
)

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Amended Procedural and Scheduling Order in the above-referenced docket was filed with the Commission's Executive Secretary, and a copy of same was served upon all parties and persons listed below via hand-delivery where indicated by an asterisk, or by depositing same in the United States mail with sufficient postage thereon to insure delivery and addressed as follows:

Reece McAlister*
Executive Secretary
Georgia Public Service Comm.
244 Washington Street, SW
Atlanta, GA 30334

Consumers' Utility Counsel Div.
Governor's Office of Consumer
Affairs
2 Martin Luther King, Jr. Drive
Atlanta, GA 30334

Richard White
Manager, Regulatory Affairs
Savannah Electric & Power Company
P.O. Box 968
Savannah, GA 31402

Leamon R. Holliday, III
Bouhan, Williams & Levy, LLP
P.O. Box 2139
Savannah, GA 31401

Jim Fletcher
Manager of Regulatory Affairs
Georgia Power Company
Regulatory Affairs Bin 10230
241 Ralph McGill Blvd., NE
Atlanta, GA 30308

Randall D. Quintrell, Esq.
Randall D. Quintrell, P.C.
999 Peachtree Street, NE
Atlanta, GA 30309-3996

Jeffrey Pollock
JPollock, Inc.
12655 Olive Blvd, Suite 335
St. Louis, Missouri 63141

Kevin Greene, Esq.
Troutman Sanders
NationsBank Plaza
600 Peachtree Street, NE
Suite 5200
Atlanta, GA 30308

G.L. Bowen, III
President/GTMA
50 Hurt Plaza, Suite 985
Atlanta, GA 30303

Peyton S. Hawes
2467 Montview Drive, NW
Atlanta, GA 30305

B. Mitchell King
Regulatory Affairs Representative
Bin 10240
241 Ralph McGill Blvd., NE
Atlanta, GA 30308-3374

Jeff Stair
Staff Attorney
Georgia Public Service Comm.
244 Washington Street, NW
Atlanta, GA 30334

So certified, this 20th day of April 2006.



Jeffrey C. Stair
Attorney