

Shady Hills Power Company, L.L.C.
800 Long Ridge Road, Stamford, CT 06927

December 19, 2008

Via Federal Express

Mr. Syed Arif
Florida Department of Environmental Protection
Bureau of Air Regulation – MS 5505
2600 Blair Stone Road
Tallahassee, FL 32399-2400

RECEIVED

DEC 24 2008

Re: Shady Hills Power Company L.L.C.
Draft Air Permit Nos. 1010373-007-AC-D
Proof of Public Notice

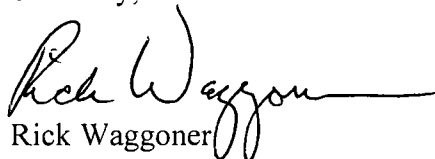
BUREAU OF AIR REGULATION

Dear Mr. Arif:

Enclosed please find proof of publication for the Public Notice of Intent to Issue Air Permit for Shady Hills Power Company, L.L.C. The notice was published in *The St. Petersburg Times* on December 5, 2008.

If you have any questions or require additional information, please do not hesitate to call Mr. Phillip Carlotta, Facility Manager, at 727/857-1787.

Sincerely,



Rick Waggoner
Principal
Compliance Opportunities Group, LLC

Enclosures

cc: Roy Belden – GE Energy Financial Services
Bill Stevens – GE Energy Financial Services
Phillip Carlotta – Shady Hills Power Company

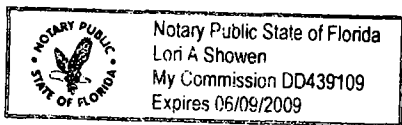
Before the undersigned authority personally appeared Kymerly Lee
who on oath says that she is Legal Clerk
of the St. Petersburg Times Pasco Times
a daily newspaper published at St. Petersburg, in Pinellas County, Florida: that
the attached copy of advertisement, being a Legal Notice
in the matter RE: Intent to Issue Air Permit

ad#1002899295 in the Court
was published in said newspaper in the issues of December 5, 2008

Affiant further states the said St. Petersburg Times
is a newspaper published at St. Petersburg, in said Pinellas County, Florida, and
that the said newspaper has heretofore been continuously published in said Pinellas
County, Florida, each day and has been entered as second class mail matter at the
post office in St. Petersburg, in said Pinellas County, Florida, for a period of one year
next preceding the first publication of the attached copy of advertisement, and affiant
further says that he has neither paid nor promised any person, firm, or corporation
any discount, rebate, commission or refund for the purpose of securing this
advertisement for publication in the said newspaper.

Sworn to and subscribed before
me this 5th day of
December A.D. 2008

Notary Public



Personally known _____ (Seal)
or produced identification _____
Type of identification produced _____

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BUREAU OF AIR REGULATION

LEGAL NOTICE

PUBLIC NOTICE OF INTENT TO ISSUE AIR PERMIT

Florida Department of Environmental Protection
Division of Air Resource Management, Bureau of Air Regulation
Draft Air Permit No. PSD-FL-402 / Project No. 1010373-007-AC
Shady Hills Power Company, LLC, Shady Hills Generating Station
Pasco County, Florida

Applicant: The applicant for this project is Shady Hills Power Company, LLC. The applicant's authorized representative and mailing address is: Mr. Roy S. Beldon, 120 Long Ridge Road, Stamford, Connecticut 06927.

Facility Location: The Shady Hills Power Company, LLC operates an existing electrical generating power plant in Pasco County located at 14240 Merchant Energy Way in Spring Hill, Florida.

Project: This project is for the construction of two General Electric 170 megawatt (MW) PG7241FA (GE 7FA) simple cycle combustion turbines (Units 005 and 006), along with increasing the emergency generator capacity to 2.5 MW and installing a natural gas heater. Natural gas will be the primary fuel, and maximum ultra-low sulfur (0.0015 percent sulfur by weight) fuel oil will be the backup fuel.

Based on the air permit application, the project will result in potential emissions of: 343 tons per year of nitrogen oxides (NOx); 70.23 tons per year of carbon monoxide (CO); 35 tons per year of particulate matter/particulate matter with a mean diameter of 10 microns or less (PM/PM10); 5.42 tons per year of sulfuric acid mist (SAM); 31.8 tons per year of sulfur dioxide (SO2); and 14.41 tons per year of volatile organic compounds (VOC). As defined in Rule 62-210.200 of the Florida Administrative Code (F.A.C.), the project results in significant net emissions increases for NOx, PM and PM10. Therefore, the project is subject to preconstruction review for the Prevention of Significant Deterioration (PSD) of Air Quality for these pollutants in accordance with Rule 62-212.400, F.A.C.

For each PSD-significant pollutant, the Department is required to determine the Best Available Control Technology (BACT) and approve the applicant's Air Quality Analysis regarding ambient impacts due to the project.

Units 005 and 006 will be intermittent duty combustion turbines (typically known as peaking units) and will fire natural gas as the primary fuel and No. 2 ultra-low sulfur fuel oil as back-up fuel. Units 005 and 006 will be permitted to operate an average of no more than 3,390 hours per year. The two combustion turbines combined can operate up to 1,000 hours on fuel oil per calendar year. Neither unit may operate more than 5,000 hours per year. The Department has determined that BACT for NOx is 9.0 parts per million by volume, dry corrected to 15 percent oxygen (ppmv @15% O2). The limit will be achieved by use of inherently clean natural gas and use of dry low-NOx combustors.

A limit of 42 ppmvd NOx @15% O2 will apply while firing back-up fuel oil and will be achieved by water injection into the combustors for flame temperature control. Emissions of CO, PM/PM10, SAM, SO2, VOC and visible emissions (opacity) will be minimized by the efficient, high-temperature combustion of clean fuels.

The Department reviewed an air quality analysis prepared by the applicant. The project has no predicted significant impact for any pollutants either in the PSD Class II area in the vicinity of the project or in the nearest PSD Class I area, the Chassahowitzka National Wilderness Area. Therefore, multi-source (PSD-Increment) modeling was not required. Based on the analysis, emissions from the project will not significantly contribute to, or cause a violation of, any state or federal ambient air quality standards.

Permitting Authority: Applications for air construction permits are subject to review in accordance with the provisions of Chapter 403, Florida Statutes (F.S.), and Chapters 62-4, 62-204, 62-210, 62-212, 62-296 and 62-297 of the Florida Administrative Code (F.A.C.). The proposed project is not exempt from air permitting requirements and an air permit is required to perform the proposed work. The Florida Department of Environmental Protection's Bureau of Air Regulation is the Permitting Authority responsible for making a permit determination for this project. The Bureau of Air Regulation's physical address is 111 South Magnolia Drive, Suite 4, Tallahassee, Florida and the mailing address is 2600 Blair Stone Road, MS #5505, Tallahassee, Florida 32399-2400. The Bureau of Air Regulation's phone number is 850/488-0114.

Project File: A complete project file is available for public inspection during the normal business hours of 8:00 a.m. to 5:00 p.m., Monday through Friday (except legal holidays), at address indicated above for the Permitting Authority. The complete project file includes the Draft Permit, the Technical Evaluation and Preliminary Determination, the application, and the information submitted by the applicant, exclusive of confidential records under Section 403.111, F.S. Interested persons may contact the Permitting Authority's project review engineer for additional information at the address and phone number listed above. In addition, electronic copies of these documents are available on the following web site: <http://www.dep.state.fl.us/air/eproducts/apds/default.asp>.

Notice of Intent to Issue Air Permit: The Permitting Authority gives notice of its intent to issue an air permit to the applicant for the project described above. The applicant has provided reasonable assurance that operation of the proposed equipment will not adversely impact air quality and that the project will comply with all applicable provisions of Chapters 62-4, 62-204, 62-210, 62-212, 62-296 and 62-297, F.A.C. The Permitting Authority will issue a Final Permit in accordance with the conditions of the proposed Draft Permit unless a timely petition for an administrative hearing is filed under Sections 120.569 and 120.57, F.S. or unless public comment received in accordance with this notice results in a different decision or a significant change of terms or conditions.

Comments: The Permitting Authority will accept written comments concerning the proposed Draft Permit and requests for a public meeting for a period of 30 days from the date of publication of the Public Notice. Written comments must be received by the Permitting Authority by close of business (5:00 p.m.) on or before the end of this 30-day period. In addition, if a public meeting is requested within the 30-day comment period and conducted by the Permitting Authority, any oral and written comments received during the public meeting will also be considered by the Permitting Authority. If timely received comments result in a significant change to the Draft Permit, the Permitting Authority shall revise the Draft Permit and require, if applicable, another Public Notice. All comments filed will be made available for public inspection.

Petitions: A person whose substantial interests are affected by the proposed permitting decision may petition for an administrative hearing in accordance with Sections 120.569 and 120.57, F.S. The petition must contain the information set forth below and must be filed with (received by) the Department's Agency Clerk in the Office of General Counsel of the Department of Environmental Protection, 3900 Commonwealth Boulevard, Mail Station #35, Tallahassee, Florida 32399-3000, (Telephone: 850/245-2241; Fax: 850/245-2303). Petitions filed by any persons other than those entitled to written notice under Section 120.60(3), F.S., must be filed within 14 days of publication of this Public Notice or receipt of a written notice, whichever occurs first. Under Section 120.60(3), F.S., however, any person who asked the Permitting Authority for notice of agency action may file a petition within 14 days of receipt of that notice, regardless of the date of publication. A petitioner shall mail a copy of the petition to the applicant at the address indicated above, at the time of filing. The failure of any person to file a petition within the appropriate time period shall constitute a waiver of that person's right to request an administrative determination (hearing) under Sections 120.569 and 120.57, F.S. or to intervene in this proceeding and participate as a party to it. Any subsequent intervention (in a proceeding initiated by another party) will be only at the approval of the presiding officer upon the filing of a motion in compliance with Rule 28-106.205, F.A.C.

A petition that disputes the material facts on which the Permitting Authority's action is based must contain the following information: (a) The name and address of each agency affected and each agency's file or identification number, if known; (b) The name, address, and telephone number of the petitioner; the name, address and telephone number of the petitioner's representative, if any, which shall be the address for service purposes during the course of the proceedings; and an explanation of how the petitioner's substantial interests will be affected by the agency determination; (c) A statement of when and how each petitioner received notice of the agency action or proposed decision; (d) A statement of all disputed issues of material fact; (e) A concise statement of the ultimate facts alleged, including the specific facts the petitioner contends warrant reversal or modification of the agency's proposed action; (f) A statement of the specific rules or statutes the petitioner contends require reversal or modification of the agency's proposed action including an explanation of how the alleged facts relate to the specific rules or statutes; and, (g) A statement of the relief sought by the petitioner, stating precisely the action the petitioner wishes the agency to take with respect to the agency's proposed action. A petition that does not dispute the material facts upon which the Permitting Authority's action is based shall state that no such facts are in dispute and otherwise shall contain the same information as set forth above, as required by Rule 28-106.301, F.A.C.

Because the administrative hearing process is designed to formulate final agency action, the filing of a petition means that the Permitting Authority's final action may be different from the position taken by it in this Public Notice of Intent to Issue Air Permit. Persons whose substantial interests will be affected by any such final decision of the Permitting Authority on the application have the right to petition to become a party to the proceeding, in accordance with the requirements set forth above.

Mediation: Mediation is not available in this proceeding.



Payment Receipt

Wednesday, December 03, 2008

Transaction Type: **Payment**
Ad Number: **1002899295**
Apply to Current Order: **Yes**
Payment Method: **Credit Card**
Bad Debt: **-**
Credit Card Number: **XXXXXXXXXXXX7574 - Visa**
Credit Card Expire Date: **July 2009**
Payment Amount: **\$547.60**
Amount Due: **\$0.00**
Reference Number:
Charge to Company: **St. Petersburg Times**
Category: **Direct Mail**
Credit to Transaction Number:
Invoice Text:
Invoice Notes:

Customer Type: **Non-Contract**
Customer Category:
Customer Status: **Ok**
Customer Group: **CLS Contract A/O**
Customer Trade:
Account Number: **1000238725**
Phone Number: **8176563990**
Company / Individual: **Individual**
Customer Name: **COMPLIANCE OPPORTUNITIES GROUP, LLC**
Customer Address: **ATTN PAIGE MUCHMORE**
5611 COLLEYVILLE BLVD SUITE 260 BOX 115
COLLEYVILLE , TX 76034 USA
Check Number:
Routing Number:

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