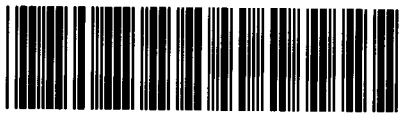

Control Number: 35077

Item Number: 399

Addendum StartPage: 0

PUBLIC UTILITY COMMISSION OF TEXAS
Substantive Rule 25.195(e)

Project No. 35077

Interconnection Agreement

Dated as of January 11, 2005

Amendment No. 6 Dated as of August 28, 2013

Between

AEP TEXAS CENTRAL COMPANY

and

LCRA TRANSMISSION SERVICES CORPORATION

September 18, 2013

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AMENDMENT NO. 6 TO THE
INTERCONNECTION AGREEMENT
BETWEEN
AEP TEXAS CENTRAL COMPANY
AND
LCRA TRANSMISSION SERVICES CORPORATION

This **Amendment No. 6 to the Interconnection Agreement between AEP Texas Central Company and LCRA Transmission Services Corporation** (this "Amendment") is made by and between **AEP Texas Central Company** ("AEP") and **LCRA Transmission Services Corporation** ("LCRA TSC") as of the 28TH day of AUGUST, 2013. AEP and LCRA TSC are each being referred to as a "Party" or collectively referred to as the "Parties."

WITNESSETH

WHEREAS, AEP and LCRA TSC are parties to that certain Interconnection Agreement dated as of January 11, 2005 (the "Interconnection Agreement");

WHEREAS, the Interconnection Agreement provides terms and conditions that allow a Point of Interconnection to be added to, deleted from, or amended to the Interconnection Agreement as mutually agreed by the Parties, whereby such addition, deletion or amendment is recorded in Exhibit A and a Facility Schedule is added, deleted or amended in such a way that the numbering of the other Facility Schedules in the Interconnection Agreement is not changed;

WHEREAS, AEP desires to upgrade the Yorktown 69 Substation to accommodate the additional retail load AEP is experiencing and to accommodate LCRA TSC's conversion of its Nordheim West to FM237 Yorktown transmission line from 69 kV to 138 kV;

WHEREAS, the Parties agree to amend Facilities Schedule No. 48 of the Interconnection Agreement, which provides for the Yorktown 69 Point of Interconnection;

WHEREAS, AEP desires to construct the new Dimmit Substation, and LCRA TSC desires to install certain system upgrades to interconnect with AEP at the Dimmit Substation;

WHEREAS, the Parties agree to amend the Interconnection Agreement by adding Facilities Schedule No. 70, which provides for the Dimmit Point of Interconnection; and

WHEREAS, the Parties have agreed to amend the Interconnection Agreement in accordance with its terms and conditions.

NOW, THEREFORE, in consideration of the foregoing premises and the mutual covenants set forth herein, the Parties agree as follows:

I. CAPITALIZED TERMS.

Capitalized terms used but not otherwise defined herein shall have the meanings specified in the Interconnection Agreement, as amended and supplemented by this Amendment.

II. AMENDMENTS.

This Amendment shall be effective as of the date first written above or upon such other date specified by the Federal Energy Regulatory Commission (the "Effective Date").

Effective as of the Effective Date, Facility Schedule No. 48 of the Interconnection Agreement is hereby amended and superseded by the revised Facility Schedule No. 48, attached hereto.

Effective as of the Effective Date, Facility Schedule No. 70, attached hereto, is hereby added to the Interconnection Agreement.

Effective as of the Effective Date, Exhibit A of the Interconnection Agreement is hereby amended and superseded by the revised Exhibit A, attached hereto.

III. RATIFICATION OF OTHER TERMS.

All other terms and conditions of the Interconnection Agreement that are not specifically amended by this Amendment shall remain unchanged and are hereby ratified by the Parties and shall continue to be in full force and effect.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed in two (2) counterparts, each of which shall be deemed an original but both shall constitute one and the same instrument.

AEP TEXAS CENTRAL COMPANY

By _____
Name: Scott N. Smith
Title: Vice President

LCRA TRANSMISSION SERVICES CORPORATION

By _____ 8/7/13
Name: Ray Pfefferkorn, P.E.
Title: LCRA Transmission Engineering Manager

EXHIBIT A

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type [1]	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
1A	Luling 69 (0)	-	-	-	-	-	June 1, 1973 November 1, 2008
1B	Luling City 12.5 (4)	12.5	-	-	-	-	June 1, 1973 November 1, 2008 April 28, 2010
2	Yorktown (1)	12.5	-	-	-	-	June 1, 1973
3	Nordheim (1)	12.5	-	-	-	-	June 1, 1973
4	Glidden (0)	-	-	-	-	-	October 8, 1979 November 1, 2008
5	LCRA Cuero (1)	138	T	138	-	-	June 1, 1973 November 1, 2008 April 28, 2010
6	Campwood (1)	69	T	69	-	-	December 28, 1990 March 16, 2007
7	LCRA Nixon (0)	-	-	-	-	-	April 11,1994 November 1, 2008
8	Leakey (1)	12.5	-	12.5	-	-	December 10, 1998
9	Coleto Creek (1)	345	T	345	-	-	January 11, 2005
10	Citgo North Oak Park (3)	138	T	138	-	-	January 11, 2005 April 28, 2010
11	Lon C. Hill (2)	138	T	138	-	-	January 11, 2005 April 28, 2010

EXHIBIT A (continued)

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type [1]	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
12	Highway 9 (1)	138	T	138	-	-	January 11, 2005 March 16, 2007 April 28, 2010
13	Nueces Bay (0)	-	-	-	-	-	January 11, 2005 April 28, 2010
14	Cantwell (2)	138	T	138	-	-	March 16, 2007 April 28, 2010
15	Weil Tract (2)	138	T	138	-	-	March 16, 2007 April 28, 2010
16	Rincon (1)	138	T	138	-	-	March 16, 2007
17	Rockport (2)	69 & 138	T	69 & 138	-	-	March 16, 2007
18	Fulton (1)	69	T	69	-	-	March 16, 2007
19	Roma (1)	138	T	138	-	-	March 16, 2007
20	Garceno (2)	138	T	138	-	-	March 16, 2007
21	Rio Grande City (2)	138	T	138	-	-	March 16, 2007
22	La Grulla (2)	138	T	138	-	-	March 16, 2007
23	Goodwin (2)	138	T	138	-	-	October 1, 2001 February 19, 2010
24	Frontera Switching Station 138 (1)	138	T	138	-	-	October 1, 2001 February 19, 2010
25	Asherton (1)	138	T	138	-	-	October 1, 2001 February 19, 2010
26	Conoco-Chittam Ranch Tap (2)	138	T	138	-	-	July 24, 2001 February 19, 2010

EXHIBIT A (continued)

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type [1]	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
27	Pueblo (2)	138	T	138	-	-	March 16, 2007
28	Escondido Switching Station(1)	138	T	138	-	-	March 16, 2007
29	Uvalde (1)	138	T	138	-	-	March 16, 2007
30	Asphalt Mines (2)	138	T	138	-	-	March 16, 2007
31	Bracketville (2)	138	T	138	-	-	March 16, 2007
32	Hamilton Road (0)	-	-	-	-	-	March 16, 2007 March 29, 2010
33	Pharr (1)	138	T	-	-	-	November 1, 2008
34	North Alamo (2)	138	T	-	-	-	November 1, 2008
35	Weslaco Switching Station (2)	138	T	-	-		November 1, 2008
36	North Weslaco (2)	138	T	-	-	-	November 1, 2008
37	North Mercedes (2)	138	T	-	-	-	November 1, 2008
38	Harlingen Switching Station (1)	138	T	-	-	-	November 1, 2008
39	Naval Base (2)	69	T	-	-	-	November 1, 2008
40	Airline (2)	69	T	-	-	-	November 1, 2008
41	North Padre Tap (1)	69	T	-	-	-	November 1, 2008
42	Mustang Island (2)	69	T	-	-	-	November 1, 2008
43	Port Aransas (0)	-	-	-	-	-	November 1, 2008 April 28, 2010
44	Laguna (0)	-	-	-	-	-	November 1, 2008 April 28, 2010

EXHIBIT A (continued)

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type [1]	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
45	Kenedy Switching Station (2)	69	T	-	-	-	November 1, 2008 April 28, 2010
46	Runge (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
47	Nordheim 69 (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
48	Yorktown 69 (2)	69	T	12.5	-	11,000	November 1, 2008 April 28, 2010 AUGUST 28, 2013
49	Hochheim (1)	69	T	-	-	-	November 1, 2008
50	Malone (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
51	Darst Creek(2)	69	T	-	-	-	November 1, 2008 April 28, 2010
52	AEP Nixon (2)	69	T	-	-	-	November 1, 2008 April 28, 2010
53	Magnolia (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
54	Columbus (2)	69	T	-	-	-	November 1, 2008 April 28, 2010
55	Stafford Hill (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
56	Riverside Pump (1)	69	T	-	-	-	November 1, 2008 April 28, 2010

EXHIBIT A (continued)

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type [1]	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
57	Prairie Pump (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
58	Parker (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
59	Eagle Lake (2)	69	T	-	-	-	November 1, 2008 April 28, 2010
60	Lakeside Pump (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
61	Matthews (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
62	Garwood Lone Star (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
63	Garwood City (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
64	El Campo (2)	69 & 138	T	69 & 138	-	-	November 1, 2008 April 28, 2010 March 7, 2013
65	B&B Gravel (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
66	Garwood Pump (1)	69	T	-	-	-	November 1, 2008 April 28, 2010
67	Ideal Cement (1)	69	T	-	-	-	November 1, 2008
68	Garwood Relief Pump (1)	69	T	-	-	-	November 1, 2008 April 28, 2010

EXHIBIT A (continued)

Facilities Schedule No.	Name of Point of Interconnection (# of Points)	Delivery Voltage [kV]	LDF Charge Type (1)	Meter Voltage [kV]	Metering Installed Cost	Estimated Peak Load [kW]	Effective Date in this Agreement, Prior Agreements or Amendments
69	Mockingbird (2)	138	T	12.5	-	7500	March 27, 2013
70	Dimmit (2)	138	T	12.5	-	6000	AUGUST 28, 2013

Notes:
(1) Indicated Local Distribution Facilities (LDF) Charge(s) determined pursuant to ERCOT Regional Transmission Service Agreement.

T = Transmission Delivery Point (LDF Charge = Metering Charge)
DS = Distribution Station voltage bus connection (LDF Charge = Metering Charge + DS Charge)
OHL = Distribution Overhead Line connection (LDF Charge = Metering Charge + DS Charge + OHL Charge)

FACILITY SCHEDULE NO. 48

1. **Name:** **Yorktown 69**

2. **Location:** The AEP Yorktown Substation ("Substation") will be located at 43 FM 240, Yorktown, TX, in DeWitt County, (28° 58' 28.76" N, 97° 29' 53.76" W). There will be two (2) Points of Interconnection located at both AEP's high-side 69/138 kV disconnect switches. More specifically, the Points of Interconnection will be where LCRA TSC's jumper conductors from LCRA TSC's 69/138 kV bus equipment physically attaches to AEP's 69/138 kV high-side disconnect switches.

3. **Delivery Voltage:** 69 kV

4. **Metered Voltage:** 12.5 kV

5. **Loss Adjustment Due To Meter Location:** None

6. **Normal Operation of Interconnection:** Closed

7. **One-Line Diagram Attached:** Yes

8. **Responsibilities and Ownership:**

   A. LCRA TSC agrees that it will design, procure and construct and will own the following facilities:

   i. transmission lines, dead-end insulator strings and termination hardware
   ii. the following facilities inside the Substation:
      a) two (2) A-frame dead-end structures with foundations
      b) 138 kV transmission line switches MOS #20669 and MOS #20679, with foundations, switch stands, interrupter and motor operators
      c) 138 kV operating bus, including foundations, bus supports, conductors, insulators and termination hardware
   iii. the following transmission lines comprised of structures, easements, conductors, insulators, and connecting hardware:
      a) the Substation to Nordheim West 69 kV transmission line
      b) the Substation to FM237 Yorktown 69 kV transmission line

   B. AEP agrees that it will design, procure and construct and will own the following facilities:

   i. the Substation and all the facilities within it, excluding those facilities identified as being owned by LCRA TSC, above
   ii. any under-built distribution-voltage circuits attached to the 69 kV transmission lines that terminate into the Substation
   iii. the Substation property ground grid, gravel, fencing and other appurtenances

iv. 12.5 kV meters and metering facilities

9. Facility Operation Responsibilities of the Parties:

A. LCRA TSC controls and operates the following facilities:
   i. the 138 kV switch MOS #20669 and associated 69 kV transmission line to Nordheim West
   ii. the 138 kV switch MOS #20679 and associated 69 kV transmission line to FM237 Yorktown

B. AEP controls and operates all other facilities within the Substation

10. Facility Maintenance Responsibilities of the Parties:

A. Each Party maintains the equipment and facilities it owns, as set forth in Section 8 above.

B. Maintenance of the facilities, including circuit breaker relays, that are owned by one Party that protect the facilities owned by the other Party, will be subject to review and approval by the other Party.

11. Estimated Peak Load: 11,000 kW

12. Other Terms and Conditions:

A. Each Party will be fully responsible for the costs of installation, construction, operation and maintenance of the facilities for which it is responsible, as described in Items 8, 9 and 10 of this Facility Schedule.

B. LCRA TSC will have access to the Substation in accordance with Article VII of the Interconnection Agreement.

C. AEP will provide LCRA TSC access to 125 Vdc and 120 Vac as necessary for LCRA TSC's equipment.

D. AEP will provide LCRA TSC with floor space (as available and as necessary) in its control house for the installation of LCRA TSC's required relay panel boards and equipment.

E. The Parties understand that AEP will be converting the Substation to 138 kV transmission service in the next couple of years. Each Party, at its own expense, will be responsible for converting its own facilities to operate at 138 kV. The Parties will reasonably cooperate to develop plans and a schedule for the conversion to 138 kV. The Parties will amend this Facility Schedule to reflect the 138 kV system.

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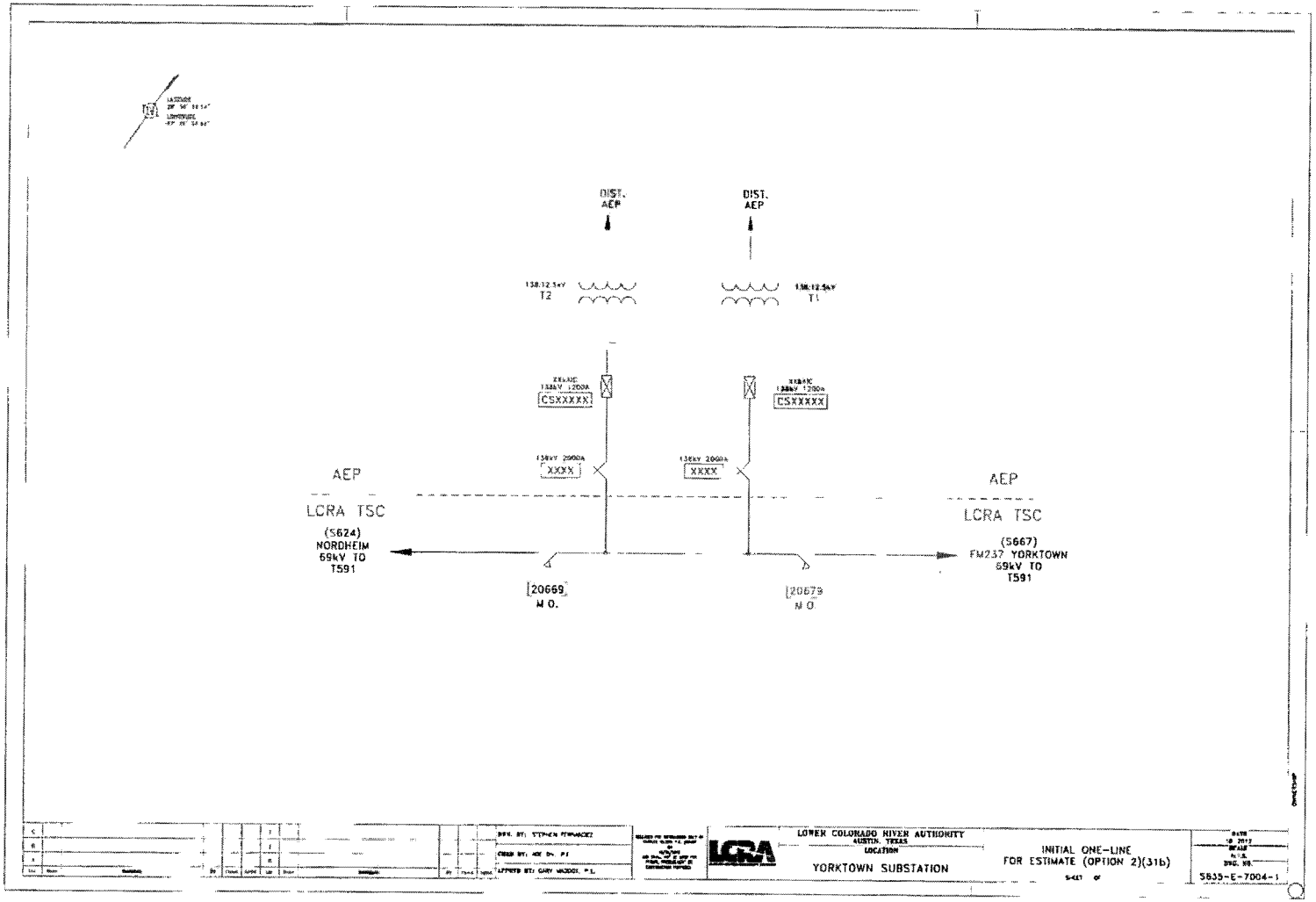
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AEP
DIST.
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T1
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LCRA TSC
(5624)
NORDHEIM
69kV TO
T591
AEP
LCRA TSC
(5667)
FM237 YORKTOWN
69kV TO
T591
20669
M O.
20679
M O
LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
LOCATION
YORKTOWN SUBSTATION
INITIAL ONE-LINE
FOR ESTIMATE (OPTION 2)(31b)
5835-E-7004-1

FACILITY SCHEDULE NO. 70

1. **Name:** **Dimmit**

2. **Facility Location:** The AEP Dimmit Substation ("Substation") will be located at 1445 FM 186, Carrizo Springs, Texas 78834, in Dimmit County, (28° 30' 33" N, 99° 52' 27" W). There will be two (2) Points of Interconnection located at both AEP high-side 138 kV disconnect switches. More specifically, the Points of Interconnection will be where LCRA TSC's jumper conductors from LCRA TSC's 138 kV bus equipment physically connect to AEP's 138 kV high-side disconnect switches.

3. **Delivery Voltage:** 138 kV

4. **Metered Voltage:** 12.5 kV

5. **Loss Adjustment Due To Meter Location:** None

6. **Normal Operation of Interconnection:** Closed

7. **One-Line Diagram Attached:** Yes

8. **Responsibilities and Ownership:**

   A. AEP agrees that it will design, procure and construct and will own the following facilities:

   i. the Substation and all the facilities within it, excluding those facilities identified as being owned by LCRA TSC, below
   ii. two (2) 3000 Amp motor operated switch
   iii. the 3000 Amp buswork
   iv. one (1) 138 kV circuit switcher with all associated material
   v. the 138/12.5 kV, distribution transformer
   vi. three (3) 677 kVA regulators
   vii. the box structure (laced steel) for distribution bus-work and three (3) breaker bays
   viii. two (2) 1200 Amp, 25 kA circuit breakers with a SEL-351S relays
   ix. bypass switches and disconnects in extra bay for future use
   x. one (1) 2000 Amp, 25 kA totalizer breaker on the low-side of the transformer
   xi. the 12.5 kV distribution facilities
   xii. the control house with Substation service and 125 Vdc Substation batteries
   xiii. 12.5 kV meters and metering facilities
   xiv. one (1) remote terminal unit ("RTU")

   B. LCRA TSC agrees that it will design, procure and construct and will own the following facilities:

   i. the Escondido to Asherton 138 kV transmission line

ii. the 138 kV transmission facilities within the Substation consisting of the following:
   a) two (2) 138 kV A-frames and foundations
   b) two (2) 138 kV, 2000 Amp, air break switches with motor operators #24999 and #25009
   c) two (2) 138 kV interrupters
   d) jumpers from LCRA TSC 138 kV bus to AEP 138 kV disconnect switches
   e) one (1) annunciator/MOS/PT panel
   f) one (1) RTU

9. Facility Operation Responsibilities of the Parties:

Each Party will operate the equipment it owns, as set forth in Section 8 above.

10. Facility Maintenance Responsibilities of the Parties:

Each Party will maintain the equipment and facilities it owns, as set forth in Section 8 above.

11. Estimated Peak Load: 6000 kW

12. Other Terms and Conditions:

A. Each Party agrees to exercise commercially reasonable efforts to place the facilities in service by October 1, 2014.
B. Each Party will be fully responsible for the costs of installation, construction, operation and maintenance of the facilities for which it is responsible, as described in Items 8, 9 and 10 of this Facility Schedule.
C. AEP will allow LCRA TSC to install equipment and panels in AEP's control house.
D. AEP will provide LCRA TSC with 125 Vdc and 120 Vac as necessary for LCRA TSC's equipment.
E. LCRA TSC will have access to the Substation in accordance with Article VII of the Interconnection Agreement.
F. AEP will permit LCRA TSC to install its own separate locks in the Substation gate.
G. The Parties will share a control house door key in a lock box located outside the access door of the control house.

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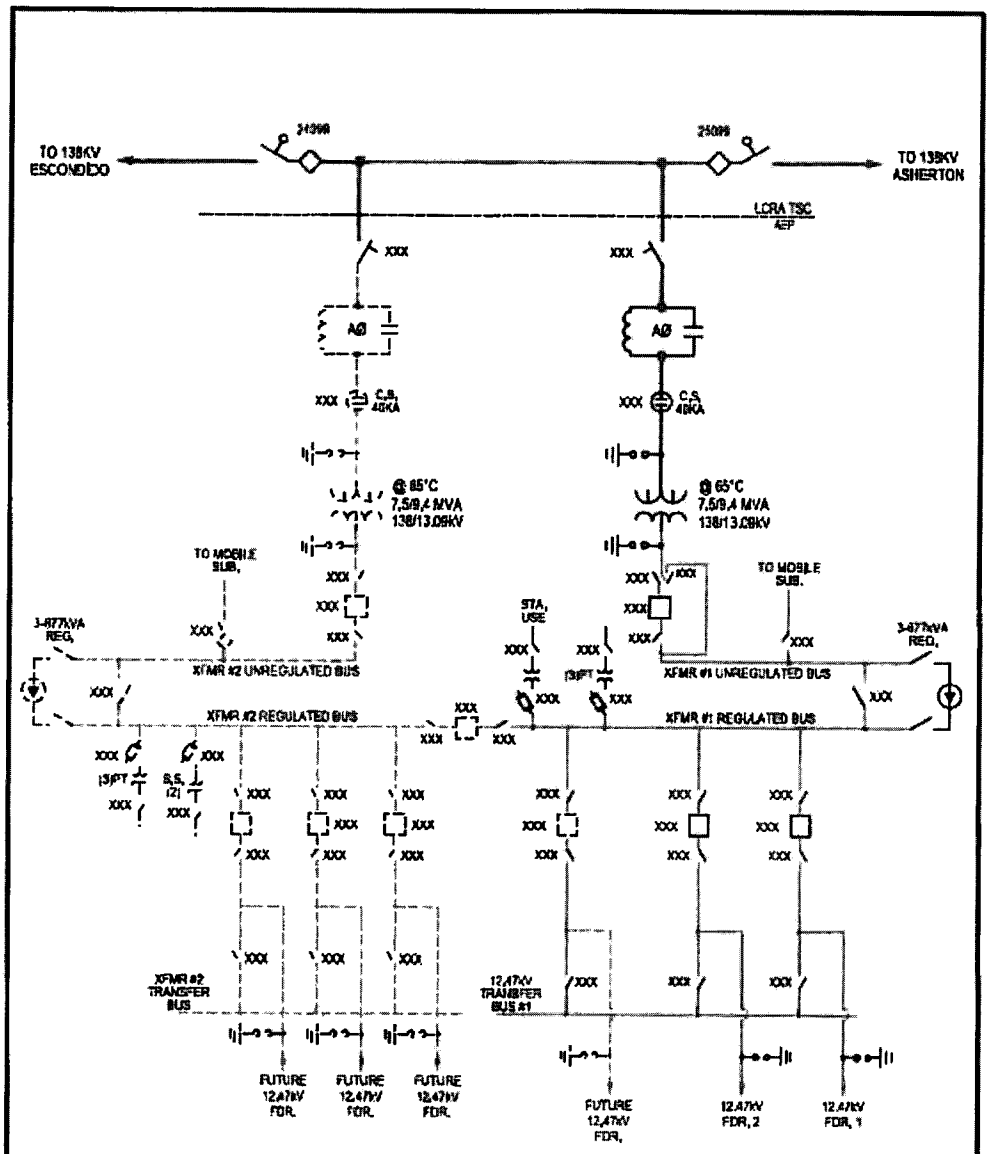
TO 138KV ESCONDIDO
TO 138KV ASHERTON
LCRA TSC
AEP
XXX
AØ
C.S. 40KA
@ 65°C 7,5/9,4 MVA 138/13.09KV
TO MOBILE SUB.
3-477kVA REG.
XFMR #2 UNREGULATED BUS
XFMR #2 REGULATED BUS
STA. USE
3ØPT
XFMR #1 UNREGULATED BUS
XFMR #1 REGULATED BUS
S.S. IZI
XFMR #2 TRANSFER BUS
12.47kV TRANSFER BUS #1
FUTURE 12.47kV FDR.
FUTURE 12.47kV FDR,
12.47kV FDR, 2
12.47kV FDR, 1
TEXAS CENTRAL COMPANY
DIMMIT SUBSTATION NO. XXXX
138/12.47kV
APP'D BY : SC
DR. BY : T.TRAN
CH. BY : T.TRAN
DATE : 01/07/2013
DISPATCH ONE LINE
AEP AMERICAN ELECTRIC POWER
1 RIVERSIDE PLAZA COLUMBUS, OH 43215
Work Order #:
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