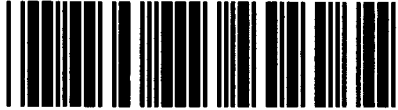




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Item Number: 5

Addendum StartPage: 0

PUC DOCKET NO. 37990

**JOINT REPORT AND APPLICATION OF §
SHARYLAND UTILITIES, L.P., §
SHARYLAND DISTRIBUTION AND §
TRANSMISSION SERVICES, L.L.C., HUNT §
TRANSMISSION SERVICES, L.L.C., CAP §
ROCK ENERGY CORPORATION, AND §
NEWCORP RESOURCES ELECTRIC §
COOPERATIVE, INC. FOR REGULATORY §
APPROVALS PURSUANT TO PURA §§ §
14.101, 37.154, 39.262, AND 39.915 §**

**PUBLIC UTILITY COMMISSION
OF TEXAS**

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PUBLIC UTILITY COMMISSION
BEFORE THE CLERK**

**SOUTHWESTERN PUBLIC SERVICE COMPANY'S
MOTION TO INTERVENE**

Southwestern Public Service Company ("SPS") moves to intervene in this docket as allowed under P.U.C. PROC. R. 22.103 and 22.104. This motion is timely filed under P.U.C. PROC. R. §22.104(b) and Order No. 1. In support of this motion, SPS states:

1. On February 22, 2010, Sharyland Utilities, L.P. ("Sharyland"), Sharyland Distribution and Transmission Services, L.L.C. ("SDTS"), Hunt Transmission Services, L.L.C. ("HTS"), Cap Rock Energy Corporation ("Cap Rock"), and NewCorp Resources Electric Cooperative, Inc. ("NewCorp") filed a joint report and application for approval of a proposed transaction that will transfer ownership, control, and operation of Cap Rock's and NewCorp's distribution and transmission assets and operations, and certificates of convenience and necessity, to a combination of HTS, SDTS and its subsidiaries, and Sharyland and its subsidiaries.

2. SPS is a Texas retail customer of Cap Rock and also provides firm wholesale power to Cap Rock and, as such, may be directly affected by any determination that the Commission may make regarding the proposed transaction presented in the joint report and application. Accordingly, SPS has a justiciable interest that may be adversely affected by the outcome of this proceeding and seeks to intervene to protect that interest.

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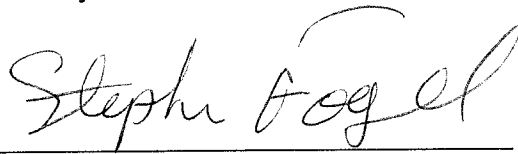
3. SPS's representatives for purposes of this proceeding are as follows:

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Assistant General Counsel
Paul M. Guinn
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SPS requests that all papers (notices, motions, orders, discovery requests, etc.) filed in this docket be served upon its representatives.

For the reasons stated, SPS requests that the Commission and the Presiding Officer: (1) grant SPS's motion to intervene in this docket for all purposes; and (2) grant SPS such other relief to which it is entitled.

Respectfully submitted,

By: 

Stephen Fogel
State Bar No. 07202010

Paul M. Guinn
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ATTORNEYS FOR
SOUTHWESTERN PUBLIC SERVICE COMPANY

Certificate of Service

I, Stephen Fogel, certify that today, March 2, 2010, a copy of this document was served on all parties of record by one of the following methods: and hand-delivery; or facsimile transmission.

