

FEDERAL ENERGY REGULATORY COMMISSION
Washington, D.C. 20426

OFFICE OF ENERGY MARKET REGULATION

Badger Creek Limited
Double C Generation Limited Partnership
High Sierra Limited
Kern Front Limited
Lea Power Partners, LLC
Waterside Power, LLC
(collectively, Sellers)

In Reply Refer To:
Docket Nos. ER13-445-005
ER14-2823-003
ER11-4060-005
ER11-4061-005
ER10-3117-003
ER10-3115-002

July 22, 2015

Mr. Michael J. Gergen
Counsel for Sellers
Latham & Watkins LLP
555 Eleventh Street, N.W.
Suite 1000
Washington, D.C. 20004

Reference: Notice of Change in Status

Dear Mr. Gergen:

On March 9, 2015, you filed on behalf of Sellers a notice of change in status stating that FREIF Redwood Holdings LLC acquired 100 percent of the indirect membership interests in Redwood III, LLC, the upstream owner of Badger Creek Limited, Double C Generation Limited Partnership, High Sierra Limited, and Kern Front Limited.¹ You state that this acquisition does not affect the conditions the Commission relied upon when granting Sellers market-based rate authority. Based on your representations, your submittal satisfies the Commission's requirements for market-based rate authority regarding vertical market power.

Your filing was noticed on March 10, 2015, with comments, protests or interventions due on or before March 30, 2015. None was filed.

¹ The related order authorizing disposition of jurisdictional facilities was authorized by the Commission in *Badger Creek Limited*, 150 FERC ¶ 62,020 (2015).

Pursuant to the authority delegated to the Director, Division of Electric Power Regulation - West, under 18 C.F.R. § 375.307, and based on your representations, the notice of change in status is accepted for filing.

This action does not constitute approval of any service, rate, charge, classification, or any rule, regulation, or practice affecting such rate or service provided for in the filed documents; nor shall such action be deemed as recognition of any claimed contractual right or obligation affecting or relating to such service or rate; and such acceptance is without prejudice to any findings or orders which have been or may hereafter be made by the Commission in any proceeding now pending or hereafter instituted by or against any of the applicants.

This order constitutes final agency action. Requests for rehearing by the Commission may be filed within 30 days of the date of issuance of this order, pursuant to 18 C.F.R. § 385.713.

Questions regarding the above order should be directed to:

Federal Energy Regulatory Commission
Attn: Melissa Lozano
Phone: (202) 502-6267
Office of Energy Market Regulation
888 First Street, N.E.
Washington, D.C. 20426

Sincerely,

Steve P. Rodgers, Director
Division of Electric Power
Regulation - West