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NORTHEAST UTILITIES
Form 35-CERT
January 24, 2005

UNITED STATES OF AMERICA
BEFORE THE SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.

In the Matter of

| | |
|------------------------------------------|------------------------------|
| Northeast Utilities | Certificate pursuant to Rule |
| Northeast Utilities Service Company | 24 under the Public Utility |
| The Connecticut Light and Power Company | holding Company Act of 1935 |
| Western Massachusetts Electric Company | |
| Public Service Company of New Hampshire | |
| North Atlantic Energy Corporation | |
| Holyoke Water Power Company | |
| Northeast Nuclear Energy Company | |
| Yankee Energy System, Inc. | |
| Yankee Gas Services Company | |
| The Rocky River Realty Company | |
| The Quinnehtuk Company | |
| NU Enterprises, Inc. | |
| Northeast Generation Company | |
| Northeast Generation Service Company | |
| Properties, Inc. | |
| Woods Electrical Co., Inc. | |
| Woods Network Services, Inc. | |
| E. S. Boulos Company | |
| Select Energy, Inc. | |
| Select Energy New York, Inc. | |
| Mode 1 Communications, Inc. | |
| Select Energy Services, Inc. | |
| Yankee Energy Financial Services Company | |
| Yankee Energy Services Company | |
| NorConn Properties, Inc. | |

File No. 70-9755
(Public Utility Holding
Company Act of 1935)

Pursuant to the requirements of Rule 24(a) of the Commission's regulations under the Public Utility Holding Company Act of 1935, and with reference to the transaction proposed in the Application/Declaration on Form U-1 (the "Application") in File No. 70-9755, the Applicants hereto hereby file the following exhibit to this File.

Exhibits

Exhibit A-6 Terms of the NU System Money Pool (Revised
January 2005)

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the Applicants have duly caused this Certificate to be signed on their behalf by the undersigned hereunto duly authorized

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Northeast Utilities
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Western Massachusetts Electric Company
Public Service Company of New Hampshire
North Atlantic Energy Corporation
Holyoke Water Power Company
Northeast Nuclear Energy Company
Yankee Energy System, Inc.
Yankee Gas Services Company
The Rocky River Realty Company
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NU Enterprises, Inc.
Northeast Generation Company
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Woods Network Services, Inc.
E. S. Boulos Company
Select Energy, Inc.
Select Energy New York, Inc.
Mode 1 Communications, Inc.
Select Energy Services, Inc.
Yankee Energy Financial Services Company
Yankee Energy Services Company
NorConn Properties, Inc.

By: /s/ Randy A. Shoop
Name: Randy A. Shoop
Title: Vice President and Treasurer
Northeast Utilities Service Company as Agent
for all of the above-named Applicants

Dated: January 24, 2005