TECO ENERGY INC Form U-3A-2/A May 03, 2002

FILE NO. 69-250

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C.

FORM U-3A-2/A

Amendment No. 1 to Statement by Holding Company Claiming

Exemption under Rule U-3A-2 from the Provisions of the Public Utility Holding Company Act of 1935

To be Filed Annually Prior to March 1

TECO Energy, Inc., TECO Power Services Corporation and Hardee Power I, Inc., hereby file with the Securities and Exchange Commission, pursuant to Rule 2, their statements claiming exemption as holding companies from the provisions of the Public Utility Holding Company Act of 1935 (the "Act") and submit the following information:

 Name, State of organization, location and nature of business of claimants and every subsidiary thereof, other than any exempt wholesale generator (EWG) or foreign utility company in which claimants directly or indirectly hold an interest.

Claimant, TECO Energy, Inc. ("TECO Energy"), is a corporation organized on January 15, 1981 under the laws of the State of Florida and a holding company exempt from registration pursuant to Rule 2 under the Act (File no. 69-250). TECO Energy owns no operating assets, but does own directly or indirectly the common stock of, or an ownership interest in, 147 subsidiaries.

Claimant, TECO Power Services Corporation ("TECO Power"), is a corporation organized on May 26, 1987 under the laws of the State of Florida and a holding company exempt from registration pursuant to Rule 2 under the Act (File no. 69-250). TECO Power owns no operating assets, but does own directly or indirectly the common stock of, or an ownership interest in, 84 subsidiaries.

Claimant, Hardee Power I, Inc. ("Hardee Power I"), is a corporation organized on March 21, 1990 under the laws of the State of Florida and a holding company exempt from registration pursuant to Rule 2 under the Act (File no. 69-250). Hardee Power I, owns no operating assets, but does own a general partnership interest in Hardee Power Partners, Ltd. ("Hardee Power Partners"), a public utility company for purposes of the Act. Hardee Power Partners is a limited partnership organized under the laws of Florida. Hardee Power I is a direct wholly owned subsidiary of TECO Power and has no subsidiaries or partnership interests other than a partnership interest in Hardee Power Partners.

TECO Energy previously applied for and received an order pursuant to

Sections 9(a)(2) and 10 of the Act approving its direct or indirect acquisition of up to 100% of the voting securities of Hardee Power Partners. (See Act Release No. 35-25199). Other than Hardee Power Partners, no subsidiary of TECO Power or Hardee Power I is a public utility company for purposes of the Act.

The name, location, state of organization and nature of business of the claimants and every subsidiary thereof, other than any EWG or foreign utility company in which claimant directly or indirectly holds an interest are as follows:

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NAME AND LOCATION

TECO Energy, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

Tampa Electric Company(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

> TERMCO, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

> Power Engineering & Construction, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Investments, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Inventory Company(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Finance, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Oil & Gas, Inc.(1)

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Florida. Parent company.

Florida. Through its electric division (Tampa Electric), operat as an electric utility serving We Central Florida. Through its gas division (Peoples Gas System), operates as a local natural gas distribution business serving territories in Florida.

Florida. Acts as exclusive broker for Tampa Electric for the purchase and sale of real property.

Florida. Engaged in the engineering and construction of transmission and distribution facilities outside of Tampa Electric's retail service territory.

Florida. Invests capital in short- and long-term financial investments.

Florida. Non-operating company.

Florida. Provides financing for the unregulated activities of TECO Energy.

Florida. Non-operating company.

TECO Plaza 702 North Franklin Street Tampa, FL 33602						
TECO Diversified, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602	Florida. Holding company.					
TECO Coal Corporation 200 Allison Boulevard Corbin, KY 40701	Kentucky. Holding company.					
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NAME AND LOCATION	STATE OF ORGANIZATION AND NATURE OF BUSINESS					
Bear Branch Coal Company 200 Allison Boulevard Corbin, KY 40701	Kentucky. Coal mining.					
Raven Rock Development Corporation 200 Allison Boulevard Corbin, KY 40701	Kentucky. Real estate investment					
Clintwood Elkhorn Mining Company 200 Allison Boulevard Corbin, KY 40701	Kentucky. Coal mining and processing.					
Gatliff Coal Company 200 Allison Boulevard Corbin, KY 40701	Kentucky. Coal mining and processing.					
Pike-Letcher Land Company 200 Allison Boulevard Corbin, KY 40701	Kentucky. Land management.					
Premier Elkhorn Coal Company 200 Allison Boulevard Corbin, KY 40701	Kentucky. Coal mining and processing.					
Rich Mountain Coal Company 200 Allison Boulevard Corbin, KY 40701	Tennessee. Coal mining.					
Perry County Coal Corporation 200 Allison Boulevard Corbin, KY 40701	Kentucky. Coal mining and processing.					
Ray Coal Company, Inc. 200 Allison Boulevard Corbin, KY 40701	Kentucky. Land management.					

Whitaker Coal Corporation 200 Allison Boulevard Corbin, KY 40701

TECO Coalbed Methane, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Solutions, Inc. 702 North Franklin Street Tampa, FL 33602

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Kentucky. Holds coal mining permits.

Alabama. Participates in the production of natural gas from coal seams.

Florida. Holding company.

NAME AND LOCATION

Prior Energy Corporation TECO Plaza 702 North Franklin Street Tampa, FL 33602

> Prior Intrastate Corporation TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO BGA, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

> BGA Special Project One TECO Plaza 702 North Franklin Street Tampa, FL 33602

> TECO AGC, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO AGC, Limited TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO BGA Thermal Systems, Inc. (formerly FPL Thermal Systems, Inc.) TECO Plaza 702 North Franklin Street STATE OF ORGANIZATION AND NATURE OF BUSINESS

Delaware. Natural gas energy management. Does not own or operate any facilities for the distribution of natural or manufactured gas at retail.

Delaware. Natural gas energy management.

Florida. Energy services company which performs engineering analys design and construction management

Florida. Limited partner of TECO/AGC, Limited.

Florida. General partner of TECO/AGC, Limited.

Florida. Owns and operates a chilled water facility in Tampa.

Florida. Owns and operates a district cooling system in Miami.

Tampa, FL 33602

TECO Gas Services, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Properties Corporation TECO Plaza 702 North Franklin Street Tampa, FL 33602 Florida. Buys and sells natural gas supplies. Does not own or operate any facilities for the distribution of natural or manufactured gas at retail.

Florida. Real estate investment.

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STATE OF ORGANIZATION AND NAME AND LOCATION NATURE OF BUSINESS _____ _____ CPSC, Inc. Florida. Real estate investment. TECO Plaza 702 North Franklin Street Tampa, FL 33602 30th Street R&D Park, Inc. Florida. Real estate TECO Plaza investment. 702 North Franklin Street Tampa, FL 33602 UTC II, Inc. Florida. Real estate TECO Plaza investment company whose assets 702 North Franklin Street have been sold. Tampa, FL 33602 Brandon Properties Partners, Florida. Real estate investment. Ltd. 8925 Eagle Watch Drive Riverview, FL 33569 Southshore Residential, Inc. Florida. Limited partner of TECO Plaza South Shore Properties 702 North Franklin Street Partners, Ltd. Tampa, FL 33602 K-T No. 1, LLC Florida. Real estate 3100 Clay Street STE 275 investment. Orlando, FL 32804 Florida. Sales and marketing.

TECO Partners, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

> Litestream Technologies,LLC TECO Plaza 702 North Franklin Street

Florida. Cable communication systems.

Tampa, FL 33602

BCH Mechanical, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

> SDB Leasing Corporation TECO Plaza 702 North Franklin Street Tampa, FL 33602

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Florida. Mechanical contracting.

Florida. Equipment leasing compa for BCH Mechanical companies.

NAME AND LOCATION

Staffing Systems, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Propane Ventures, LLC TECO Plaza 702 North Franklin Street Tampa, FL 33602

U.S. Propane, LLC 8801 South Yale Avenue STE 310 Tulsa, OK 74137

U.S. Propane, LP 8801 South Yale Avenue STE 310 Tulsa, OK 74137

Heritage Holdings, Inc. 8801 South Yale Avenue STE 310 Tulsa, OK 74137

TECO Transport Corporation TECO Plaza 702 North Franklin Street Tampa, FL 33602

> TECO Bulk Terminal, LLC (formerly Electro-Coal Transfer, LLC) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Ocean Shipping, Inc. (formerly Gulfcoast Transit STATE OF ORGANIZATION AND NATURE OF BUSINESS

Florida. Professional employee organization that provides payrol services to BCH Mechanical companies.

Delaware. Holds an interest in U.S. Propane, LLC.

Delaware. Retail propane distribution. Holds an interest in U.S. Propane, LP.

Delaware. Retail propane distribution. Holds an interest in Heritage Holdings, Inc.

Oklahoma. Holding company for Heritage Propane Partners, LP and Heritage Operating Partners, LP.

Florida. Holding company.

Louisiana. Transfers and stores coal and other bulk commodities.

Florida. Transports coal and other dry bulk commodities in

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Company) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Barge Line, Inc. (formerly Mid-South Towing Company) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Towing Company TECO Plaza 702 North Franklin Street Tampa, FL 33602 ocean-going vessels to various domestic and international destinations.

Florida. Transport coal and other dry bulk commodities in river barges.

Florida. Charters river barges and purchases fuel for subsequent resale to affiliated companies.

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Florida. Non-operating company.

Delaware. Private internet-based procurement marketplace for materials in the natural gas distribution industry.

Florida. Unloads coal from ocean-going vessels and repairs vessels.

Florida. Non-operating company.

Florida. Non-operating company.

Florida. Holding company.

Florida. A limited partnership that owns and operates natural gas facilities, sells compresses

NAME AND LOCATION

TECO Commerce, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602

MaterialsXpress, LLC 1915 Rexford Road Charlotte, NC 28211

TECO Stevedoring Services, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

Peoples Sales & Service Company(1)
TECO Plaza
702 North Franklin Street
Tampa, FL 33602

TECO Propane Properties, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

Suwannee Gas Marketing, Inc.(1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

> Florida Natural Fuels, Ltd. TECO Plaza 702 North Franklin Street

Tampa, FL 33602

Seminole Gas Marketing P.O. Box 2563 1900 5th Avenue North Birmingham, AL 35202

Peoples Gas System (Florida), Inc. (1) TECO Plaza 702 North Franklin Street Tampa, FL 33602

TECO Funding Company I, LLC(1) 300 Delaware Avenue 9th Floor Wilmington, DE 19801

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NAME AND LOCATION

TECO Funding Company II, LLC(1) 300 Delaware Avenue 9th Floor Wilmington, DE 19801

TECO Funding Company III, LLC(1) 300 Delaware Avenue 9th Floor Wilmington, DE 19801

TECO Power Services Corporation(1) TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

> Hardee Power I, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> Hardee Power II, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> > Hardee Power Partners, Ltd. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

natural gas and finances refuelin stations and conversions.

Florida. General partnership that markets natural gas to end-users. Does not own or operate any facilities for the distribution of natural or manufactured gas at retail.

Florida. Name-holding company with no operations.

Delaware. Formed in connection with the issuance of trust prefer securities to the public in 2000.

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Delaware. Formed in connection with the issuance of mandatorily convertible trust preferred Securities to the public in 2002.

Delaware. Formed in connection with potential future issuance of trust preferred securities.

Florida. Holding company.(2)

Florida. General partner of Hardee Power Partners. (2)

Florida. Limited partner of Hardee Power Partners.

Florida. Limited partnership which owns Hardee Power Station, a wholesale power generation project located in Florida. (2)

TPS Hamakua, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

TPS Hawaii, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> Hamakua A, LLC J.A. Jones Drive Charlotte, NC 28287

TPS Hamakua Land, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602 Florida. A general partner of Hamakua Energy Partners LP.

Florida. A limited partner of Hamakua A, LLC, a holding company

Delaware. A limited partner of Hamakua Energy Partners, LP, an EWG.

Florida. Real estate holding company.

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NAME AND LOCATION

TPS Operations Holding Company TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> TPS Virginia Operations Company TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Arizona Operations Company TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Arkansas Operations Company TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Dell Operations Company TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS McAdams Operations

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Florida. Holding company.

Virginia. Operator of Commonweal Chesapeake Power Station, a whole power generating project located Virginia.

Florida. Operator of the Gila River power station, a wholesale power project under construction.

Arkansas. Operator of the Union power station, a wholesale power project under construction.

Florida. Operator of the Dell power station, a wholesale power project under construction.

Florida. Operator of the McAdams

Company TECO Plaza 702 N. Franklin Street Tampa, Florida 33602 TPS Operations Company

TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TECO Power Ventures, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> TPS TriCo, LLC TECO Plaza 702 North Franklin Street Tampa, Florida 33602

power station, a wholesale power project under construction.

Florida. Operator of Hardee Powe Station, a wholesale power genera project located in Florida.

Florida. Holding company.

Delaware. Holding company.

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NAME AND LOCATION

TPS Tejas GP, LLC TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Tejas LP, LLC TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

> TPS Dell Finance, LLC TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS LP, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

TPS GP, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> TECO-Panda Generating Company, LP 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Delaware. General partner of Frontera Generation Limited Partnership, an EWG.

Delaware. Limited partner of Frontera Generation Limited Partnership, an EWG.

Delaware. Bond financing entity.

Florida. Limited partner of TECO-Panda Generating Company, LP

Florida. General partner of TECO-Panda Generating Company, LP.

Delaware. Limited partnership.

Union Power I, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

Union Power II, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

Panda Gila River I, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

Panda Gila River II, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

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NAME AND LOCATION

Panda Gila River Pipeline, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

Trans-Union Interstate I, LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

Trans-Union Interstate II LLC 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

> Trans-Union Interstate Pipeline, L.P. 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

TPS LP II, Inc. TECO Plaza 702 N. Franklin Street Tampa, Florida 33602 Delaware. Limited liability compa which owns 1% interest in Union P Partners, LP which owns the Union Project.

Delaware. Limited liability compa which owns a 99% interest in Unic Power Partners, LP which owns the Union Project.

Delaware. Limited liability compa which owns a 1% interest in Panda Gila River, LP which owns the Gil River Project.

Delaware. Limited liability compa which owns a 99% interest in Pand Gila River, LP which owns the Gil River Project.

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Delaware. Gas transmission company.

Delaware. Limited liability compa which owns a 1% interest in Trans Union Interstate Pipeline, LP.

Delaware. Limited liability compa which owns a 99% interest in Tran Union Interstate Pipeline, LP.

Delaware. Gas transmission company.

Florida. Limited partner of TECC Panda Generating Company II, LP.

TPS GP II, Inc. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> TECO-Panda Generating Company II, LP 4100 Spring Valley Road Suite 1001 Dallas, Texas 75244

TPS Holdings, Inc. TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Guatemala One, Inc. TECO Plaza 702 N. Franklin Street Tampa, Florida 33602 Florida. General Partner of TECC Panda Generating Company II, LP.

Delaware. Owns an interest in electric generating turbines.

Florida. Non-operating company.

Florida. Developer and partner of the Alborada Power Station project.

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NAME AND LOCATION

TECO EnergySource, Inc. TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

TPS Materials, Inc. TECO Plaza 702 N. Franklin Street Tampa, Florida 33602

Pasco Power GP, Inc. TECO Plaza 702 N. Franklin Street Tampa, FL 33602

> Pasco Project Investment Partnership, Ltd. Cogen, Ltd. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> > Pasco Cogen, Ltd. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

TM Power Ventures, LLC 712 Main Street, Suite 2200 STATE OF ORGANIZATION AND NATURE OF BUSINESS

Florida. Energy marketing and trading company.

Florida. Parts warehousing operations company.

Florida. Holds an indirect interest in Pasco Cogen., Ltd.

Florida. General partner of Pasc

Florida. Natural gas fired cogeneration plant.

Delaware. Joint venture that develops projects for production

Houston, Texas 77002

Mosbacher Power Group, LLC 712 Main Street, Suite 2200 Houston, Texas 77002

TM Czech Power, LLC TECO Plaza 702 North Franklin Street Tampa, Florida 33602

> TM Kladno Electricidad, s.r.l. TECO Plaza 702 North Franklin Street Tampa, Florida 33602

TM Kladno, B.V. Weena 336 3012 NJ Rotterdam The Netherlands electricity, thermal energy, chil water and byproducts.

Delaware. Non-operating company.

Delaware. Holding company.

Spain. Holding company.

The Netherlands. Holding company

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NAME AND LOCATION

Nations Kladno, B.V. 1076 A2 Amsterdam Locatellikade 1, Parnassustoren The Netherlands

Matra Powerplant Holdings, B.V. J.J. Viottastraat 46 1071 J. Amsterdam, The Netherlands

TM ECK, LLC 712 Main Street Suite 2200 Houston, Texas 77002

> Nations Kladno (II) B.V. 1076 A2 Amsterdam Locatellikade 1, Parnassustoren The Netherlands

TM Delmarva Power LLC 712 Main Street Suite 200 Houston, Texas 77002 STATE OF ORGANIZATION AND NATURE OF BUSINESS

The Netherlands. Holding company

The Netherlands. Holding company ECK Generating, s.r.o., an EWG.

Delaware. Holding company.

The Netherlands. Holding company Energeticke Centrum Kladno, spol. s.r.o., a foreign utility company

Delaware. Holds an interest in Commonwealth Chesapeake Company, LLC, an EWG.

TMPV Caledonia LLC 712 Main Street Suite 200 Houston, Texas 77002

TPS International Power, Inc. P. O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman, Cayman Islands, B.W.I.

> TPS San Jose International, Inc. P. O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I.

Delaware. Non-operating company.

Cayman Islands. Subsidiary formed for the purpose of developing wholesale power generation projects.

Cayman Islands. Subsidiary formed for the purpose of developing wholesale power generation projects.

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NAME AND LOCATION

TPS Palmera, LDC P.O. Box 866 Anderson Square Building 3rd Floor Georgetown, Grand Cayman Cayman Islands, B.W.I.

Tasajero I, LDC P.O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I.

TPS Operaciones de Guatemala, Ltda. 13 Calle 3-40, Zona 10 Edifico Atlantis Oficina 503, 5to. Nivel Guatemala City, EWG. Guatemala, C.A.

> TPS Administraciones, Ltda. 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503, 5to. Nivel Guatemala City

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Cayman Islands. Holds an interest in Triangle Finance Company, LLC and Palm Import and Export Corporation.

Cayman Islands. Holds a partnership interest in TPS Operaciones de Guatemala, Ltda. a TPS Administraciones, Ltda.

Guatemala. Operations company for Central Generadora Electrica San S.R.L. (CGESJ), an EWG and foreig utility and Tampa Centro American Electricidad, Limitada (TCAE), an

Guatemala. Administration company for CGESJ, an EWG and for utility and TCAE, an EWG.

Guatemala C.A.

TPS San Jose, LDC P. O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I

> Palm Import and Export Corporation P.O. Box 146 Road Tolon, Tortola B.V.I.

Triangle Finance Company, LLC 702 N. Franklin Street Tampa, Florida 33602

San Jose Power Holding Company, Ltd. P.O. Box 1111GT Georgetown, Grand Cayman Cayman Islands, B.W.I. Cayman Islands. Developer and owner of a wholesale power generation facility. (3)

British Virgin Islands. Holds an interest in CGESJ and TPS San Jose, LDC.

Delaware. Subsidiary formed for the purpose of borrowing and lending funds.

Cayman Islands. Holds a partnership interest in CGESJ.

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NAME AND LOCATION

TPS de Ultramar, Ltd. P.O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I.

> TPS de Ultramar Guatemala, S.A. 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503, 5to. Nivel Guatemala City, Guatemala C.A.

> > Generacion Electrica Centroamericana, S.A. 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503, 5to. Nivel Guatemala City, Guatemala C.A.

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Cayman Islands. Holding company.

Guatemala. Holding company.

Guatemala. Subsidiary formed for purpose of developing wholesale generating projects.

Administradora de Inmuebles Santo Tomas, S.A. 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503, 5to. Nivel Guatemala City, Guatemala C.A.

Distribucion Electrica CentroAmericana II, S.A. (DECA II) 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503, 5to. Nivel Guatemala City, Guatemala C.A.

> Navega.com, S.A. 13 Calle 3-40,Zona 10 Edificio Atlantis Oficina 503,5to. Nivel Guatemala City, Guatemala C.A.

Guatemala. Holding company.

Guatemala. Holding company.

Guatemala. Provides fiber optics through different carriers by telecommunications networks.

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NAME AND LOCATION

Credieegsa, S.A. 13 Calle 3-40, Zona 10 Edificio Atlantis Oficina 503,5to. Nivel Guatemala City, Guatemala C.A.

Commercializdora Electrica de Guatemala S.A. 13 Calle 3-40, Zona 10, Edificio Atlantis Oficina 503,5to. Nivel Guatemala City, Guatemala C.A.

Energica, S.A. 13 Calle 3-40, Zona 10, Edificio Atlantis Oficina 503,5to. STATE OF ORGANIZATION AND NATURE OF BUSINESS

Guatemala. Credit union for fore utility company employees.

Guatemala. Subsidiary formed to conduct non-regulatory business of a foreign utility.

Guatemala. Subsidiary formed to conduct installation business of foreign utility.

Nivel Guatemala City, Guatemala C.A. Transportista Electrica Centroamericana, S.A. 13 Calle 3-40, Zona 10, Edificio Atlantis Oficina 503,5to. Nivel Guatemala City, Guatemala C.A.

TPS Escuintla I, LDC P. O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I. Guatemala. Transmission and whee company.

Cayman Islands. Non-operating company.

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NAME AND LOCATION

Generadora Electrica Centroamerica, Ltd. 13 Calle 3-40, Zona 10 Edifico Atlantis Oficina 503, 5to. Nivel Guatemala City, Guatemala, C.A.

TPS Pavana, Ltd. P.O. Box 866 Anderson Square Building 3rd Floor George Town, Grand Cayman Cayman Islands, B.W.I.

TM Global Power, LLC 712 Main Street, Suite 2200 Houston, TX 77002

> Bear Energy Corporation Craigmuir Chambers P.O. Box 71 Road Tolon, Tortola B.V.I.

STATE OF ORGANIZATION AND NATURE OF BUSINESS

Guatemala. Limited corporation formed to develop a wholesale power generation project.

Cayman Islands. Non-operating company.

Delaware. Develops foreign projects for production of electricity, thermal energy, chilled water and by-products.

British Virgin Islands. General partner of CPC Limited Partnership.

CPC Limited Partnership Maples & Calder P.O. Box 309 Ugland House South Church Street Grand Cayman, Cayman Islands

Cambodia Power Company 712 Main Street Suite 2200 Houston, TX 77002

Mosbacher Power International LLC 712 Main Street, Suite 2200 Houston, TX 77002 Cayman Islands. Development of wholesale power generation project

Cambodia. Subsidiary formed for the purpose of developing a wholesale power generation project.

Delaware. Develops electric power cogeneration projects.

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NAME AND LOCATION

Mosbacher Power Brasil, Ltda. 712 Main Street, Suite 2200 Houston, TX 77002

RAM Power India I, Ltd. Craigmuir Chambers P.O. Box 71 Road Tolon, Tortola B.V.I.

TM Turkish Holdings, LLC 712 Main Street Suite 2200 Houston, TX 77002

> Nuh Yapi Urunleri ve Mabina Sanayi a.s. 712 Main Street Suite 2200 Houston, TX 77002

TPS Celanese I, Inc. TECO Plaza 702 North Franklin Street Tampa, FL 33602 STATE OF ORGANIZATION AND NATURE OF BUSINESS

Brazil. Non-operating company.

British Virgin Islands. Non-operating company.

Delaware. Subsidiary formed for the purpose of developing wholesale power generation project.

Turkey. Subsidiary formed for the purpose of developing wholesale power generation project.

Florida. Non-operating company.

- (1) Direct subsidiary of TECO Energy, Inc.
- (2) Hardee Power I, as the general partner of Hardee Power Partners; TECO Power, as the owner of all outstanding voting securities of Hardee Power I and Hardee Power II and thus the indirect owner of all outstanding voting securities of Hardee Power Partners; and TECO Energy, as the owner of all outstanding voting securities of TECO Power and thus the indirect owner of all outstanding voting securities of Hardee Power Partners, are each a "holding company" with respect to Hardee Power Partners for purposes of the Act.
- (3) TPS San Jose, LDC held 92-percent and Palm Import and Export Corporation held 8-percent of the Class A shares of San Jose Power Holding Company at Dec. 31, 2001. TPS San Jose, LDC owned 99-percent of Triangle Finance Company, LLC at Dec. 31, 2001.

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2. A brief description of the properties of claimants and each of their subsidiary public utility companies used for the generation, transmission, and distribution of electric energy for sale, or for the production, transmission, and distribution of natural or manufactured gas, indicating the location of principal generating plants, transmission lines, producing fields, gas manufacturing plants, and electric and gas distribution facilities, including all such properties which are outside the State in which the claimants and their subsidiaries are organized and all transmission or pipelines which deliver or receive electric energy or gas at the borders of such State.

The only properties to which this question applies are the following properties of Tampa Electric Company and Hardee Power Partners:

TAMPA ELECTRIC COMPANY - ELECTRIC OPERATIONS

Tampa Electric Company had five electric generating plants and four combustion turbine units in service with a total net generating capability at December 31, 2001 of 3,899 megawatts (MW) including Big Bend (1,825-MW capability for four coal units), Gannon (1,220-MW capability for six coal units), Hookers Point (90-MW capability for five oil units), Phillips (36-MW capability for two diesel units), Polk (315-MW capability from one integrated gasification combined cycle (IGCC) unit) and four combustion turbine units located at the Big Bend and Gannon stations (357 MWs). Additionally, Tampa Electric has 56 mw of generating capability from various distributive generation units located at Hookers Point and the City of Tampa. Capability as used herein represents the demonstrable dependable load carrying abilities of the generating units during peak periods as proven under actual operating conditions. Units at Hookers Point went into service from 1948 to 1955,

at Gannon from 1957 to 1967, and at Big Bend from 1970 to 1985. The Polk IGCC unit began commercial operation in September 1996. In 1991, Tampa Electric purchased two power plants (Dinner Lake and Phillips) from the Sebring Utilities Commission (Sebring). Dinner Lake and Phillips were placed in service by Sebring in 1966 and 1983, respectively. In March 1994, Tampa Electric placed Dinner Lake on long-term reserve standby.

Tampa Electric owns 186 substations having an aggregate transformer capacity of 17,216,269 KVA. The transmission system consists of approximately 1,210 pole miles of high voltage transmission lines, and the distribution system consists of 6,987 pole miles of overhead lines and 3,030 trench miles of underground lines. As of December 31, 2001, there were 583,942 meters in service. All of this property is located in the State of Florida.

All plants and important fixed assets are held in fee except that title to some of the properties is subject to easements, leases, contracts, covenants and similar encumbrances and minor defects, of the nature common to properties of the size and character of those of Tampa Electric.

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Tampa Electric has easements for rights-of-way adequate for the maintenance and operation of its electrical transmission and distribution lines that are not constructed upon public highways, roads and streets. It has the power of eminent domain under Florida law for the acquisition of any such rights-of-way for the operation of transmission and distribution lines. Transmission and distribution lines located in public ways are maintained under franchises or permits.

Tampa Electric has a long-term lease for the office building in downtown Tampa, Florida which serves as headquarters for TECO Energy, Tampa Electric, and numerous other TECO Energy subsidiaries.

TAMPA ELECTRIC COMPANY - GAS OPERATIONS

Tampa Electric Company, through its Peoples Gas System division, owns approximately 9,000 miles of distribution mains, over 4,400 miles of service lines, plus meters, regulators, and other related equipment used in serving natural gas to approximately 272,000 residential, commercial and industrial customers located wholly within the State of Florida.

The natural gas distribution properties are located primarily in the metropolitan areas of Jacksonville, Daytona Beach, Orlando, Eustis, Avon Park, Lakeland, Tampa, St. Petersburg, Sarasota, Palm Beach Gardens, Pompano Beach, Fort Lauderdale, Ft. Myers, Hollywood, North Miami, Miami Beach, Miami, Naples, Panama City and Ocala, Florida.

HARDEE POWER PARTNERS

Hardee Power Partners has one electric generating plant, the Hardee Power Station, which went into commercial operation January 1, 1993. The station is located in Hardee County, Florida, on property under a long-term lease. The plant has a net generating capability of 370 MWs consisting of one combined cycle unit (220 MWs) and two combustion turbines (75 MWs). Capability as used herein represents the demonstrable dependable load carrying abilities of the unit during peak periods as proven under actual operating conditions. Hardee Power Partners owns no transmission or distribution facilities. 21

3. The following information for the last calendar year with respect to the claimants and each of their subsidiary public utility companies: Number of KWH of electric energy sold (at retail or wholesale), (a) and Mcf of natural or manufactured gas distributed at retail. TECO Energy - None Tampa Electric 18,474,582,000 KWH - Florida \$1,412,535,948 Revenue Tampa Electric (Peoples Gas System division) 27,922,530 Mcf(Sales) Florida \$250,965,648 Revenue 78,887,516 Mcf(Transportation) Florida \$62,848,169 Revenue TECO Power - None Hardee Power I - None Hardee Power Partners 1,048,582,000 KWH - Florida \$ 123,655,123 Revenue Number of KWH of electric energy and Mcf of natural or (b) manufactured gas distributed at retail outside the state in which each such company is organized. TECO Energy - None Tampa Electric - None TECO Power - None Hardee Power I - None Hardee Power Partners - None Number of KWH of electric energy and Mcf of natural or (C) manufactured gas sold at wholesale outside the State in which each such company is organized or at the State line. TECO Energy - None Tampa Electric - 5,908,000 Total KWH \$262,009 Total Revenue Texas -4,410,000 KWH \$206,579 Revenue 22 Missouri -500,000 KWH \$14,500 Revenue 873,000 KWH New York -\$37,090 Revenue

Georgia - 125,000 KWH \$ 3,840 Revenue TECO Power - None Hardee Power I - None Hardee Power Partners - None

(d) Number of KWH of electric energy and Mcf of natural or manufactured gas purchased outside the State in which each such company is organized or at the State line.

TECO Energy - None	
Tampa Electric -	415,387,000 Total KWH
	\$32,914,002 Total Expense
Texas -	320,576,000 KWH
	\$24,506,982 Expense
Alabama -	1,066,000 KWH
	\$ 97,701 Expense
New York -	2,003,000 KWH
	\$ 103,060 Expense
Missouri -	88,024,000 KWH
	\$ 7,988,146 Revenue
Georgia –	1,222,000 KWH
	\$ 100,800 Revenue
Kentucky -	2,496,000 KWH
	\$ 117,313 Revenue
TECO Power - None	
Hardee Power I - None	
Hardee Power Partners - None	

4. The following information for the reporting period with respect to claimants and each interest held directly or indirectly in an EWG or a foreign utility company, stating monetary amounts in United States dollars:

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- (a) Name, location, business address and description of the facilities used by the EWG or foreign utility company for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas.
 - 1. FACILITY NAME, ADDRESS AND LOCATION:

Tampa Centro Americana de Electricidad, Limitada (TCAE) Alborada Power Station (owned by TCAE, an EWG) Escuintla, Guatemala Approximately 35 miles southwest of Guatemala City, Guatemala

DESCRIPTION:

A 78-MW oil-fired electric generating facility. Also includes a 230KV switchyard with two 13.8KV transformers and associated equipment.

2. FACILITY NAME, ADDRESS AND LOCATION:

Empressa Electrica de Guatemala, S.A. (EEGSA) (a foreign

utility company) Located in Guatemala City, Guatemala

DESCRIPTION:

Principal electric distribution company in Guatemala.

3. FACILITY NAME, ADDRESS AND LOCATION:

Central Generadora Electrica San Jose, S.R.L. (CGESJ) San Jose Power Station (owned by CGESJ, an EWG and a foreign utility company Masagua, Guatemala Approximately 45 miles southwest of Guatemala City, Guatemala

DESCRIPTION:

A 120-MW coal-fired electric generating facility. Also includes a 230-KV switchyard with two 13.8-KV transformers and associated equipment.

4. FACILITY NAME, ADDRESS AND LOCATION:

ECK Generating, s.r.o (an EWG) Dubska Teplarna 272 03 Kladno, Czech Republic Approximately 30km west of Prague, Czech Republic

DESCRIPTION:

A 342-MW facility consisting of two ABB circulating fluidized bed boilers with two 125-MW steam turbine generators, a 65-MW ABB gas turbine, and a refurbished coal-fired boiler with a 28-MW and 6-MW steam turbine. All supply steam, electricity and hot water to the local industrials, city hot water system and local electricity utility.

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5. FACILITY NAME, ADDRESS AND LOCATION:

Energeticke Centrum Kladno, a.s. (a foreign utility company) Dubska Teplarna 272 03 Kladno, Czech Republic Approximately 30km west of Prague, Czech Republic

DESCRIPTION:

Distributes thermal and electrical energy to Poldi Steel and other industrial customers in the Poldi Steel industry complex.

6. FACILITY NAME, ADDRESS AND LOCATION:

Commonwealth Chesapeake Company (CCC), LLC (an EWG)

3415 White Oak Way Newchurch, VA 23415 Located on the Delmarva Peninsula, Acconmack County, Virginia

DESCRIPTION:

A 312-megawatt combustion turbine peaking plant using low-sulfur fuel oil. First phase went into service in the third quarter of 2000. Second phase went online in the second quarter of 2001.

7. FACILITY NAME, ADDRESS AND LOCATION:

TPS Dell, LLC (an EWG) 702 N. Franklin St. Tampa, Florida 33602

Location: City of Dell, Mississippi County, Arkansas

DESCRIPTION:

An approximately 600-megawatt gas-fired combined cycle electric generation plant. Under construction, to be located in the City of Dell in Mississippi County, Arkansas. Expected to go online March 2003.

8. FACILITY NAME, ADDRESS AND LOCATION:

TPS McAdams, LLC (an EWG) 702 N. Franklin St. Tampa, Florida 33602 Location is Attala County, Mississippi

DESCRIPTION:

An approximately 600-megawatt gas-fired combined cycle electric generation plant. Under construction, to be located in McAdams and Sallis, in Attala County, Mississippi. Expected to go online March 2003.

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9. FACILITY NAME, ADDRESS AND LOCATION:

Union Power Partners, L.P. (an EWG) 4100 Spring Valley Rd. Suite 1001 Dallas, Texas 75244 Location is Union County, Arkansas

DESCRIPTION:

An approximately 2200-megawatt natural gas-fired combined cycle electric generation plant. Under construction, to be located in Union County, Arkansas. Expected to go online October 2002.

10. FACILITY NAME, ADDRESS AND LOCATION:

Panda Gila River, L.P. (an EWG) 4100 Spring Valley Rd. Suite 1001 Dallas, Texas 75244 Location is Maricopa County, Arizona.

DESCRIPTION:

An approximately 2150-megawatt natural gas-fired combined cycle merchant plant. Under construction, to be located in Maricopa County, Arizona. Expected to go online August 2003.

11. FACILITY NAME, ADDRESS AND LOCATION:

Hamakua Energy Partners, L.P. Hamakua Power Station(an EWG) 45-300 Lehua Street P. O. Box 40 Honoka'a, Hawaii 96727 Located on the northeastern coast of the island of Hawaii, just north of the town of Honoka'a.

DESCRIPTION:

The plant consists of a nominal 60 MW 2-on-1 combined cycle facility including two combustion turbine engines burning naphtha as the primary fuel with no. 2 diesel fuel for startup and shutdown, two unfired heat recovery steam generators with SCR's, and one steam turbine generator.

12. FACILITY NAME, ADDRESS AND LOCATION: Frontera Generation Limited Partnership Frontera Power Station (an EWG) 320 S. Goodwin Road Mission, Texas 78572 Location is Hildalgo County, Texas.

DESCRIPTION:

An approximately 477-megawatt gas-fired combined cycle electric generation plant.

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(b) Name of each system company that holds an interest in such EWG or foreign utility company; and the description of the interest held.

1. TCAE

At December 31, 2001

TECO Power Services Corporation had a 100-percent ownership interest in TPS Guatemala One, Inc.

TPS Guatemala One, Inc. had a 96.06-percent ownership interest in $\ensuremath{\mathsf{TCAE}}$.

2. EEGSA

At December 31, 2001:

TECO Power Services Corporation had a 100-percent ownership interest in TPS International Power, Inc.

TPS International Power, Inc. had a 100-percent ownership interest in TPS de Ultramar, Ltd.

TPS de Ultramar, Ltd. had a 99-percent ownership interest in TPS de Ultramar Guatemala, S.A.

TPS International Power, Inc. had a 1-percent ownership interest in TPS de Ultramar Guatemala, S.A.

TPS de Ultramar Guatemala, S.A. had a 30-percent ownership interest in DECA II.

DECA II had an 80.88-percent ownership in EEGSA.

3. CGESJ

At December 31, 2001:

TECO Power Services Corporation had a 100-percent ownership interest in TPS International Power, Inc.

TPS International Power, Inc. had a 100-percent ownership interest in TPS San Jose International, Inc.

TPS International Power, Inc. had a 1-percent ownership interest in TPS Palmera, LDC.

TPS San Jose International, Inc. had a 99-percent ownership interest in TPS San Jose, LDC.

TPS San Jose International, Inc. had a 99-percent ownership interest in TPS Palmera, LDC.

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TPS San Jose, LDC had a 92-percent interest in the class A shares of San Jose Power Holding Company, Ltd.

Palm Import and Export Corporation had an 8-percent interest in the class A shares of San Jose Power Holding Company, Ltd.

TPS San Jose, LDC had a 99-percent interest in Palm Import and Export Corporation.

TPS Palmera, LDC had a 1-percent interest in Palm Import and Export Corporation.

TPS San Jose, LDC had a 99-percent interest in Triangle Finance Company, LLC.

TPS Palmera, LDC had a 1% interest in Triangle Finance Company,

LLC.

San Jose Power Holding Company, Ltd. had a 92-percent interest in CGESJ.

Palm Import and Export Corporation had an 8-percent interest in CGESJ.

4. ECK GENERATING, S.R.O.

At December 31, 2001:

TECO Power Services Corporation had a 50-percent ownership interest in TM Power Ventures, LLC.

TM Power Ventures, LLC had a 100-percent ownership interest in TM Czech Power LLC.

TM Czech Power LLC had a 100-percent interest in TM Kladno Electricidad, s.r.l.

TM Kladno Electricidad, s.r.l. had a 100-percent interest in TM Kladno, B.V.

TM Kladno B.V. had a 50-percent interest in Nations Kladno B.V.

Nations Kladno B.V. had a 15-percent interest in Matra Powerplant Holdings, B.V.

Matra Powerplant Holdings, B.V. had an 89-percent interest in ECK Generating, s.r.o.

5. ENERGETICKE CENTRUM KLADNO, A.S.

At December 31, 2001:

TECO Power Services Corporation had a 50-percent ownership interest in TM Power Ventures, LLC.

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TM Power Ventures, LLC had a 100-percent ownership in TM ECK LLC.

TM ECK LLC had a 50-percent interest in Nations Kladno (II) B.V.

Nations Kladno (II) B.V. had a 13.35-percent interest in Energeticke Centrum Kladno, a.s.

6. COMMONWEALTH CHESAPEAKE COMPANY, LLC

At December 31, 2001:

TECO Power Services Corporation had a 50-percent ownership interest in TM Power Ventures, LLC.

TM Power Ventures, LLC had a 100-percent ownership in TM Delmarva Power, LLC.

TM Delmarva Power, LLC had a 50-percent ownership interest in Commonwealth Chesapeake Company, LLC.

7. TPS DELL, LLC At December 31, 2001: TECO Power Services Corporation had a 100-percent ownership interest in TECO Power Ventures, Inc. TECO Power Ventures, Inc. had a 100-percent ownership interest in TPS TriCo, LLC. TPS TriCo, LLC had a 100-percent ownership interest in TPS Dell, LLC. 8. TPS MCADAMS, LLC At December 31, 2001: TECO Power Services Corporation had a 100-percent ownership interest in TECO Power Ventures, Inc. TECO Power Ventures, Inc. had a 100-percent ownership interest in TPS TriCo, LLC. TPS TriCo, LLC had a 100-percent ownership interest in TPS McAdams, LLC. 9. UNION POWER PARTNERS, L.P. At December 31, 2001: TECO Power Services Corporation had a 100-percent interest in TPS LP, Inc. and TPS GP, Inc. TPS LP, Inc. had a 49.5-percent interest in TECO-Panda Generating Company, L.P.

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TPS GP, Inc. had a .5-percent interest in TECO-Panda Generating Company, L.P.

TECO-Panda Generating Company, L.P. had a 100-percent interest in Union Power I, LLC and Union Power II, LLC.

Union Power I, LLC had a 1-percent interest in Union Power Partners, L.P.

Union Power II, LLC had a 99-percent interest in Union Power Partners, L.P.

10. PANDA GILA RIVER, LP

At December 31, 2001:

TECO Power Services Corporation had a 100-percent interest in TPS LP, Inc. and TPS GP, Inc.

TPS LP, Inc. had a 49.5-percent interest in TECO-Panda Generating Company, LP $\,$

TPS GP, Inc. had a .5-percent interest in TECO-Panda Generating Company, LP $\,$

TECO-Panda Generating Company, LP had a 100-percent interest in Panda Gila River I, LLC and Panda Gila River II, LLC.

Panda Gila River I, LLC had a 1-percent interest in Panda Gila River, LP $\ensuremath{\mathsf{LP}}$

Panda Gila River II, LLC had a 99-percent interest in Panda Gila River, LP

11. HAMAKUA ENERGY PARTNERS, LP

At December 31, 2001:

TECO Power Services Corporation had a 100-percent interest in TPS Hamakua, Inc. and TPS Hawaii, Inc.

TPS Hawaii, Inc. had a 50-percent ownership interest in Hamakua A, LLC.

TPS Hamakua, Inc. had a 1-percent interest in Hamakua Energy Partners, LP

Hamakua A, LLC had a 98-percent interest in Hamakua Energy Partners, LP $\ensuremath{\mathsf{P}}$

12. FRONTERA GENERATION LIMITED PARTNERSHIP

At December 31, 2001:

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TECO Power Services Corporation had a 100-percent interest in TECO Power Ventures, Inc.

TECO Power Ventures, Inc. had a 100-percent ownership interest in TPS TriCo, LLC.

TPS TriCo, LLC had a 100-percent ownership interest in TPS Tejas GP, LLC and TPS Tejas LP, LLC.

TPS Tejas GP, LLC had a 1-percent ownership interest in Frontera Generation Limited Partnership.

TPS Tejas LP, LLC had a 99-percent ownership interest in Frontera Generation Limited Partnership.

(c) Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption or another system company, other than the EWG or foreign utility company.

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1. TCAE

At December 31, 2001:

TECO Power Services Corporation had advanced \$22,666,262 to TPS Guatemala One, Inc.

TPS Guatemala One, Inc. had invested \$11,509,094 in TCAE.

Standby letters of credit totaling \$4.6 million at December 31, 2001 were provided by TECO Energy to support certain activities of TCAE.

2. EEGSA

At December 31, 2001:

TECO Power Services Corporation had invested \$295,741,399 in TPS International Power, Inc.

TPS International Power, Inc. had invested \$118,770,477 in TPS de Ultramar, Ltd.

TPS de Ultramar, Ltd. had invested \$119,575,760 in TPS de Ultramar Guatemala, S.A.

TPS de Ultramar Guatemala, S.A. had invested \$113,382,185 in DECA II.

DECA II had invested \$520,000,000 in EEGSA.

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Guarantees totaling \$15 million at December 31, 2001 were provided by TECO Energy to support certain activities of EEGSA.

3. CGESJ

At December 31, 2001:

TECO Power Services Corporation had invested \$295,741,399 in TPS International Power, Inc.

TPS International Power, Inc. had invested \$5,980,958 in TPS San Jose International, Inc.

TPS International Power, Inc. had invested \$164,275,258 TPS San Jose, LDC.

TPS San Jose, LDC had invested \$10,249,379 in San Jose Power Holding Company, Ltd.

TPS San Jose, LDC had invested \$13,173 in Palm Import and Export Corporation.

TPS San Jose, LDC had invested \$126,145,514 in Triangle Finance Company, LLC.

Triangle Finance Company, LLC had invested \$78,968,610 in CGESJ.

San Jose Power Holding Company, Ltd. had invested \$9,442,743 in CGESJ.

Palm Import and Export Corporation had invested \$821,108 in CGESJ.

Standby letters of credit and guarantees totaling \$4.5 million at December 31, 2001 were provided by TECO Energy to support certain activities of CGESJ.

4. ECK GENERATING, S.R.O

At December 31, 2001:

TECO Power Services Corporation had invested \$190,091,492 in TM Power Ventures, LLC.

TM Power Ventures, LLC had invested \$20,209,338 in TM Czech Power LLC.

TM Czech Power LLC had invested \$20,209,338 in TM Kladno Electricidad, s.r.l.

TM Kladno Electricidad, s.r.l. had invested \$20,209,338 in TM Kladno B.V.

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TM Kladno B.V. had invested \$20,209,338 in Nations Kladno B.V.

Nations Kladno B.V. had invested \$20,209,338 in Matra Powerplant Holdings, B.V.

Matra Powerplant Holdings, B.V. had invested \$20,209,338 in ECK Generating, s.r.o.

Standby letters of credit totaling \$3.8 million at December 31, 2001 were provided by TECO Energy to support certain activities of ECK Generating, s.r.o.

5. ENERGETICKE CENTRUM KLADNO, A.S.

At December 31, 2001:

TECO Power Services Corporation had invested \$100,000 in TM Power Ventures, LLC.

TM Power Ventures, LLC had invested \$100,000 in TM ECK LLC.

TM ECK LLC had invested \$100,000 in Nations Kladno (II) B.V.

Nations Kladno (II) B.V. had invested \$100,000 in Energeticke Centrum Kladno, a.s.

6. COMMONWEALTH CHESAPEAKE COMPANY LLC

At December 31, 2001:

TECO Power Services Corporation had invested \$190,091,492 in TM Power Ventures, LLC.

TM Power Ventures, LLC had invested \$169,386,776 in TM Delmarva Power LLC.

TM Delmarva Power, LLC had invested \$169,386,776 in Commonwealth Chesapeake Company, LLC.

7. TPS DELL, LLC

At December 31, 2001:

TECO Power Services Corporation had invested \$718,983,367 in TECO Power Ventures, Inc.

TECO Power Ventures, Inc. had invested \$718,983,367 in TPS TriCo, LLC.

TPS TriCo, LLC had invested \$208,641,376 in TPS Dell, LLC.

8. TPS MCADAMS, LLC

At December 31, 2001:

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TECO Power Services Corporation had invested \$718,983,367 in TECO Power Ventures, Inc.

TECO Power Ventures, Inc. had invested \$718,983,367 in TPS TriCo, LLC.

TPS TriCo, LLC had invested \$246,065,990 in TPS McAdams, LLC.

9. UNION POWER PARTNERS, LP

At December 31, 2001:

TECO Power Services Corporation had invested \$332,150,364(4) in Union Power Partners, LP

10. PANDA GILA RIVER, L.P.

At December 31, 2001:

TECO Power Services Corporation had invested $\$291,979,270\,(4)$ in Panda Gila River, LP

11. HAMAKUA ENERGY PARTNERS, LP

At December 31, 2001:

TECO Power Services Corporation had invested \$48,430 in TPS Hamakua, Inc.

TECO Power Services Corporation had invested 16,161,585 in TPS Hawaii, Inc.

TPS Hawaii, Inc. had invested \$16,161,585 in Hamakua A, LLC.

TPS Hamakua, Inc. had invested \$48,430 in Hamakua Energy Partners, $\rm LP$

Hamakua A, LLC had invested \$16,161,585 in Hamakua Energy Partners, LP

12. FRONTERA GENERATION LIMITED PARTNERSHIP

At December 31, 2001:

TECO Power Services Corporation had invested \$718,983,367 in TECO Power Ventures, Inc.

TECO Power Ventures, Inc. had invested \$718,983,367 in TPS TriCo, LLC.

TPS TriCo, LLC had invested \$2,638,340 in TPS Tejas GP, LLC.

TPS TriCo, LLC had invested \$261,195,620 in TPS Tejas LP, LLC.

(4) Union Power Partners, LP and Panda Gila River, LP investments include \$250,000,000 in each project for Equity Bridge Loan.

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TPS Tejas GP, LLC had invested \$2,638,340 in Frontera Generation Limited Partnership.

TPS Tejas LP, LLC had invested \$261,195,620 in Frontera Generation Limited Partnership.

(d) Capitalization and earnings of the EWG or foreign utility company during the reporting period.

Total capitalization of TCAE at Dec. 31, 2001 was \$18,993,871. Total earnings of TCAE for the year ended December 31, 2001 were \$8,260,185. TPS Guatemala One's portion of the earnings of TCAE for the year ended Dec. 31, 2001 was \$7,934,734.

Total capitalization of EEGSA at Dec. 31, 2001 was \$412,254,000. Total earnings of EEGSA for the year ended Dec. 31, 2001 were \$11,823,000.

Total capitalization of CGESJ at Dec. 31, 2001 was \$10,277,024. Total earnings of CGESJ at Dec. 31, 2001 were \$20,379,063.

Total capitalization of ECK Generating, s.r.o. at Dec. 31, 2001 was \$20,209,338. TM Power Venture's portion of the earnings of ECK Generating, s.r.o. for the year ended Dec. 31, 2001 was \$0.

Total capitalization of Energeticke Centrum Kladno, a.s. at Dec. 31, 2001 was \$100,000. TM Power Venture's portion of the earnings of Energeticke Centrum Kladno, a.s. for the year ended Dec. 31, 2001 was \$0.

Total capitalization of Commonwealth Chesapeake Company, LLC at Dec. 31, 2001 was \$169,386,776. TM Power Venture's portion of the earnings of Commonwealth Chesapeake Company, LLC for the year ended Dec. 31, 2001 was \$13,918,838.

Total capitalization of TPS Dell, LLC at Dec. 31, 2001 was \$208,641,376. Total earnings of TPS Dell, LLC was \$0, as the project was under construction and non-operating.

Total capitalization of TPS McAdams, LLC at Dec. 31, 2001 was \$246,065,990. Total earnings of TPS McAdams, LLC was \$0, as the project was under construction and non-operating.

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Total capitalization of Union Power Partners, LP at Dec. 31, 2001 was \$332,150,364. Project under construction and non-operating. Total earnings of Union Power Partners, LP was \$0, as the project was under construction and non-operating.

Total capitalization of Panda Gila River, LP at Dec. 31, 2001 was \$291,979,270. Project under construction and non-operating. Total earnings of Panda Gila River, LP was \$0, as the project was under construction and non-operating.

Total capitalization of Hamakua Energy Partners, LP at Dec. 31, 2001 was \$16,210,015. Total earnings of Hamakua Energy Partners, LP for the year ended Dec. 31, 2001 was \$2,213,582.

Total capitalization of Frontera Generation Limited Partnership at Dec. 31, 2001 was \$263,833,940. Total earnings of Frontera Generation Limited Partnership was \$0

- (e) Identify any service, sales or construction contract(s) between the EWG or foreign utility company and a system company, and describe the services to be rendered or goods sold and fees or revenues under such agreement(s).
 - TPS Operaciones de Guatemala, Limitada (TPS Operaciones) has an agreement to provide operations and maintenance services to CGESJ. TPS Operaciones is reimbursed for its direct expenses and receives an operating fee which was \$9,000/month prior to operations and is \$20,000/month (with performance incentives and price escalation based on the Consumer Price Index (CPI) during the operations period.
 - 2. TPS Administraciones, Limitada (TPS Administraciones) has an agreement to provide administrative and support services to CGESJ. TPS Administraciones is receiving a \$75,000 fee per year with price escalation based on the CPI and is being reimbursed for its direct costs.
 - 3. TPS Operaciones has an agreement to provide operations and maintenance services to TCAE. TPS Operaciones is reimbursed for its direct expenses and receives an operating fee of \$32,000/month beginning September 2000. The operating fee is to be escalated each year during the term based on the CPI. A bonus/penalty is paid/assessed to/against TPS Operaciones based on performance guarantees.

 TPS Administraciones provides administrative and support services to TCAE. TPS Administraciones receives a \$5,000/month fee and is being reimbursed for its direct costs.

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5. TPS Virginia Operations Company (VAOPS) O&M agreement fee is \$12,500 per month escalated annually by the CPI. VAOPS is being reimbursed for its direct costs.

Attached hereto as Exhibit A are consolidating balance sheets and statements of income and retained earnings for the twelve months ended December 31, 2001 of TECO Energy, TECO Power, and Hardee Power I, and their subsidiaries.

Attached hereto as Exhibit B is an organizational chart showing the relationship of TECO Energy, TECO Power and their subsidiaries and the EWG's and foreign utility companies set forth in Item 4(a).

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Each of TECO Energy, TECO Power, and Hardee Power I has caused this statement to be duly executed on its behalf by its authorized officer on this _____ day of _____, 2002.

TECO ENERGY, INC.

HARDEE POWER I, INC.

(CORPORATE SEAL)

ATTEST:

BY: /s/ S.A. Myers

S.A. Myers Vice President-Corporate Accounting and Taxes

D. E. SCHWARTZ, SECRETARY

(CORPORATE SEAL)

ATTEST:

TECO POWER SERVICES CORPORATION

BY: /s/ A. Dean Remmers

A. Dean Remmers Vice President-Controller

D. E. SCHWARTZ, SECRETARY

(CORPORATE SEAL)

ATTEST:

BY: /s/ A. Dean Remmers A. Dean Remmers Vice President-Controller

D. E. SCHWARTZ, SECRETARY

Name, title and address of officer to whom notices and correspondence concerning this statement should be addressed:

Name: S. A. Myers Title: Vice President-Corporate Accounting & Taxes Address: TECO Energy, Inc. TECO Plaza 702 N. Franklin Street Tampa, FL 33602

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Exhibit A Page 1 of 20

TECO ENERGY, INC CONSOLIDATING BALANCE SHEET December 31, 2001 (thousands of dollars)

					TECO Energy- Parent/Other+F40			
Assets								
Current Assets:								
Cash and Cash Equ	\$	15,387	\$	107,631	\$	(2,948)	\$	165
Short Term Inv				6				
Receiv. less allow for uncollect		162,281						285,991
Interest Receivable Affiliates					7,141			
Current Derivative Asset				7,702				
Inventories at average cost:								
Fuel				18,288				
Materials & Supplies				32,256		(116)		
Prepayments		12,493		23,478				727
				671,128				286,883
Investment in subsidiaries					2	,377,698		
Property, plant & equip. orig cost								
Utility plant in svc - ele		4.112.340		748,710				
		699,409						
CWIP		404,397						
Other property		•	1	,077,096		4		
		5,224,366		2.318.449		4		
Less Accum. Depr		(2,014,855)		(690,346)				
· · ·								
		3,209,511]	1,628,103		4		
Other Assets								
Intangible Asset				28,511				
Goodwill				165,784				

				===	
	\$ 3,885,167	\$ 2,957,445	\$ 3,936,313	\$	286,883
	365,452	658,214	166,335		
Deferied charges a benef abbeeb					
Deferred charges & other assets	229,225	80,830	39,668		
Deferred income tax	136 , 227	13,795	110,501		
Other investments		367,129	16,166		
Long Term Derivative Asset		2,165			

- Diversified companies consist of: TECO Diversified Consolidated, TECO Power Services Consolidated and TECO Stevedoring.
- (2) TECO Energy Parent/Other consist of: TECO Energy Parent, TECO Investments and several other non-operating subsidiaries.

Exhibit A Page 2 of 20

TECO ENERGY, INC. CONSOLIDATING BALANCE SHEET December 31, 2001 (thousand of dollars)

			TECO Energy- Parent/Other+F29	Finance
Current liabilities				
Long-term debt due w/i 1 year	\$ 156,045	\$ 23 , 756	\$ 600,000	\$ 9,000
Notes payable	249,000	138	52,462	389,900
Accounts payable	141,647	1,497,955	439,964	13,873
Interest payable – affiliates		7,141		
Current derivative liability	133	33,376		
Customer deposits	86,305			
Interest accrued	16,067	2,725	16,658	133
Taxes accrued	57,342	12,504	286	1,356
	706,539	1,577,595	1,109,370	414,262
Deferred income taxes	441 , 572	72,307	3,285	
Investment tax credit	31,571	740		
Regulatory liability-tax related	65 , 374			
Other deferred credits	136 , 793	78,125	38,166	
Long-term debt, less amt due w/i 1 yr	880 , 905	352,890	608 , 679	
Preferred stock of Tpa Electric				
Common stock	1,318,125	804,739	763,714	100
Retained earnings	304,288	71,049	1,257,448	(127,479)
Unearned comp.related to ESOP			(44,349)	
	\$ 3,885,167	\$ 2,957,445	\$ 3,936,313	\$ 286,883

 Diversified companies consist of: TECO Diversified Consolidated, TECO Power Services Consolidated and TECO Stevedoring.

(2) TECO Energy Parent/Other consist of: TECO Energy Parent, TECO Investments and several other non-operating subsidiaries.

Exhibit A Page 3 of 20

TECO ENERGY CONSOLIDATING STATEMENT OF INCOME TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	Tampa Electric Company		TECO Energy- Parent/Other(2)		
Revenue	\$ 1,765,631	\$ 1,124,383	\$	\$ 1,	
Expenses Operation Maintenance Depreciation Asset Adjustment	992,613 103,146 201,367 	855,932 48,197 96,578	6,811 	2,	
Taxes-other than income Taxes-Fed & State income	97,661	35,752 (102,321)			
	1,524,092	934,138	6,811	2,	
Income from operations	241,539			(
Other income (expense) Allowance for other funds Other income (expense), net Earnings from equity investment	6,658 4,053 10,711	6,857	5,627 (147) 5,480		
Income before Int. & income taxes Interest charges Interest expense	252,250			(25,	
Distribution on redeemable pref. sec Allow. for borrowed funds	(2,571)		17,000		
	75,084	75,023	•	25,	
Income before prov. for inc. tax Prov for income taxes	177,166	155,891 7,342	(7,342) (1,311)	(25, (9,	
Net Income		148,549	(6,031)	(15,	

- Diversified companies consist of: TECO Diversified Consolidated, TECO Power Services Consolidated and TECO Stevedoring.
- (2) TECO Energy Parent/Other consist of: TECO Energy Parent, TECO Investments and several other non-operating subsidiaries.

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TECO ENERGY, INC CONSOLIDATING STATEMENT OF RETAINED EARNINGS TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	E	Tampa lectric ompany 	versified npanies(1)	TECO Energy - Parent/Other(3) 		TECO 'inanc
Balance, beginning of period	\$	298 , 979	\$ 87,585	\$ 1,137,253	Ş	(111
Add:						
Net Income		177,166	148,549	302,653(2)		(15
Comprehensive Income		(81)	(19,187)	328		
Tax benefits - ESOP Dividends				1,558		
		476,064	 216,947	1,441,792		(127
Deduct:						
Cash dividends on capital stock						
Preferred						
Common		171,776	135,839	184,211		
Other - Adjustment			10,059(5)	133(4)		
Balance, end of period	\$	304,288	\$ 71,049	\$ 1,257,448	\$	(127

 Diversified companies consist of: TECO Diversified Consolidated, TECO Power Services Consolidated and TECO Stevedoring

- (2) Includes \$308,683 of TECO Energy's equity in earnings of subsidiaries.
- (3) TECO Energy Parent/Other consist of: TECO Energy Parent, TECO Investments and several other non-operating subsidiaries.
- (4) Reflects IRS adjustment for incentive stock options.
- (5) Reclass of TPV to TECO Solutions from TECO Energy and reclass of Peoples Sales & Service to Tampa Electric.

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TECO DIVERSIFIED, INC. CONSOLIDATING BALANCE SHEET December 31, 2001 (thousand of dollars)

	TECO Solutions	TECO Coal	TECO Transport	TECO CBM	TECO Diversified Parent
Assets					
Current Assets:					
Cash and Cash Equ Short Term Inv Receiv. less allow	\$ 9,416	\$ 6,538 6	\$ 656 	\$ 3,048	\$
for uncollect Interest Receivable Affiliates	96,068	49,564	111,851	4,544	116,919
	6,194				
average cost					
Fuel	1,872				
Materials & Supplies	27		14,119		
Prepayments	7,778	5,004	1,553		
	121,355	69,838	128,179	 7 , 592	117,213
Investment in subsidiaries					421 , 339
Property, plant & equip orig cost					
Utility plant in svc - ele					
Utility plant in svc – gas					
CWIP	727	1,896			
Other property	29,446	275,433	545,014	220,794	
	30,173		554,593		
Less Accum. Depr	3,662	119,405	351,057	133,232	
	26,511	157,924	203,536	87 , 562	
Other Assets					
Intangible Asset	28,511				
Goodwill	36,365				
Long Term Derivative					
Asset	2,165				
Other investments	53,044				
Deferred income tax	5,921	7,738	136		
Deferred charges & other assets	4,026	22,960	1,236		
	130,032	30,698	1,372		
	\$277,898	\$258,460	\$ 333,087	\$ 95,154	 \$ 538,552

Exhibit A Page 6 of 20

TECO DIVERSIFIED CONSOLIDATING BALANCE SHEET December 31, 2001 (thousands of dollars)

	TECO Solutions	TECO Coal	TECO Transport	TECO CBM	TECO Diversified Parent	Sub
Current liabilities						
Long-term debt	Ċ.	è	¢ 0.040	<u>^</u>	ĉ	ć
due w/i 1 year Notes payable	\$ 138	- \$	\$ 2,343	\$ 60,888	\$	\$
Accounts payable	87,464			•		
Interest Payable	0,710		02,001	(0077)		
- Affiliates	376	652	(50)	201		
Current Derivative						
Liability	33,602		250	(476)		
Customer deposits						
Interest accrued Taxes accrued	3,855		1,849 8,980	(930)		
Taxes decided						
	125,435	5 74,449	46,056	59 , 286		
Deferred income taxes	15,233	1,919	15,312	26,798		
Investment tax credit	,		740	,		
Regulatory liability						
- tax related						
Other deferred credits	7,050	4,910	37,724	487		
Long-term deb, less amt due w/i 1 yr			135,859			
ame due w/i i yi			133,039			
Preferred stock of						
Tpa Electric						
Common stock	•	148,676	•		470,398	
Retained earnings	(4,988	3) 28,506	43,938	8,583	68,154	
Unearned comp related to ESOP						
TETALED TO FROM						
	\$ 277 , 898		\$ 333,087	\$ 95,154	\$ 538,552	\$ 1,

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TECO DIVERSIFIED

CONSOLIDATING STATEMENT OF INCOME TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	TECO Solutions	TECO Coal	TECO Transport	TECO CBM
Revenue Expenses	\$ 197 , 329	\$ 303,447	\$ 274,889	\$ 55 , 042
Operation Maintenance Depreciation	9	279,137 16,941 28,293	22,032	
Asset Adjustment Taxes-other than income Taxes-Fed & State income		 17,629	 6,217	
	 188,513	255,814	226,031	14,621
Income from operations Earnings from equity investment Other income (expense)	8,816 	47,633	48,858 	40,421
Allowance for other funds Other income (expense), net Earnings from equity investment	 939 3 , 237		1,757 	
	4,176		1,757	
Income before Int. & income taxes Interest charges	12,992	47,633	50,615	40,421
Interest expense Distribution on redeemable pref. sec Allow. for borrowed funds	4,327	7,573	8,897	2 , 338
	4,327	 7,573	8,897	2,338
Income before prov. for inc. tax Prov for income taxes		40,060 (18,987)		38,083 8,126
Net Income	\$ 5,206	\$ 59,047	\$ 27,563	\$29,957

Exhibit A Page 8 of 20

TECO DIVERSIFIED, INC CONSOLIDATING STATEMENT OF RETAINED EARNINGS TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	TECO TECO TECO Solutions Coal Transport		TECO CBM	Div. Parent	
Balance, beginning of period	\$ (706)	\$ 26,118	\$ 44,624	\$ 9,124	\$ 63 , 2
Add:					
Net Income Earnings of sub's	5,206	59,047	27,563	29,957	121 , 7
Comprehensive Income Tax benefits - ESOP Dividends	(8,125)		(160)	289	
	(3,625)	85,165	72,027	39,370	185 , 0
Deduct:					
Cash dividends on capital stock Preferred					
Common	1,447	56 , 659	28,089	30,787	116 , 9
Other - Adjustment	(84)				(
Balance, end of period	(4,988)	\$ 28,506	\$ 43,938	\$ 8,583	\$ 68,1

(1) TPV transfer to TECO Solutions in 2001

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TECO SOLUTIONS CONSOLIDATING BALANCE SHEET December 31, 2001 (thousands of dollars)

								ΤE	ECO		
		BCH	TECO	7	TECO		TECO		pane	Ρ	rior
	Mec	hanical	BGA	Gas	s Svc	Part	iners	Ven	ntures	Е	nergy
Assets											
Current Assets:											
Cash and Cash Equ	\$	4,995	\$ 2,822	\$	177	\$	94	\$	129	\$	97
Short Term Inv											_!
Receiv. less allow											ļ
for uncollect		16,107	11,153		8,497		70		6,642		33,18
Interest Receivable											ļ
Affiliates											
Current Derivative											I
Asset											6,19
Inventories at average cost:											
Fuel											1,87
Materials & Supplies		27									±, ; ; ;
Prepayments		3,465	3,223		5		15				1,07
		24,594	 17,198		8,679		179		6 , 771		43,29
Investment in subsidiaries											_

Property, plant & equip						
orig cost						
Utility plant in svc - ele						_
Utility plant in			_	_	_	
svc - gas						_
CWIP	441		8	278		_
Other property	2,178	13,775	74	1,170		13
	2,619		82	1,448		13
Less Accum. Depr	1,974	901	10	257		(
	645	12,874	72	1,191		14
Other Assets						
Intangible Asset						28,51
Goodwill	26,488	1,663				8,21
Long Term Derivative						
Asset						2,16
Other investments				535	38,720	-
Deferred income tax Deferred charges &	30					4,10
other assets		3,505		521		-
	26,518	5,168		1,056	38,720	42,99
	\$ 51,757	\$ 35,240	\$ 8,751	\$ 2,426	\$ 45,491	\$ 86,43

			TE	ECO				TECO	
	TEC	:0	Solutions				Solution		
	Properties		Ρā	Parent H		nations	(Co	onsolidated)	
Assets									
Current Assets:									
Cash and Cash Equ	\$	52	\$	169	\$		\$	9,416	
Short Term Inv									
Receiv. less allow									
for uncollect	1	9,548		937		(67)		96,068	
Interest Receivable									
Affiliates									
Current Derivative									
Asset								6,194	
Inventories at									
average cost:									
Fuel								1,872	
Materials & Supplies								27	
Prepayments								7,778	

	19,600	1,106	(67)	121,355
Investment in subsidiaries		137,266	(137,266)	
Property, plant & equip orig cost Utility plant in				
svc - ele Utility plant in				
svc – qas				
CWIP				727
Other property	12,110			29,446
	12,110			30,173
Less Accum. Depr	528			3,662
	11,582			26,511
Other Assets				
Intangible Asset				28,511
Goodwill				36,365
Long Term Derivative				
Asset				2,165
Other investments	13,789			53,044
Deferred income tax	1,791			5,921
Deferred charges & other assets				4,026
	15 , 580			130,032
	\$ 46,762	\$ 138,372	(137,333)	

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TECO SOLUTIONS CONSOLIDATING BALANCE SHEET December 31, 2001 (thousands of dollars)

					TE	CO			Т
	В	СН	TE	CO	Ga	S	TEC	20	Pro
	Mech	anical	В	GA	Serv	ices	Partr	ners	Ven
Current liabilities									
Long-term debt due w/i 1 year	\$		\$		\$		\$		\$
Notes payable									
Accounts payable	1	5,605	2	8,041		6,847		2,543	
Interest payable - Affiliates		114		82		19			

Current Derivative Liability					
Customer deposits					
Interest accrued					
Taxes accrued	882	2,336	(150)	(150)	
	16,601	30,459	6 , 716	2,393	
Deferred income taxes	88	309	8		
Investment tax credit					
Regulatory liability-tax related					
Other deferred credits	3,241	624			
Long-term deb, less amt due w/i 1 yr					
Preferred stock of Tpa Electric					
Common stock	28,854	3,670	1		
Retained earnings	2,973	178	2,026	33	1
Unearned comp.related to ESOP	·				
	\$ 51,757	\$ 35,240	\$ 8,751	\$ 2,426	 \$
					===

	Prior Energy 	TECO Properties	Solutions Parent	Subtotal	Elimi
Current liabilities					
Long-term debt due w/i 1 year	\$	\$	\$	\$	\$
Notes payable		138		138	
Accounts payable	34,313	55	65	87 , 531	
Interest payable – Affiliates		85		376	
Current Derivative Liability	33,602			33,602	
Customer deposits					
Interest accrued					
Taxes accrued	257	(135)		3,855	
	68,172	143	65	125,502	
Deferred income taxes				15,231	
Investment tax credit					
Regulatory liability-tax related					
Other deferred credits	3,185			7,050	
Long-term deb, less amt due w/i 1 yr					
Preferred stock of Tpa Electric					
Common stock	23,000	49,985	135,170	260,240	(1
Retained earnings	(7,925)	(3,366)	3,137	7,208	(
Unearned comp.related to ESOP					
	\$ 86,432	\$ 46,762	\$ 138,372	\$ 415,231	 \$(1
					===

Exhibit A

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TECO SOLUTIONS CONSOLIDATING STATEMENT OF INCOME TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	BCH Mechanical	TECO BGA	TECO Gas Svc	TECO Partners
Revenue	\$ 49,503	\$ 29,817	\$ 44,598	\$ 11,427
Expenses Operation Maintenance	41,816	28,927	42,094 9	10,995
Depreciation	1,419	477	9	103
Asset Adjustment Taxes-other than income Taxes-Fed & State income		 698 	 31 	
	43,235	30,102	42,131	11,107
Income from operations Earnings from equity investment Other income (expense)	6,268	(285)		320
Allowance for other funds Other income (expense), net	(564)	 925		
Earnings from equity investment	(304)			3,019
	(564)	925		
Income before Int. & income taxes Interest charges	5,704	640	2,467	320
Interest expense Distribution on redeemable pref. sec	1,374	696	199	
Allow. for borrowed funds				
	1,374	696	199	
Income before prov. for inc. tax Prov for income taxes	4,330 1,750	(56) 57		320 123
Net Income	\$ 2,580			\$ 197

Revenue

	Prior nergy 	TEC Prope	CO erties	Sol. E	Parent	Elimi	nations
\$	69,750	\$	492	\$		\$	(8,258)

Expenses			
Operation	65,831	726	 (8,258)
Maintenance			
Depreciation	3,580	7	
Asset Adjustment			
Taxes-other than income	15	37	
Taxes-Fed & State income			
	69,426	770	 (8,258)
Income from operations	324	(278)	
Earnings from equity investment			
Other income (expense)			
Allowance for other funds		 576	
Other income (expense), net	2		
Earnings from equity investment		218	
	2	794	
Income before Int. & income taxes	326	516	
Interest charges Interest expense		1,067	
Distribution on redeemable pref. sec Allow. for borrowed funds			
		1,067	
Income before prov. for inc. tax	326	(551)	
Prov for income taxes	126	(218)	
Net Income	\$ 200	\$ (333)	\$ \$
-		========	

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TECO SOLUTIONS, INC. CONSOLIDATING STATEMENT OF RETAINED EARNINGS TWELVE MONTHS ENDED December 31, 2001 (thousands of dollars)

	BCH Mechanical	TECO BGA	TECO Gas Svc 	TECO Partners 	TECO Propa Ventu
Balance, beginning of period	\$ (407)	\$ 443	\$ 2 , 278	\$	\$
Add:					
Net Income	2,580	(113)	1,394	197	1,
Earnings of sub's					
Comprehensive Income					
Tax benefits - ESOP Dividends					

	2,173	330	3,672	197	1,
Deduct:					
Cash dividends on capital stock					
Preferred					
Common	503	152	1,646	164	
Other - Adjustment	(1,303)(1)				(8,
Balance, end of period	\$ 2,973	 \$ 178	\$ 2,026	 \$ 33	\$ 10,

	TECO Properties	Solutions Parent	Eliminations	TECO Solutions (Consolidated)
Balance, beginning of period	\$ (3,033)	\$ (706)	\$ (8,153)	\$ (706)
Add:				
Net Income	(333)	5,206	(5,205)	5,206
Earnings of sub's				
Comprehensive Income				(8,125)
Tax benefits - ESOP Dividends				
	(3,366)	4,500	(13,358)	(3,625)
Deduct:				
Cash dividends on capital stock Preferred				
Common		1,447	(2,465)	1,447
Other - Adjustment		(84) (2)	10,175	(84)
Balance, end of period	\$ (3,366)	\$ 3,137	\$(12,196)	\$ (4,988)

(1) Reclass \$(1,303) from RE to APIC

(2) TPV transfer to TECO Solutions in 2001

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TECO POWER SERVICES CORPORATION CONSOLIDATING BALANCE SHEET DECEMBER 31, 2001 (thousands of dollars)

	TECO Power (parent only)	Pasco Power G.P.	Hardee Power I, Inc.	•
Current assets				
Cash and cash equivalents	\$ (1,678)			
Receivables	515,924	2	19,242	14,796
Inventories at average cost Fuel			4,398	
Materials and supplies			3,142	
Prepayments	2,495		98	
	516,741	5	28,975	14,796
Investment in subsidiaries	824,118			35,496
Property, plant & equipment at original cost				
Plant in service Construction work	9,691		197,819	
in Process (CWIP)	28,958			
Other property	57			
	38,706		197,819	
Less accum. deprec	(1,503)		(50,860)	
	37,203		146,959	
Other assets				
Notes Receivable Deferred charges &	271,021			
other assets	15,517	7	5,804	
	\$ 1,664,600	\$ 12	\$ 181,738	\$ 50,292
	=========	==========	=========	=========

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TECO POWER SERVICES CORPORATION CONSOLIDATING BALANCE SHEET DECEMBER 31, 2001 (thousands of dollars)

Power	LLC	Ventures Inc	GP / LP
TPS Int'l	Ventures	Power	TPS
	TM Power	TECO	

Current assets								
Cash and cash equivalents	\$	42,922	\$	14,519	\$	22,877	\$	817
Receivables		17,849		1,519		3,233		
Inventories at average cost								
Fuel		3,335		4,103		11,836		
Materials and supplies		3,077		853		5,794		
Prepayments		4,301		22		3,713		
		71,484		21,016		35,617		817
Investment in subsidiaries		115,497						(20,597)
Property, plant & equipment								
at original cost								
Plant in service		152 , 317		160,810		186 , 165		
Construction work								
in Process (CWIP)						451 , 482		
Other property				336		5,730		
		152 , 317		161,146		643 , 377		
Less accum. deprec		(12,181)		(4,639)		(4,953)		
		140,136		156,507		638,424		
Other assets								
Notes Receivable Deferred charges &		10,876						
other assets		74,073		6,708		70,084		
	\$		\$	202,474		•		(19,780)
	===		==		===		===	

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TECO POWER SERVICES CORPORATION CONSOLIDATING BALANCE SHEET DECEMBER 31, 2001 (thousands of dollars)

	TECO (parent	Power only)	sco r G.P.	ardee r I, Inc.	dee II, Inc.	TP
Current Liabilities						
Long-term debt due						
within one year	\$		\$ 	\$ 7 , 507	\$ 	\$
Accounts payable	2	28,751	2	8,274		
Interest accrued		6,032		771		
Taxes accrued	((1,060)		80	241	
	3	33,723	 2	 16,632	 241	
Deferred income taxes		(653)	 	 4,636	 13,907	

Other deferred credits	15,512				1,865			/
Sub debt - TECO Finance	13,750							/
Long-term debt, less								/
amount due within one year					111,061			/
Advances from TECO Energy	1,245,394							/
Other liabilities - MI					35,496			/
Common stock	334,341		8		10,973		32,919	
Retained earnings	22,533		2		1,075		3,225	
	\$ 1,664,600	\$	12	\$	181,738	\$	50,292	\$
		======		===		===		==

Exhibit A Page 16 of 20

TECO POWER SERVICES CORPORATION CONSOLIDATING BALANCE SHEET DECEMBER 31, 2001 (thousands of dollars)

	TPS Int'l Power	TM Power TPS Int'l Ventures Power LLC		TPS GP / LP
Current Liabilities Long-term debt due within one year	\$ 11 464	\$	\$	s
Accounts payable			475 , 465	
Interest accrued	35	,	,	
Taxes accrued	1,475		2,110	(82)
	135,688	4,081	477,575	(82)
Deferred income taxes			2,274	(7,049)
Other deferred credits	6	468		
Sub debt - TECO Finance				
Long-term debt, less amount due within one year Advances from TECO Energy	91,320 1,245,394			
Other liabilities - MI	1,240,004			
Common stock	132,788	199,037	265,309	2
Retained earnings	52,264	(1,112)	•	(12,651)
	\$ 412,066	\$ 202,474	\$ 744,125	\$ (19,780)

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TECO POWER SERVICES CORPORATION CONSOLIDATING INCOME STATEMENT TWELVE MONTHS ENDED DECEMBER 31, 2001 (thousands of dollars)

	(parent only)	Power G.P.		Hardee Power II, Inc.	TPS GO
Revenues	\$ 449		\$ 123,655	\$	\$ 18
Expenses					
Operation	22,331		7,623		4
Maintenance			5,235		
Fuel					
Depreciation & Amortization			6,238		2
BB4 - Pass Through					
Taxes Other Than Income	669		3,021		
	23,895		99,337		7
Income from Operations	(23,446)	1	24,318		10
Other Income	27,533		(10,983)		
Income Before Interest &					
Income Taxes	4,087		13,335	11,103	11
Interest Charges					
Long-Term Debt			9,685		1
Other Interest Expense	31,136		(0 ±)		
	31,136		9,634		
Income Before Provision					
for Income Taxes	(27,049)	1	3,701	11,103	9
Equity Earnings in Subsidiaries	45,520				
Provision for Income Taxes			1,440		3
Net Income	\$ 31,839	\$1	\$ 2,261	\$ 6,784	 \$ 5
	========		========	========	=====

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TECO POWER SERVICES CORPORATION CONSOLIDATING INCOME STATEMENT TWELVE MONTHS ENDED DECEMBER 31, 2001 (thousands of dollars)

TPS Int'l Power			TPS GP / LP
\$ 61,872	34,680	\$ 47,390	\$
10,679	8,475	4,735	
1,429	669		
400	413	2,563	
38,155	24,261	49,003	
23,717	10,419	(1,613)	
			(2,377)
		(1,595)	(2,377)
, 	,		
9,143			
9,143	95		
16,875	14,303	(1,595)	(2,377)
		(563)	
\$ 16,507	\$ 8,314	\$ (1,032)	\$ (1,460)
	Power \$ 61,872 10,679 1,429 16,616 9,031 400 	TPS Int'l Ventures Power LLC	TPS Int'1VenturesPowerPowerLLCVentures Inc. $\$$ 61,87234,680 $\$$ 47,390 $10,679$ $8,475$ 4,735 $1,429$ 669897 $16,616$ $10,983$ $34,721$ $9,031$ $3,721$ $6,087$ $$ $$ $$ 400 413 $2,563$ $$ $$ $$ $23,717$ $10,419$ $(1,613)$ $2,301$ $3,979(1)$ 18 $$ $$ $$ $9,143$ $$ $$ $$ 95 $$ $9,143$ $$ $$ $9,143$ $$ $$ $16,875$ $14,303$ $(1,595)$ $$ $$ $$ 368 $5,989$ (563) $$$ $16,507$ $$$ $$$ $8,314$ $$$ $$$ $(1,032)$

Exhibit A Page 19 of 20

TECO POWER SERVICES CORPORATION CONSOLIDATING STATEMENT OF RETAINED EARNINGS TWELVE MONTHS ENDED DECEMBER 31, 2001 (thousands of dollars)

	TECO Power	Pasco	Hardee	Hardee	TPS
	(parent only)	Power G.P.	Power I, Inc.	Power II, Inc.	
Balance, beginning of period	\$14,465	\$ 1	\$ 1 , 105	\$ 3 , 316	\$

54

F

Add: Net income Comprehensive Income	31,839(1)	1 	2,261	6,784	
	46,304	2	3,366	10,100	
Deduct: Cash dividends on capital stock - Common	23,771		2,291	6,875	
Balance, end of period	\$22,533	\$ 2 ======	\$ 1,075	\$ 3,225 ======	\$ ==

 Includes \$45,520 of TECO Power Service's equity in earnings of subsidiaries.

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TECO POWER SERVICES CORPORATION CONSOLIDATING STATEMENT OF RETAINED EARNINGS TWELVE MONTHS ENDED DECEMBER 31, 2001 (thousands of dollars)

	TPS Int'l Power	TM Power Ventures LLC	TECO Power Ventures Inc.	TPS GP / LP
Balance, beginning of period	\$ 32,387	\$ (8,782)	\$	\$
Add: Net income Comprehensive Income	16,507 48,894	8,314 (468)	(1,032) (1,032)	(1,460) (11,191) (12,651)
Deduct: Cash dividends on capital stock - Common	(3,370)	644	1	
Balance, end of period	\$ 52,264	\$ (1,112) =======	\$ (1,033)	\$(12,651)

EXHIBIT B PAGE 1 OF 2

ORGANIZATIONAL CHART SHOWING THE RELATIONSHIP OF EACH EWG OR FOREIGN UTILITY COMPANY TO ASSOCIATE COMPANIES

IN THE HOLDING-COMPANY SYSTEM

1. TECO Energy, Inc. TECO Power Services Corporation TPS Guatemala One, Inc. Tampa Centro Americana de Electricidad, Ltda. - TCAE (an EWG) 2. TECO Power Services Corporation TPS International Power, Inc. TPS de Ultramar, Ltd. TPS de Ultramar Guatemala, S.A. Distribucion Electrica CentroAmericana Dos, S.A.- DECA II Empressa Electrica de Guatemala, S.A. EEGSA (a foreign utility company) 3. TECO Power Services Corporation TPS International Power, Inc. TPS San Jose International, Inc. TPS San Jose, LDC TPS Palmera, LDC Palm Import and Export Corporation San Jose Power Holding Company, Ltd. Central Generadora Electric San Jose, S.R.L. - CGESJ (an EWG and a foreign utility company) 4. TECO Power Services Corporation TM Power Ventures, LLC TM Czech Power LLC TM Kladno Electricidad s.r.l. TM Kladno B.V. Nations Kladno B.V. Matra Powerplant Holdings B.V. ECK Generating, s.r.o. (an EWG) 5. TECO Power Services Corporation TM Power Ventures, LLC TM ECK LLC Nations Kladno (II) B.V. Energeticke Centrum Kladno, a.s. (a foreign utility company) EXHIBIT B PAGE 2 OF 2 6. TECO Power Services Corporation TM Power Ventures, LLC TM Delmarva Power LLC Commonwealth Chesapeake Company, LLC (an EWG) 7. TECO Power Services Corporation TECO Power Ventures, Inc. TPS TriCo, LLC TPS Dell, LLC (an EWG)

8. TECO Power Services Corporation TECO Power Ventures, Inc. TPS TriCo, LLC TPS McAdams, LLC (an EWG) 9. TECO Power Services Corporation TPS LP, Inc. TPS GP, Inc. TECO-Panda Generating Company, L.P. Union Power I, LLC Union Power II, LLC Union Power Partners, L.P. (an EWG) 10. TECO Power Services Corporation TPS LP, Inc. TPS GP, Inc. TECO-Panda Generating Company, L.P. Panda Gila River I, LLC Panda Gila River II, LLC Panda Gila River, L.P. (an EWG) 11. TECO Power Services Corporation TPS Hamakua, Inc. TPS Hawaii, Inc. Hamakua A LLC Hamakua Energy Partners, L.P. (an EWG) 12. TECO Power Services Corporation TECO Power Ventures, Inc. TPS TriCo, LLC TPS Tejas GP, LLC TPS Tejas LP, LLC Frontera Generation Limited Partnership (an EWG)