

UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION

The AES Corporation

)

Docket No. PH06-95-001

FERC-65B
NOTICE OF MATERIAL CHANGE IN FACTS

On November 20, 2008 in Docket No.PL09-02-000 the Commission issued its “Order Clarifying Requirement to Notify Commission of Material Changes in Facts Under the Public Utility Holding Company Act of 2005”, 125 FERC ¶ 61,208 (2008)(“PUHCA Clarification Order”). Pursuant to 18 C.F.R. § 366.4(d) and the requirements of the PUHCA Clarification Order, The AES Corporation (“AES”) hereby notifies the Commission that it has acquired and disposed of “electric utility companies” within the meaning of the Public Utility Holding Company Act as shown in Attachment A to this filing. All acquired electric utility companies are either exempt wholesale generators, the owners of qualifying facilities under the Public Utility Regulatory Policies Act of 1978 or foreign utility companies, and thus revenues attributable to such entities are not counted for purposes of the single state holding company system waiver held by AES under 18 C.F.R. § 366.3(c)(1). Except as provided in this filing, the material facts relevant to a single state holding company system waiver as stated in the FERC-65 filed by AES on June 15, 2006 in Docket No. HC06-1-000 and in the FERC-65B filed by AES on June 15, 2006 in Docket No.PH06-95-000 remain unchanged, and AES and its subsidiary companies continue to satisfy the criteria for a single state holding company system waiver.

AES notes that it may file a request for reconsideration of the PUHCA Clarification Order in Docket No.PL09-02-000.

Respectfully submitted,

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January 9, 2009

ATTACHMENT A

Electric utility companies that either became operational or were acquired by subsidiary companies of The AES Corporation:

Buffalo Gap Wind Farm 2, LLC
Buffalo Gap Wind Farm 3, LLC
Termoelectrica del Golfo, S. de R.L. de C.V.
Termoelectrica Penoles, S. de R.L. de C.V.
Lake Benton Power Partners, LLC
Storm Lake Power Partners II, LLC
Mountain View Power Partners, LLC
AES Tehachapi Wind, LLC
Masinloc Power Partners Co., Ltd.
AES Energia Cartagena, S.R.L.
InnoVent S.A.S.
AES Jordan PSC
Guohua AES (Huang Hua) Wind Power Co., Ltd.
Kribi Power Development Company, SA

Electric utility companies that are either no longer operational or are no longer part of The AES Corporation holding company system:

AES Delano, Inc.
AES Mendota, L.P.
AES Ekibastuz LLP
Maikuben West LLP
C.A. La Electricidad de Caracas
Empresa Distribuidora de Energia Norte S.A.
Hemphill Power and Light Company

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