

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF COLORADO

* * *

IN THE MATTER OF THE APPLICATION OF)
PUBLIC SERVICE COMPANY OF COLORADO,)
550 FIFTEENTH STREET, DENVER, COLO-)
RADO, FOR A CERTIFICATE OF PUBLIC)
CONVENIENCE AND NECESSITY TO RENDER)
ELECTRIC SERVICE IN CERTAIN AREAS)
IN THE COUNTIES OF ADAMS AND JEFFER-)
SON, COLORADO, AND FOR AN ORDER AU-)
THORIZING THE EXCHANGE OF CERTAIN)
ELECTRIC FACILITIES WITH UNION RURAL)
ELECTRIC ASSOCIATION, INC., AND THE)
TRANSFER OF CERTAIN CERTIFICATES OF)
PUBLIC CONVENIENCE AND NECESSITY TO)
UNION RURAL ELECTRIC ASSOCIATION,)
INC., ALL PURSUANT TO AN AGREEMENT)
MADE AND ENTERED INTO BY AND BETWEEN)
APPLICANT AND UNION RURAL ELECTRIC)
ASSOCIATION, INC.)

APPLICATION NO. 20427

IN THE MATTER OF THE APPLICATION OF)
UNION RURAL ELECTRIC ASSOCIATION,)
INC., BRIGHTON, COLORADO, FOR A CER-)
TIFICATE OF PUBLIC CONVENIENCE AND)
NECESSITY TO RENDER ELECTRIC SERVICE)
IN THE COUNTIES OF ADAMS, BOULDER,)
GRAND, GILPIN, JEFFERSON AND WELD,)
COLORADO, AND FOR AN ORDER AUTHORIZ-)
ING THE EXCHANGE OF CERTAIN ELECTRIC)
FACILITIES WITH PUBLIC SERVICE COM-)
PANY OF COLORADO, ALL PURSUANT TO AN)
AGREEMENT MADE AND ENTERED INTO BY)
AND BETWEEN APPLICANT AND PUBLIC)
SERVICE COMPANY OF COLORADO.)

APPLICATION NO. 20428

July 20, 1964

Appearances: Lee, Bryans, Kelly and Stansfield,
Esqs., Denver, Colorado, by
Bryant O'Donnell, Esq., Denver,
Colorado, for Public Service Com-
pany of Colorado;
Miller and Ruyle, Esqs., Greeley
Colorado, by
David J. Miller, Esq., Greeley,
Colorado, for Union Rural Elec-
tric Association, Inc.;
Paul M. Brown, Denver, Colorado,
for the Staff of the Commission.

S T A T E M E N T

By the Commission:

On May 8, 1964 Public Service Company of Colorado (hereinafter referred to as "Public Service") and Union Rural Electric Association, Inc. (hereinafter referred to as "Union") filed a joint application requesting that this Commission enter orders granting to Public Service and Union certificates of public convenience and necessity to own, operate, maintain and extend electric facilities to serve the public in certain areas referred to in the application and in an agreement between them attached thereto and incorporated therein by reference as Exhibit A a conformed copy of which amended as to description of Areas A, B and C marked Exhibit 1 is attached hereto and incorporated herein by reference, to enter an order authorizing said parties to exchange certain electric facilities described in said agreement; to enter an order authorizing the transfer of certain certificates of public convenience and necessity to Union; for an order authorizing and approving the agreement between the parties attached to the petition as Exhibit A; and for such other orders as the Commission might deem necessary.

The application was duly set for hearing on May 20, 1964, at the Commission's Hearing Room, State Services Building, Denver, Colorado, and notice thereof was given to interested parties, including the Towns of Firestone and Mead, which have granted franchises to Public Service. No one appeared at the hearing in protest to said applications.

Public Service is an operating public utility engaged, among other things, in the generation, transmission,

distribution and sale of electric energy in an extensive area in the State of Colorado, including various areas to the north of Denver. Union is a rural electric cooperative association engaged in the transmission, distribution and sale of electric energy, also serving in certain areas to the north of Denver in the Counties of Adams, Boulder, Gilpin, Jefferson and Weld.

The testimony of the various witnesses and the exhibits introduced disclosed that Public Service and Union have entered into an agreement subject to the approval of this Commission which settles and defines the service area of each company in a large area to the north, northwest and northeast of Denver, Colorado, in which both utilities presently have electric facilities and are rendering electric service to the public. Said agreement marked Exhibit A was attached to the joint application filed in this matter and is one and the same agreement which was introduced at the hearing as Public Service Exhibit No. 1 and is one and the same as Exhibit 1 attached to this statement, findings and order and herein referred to as Exhibit 1 amended as herein stated.

The agreement Exhibit 1 between Public Service and Union marks the culmination of many years of territorial disputes between the two utilities. Much litigation has been engaged in between the parties before this Commission, various district courts of the State of Colorado, the Supreme Court of the State of Colorado, and an application for Writ of Certiorari to the Supreme Court of the United States was denied. After many years of controversy and litigation, the parties have resolved their differences and have presented to this Commission for its approval

Exhibit 1, being the agreement setting forth the terms and conditions of the compromise and settlement entered into between the parties. This Commission looks with favor upon the voluntary settlement of such territorial disputes so long as the terms of settlement are in the public interest, and will not withhold its approval of such an agreement, if the same is in the public interest.

A map of the areas in question showing the electric lines and facilities of the two utilities together with the boundary lines of the various areas in which each of the respective utilities would serve was introduced in evidence as Public Service Exhibit 2. Generally, the compromise and settlement voluntarily arrived at by the two utilities provides that (1) Public Service will render all electric service in an area designated as Area D immediately to the north of Denver in the vicinity of Thornton, Northglenn, Westminster, Federal Heights, Broomfield, etc., and Union will sell all of its electric facilities located in Area D to Public Service; (2) that in another area in the same general vicinity designated as Area E-1 but some distance further to the north, Public Service will render all electric service with the exception that Union may continue to serve present customers up to a period not exceeding five years. After five years such customers will be transferred to Public Service. Exhibit 1 provides that, under certain conditions, such customers may be transferred to Public Service at an earlier date. Exhibit 1 provides that Union will immediately sell all of its electric facilities in such Area E-1 to Public Service and that Public Service will wheel electric energy to Union's customers during such interim five year period; that in certain other areas designated in Exhibit 1 as Area E Union will continue to render

service to its existing and future customers at existing service locations subject to certain terms and conditions in Exhibit 1 contained and Public Service will continue to serve its existing customers and will have the right to serve all future customers; and (4) that in extensive areas designated as Areas A, B and C, in Exhibits 1 and 2, to the north, the northwest and the northeast of Denver, Union will render all electric service to both present and future customers and Public Service will sell to Union all of its electric distribution facilities located within such areas and all present customers of Public Service will become customers of Union, all subject to exceptions contained in Exhibit 1.

The respective utilities have agreed that the electric facilities sold to each other shall be valued at book cost of each less a uniform rate of depreciation and the difference in such value paid on closing, as in the contract provided. The agreement contains adequate plans and provisions for the orderly transfer of customers and electric facilities so that the public will be inconvenienced as little as possible and that electric service can be continued during the transition period with a minimum interruption. An operating committee has been formed consisting of representatives of each utility to consummate the agreement as expeditiously as possible.

Both utilities presented evidence to this Commission for its consideration on all of the pertinent facts relating to present service to the consuming public as well as the manner in which future service will be undertaken by each utility.

After the sale and exchange of facilities and transfer of customers from each utility to the other, each

utility will render service to its new customers under its rates on file with this Commission.

Evidence was presented disclosing the number of customers to be transferred by each utility, to the other as well as the anticipated revenue to be obtained from the customers transferred. The evidence shows that neither utility will suffer a financial hardship from the sale and exchange of facilities and the transfer of existing customers, and that such sale, exchange and transfer will not in any manner jeopardize the financial integrity of either company.

Attached to the agreement, Exhibit 1, are various appendices setting forth the legal description of the various areas to be served by each utility. The agreement, Exhibit 1, was entered into prior to Decision No. 62653 of this Commission which determined the service areas of Poudre Valley Rural Electric Association, Home Light and Power Company and Public Service. In a few isolated and minor instances, the service area of Union, as set forth in the appendices to Exhibit 1 overlaps the service areas of other utilities determined by this Commission in said Decision No. 62653. At the hearing Union stated that it was willing that any certificate issued by this Commission to Union in this proceeding should conform to certificates previously awarded by said Decision No. 62653. Union also filed as late-filed exhibits amendments to the legal descriptions contained in said Exhibit 1 for its Areas B and C which conform to said previous Decision No. 62653 by this Commission.

The Commission and its staff were furnished with copies of Exhibit 1 a substantial time prior to the hearing

date in order that the staff of the Commission could undertake such investigation and review of the proposed territorial settlement as it deemed necessary to insure that the public interest would be protected. This Commission is fully informed of the matters set forth in the joint application and the contract Exhibit 1 and is of the opinion that the joint application and the contract submitted for the approval of the Commission is in the public interest and that the consumation of the contract and the granting of certificates will result in a substantial elimination of present and future duplication of electric facilities, will, to a large extent, do away with confusion in the mind of the consuming public as to which utility is entitled to serve in any given area, and will result in more efficient public utility service to the public involved, wherefore the contract Exhibit 1, being the agreement between Public Service and Union, should be, and it is hereby, approved in its entirety.

F I N D I N G S

THE COMMISSION FINDS:

That the above statement be, and it is hereby, made a part hereof by reference.

That the Commission has jurisdiction of the subject matter and of the joint applicants.

That Public Service and Union are both public utilities, and are subject to the jurisdiction and regulation of this Commission.

That Exhibit 1, being the agreement between Public Service and Union referred to above, is consistent with the public interest and public convenience and necessity require that the same should be approved in its

entirety and that certificates of public convenience and necessity should issue as in the joint application prayed.

That the assignment by Public Service to Union of certificates of public convenience and necessity issued to Public Service authorizing the exercise of franchise rights in the Towns of Firestone and Mead is consistent with the public interest and should be approved.

O R D E R

THE COMMISSION ORDERS:

1. That Exhibit 1, being the agreement between Public Service and Union, dated April 20, 1964, is consistent with the public interest and public convenience and necessity require the approval of the same and it is, therefore, hereby approved by this Commission in its entirety and said agreement, marked Exhibit 1, is attached hereto, and is hereby incorporated in this order and decision by reference and made a part hereof the same as if said agreement Exhibit 1 were fully set out in this order and decision.

2. That the transfer by Public Service to Union of certificates of public convenience and necessity authorizing the exercise of franchise rights in the Towns of Firestone and Mead is hereby approved.

3. That Public Service Company of Colorado be, and it is hereby, granted a certificate of public convenience and necessity to render electric service within the following described areas:

Area D The area lying generally south of a line described as beginning at the SW corner of Section 36, T3S, R70W of the 6th P.M.; thence northerly along section lines to the W1/4 corner of Section 25, T2S, R70W; thence easterly along 1/2 section lines to the intersection with the corporate boundary of the City of

Westminster in Section 30, T2S, R68W; thence, continuing along the 1/2 section line, and following the said corporate boundary, to the S 1/4 corner of the NW 1/4 of said Section 30; thence northerly along the N-S center line of said NW 1/4, and following the said corporate boundary, to an intersection with the westerly line of the Denver-Boulder Turnpike right-of-way; thence southeasterly along said right-of-way line, and following the said corporate boundary, to its intersection with the said E-W center line of Section 30; thence easterly along said E-W center line of Section 30 to again intersect the corporate boundary of the said City of Westminster; thence northerly and following said corporate boundary line along the westerly and northerly boundary to its intersection with the corporate boundary of the Town of Federal Heights; thence in a northerly direction and following the westerly, northerly, easterly and southerly corporate boundaries of the Town of Federal Heights to an intersection with the corporate boundary of the City of Westminster; thence southerly along said corporate boundary of the City of Westminster to its intersection with the E-W center line of Section 29, T2S, R68W; thence easterly along 1/2 section lines to the intersection with the west boundary of the Rocky Mountain Arsenal in Section 28, T2S, R67W; thence in a southwesterly direction along said Rocky Mountain Arsenal boundary to its intersection with the east section line of Section 32, T2S, R67W and the corporate boundary of the City of Commerce City; thence southerly along said corporate boundary of Commerce City to its intersection with the corporate boundary of the City

and County of Denver; thence following said corporate boundary of City and County of Denver, in a generally easterly direction, to its intersection with the corporate boundary of the City of Aurora; thence southerly along said corporate boundary of the City of Aurora to the SE corner of Section 36, T3S, R67W; and the area circumscribed by the corporate boundary of the City of Thornton.

Area E-1 The area bounded by a line beginning at the SE corner of Section 23, T3S, R70W of the 6th P.M.; thence westerly along section lines to the SW corner of Section 20, T3S, R70W; thence northerly along section lines to the SE corner of Section 30, T2S, R70W; thence westerly along section lines to the S 1/4 corner SE 1/4 of said Section 30; thence northerly along the N-S center line of the E 1/2 of Sections 30 and 19, T2S, R70W to the N 1/4 corner NE 1/4 of said Section 19; thence easterly along section lines to the NE corner of said Section 19; thence northerly along section lines to the NW corner of Section 17, T2S, R70W; thence easterly along section lines to an intersection with the corporate boundary of the Town of Federal Heights; thence southerly along said corporate boundary of the Town of Federal Heights to its intersection with the corporate boundary of the City of Westminster; thence westerly and southerly along the northerly and westerly boundary of the City of Westminster to its intersection with E-W centerline of Section 30, T2S, R68W; thence westerly along the E-W centerline of said Section 30

to its intersection with the westerly line of the Denver-Boulder Turnpike right-of-way and the corporate boundary of the City of Westminster; thence in a northwesterly direction and following said westerly right-of-way line and the corporate boundary of the City of Westminster to an intersection with the N-S center line of the NW 1/4 of Section 30, T2S, R68W; thence southerly along the N-S center line of said NW 1/4 of Section 30 to the S 1/4 corner of the NW 1/4 of said Section 30; thence westerly along 1/2 section lines to the W 1/4 corner of Section 25, T2S, R70W; thence southerly along section lines to the point of beginning; also the area bounded by a line beginning at the point where the center line of the natural channel of the South Platte River intersects the E-W center line in Section 30, T2S, R67W of the 6th P.M.; thence westerly along 1/2 section lines to an intersection with the corporate boundary of the City of Westminster; thence northerly along said corporate boundary line of the City of Westminster to its intersection with the corporate boundary of the Town of Federal Heights; thence easterly and northerly along the southerly and easterly boundary of the Town of Federal Heights to its intersection with the north section line of Section 17, T2S, R68W; thence easterly along section lines to an intersection with the center of the natural channel of the South Platte River on the south line of Section 8, T2S, R67W; thence in a generally southwesterly direction along the center line of the

natural channel of the South Platte River to the point of beginning, excluding therefrom the area within the corporate limits of the City of Thornton.

4. That Union Rural Electric Association, Inc. be, and it hereby is, granted a certificate of public convenience and necessity to render electric service within the following described areas:

Area A The area bounded by a line beginning at a point where the Grand, Gilpin and Boulder County lines intersect on the Continental Divide in Section 28, T1S, R74W of the 6th P. M.; thence easterly along the Boulder-Gilpin County line to its intersection with the west line of Section 25, T1S, R73W; thence northerly along section lines to the NW corner of said Section 25; thence easterly along section lines to the NE corner of said Section 25; thence northerly along section lines to the W 1/4 corner of Section 19, T1S, R72W; thence easterly along 1/2 section lines to the E 1/4 corner of Section 23, T1S, R72W; thence in a northeasterly direction in a straight line to the E 1/4 corner SE 1/4 of Section 18, T1S, R71W; thence easterly in a straight line to the W 1/4 corner of the SW 1/4 of Section 16, T1S, R71W; thence continuing easterly in a straight line to the center of the SE 1/4 of said Section 16; thence northerly along the N-S center line of the E 1/2 of said Section 16 to the north section line of said Section 16; thence easterly along section lines to the NE corner of Section 15, T1S, R71W; thence southerly along section lines to the SW corner of

Section 23, T1S, R71W; thence due south to a point on the Boulder-Jefferson County line; thence easterly along said Boulder-Jefferson County line to the NE corner of Section 6, T2S, R70W; thence southerly along section lines to the NE corner of Section 19, T2S, R70W; thence westerly along section lines to the N1/4 corner of the NE 1/4 of said Section 19; thence southerly along the N-S center line of the E 1/2 of said Section 19 and of Section 30, T2S, R70W to the S 1/4 corner SE 1/4 of said Section 30; thence easterly along section lines to the SE corner of said Section 30; thence southerly along section lines to the SE corner of Section 19, T3S, R70W; thence westerly along section lines to the NW corner of Section 30, T3S, R71W; thence southerly along section lines to the W 1/4 corner of said Section 30; thence in a northwesterly direction in a straight line to the E 1/4 corner of Section 8, T3S, R72W; thence northerly along section lines to the E 1/4 corner of Section 5, T3S, R72W; thence westerly along 1/2 section lines to the W 1/4 corner of Section 6, T3S, R72W; thence southerly along section lines to the W 1/4 corner SW 1/4 of said Section 6; thence westerly along the E-W center line of the S 1/2 of Sections 1 and 2, T3S, R73W to the W 1/4 corner SW 1/4 of said Section 2; thence northerly along section lines to the NW corner of said Section 2 and the south line of T2S; thence westerly along said township line to its intersection with the Clear Creek-Gilpin County line on the south line of Section 36, T2S, R74 W; thence in a general northwesterly direction

along said Clear Creek-Gilpin County line to its intersection with the Grand County line and the Continental Divide in Section 29, T2S, R74W; thence in a general northerly direction along said Continental Divide and the Gilpin-Grand County line to its intersection with the west section line of Section 33, T1S, R74W; thence northerly along the west section line of said Section 33 to the NW corner of said Section 33; thence easterly along the north section line of said Section 33 to its intersection with the Gilpin-Grand County line and the Continental Divide; thence in a general northeasterly direction along said Gilpin-Grand County line and said Continental Divide to the point of beginning.

Area B The area bounded by a line beginning at a point where south section line of Section 8, T2S, R67W of 6th P.M. and the center line of the natural channel of the South Platte River intersect; thence westerly along section lines to the S 1/4 corner of Section 7, T2S, R67W; thence northerly along 1/2 section lines to the center of Section 31, T1S, R67W; thence easterly along 1/2 section lines to the center of Section 32, T1S, R67W; thence northerly along 1/2 section lines to the N 1/4 corner of Section 20, T1S, R67W; thence westerly along section lines to the S 1/4 corner SE 1/4 of Section 18, T1S, R67W; thence northerly along the N-S center line of said SE 1/4 of said Section 18 to the center of the said SE 1/4; thence westerly along the E-W center line of the S 1/2 of said Section 18 and the E-W center line of the S 1/2 of Sections 13, 14, 15 and 16, T1S, R68W

to the E 1/4 corner SE 1/4 of Section 17, T1S, R68W; thence northerly along section lines to the E 1/4 corner of said Section 17; thence westerly along 1/2 section lines to the W 1/4 corner of said Section 17; thence southerly along section lines to the E 1/4 corner SE 1/4 of Section 30, T1S, R68W; thence westerly along the E-W center line of the S 1/2 of said Section 30 to the W 1/4 corner SW 1/4 of said Section 30; thence northerly along section lines to the NW corner of Section 6, T1S, R68W; thence westerly along section lines to the SW corner of Section 31, T1N, R68W; thence northerly along section lines to the SW corner of Section 18, T1N, R68W; thence easterly along the south section line of said Section 18 to its intersection with the south corporate boundary of the Town of Erie; thence southerly and easterly along said corporate boundary to a second intersection with the south section line of said Section 18; thence easterly along section lines to the SE corner of said Section 18; thence northerly along section lines to the NE corner of said Section 18; thence westerly along section lines to the NW corner of said Section 18; thence northerly along section lines to the E 1/4 corner of Section 12, T1N, R69W; thence westerly along 1/2 section lines to the E 1/4 corner of Section 10, T1N, R69W; thence southerly along section lines to the SE corner of said Section 10; thence westerly along section lines to the SW corner of said Section 10; thence northerly along section lines to the W 1/4 corner of said Section 10; thence westerly along 1/2 section lines to the center of Section 8, T1N, R69W; thence northerly along 1/2

section lines to the center of Section 5, T1N, R69W; thence easterly along 1/2 section lines to the W 1/4 corner of Section 3, T1N, R69W; thence northerly along section lines to the W 1/4 corner NW 1/4 of said Section 3; thence easterly along the E-W center lines of the N 1/2 of Sections 3 and 2, T1N, R69W to the center NW 1/4 of said Section 2; thence northerly along the N-S center line of the W 1/2 of said Section 2 and the N-S center line of the W 1/2 of Section 35, T2N, R69W to the N 1/4 corner NW 1/4 of said Section 35; thence easterly along section lines to the S 1/4 corner SW 1/4 of Section 30, T2N, R68W; thence northerly along the N-S center line of the W 1/2 of said Section 30 to the north 1/4 corner NW 1/4 of said Section 30; thence easterly along section lines to the N 1/4 corner NE 1/4 of said Section 30; thence northerly along the N-S center lines of the E 1/2 of Sections 19 and 18, T2N, R68W to the center NE 1/4 of said Section 18; thence westerly to the W 1/4 corner of said NE 1/4 of Section 18; thence northerly along 1/2 section lines to the W 1/4 corner SE 1/4 of Section 6, T2N, R68W; thence easterly along the E-W center lines of the S 1/2 of Sections 6 and 5, T2N, R68W to the center SW 1/4 of said Section 5; thence northerly along the N-S center line of the W 1/2 of said Section 5 and the N-S center line of the W 1/2 of Section 32, T3N, R68W to the N 1/4 corner SW 1/4 of said Section 32; thence westerly along 1/2 section lines to the N 1/4 corner SE 1/4

of Section 31, T3N, R68W; thence northerly along the N-S center lines of the E 1/2 of Sections 31, 30 and 19, T3N, R68W to the N 1/4 corner NE 1/4 of said Section 19; thence westerly along section lines to the N 1/4 corner of said Section 19; thence northerly along 1/2 section lines to the S 1/4 corner of Section 31, T4N, R68W; thence easterly along section lines to the SE corner of said Section 31; thence northerly along section lines to the E 1/4 corner of said Section 31; thence easterly along 1/2 section lines to the E 1/4 corner of Section 33, T4N, R68W; thence northerly along section line to the NE corner of said Section 33; thence easterly along section lines to the N 1/4 corner of Section 36, T4N, R68W; thence southerly along 1/2 section lines to the S 1/4 corner of said Section 36; thence easterly along section lines to the S 1/4 corner of Section 32, T4N, R67W; thence northerly along 1/2 section lines to the E 1/4 corner NW 1/4 of Section 20, T4N, R67W; thence easterly along the E-W center line of the N 1/2 of Sections 20 and 21, T4N, R67W to the E 1/4 corner NW 1/4 of said Section 21; thence southerly along 1/2 section lines to the center of Section 33, T4N, R67W; thence easterly along 1/2 section lines to an intersection with the center of the natural channel of the South Platte River; thence in a general southerly direction along the center line of the natural channel of the South Platte River to its intersection with the south section line of Section 25, T3N, R67W; thence easterly along section lines to the intersection with the center line of the Union

Pacific Railroad on the south section line of Section 30, T3N, R66W; thence northerly along the center line of said railroad to its intersection with the corporate boundary of the Town of Platteville; thence easterly and northerly along said corporate boundaries to the intersection with the north line of the S 1/2 S 1/2 of Section 19, T3N, R66W; thence easterly along the E-W center line of the S 1/2 of Sections 19 and 20, T3N, R66W to the E 1/4 corner SW 1/4 of said Section 20; thence northerly along 1/2 sections lines to the E 1/4 corner SW 1/4 of Section 17, T3N, R66W; thence easterly along the E-W center line of the S 1/2 of Sections 17, 16 and 15, T3N, R66W to the center SE 1/4 of said Section 15; thence northerly along the N-S center line of the E 1/2 of said Section 15 to the center NE 1/4 of said Section 15; thence easterly along the E-W center line of the N 1/2 of Sections 15 and 14, T3N, R66W to the center NW 1/4 of said Section 14; thence northerly along the N-S center line of the W 1/2 of said Section 14 to the N 1/4 corner NW 1/4 of said Section 14; thence easterly along section lines to the SW corner of Section 7, T3N, R65W; thence northerly along section lines to the W 1/4 corner of Section 6, T3N, R65W; thence easterly along 1/2 section lines to the center of Section 3, T3N, R65W; thence southerly along 1/2 section lines to the center of Section 22, T3N, R65W; thence westerly along 1/2 section lines to the center of Section 20, T3N, R65W; thence southerly along 1/2 section lines to the E 1/4 corner NW 1/4 of Section 29, T3N, R65W; thence westerly on the E-W center line of the N 1/2 of Sections

29 and 30, T3N, R65W and of Sections 25, 26, 27 and 28, T3N, R66W to the center NE 1/4 of said Section 28; thence southerly along the N-S center line of the E 1/2 of Sections 28 and 33, T3N, R66W and of Section 4, T2N, R66W to the S 1/4 corner NE 1/4 of said Section 4; thence easterly along 1/2 section lines to the S 1/4 corner NE 1/4 of Section 3, T2N, R66W; thence southerly along the N-S center line of the E 1/2 of Sections 3, 10 and 15, T2N, R66W to the S 1/4 corner SE 1/4 of said Section 15; thence westerly along section lines to the N 1/4 corner NE 1/4 of Section 21, T2N, R66W; thence southerly along the N-S center line of the E 1/2 of said Section 21 to the center SE 1/4 of said Section 21; thence westerly along the E-W center line of the S 1/2 of Sections 21 and 20, T2N, R66W to the W 1/4 corner SE 1/4 of said Section 20; thence northerly along 1/2 section lines to the N 1/4 corner of said Section 20; thence westerly along section lines to an intersection with the center line of the natural channel of the South Platte River on the north section line of Section 19, T2N, R66W; thence in a generally southerly direction along the center line of the natural channel of the South Platte River to the point of beginning.

Area C The area bounded by a line beginning at the SW corner of Section 15, T2S, R67W of the 6th P.M.; thence northerly along the west section line of said Section 15 to its intersection with the east right-of-way line of U. S. Highway 85; thence northeasterly along the said east right-of-way line of U. S. Highway 85 to its intersection with the E-W center line

of Section 2, T2S, R67W; thence easterly along 1/2 section lines to the S 1/4 corner NW 1/4 of Section 1, T2S, R67W; thence northerly along the N-S center line of the NW 1/4 of said Section 1 and of the W 1/2 of Section 36, T1S, R67W to the N 1/4 corner NW 1/4 of said Section 36; thence easterly along section lines to the S 1/4 corner SW 1/4 of Section 30, T1S, R66W; thence northerly along the N-S center line of the W 1/2 of Sections 30 and 19, T1S, R66W to the center SW 1/4 of said Section 19; thence easterly along the E-W center line of the S 1/2 of Sections 19 and 20, T1S, R66W to the center SE 1/4 of said Section 20; thence northerly along the N-S center line of the E 1/2 of Sections 20 and 17, T1S, R66W to the N 1/4 corner SE 1/4 of said Section 17; thence easterly along 1/2 section lines to the N 1/4 corner SE 1/4 of Section 16, T1S, R66W; thence northerly along the N-S center line of the E 1/2 of Sections 16 and 9, T1S, R66W to the N 1/4 corner NE 1/4 of said Section 9; thence westerly along section lines to the NW corner of said Section 9; thence northerly along section lines to the NE corner of Section 5, T1S, R66W; thence westerly along section lines to the S 1/4 corner SE 1/4 of Section 32, T1N, R66W; thence northerly along the N-S center line of the E 1/2 of Sections 32 and 29, T1N, R66W to the center NE 1/4 of said Section 29; thence easterly in a straight line to the E 1/4 corner NE 1/4 of said Section 29; thence northerly along section lines to the W 1/4 corner of Section 9, T1N, R66W; thence easterly along 1/2 section lines to the E 1/4 corner of Section 10, T1N, R66W; thence southerly along section lines to the SE corner of said Section 10;

thence easterly along section lines to the N 1/4 corner NW 1/4 of Section 18, T1N, R65W; thence southerly in a straight line to the S 1/4 corner NW 1/4 of said Section 18; thence easterly along 1/2 section lines to the E 1/4 corner of said Section 18; thence southerly along section lines to the SE corner of said Section 18; thence easterly along section lines to the S 1/4 corner of Section 17, T1N, R65W; thence northerly along 1/2 section lines to the N 1/4 corner of said Section 17; thence easterly along section lines to the NE corner of said Section 17; thence northerly along section lines to the W 1/4 corner of Section 9, T1N, R65W; thence easterly along 1/2 section lines to the S 1/4 corner NW 1/4 of said Section 9; thence northerly in a straight line to the center NW 1/4 of said Section 9; thence easterly along the E-W center line of the N 1/2 of Sections 9 and 10, T1N, R65W to the E 1/4 corner NW 1/4 of said Section 10, and the Town of Hudson corporate boundary; thence southerly along said corporate boundary and continuing along the N-S 1/2 section line of Sections 10, 15 and 22, T1N, R65W to the center of said Section 22; thence easterly along 1/2 section lines to the N 1/4 corner SW 1/4 of Section 23, T1N, R65W; thence southerly along the N-S center line of the W 1/2 of Sections 23 and 26, T1N, R65W to the center SW 1/4 of said Section 26; thence easterly along the E-W center line of the S 1/2 of Sections 26 and 25, T1N, R65W and of Section 30, T1N, R64 W to the center SE 1/4 of said Section 30; thence

northerly in a straight line to the center NE 1/4 of said Section 30; thence easterly in a straight line to the E 1/4 corner NE 1/4 of said Section 30; thence northerly along section lines to the W 1/4 corner of Section 20, T1N, R64W; thence easterly along 1/2 section lines to the N 1/4 corner of the SE 1/4 of Section 23, T1N, R64W; thence southerly along the N-S center lines of the E 1/2 of Sections 23, 26 and 35, T1N, R64 W to the S 1/4 corner of the SE 1/4 of said Section 35; thence westerly along section lines to the NW corner of Section 2, T1S, R64W; thence southerly along section lines to the NW corner of Section 23, T1S, R64W; thence easterly along section lines to the NE corner of said Section 23; thence southerly along section lines to the SE corner of said Section 23; thence easterly along section lines to the N 1/4 corner of Section 25, T1S, R64W; thence southerly along 1/2 section lines to the S 1/4 corner of said Section 25; thence westerly along section lines to the SW corner of said Section 25; thence southerly along section lines to the SE corner of Section 35, T1S, R64W; thence westerly along section lines to the N 1/4 corner of Section 3, T2S, R64W; thence southerly along 1/2 section lines to the S 1/4 corner of said Section 3; thence westerly along section lines to the SW corner of said Section 3; thence southerly along section lines to the NW corner of Section 22, T2S, R64W; thence easterly along section lines to the NE corner of said Section 22; thence southerly

along section lines to the SE corner of Section 10, T3S, R64W; thence westerly along section lines to the SW corner of said Section 10; thence southerly along section lines to the SE corner of Section 28 , T3S, R64W; thence westerly along section lines to the S 1/4 corner of Section 25, T3S, R65W; thence northerly along 1/2 section lines to the E 1/4 corner SW 1/4 of said Section 25; thence westerly in a straight line to the W 1/4 corner SW 1/4 of said Section 25; thence northerly along section lines to the NW corner of said Section 25; thence westerly along section lines to the SW corner of Section 23, T3S, R65W; thence northerly along section lines to the SW corner of Section 11, T3S, R65W; thence westerly along section lines to the SW corner of Section 9, T3S, R66W; thence northerly along section lines to the NW corner of said Section 9; thence westerly along section lines to a point 30 feet west of the NW corner of said Section 9; thence northerly along a line parallel to and 30 feet west of the west section lines of Section 4, T3S, R66W, and Sections 33, 28 and 21, T2S, R66W to a point 1/4 mile south of the north line of Section 20, T2S, R66W; thence northwesterly in a straight line to a point on a line 30 feet south of the north section line of, and 1/4 mile west of the east section line of said Section 20; thence westerly along a line 30 feet south of and parallel to the north line of Sections 20 and 19, T2S, R66W, and Sections 24 and 23, T2S, R67W to the west line of said Section 23; thence northerly along section

lines to the NW corner of said Section 23; thence westerly along section lines to the point of beginning.

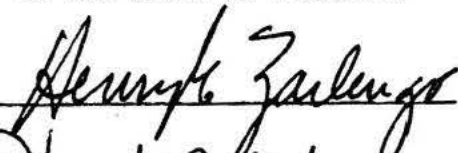
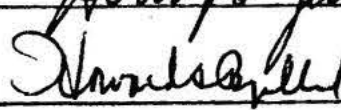

5. That this order shall constitute authority to Union to serve its present customers and future customers at present locations in Area E and to maintain and operate its distribution lines in said Area E and to serve present customers in Area E-1 for not to exceed five years, and for Public Service to render certain service in Areas A and B, all limited as set forth in Exhibit 1.

6. That this order, decision and certificate of public convenience and necessity is without prejudice to the right of Public Service to obtain a certificate of public convenience and necessity at a later date to own, operate, maintain and extend its electric transmission and distribution facilities and to render service to the public in the area designated as Area E subject to the terms and provisions of said Exhibit 1 when the external boundaries of said areas not affecting the rights of Union, but which do affect the rights of other electric suppliers, can be definitely ascertained so that a certificate therefor can be issued.

7. That the Commission retain jurisdiction of these matters to make such further Order or Orders as may be necessary in the premises.

8. That this Order shall become effective as of the day and date hereof.

THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF COLORADO




Commissioners.

Dated at Denver, Colorado,
this 20th day of July, 1964.
mls