

SECURITIES AND EXCHANGE COMMISSION

FORM U-1/A

Application or declaration under the act 1935 [amend]

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FILER

CENTRAL & SOUTH WEST CORP

CIK: **18540** | IRS No.: **510007707** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
Type: **U-1/A** | Act: **35** | File No.: **070-08339** | Film No.: **94523481**
SIC: **4911** Electric services

Business Address
1616 WOODALL RODGERS
FRWY
DALLAS TX 75202
2147541000

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
AMENDMENT NO. 4 TO
FORM U-1 APPLICATION-DECLARATION
UNDER THE
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

CENTRAL AND SOUTH WEST CORPORATION

1616 Woodall Rodgers Freeway
P.O. Box 660164
Dallas, Texas 75202

(Names of companies filing this statement and
addresses of principal executive offices)

CENTRAL AND SOUTH WEST CORPORATION

(Name of top registered holding company parent)

Stephen J. McDonnell
Treasurer
Central and South West Corporation
1616 Woodall Rodgers Freeway
P.O. Box 660164
Dallas, Texas 75202

Joris M. Hogan
Milbank, Tweed, Hadley & McCloy
One Chase Manhattan Plaza
New York, New York 10005

(Names and addresses of agents for service)

with copies to
George J. Forsyth & Guilford W. Gaylord
Milbank, Tweed, Hadley & McCloy
One Chase Manhattan Plaza
New York, New York 10005

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Central and South West Corporation ("CSW"), a Delaware corporation and a holding company registered under the Public Utility Holding Company Act of 1935, as amended (the "Act"), hereby files this Amendment No. 4 to the Form U-1 Application-Declaration in File No. 70-8339 for the purpose of amending Item 6 in the following respects. In all other respects, the Application-Declaration as previously filed and amended will remain the same.

Item 6. Exhibits and Financial Statements.

Item 6 is hereby amended to include and file the following additional exhibits as follows:

I. Exhibits.

- D-1.1 Presiding Officer's Order No. 1: Suspension Order and Notice of Consolidated Prehearing Conference (1/12/94)
- D-1.2 Order No. 2: Rescheduling Prehearing Conference (1/14/94)
- D-1.3 Order No. 3: Granting Motion to Extend (1/31/94)
- D-1.4 Order No. 4: Prehearing Order, Notice of Hearing on the Merits, Consolidation of Dockets (2/02/94)
- D-1.5 Order No. 5: Order Denying Motion to Reconsider (2/04/94)
- D-1.6 Order No. 6: Suspending Deadline for Filing Motion for Material Deficiencies (2/07/94)
- D-1.7 Order No. 7: Extending Time for Filing Motion to Compel; Revenue Requirement Phase (2/07/94)
- D-1.8 Errata Filing, Docket Nos. 12700 & 12701 (2/15/94)
- D-1.9 Order No. 8: Protective Order (2/16/94)
- D-1.10 Order No. 9: Scheduling Prehearing Conference (2/17/94)

- D-1.11 Order No. 10: Regarding Regional Hearing (2/18/94)
- D-1.12 Order No. 11: Rescheduling Time of Prehearing and Adding Topic to be Discussed (2/23/94)
- D-1.13 Order No. 12: Ruling on OPC's Motion to Compel EPEC and CSW to Respond to OPC's Third Request for Information (3/01/94)
- D-1.14 Order No. 13: Memorializing Prehearing Order (3/07/94)
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- D-1.15 Order No. 14: Notice of Regional Hearing, and Procedure for Consolidating Appeals from City Ratemaking Ordinances (3/14/94)
- D-1.16 Order No. 15: Ordering the Companies to File and Index (3/23/94)
- D-3.1 Federal Energy Regulatory Commission Notice of Filing (1/13/94)
- D-3.2 El Paso Electric Company and Central and South West Services, Inc. Supplemental Filing to Exhibit G and Workpapers for George R. Hall (1/13/94)
- D-3.3 Texas Office of Public Utility Council, Public Utility Commission of Texas, Attorney General of the State of New Mexico, Louisiana Public Service Commission, and City of Las Cruces Motion for an Extension of Time to File Protests and Interventions and Request for Expedited Action on this Motion (1/18/94)
- D-3.4 Southwestern Public Service Company Motion for an Extension of Time (1/18/94)
- D-3.5 Arkansas Public Service Commission Response in Support of Motion for an Extension of Time to File Protests and Interventions (1/19/94)
- D-3.6 Arkansas Public Service Commission Notice of Intervention (1/19/94)
- D-3.7 Federal Energy Regulatory Commission Notice of Filing (1/21/94)
- D-3.8 El Paso Electric Company and Central and South West Services, Inc. Answer to Motions for Extension of Time (1/21/94)

- D-3.9 Louisiana Public Service Commission Notice of Intervention (1/27/94)
- D-3.10 Federal Energy Regulatory Commission Notice of Extension of Time (1/28/94)
- D-3.11 New Mexico Industrial Energy Consumers Motion for Leave to Intervene (2/01/94)
- D-3.12 El Paso Electric Company and Central and South West Services, Inc. Filing to Provide Workpapers for Applicants' Witnesses: Samuel C. Hadaway, David A. Harrell, and James A. Bruggeman (2/03/94)
- D-3.13 New Mexico Public Utility Commission Notice of Intervention (2/08/94)
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- D-3.14 City of El Paso, Texas Notice of Intervention and Motion to Intervene (2/15/94)
- D-3.15 Texas-New Mexico Power Company Motion to Intervene (2/17/94)
- D-3.16 Salt River Project Agricultural Improvement and Power District Motion to Intervene (2/22/94)
- D-3.17 Arizona Public Service Company Motion to Intervene (2/22/94)
- D-3.18 Southern California Public Power Authority Motion for Leave to Intervene (2/22/94)
- D-3.19 Dona Ana County, New Mexico Motion to Intervene (2/23/94)
- D-3.20 Louisiana Public Service Commission Protest, Request for Hearing, Motion for Consolidation (2/24/94)
- D-3.21 Texas Utilities Electric Company Motion to Intervene (2/24/94)
- D-3.22 Public Utility Commission of Texas Notice of Intervention, Protest, Motion for Consolidation, and Request for Hearing (2/24/94)
- D-3.23 Arkansas Public Service Commission Protest and Request for Hearing (2/24/94)
- D-3.24 New Mexico Attorney General Motion to Intervene and Protest

(2/24/94)

- D-3.25 Tucson Electric Power Company Motion to Intervene (2/24/94)
- D-3.26 Southern California Edison Company Motion for Leave to Intervene (2/24/94)
- D-3.27 Texas Office of Public Utility Counsel Motion to Intervene, Motion for Consolidation, Protest, and Request for Hearing (2/25/94)
- D-3.28 Houston Lighting & Power Company Motion to Intervene (2/25/94)
- D-3.29 Imperial Irrigation District Motion to Intervene (2/25/94)
- D-3.30 Entergy Service, Inc. Motion to Intervene (2/25/94)
- D-3.31 Cajun Electric Power Cooperative, Inc. Motion to Intervene, Protest, and Request for Hearing (2/25/94)

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- D-3.32 TDU Customers Joint and Several Motion to Intervene and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (2/25/94)
- D-3.33 Northeast Texas Electric Cooperative, Inc. Motion to Intervene (2/25/94)
- D-3.34 Tex-La Electric Cooperative of Texas, Inc. Motion to Intervene (2/25/94)
- D-3.35 Oklahoma Corporation Commission Notice of Intervention (2/25/94)
- D-3.36 Plains Electric Generation and Transmission Cooperative, Inc. Motion to Intervene, Protest and Request for Hearing (2/25/94)
- D-3.37 Public Service Company of New Mexico Protest, Motion for Leave to Intervene, Request for Hearing, and Motion to Consolidate FERC Docket No. TX94-2-000 with this Proceeding (2/25/94)
- D-3.38 Southwestern Public Service Company Motion to Intervene, Protest, Motion to Consolidate, and Request for Hearing (2/25/94)

- D-3.39 City of Las Cruces, New Mexico Motion to Intervene and Protest (2/25/94)
- D-3.40 Public Service Company of New Mexico Motion for Leave to File One Day Out of Time (2/28/94)
- D-3.41 El Paso Electric Company and Central and South West Services, Inc. Response to Notice of Intervention of the New Mexico Public Utility Commission (3/01/94)
- D-3.42 Southwestern Public Service Company Answer to Applicants' Motion for an Extension of Time to Answer (3/02/94)
- D-3.43 Arkansas Public Service Commission Response in Opposition to Motion for Extension of Time to Answer, Motion to Intervene (3/03/94)
- D-3.44 Public Utilities Board, City of Brownsville, Texas Motion to Intervene, Protest, and Answer (3/04/94)
- D-3.45 American Forest and Paper Association Motion to Intervene and Protest and Motion to Consolidate (3/07/94)
- D-3.46 Federal Energy Regulatory Commission Notice of Extension of Time (3/08/94)

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- D-3.47 El Paso Electric Company and Central and South West Services, Inc. Supplemental Filing to Exhibit G (3/21/94)
- D-3.48 El Paso Electric Company and Central and South West Services, Inc. Answer to Motions to Intervene (3/21/94)
- D-4.1 Federal Energy Regulatory Commission Notice of Filing (1/13/94)
- D-4.2 Texas Office of Public Utility Counsel, Public Utility Commission of Texas, Attorney General of the State of New Mexico, Louisiana Public Service Commission, and City of Las Cruces Motion for an Extension of Time to File Protests and Interventions and Request for Expedited Action on this Motion (1/18/94)
- D-4.3 Arkansas Public Service Commission Notice of Intervention (1/19/94)
- D-4.4 Arkansas Public Service Commission Response in Support of Motion for an Extension of Time to File Protests and

Interventions (1/19/94)

- D-4.5 El Paso Electric Company and Central and South West Services, Inc. Answer to Motions for Extension of Time (1/21/94)
- D-4.6 Louisiana Public Service Commission Notice of Intervention (1/27/94)
- D-4.7 Federal Energy Regulatory Commission Notice of Extension of Time (1/28/94)
- D-4.8 New Mexico Public Utility Commission Notice of Intervention (2/08/94)
- D-4.9 Texas Utilities Electric Company Motion to Intervene (2/08/94)
- D-4.10 Arizona Public Service Company Motion to Intervene (2/22/94)
- D-4.11 Salt River Project Agricultural Improvement and Power District Motion to Intervene (2/22/94)
- D-4.12 Louisiana Public Service Commission Protest, Request for Hearing, and Motion for Consolidation (2/24/94)
- D-4.13 Public Utility Commission of Texas Notice of Intervention, Protest, Motion for Consolidation, and Request for Hearing (2/24/94)
- D-4.14 Arkansas Public Service Company Protest and Request for Hearing (2/24/94)
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- D-4.15 Cajun Electric Power Cooperative, Inc. Motion to Intervene, Protest and Request for Hearing (2/25/94)
- D-4.16 Houston Lighting and Power Company Motion to Intervene (2/25/94)
- D-4.17 Texas Office of Public Utility Counsel Motion to Intervene, Motion for Consolidation, Protest and Request for Hearing (2/25/94)
- D-4.18 Southwestern Public Service Company Motion to Intervene and Motion to Consolidate (2/25/94)
- D-4.19 Public Utilities Board of the City of Brownsville, Texas

Motion to Intervene (2/25/94)

- D-4.20 Public Service Company of New Mexico Motion for Leave to Intervene (2/25/94)
- D-4.21 Northeast Texas Electric Cooperative, Inc. Motion to Intervene (2/25/94)
- D-4.22 TDU Customers Joint and Several Motion to Intervene, Protest and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (2/25/94)
- D-4.23 Oklahoma Corporation Commission Notice of Intervention (2/25/94)
- D-4.24 Public Service Company of New Mexico Motion for Leave to File One Day Out of Time (2/28/94)
- D-4.25 El Paso Electric Company and Central and South West Services, Inc. Motion for Extension of Time to Answer Motions to Intervene and Motion for Expedited Procedures (3/01/94)
- D-4.26 Central and South West Services, Inc. Response to Notice of Intervention of the New Mexico Public Utility Commission (3/01/94)
- D-4.27 Southwestern Public Service Company Answer to Applicants' Motion for an Extension of Time to Answer (3/02/94)
- D-4.28 Arkansas Public Service Commission Response in Opposition to Motion for Extension of Time to Answer Motion to Intervene (3/03/94)
- D-4.29 Federal Energy Regulatory Commission Notice of Extension of Time (3/08/94)
- D-4.30 El Paso Electric Company and Central and South West Services, Inc. Answer to Motions to Intervene (3/21/94)
- D-5.1 Federal Energy Regulatory Commission Notice of Filing (11/10/93)
- D-5.2 Southwestern Public Service Company Motion for an Extension of Time and Request for Expedited Action on Motion (11/17/93)

- D-5.3 El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Southwestern Public Service Company for an Extension of Time (11/18/93)
- D-5.4 Federal Energy Regulatory Commission Notice of Extension of Time (11/22/93)
- D-5.5 Louisiana Public Service Commission Notice of Intervention (11/23/93)
- D-5.6 New Mexico Public Utility Commission Motion to Intervene (11/30/93)
- D-5.7 Western Farmers Electric Cooperative Motion for Leave to Intervene (12/15/93)
- D-5.8 City of El Paso, Texas Motion to Intervene (12/16/93)
- D-5.9 Public Service Company of New Mexico Motion to Intervene (12/17/93)
- D-5.10 Southwestern Public Service Company's Full Requirements Wholesale Customers Motion to Intervene and Protest (12/20/93)
- D-5.11 Dona Ana County, New Mexico Motion to Intervene (12/20/93)
- D-5.12 Texas Office of Public Utility Counsel Motion to Intervene, Protest, and Motion to Deny Summary Disposition (12/22/93)
- D-5.13 The New Mexico Attorney General Motion to Intervene and Protest (12/22/93)
- D-5.14 New Mexico Industrial Energy Consumers Motion to Intervene (12/22/93)
- D-5.15 Public Utility Commission of Texas Notice of Intervention (12/22/93)
- D-5.16 Arkansas Public Service Commission Notice of Intervention (12/22/93)
- D-5.17 Houston Lighting & Power Company Motion to Intervene (12/22/93)
- D-5.18 City of Las Cruces, New Mexico Motion to Intervene and Protest (12/22/93)

- D-5.19 TDU Customers Joint and Several Motion to Intervene and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (12/22/93)
- D-5.20 Westplains Energy Division of Utilicorp United Inc. Motion to Intervene (12/22/93)
- D-5.21 PSI Energy, Inc. Motion to Intervene (12/22/93)
- D-5.22 Texas Utilities Electric Company Motion to Intervene (12/22/93)
- D-5.23 Southwestern Public Service Company Protest, Motion to Dismiss, Motion to Intervene, and Answer (12/22/93)
- D-5.24 Duke Power Company Motion to Intervene (12/22/93)
- D-5.25 Department of Defense Late Filed Motion to Intervene and Protest (1/05/94)
- D-5.26 New Mexico Public Utility Commission Statement in Support of Public Evidentiary Hearing (1/12/94)
- D-5.27 El Paso Electric Company and Central and South West Services, Inc. Response to Protest, Motion to Dismiss, Motion to Intervene, and Answer of Southwestern Public Service Company (1/13/94)
- D-5.28 Southwestern Public Service Company Leave to File and Reply to Applicants' Response (1/26/94)
- D-5.29 Public Service Company of New Mexico Motion for Leave to Reply to El Paso Electric Company's and Central and South West Services, Inc.'s Response Opposing PNM's Motion to Intervene (1/27/94)
- D-5.30 Texas Utilities Electric Company Leave to File a Reply to El Paso Electric Company's and Central and South West Services, Inc.'s Response (1/28/94)
- D-5.31 El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Southwestern Public Service Company for Leave to File and Reply to Applicants' Response (2/03/94)
- D-5.32 El Paso Electric Company and Central and South West Services, Inc. Answer to Motions of Public Service Company of New Mexico and Texas Utilities Electric Company to Reply

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- D-5.33 The New Mexico Attorney General Letter requesting that its Motion to Intervene be considered timely filed despite being one day late due to delivery problems (2/28/94)
- D-5.34 Texas Utilities Electric Company Motion for Leave to File and Reply to Applicants' Answer to Texas Utilities Electric Company's Reply to Applicants' Responses to Motion to Intervene (3/04/94)
- D-5.35 American Forest and Paper Association Motion to Intervene and Protest and Motion to Consolidate (3/04/94)
- D-5.36 El Paso Electric Company and Central and South West Services, Inc. Letter indicating no opposition to the New Mexico Attorney General's letter of February 28, 1994 requesting previously submitted Motion to Intervene to be timely filed despite being filed one day late due to delivery problem (3/07/94)
- D-5.37 El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Texas Utilities Electric Company for Leave to File and Reply to Applicants' Answer to Texas Utilities Electric Company's Reply to Applicants' Response to Motion to Intervene (3/21/94)

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S I G N A T U R E
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Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the undersigned company has duly caused this document to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: April 20, 1994

CENTRAL AND SOUTH WEST CORPORATION

By: /s/ STEPHEN J. MCDONNELL
Stephen J. McDonnell

Treasurer

INDEX OF EXHIBITS

EXHIBIT NUMBER -----	EXHIBIT -----	TRANSMISSION METHOD -----
	<p>The number in parentheses after each exhibit description refers to the number of the amendment to this Application-Declaration with which that exhibit was filed (exhibit descriptions followed by "(0)" were filed with the original Form U-1 Application-Declaration).</p> <p>In accordance with Rule 202 of Regulation S-T, exhibits denoted by an asterisk (*) are being filed in paper pursuant to a continuing hardship exemption.</p>	
A-1	Second Restated Certificate of Incorporation of CSW (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
A-2	By-Laws of CSW (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
A-3	Articles of Incorporation of EPE (0)	---
A-4	By-Laws of EPE (0)	---
A-5	Form of Articles of Incorporation of CSW Sub (to be filed by amendment)	---
A-6	Form of By-Laws of CSW Sub (to be filed by amendment)	---
A-7	Form of Amended and Restated Articles of Incorporation of Reorganized EPE (including Statement of Resolution Establishing Series of Shares) (0)	---
A-8	Form of By-Laws of Reorganized EPE (0)	---
A-9	Form of Articles of Merger (0)	---
A-10	Form of CSW Common Stock Certificate (0)	---

A-11	Form of CSW Sub Common Stock Certificate (to be filed by amendment)	---
A-12	Form of Reorganized EPE Preferred Stock Certificate (to be filed by amendment)	---
A-13	Form of Reorganized EPE First Mortgage Bond Indenture, including forms of bonds (1)	---
A-14	Form of Reorganized EPE Second Mortgage Bond Indenture, including forms of bonds (1)	---

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EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
A-15	Form of Reorganized EPE Senior Debt Securities Indenture, including forms of notes (1)	---
A-16	Form of Reorganized EPE Term Loan Agreement for Class 3A Secured Floating Rate Notes (including form of note) (0)	---
A-17	Form of Reorganized EPE Term Loan Agreement for Class 5A Secured Floating Rate Notes (including forms of note) (0)	---
A-18	Form of Reorganized EPE Term Loan Agreement for Class 6A Secured Floating Rate Notes (including form of note) (0)	---
A-19	Form of Reorganized EPE Term Loan Agreement for Class 13 Senior Floating Rate Notes (including form of note) (0)	---
A-20	Forms of Reorganized EPE Letter of Credit and Reimbursement Agreements (1)	---
A-21	Summary of Variances from Statement of Policy Regarding First Mortgage Bonds Subject to the Public Utility Holding Company Act of 1935 (0)	---
A-22	Summary of Variances from Statement of Policy Regarding Preferred Stock Subject to the Public Utility Holding Company Act of 1935 (0)	---
B-1	CSW-EPE Merger Agreement (0)	---

B-2	EPE Modified Third Amended Plan of Reorganization (0)	---
B-3	Disclosure Statement to EPE Modified Third Amended Plan of Reorganization (without exhibits) (0)	---
B-4	CSW System Operating Agreement (0)	---
B-5	Form of CSW System-EPE Operating Agreement (0)	---
B-6	CSW System Service Agreement (0)	---
B-7	CSWS-EPE Service Agreement (to be filed by amendment)	---
B-8	OP Settlement Agreements (0)	---

3 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
B-9	APS Settlement Agreement (0)	---
B-9.1	Supplement to APS Settlement Agreement (1)	---
D-1	Application to the PUCT (2)	---
D-1.1	Presiding Officer's Order No. 1: Suspension Order and Notice of Consolidated Prehearing Conference (1/12/94)	P*
D-1.2	Order No. 2: Rescheduling Prehearing Conference (1/14/94)	P*
D-1.3	Order No. 3: Granting Motion to Extend (1/31/94)	P*
D-1.4	Order No. 4: Prehearing Order, Notice of Hearing on the Merits, Consolidation of Dockets (2/02/94)	P*
D-1.5	Order No. 5: Order Denying Motion to Reconsider (2/04/94)	P*
D-1.6	Order No. 6: Suspending Deadline for Filing Motion for Material Deficiencies (2/07/94)	P*

D-1.7	Order No. 7: Extending Time for Filing Motion to Compel; Revenue Requirement Phase (2/07/94)	P*
D-1.8	Errata Filing, Docket Nos. 12700 & 12701 (2/15/94)	P*
D-1.9	Order No. 8: Protective Order (2/16/94)	P*
D-1.10	Order No. 9: Scheduling Prehearing Conference (2/17/94)	P*
D-1.11	Order No. 10: Regarding Regional Hearing (2/18/94)	P*
D-1.12	Order No. 11: Rescheduling Time of Prehearing and Adding Topic to be Discussed (2/23/94)	P*
D-1.13	Order No. 12: Ruling on OPC's Motion to Compel EPEC and CSW to Respond to OPC's Third Request for Information (3/01/94)	P*
D-1.14	Order No. 13: Memorializing Prehearing Order (3/07/94)	P*

4 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
D-1.15	Order No. 14: Notice of Regional Hearing, and Procedure for Consolidating Appeals from City Ratemaking Ordinances (3/14/94)	P*
D-1.16	Order No. 15: Ordering the Companies to File and Index (3/23/94)	P*
D-2	Application to the NMPUC (to be filed by amendment)	---
D-3	Section 203 Application to the FERC (2)	---
D-3.1	Federal Energy Regulatory Commission Notice of Filing (1/13/94)	P*
D-3.2	El Paso Electric Company and Central and South West Services, Inc. Supplemental Filing to Exhibit G and Workpapers for George R. Hall (1/13/94)	P*
D-3.3	Texas Office of Public Utility Counsel, Public	P*

Utility Commission of Texas, Attorney General of the State of New Mexico, Louisiana Public Service Commission, and City of Las Cruces Motion for an Extension of Time to File Protests and Interventions and Request for Expedited Action on this Motion (1/18/94)

D-3.4	Southwestern Public Service Company Motion for an Extension of Time (1/18/94)	P*
D-3.5	Arkansas Public Service Commission Response in Support of Motion for an Extension of Time to File Protests and Interventions (1/19/94)	P*
D-3.6	Arkansas Public Service Commission Notice of Intervention (1/19/94)	P*
D-3.7	Federal Energy Regulatory Commission Notice of Filing (1/21/94)	P*
D-3.8	El Paso Electric Company and Central and South West Services, Inc. Answer to Motions for Extension of Time (1/21/94)	P*
D-3.9	Louisiana Public Service Commission Notice of Intervention (1/27/94)	P*
D-3.10	Federal Energy Regulatory Commission Notice of Extension of Time (1/28/94)	P*

5 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
D-3.11	New Mexico Industrial Energy Consumers Motion for Leave to Intervene (2/01/94)	P*
D-3.12	El Paso Electric Company and Central and South West Services, Inc. Filing to Provide Workpapers for Applicants' Witnesses: Samuel C. Hadaway, David A. Harrell, and James A. Bruggeman (2/03/94)	P*
D-3.13	New Mexico Public Utility Commission Notice of Intervention (2/08/94)	P*
D-3.14	City of El Paso, Texas Notice of Intervention and Motion to Intervene (2/15/94)	P*

D-3.15	Texas-New Mexico Power Company Motion to Intervene (2/17/94)	P*
D-3.16	Salt River Project Agricultural Improvement and Power District Motion to Intervene (2/22/94)	P*
D-3.17	Arizona Public Service Company Motion to Intervene (2/22/94)	P*
D-3.18	Southern California Public Power Authority Motion for Leave to Intervene (2/22/94)	P*
D-3.19	Dona Ana County, New Mexico Motion to Intervene (2/23/94)	P*
D-3.20	Louisiana Public Service Commission Protest, Request for Hearing, Motion for Consolidation (2/24/94)	P*
D-3.21	Texas Utilities Electric Company Motion to Intervene (2/24/94)	P*
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D-3.23	Arkansas Public Service Commission Protest and Request for Hearing (2/24/94)	P*
D-3.24	New Mexico Attorney General Motion to Intervene and Protest (2/24/94)	P*

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EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
D-3.25	Tucson Electric Power Company Motion to Intervene (2/24/94)	P*
D-3.26	Southern California Edison Company Motion for Leave to Intervene (2/24/94)	P*
D-3.27	Texas Office of Public Utility Counsel Motion to Intervene, Motion for Consolidation, Protest, and Request for Hearing (2/25/94)	P*
D-3.28	Houston Lighting & Power Company Motion to	P*

Intervene (2/25/94)

D-3.29	Imperial Irrigation District Motion to Intervene (2/25/94)	P*
D-3.30	Entergy Service, Inc. Motion to Intervene (2/25/94)	P*
D-3.31	Cajun Electric Power Cooperative, Inc. Motion to Intervene, Protest, and Request for Hearing (2/25/94)	P*
D-3.32	TDU Customers Joint and Several Motion to Intervene and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (2/25/94)	P*
D-3.33	Northeast Texas Electric Cooperative, Inc. Motion to Intervene (2/25/94)	P*
D-3.34	Tex-La Electric Cooperative of Texas, Inc. Motion to Intervene (2/25/94)	P*
D-3.35	Oklahoma Corporation Commission Notice of Intervention (2/25/94)	P*
D-3.36	Plains Electric Generation and Transmission Cooperative, Inc. Motion to Intervene, Protest and Request for Hearing (2/25/94)	P*
D-3.37	Public Service Company of New Mexico Protest, Motion for Leave to Intervene, Request for Hearing, and Motion to Consolidate FERC Docket No. TX94-2-000 with this Proceeding (2/25/94)	P*

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EXHIBIT
NUMBER

EXHIBIT

TRANSMISSION
METHOD

D-3.38	Southwestern Public Service Company Motion to Intervene, Protest, Motion to Consolidate, and Request for Hearing (2/25/94)	P*
D-3.39	City of Las Cruces, New Mexico Motion to Intervene and Protest (2/25/94)	P*

D-3.40	Public Service Company of New Mexico Motion for Leave to File One Day Out of Time (2/28/94)	P*
D-3.41	El Paso Electric Company and Central and South West Services, Inc. Response to Notice of Intervention of the New Mexico Public Utility Commission (3/01/94)	P*
D-3.42	Southwestern Public Service Company Answer to Applicants' Motion for an Extension of Time to Answer (3/02/94)	P*
D-3.43	Arkansas Public Service Commission Response in Opposition to Motion for Extension of Time to Answer, Motion to Intervene (3/03/94)	P*
D-3.44	Public Utilities Board, City of Brownsville, Texas Motion to Intervene, Protest, and Answer (3/04/94)	P*
D-3.45	American Forest and Paper Association Motion to Intervene and Protest and Motion to Consolidate (3/07/94)	P*
D-3.46	Federal Energy Regulatory Commission Notice of Extension of Time (3/08/94)	P*
D-3.47	El Paso Electric Company and Central and South West Services, Inc. Supplemental Filing to Exhibit G (3/21/94)	P*
D-3.48	El Paso Electric Company and Central and South West Services, Inc. Answer to Motions to Intervene (3/21/94)	P*
D-4	Section 205 Application to the FERC (2)	---
D-4.1	Federal Energy Regulatory Commission Notice of Filing (1/13/94)	P*

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EXHIBIT
NUMBER
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EXHIBIT

TRANSMISSION
METHOD

D-4.2	Texas Office of Public Utility Counsel, Public Utility Commission of Texas, Attorney General of the State of New Mexico, Louisiana Public Service Commission, and	P*
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City of Las Cruces Motion for an Extension of Time to File Protests and Interventions and Request for Expedited Action on this Motion (1/18/94)

D-4.3	Arkansas Public Service Commission Notice of Intervention (1/19/94)	P*
D-4.4	Arkansas Public Service Commission Response in Support of Motion for an Extension of Time to File Protests and Interventions (1/19/94)	P*
D-4.5	El Paso Electric Company and Central and South West Services, Inc. Answer to Motions for Extension of Time (1/21/94)	P*
D-4.6	Louisiana Public Service Commission Notice of Intervention (1/27/94)	P*
D-4.7	Federal Energy Regulatory Commission Notice of Extension of Time (1/28/94)	P*
D-4.8	New Mexico Public Utility Commission Notice of Intervention (2/08/94)	P*
D-4.9	Texas Utilities Electric Company Motion to Intervene (2/08/94)	P*
D-4.10	Arizona Public Service Company Motion to Intervene (2/22/94)	P*
D-4.11	Salt River Project Agricultural Improvement and Power District Motion to Intervene (2/22/94)	P*
D-4.12	Louisiana Public Service Commission Protest, Request for Hearing, and Motion for Consolidation (2/24/94)	P*
D-4.13	Public Utility Commission of Texas Notice of Intervention, Protest, Motion for Consolidation, and Request for Hearing (2/24/94)	P*
D-4.14	Arkansas Public Service Company Protest and Request for Hearing (2/24/94)	P*

D-4.15	Cajun Electric Power Cooperative, Inc. Motion to Intervene, Protest and Request for Hearing (2/25/94)	P*
D-4.16	Houston Lighting and Power Company Motion to Intervene (2/25/94)	P*
D-4.17	Texas Office of Public Utility Counsel Motion to Intervene, Motion for Consolidation, Protest and Request for Hearing (2/25/94)	P*
D-4.18	Southwestern Public Service Company Motion to Intervene and Motion to Consolidate (2/25/94)	P*
D-4.19	Public Utilities Board of the City of Brownsville, Texas Motion to Intervene (2/25/94)	P*
D-4.20	Public Service Company of New Mexico Motion for Leave to Intervene (2/25/94)	P*
D-4.21	Northeast Texas Electric Cooperative, Inc. Motion to Intervene (2/25/94)	P*
D-4.22	TDU Customers Joint and Several Motion to Intervene, Protest and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (2/25/94)	P*
D-4.23	Oklahoma Corporation Commission Notice of Intervention (2/25/94)	P*
D-4.24	Public Service Company of New Mexico Motion for Leave to File One Day Out of Time (2/28/94)	P*
D-4.25	El Paso Electric Company and Central and South West Services, Inc. Motion for Extension of Time to Answer Motions to Intervene and Motion for Expedited Procedures (3/01/94)	P*
D-4.26	Central and South West Services, Inc. Response to Notice of Intervention of the New Mexico Public Utility Commission (3/01/94)	P*

10 EXHIBIT NUMBER -----	EXHIBIT -----	TRANSMISSION METHOD -----
D-4.27	Southwestern Public Service Company Answer to Applicants' Motion for an Extension of Time to Answer (3/02/94)	P*
D-4.28	Arkansas Public Service Commission Response in Opposition to Motion for Extension of Time to Answer Motion to Intervene (3/03/94)	P*
D-4.29	Federal Energy Regulatory Commission Notice of Extension of Time (3/08/94)	P*
D-4.30	El Paso Electric Company and Central and South West Services, Inc. Answer to Motions to Intervene (3/21/94)	P*
D-5	Section 211 Application to the FERC (2)	---
D-5.1	Federal Energy Regulatory Commission Notice of Filing (11/10/93)	P*
D-5.2	Southwestern Public Service Company Motion for an Extension of Time and Request for Expedited Action on Motion (11/17/93)	P*
D-5.3	El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Southwestern Public Service Company for an Extension of Time (11/18/93)	P*
D-5.4	Federal Energy Regulatory Commission Notice of Extension of Time (11/22/93)	P*
D-5.5	Louisiana Public Service Commission Notice of Intervention (11/23/93)	P*
D-5.6	New Mexico Public Utility Commission Motion to Intervene (11/30/93)	P*
D-5.7	Western Farmers Electric Cooperative Motion for Leave to Intervene (12/15/93)	P*
D-5.8	City of El Paso, Texas Motion to Intervene (12/16/93)	P*
D-5.9	Public Service Company of New Mexico Motion to Intervene (12/17/93)	P*

D-5.10 Southwestern Public Service Company's Full Requirements Wholesale Customers Motion to Intervene and Protest (12/20/93) P*

11 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
D-5.11	Dona Ana County, New Mexico Motion to Intervene (12/20/93)	P*
D-5.12	Texas Office of Public Utility Counsel Motion to Intervene, Protest, and Motion to Deny Summary Disposition (12/22/93)	P*
D-5.13	The New Mexico Attorney General Motion to Intervene and Protest (12/22/93)	P*
D-5.14	New Mexico Industrial Energy Consumers Motion to Intervene (12/22/93)	P*
D-5.15	Public Utility Commission of Texas Notice of Intervention (12/22/93)	P*
D-5.16	Arkansas Public Service Commission Notice of Intervention (12/22/93)	P*
D-5.17	Houston Lighting & Power Company Motion to Intervene (12/22/93)	P*
D-5.18	City of Las Cruces, New Mexico Motion to Intervene and Protest (12/22/93)	P*
D-5.19	TDU Customers Joint and Several Motion to Intervene and Request that the Commission Initiate Hearing Procedures of Certain Transmission Dependent Customers on the Central and South West Corporation and Southwestern Public Service Company Systems (12/22/93)	P*
D-5.20	Westplains Energy Division of Utilicorp United Inc. Motion to Intervene (12/22/93)	P*
D-5.21	PSI Energy, Inc. Motion to Intervene (12/22/93)	P*
D-5.22	Texas Utilities Electric Company Motion to Intervene (12/22/93)	P*

D-5.23	Southwestern Public Service Company Protest, Motion to Dismiss, Motion to Intervene, and Answer (12/22/93)	P*
D-5.24	Duke Power Company Motion to Intervene (12/22/93)	P*

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EXHIBIT		TRANSMISSION
NUMBER	EXHIBIT	METHOD
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D-5.25	Department of Defense Late Filed Motion to Intervene and Protest (1/05/94)	P*
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D-5.26	New Mexico Public Utility Commission Statement in Support of Public Evidentiary Hearing (1/12/94)	P*
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D-5.27	El Paso Electric Company and Central and South West Services, Inc. Response to Protest, Motion to Dismiss, Motion to Intervene, and Answer of Southwestern Public Service Company (1/13/94)	P*
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D-5.28	Southwestern Public Service Company Leave to File and Reply to Applicants' Response (1/26/94)	P*
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D-5.29	Public Service Company of New Mexico Motion for Leave to Reply to El Paso Electric Company's and Central and South West Services, Inc.'s Response Opposing PNM's Motion to Intervene (1/27/94)	P*
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D-5.30	Texas Utilities Electric Company Leave to File a Reply to El Paso Electric Company's and Central and South West Services, Inc.'s Response (1/28/94)	P*
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D-5.31	El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Southwestern Public Service Company for Leave to File and Reply to Applicants' Response (2/03/94)	P*
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D-5.32	El Paso Electric Company and Central and South West Services, Inc. Answer to Motions of Public Service Company of New Mexico and Texas Utilities Electric Company to Reply to	P*
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Applicants' Response (2/10/94)

D-5.33 The New Mexico Attorney General Letter P*
 requesting that its Motion to Intervene be
 considered timely filed despite being one
 day late due to delivery problems (2/28/94)

D-5.34 Texas Utilities Electric Company Motion for P*
 Leave to File and Reply to Applicants' Answer
 to Texas Utilities Electric Company's Reply
 to Applicants' Responses to Motion to
 Intervene (3/04/94)

13 EXHIBIT NUMBER -----	EXHIBIT -----	TRANSMISSION METHOD -----
D-5.35	American Forest and Paper Association Motion to Intervene and Protest and Motion to Consolidate (3/04/94)	P*
D-5.36	El Paso Electric Company and Central and South West Services, Inc. Letter indicating no opposition to the New Mexico Attorney General's letter of February 28, 1994 requesting previously submitted Motion to Intervene to be timely filed despite being filed one day late due to delivery problem (3/07/94)	P*
D-5.37	El Paso Electric Company and Central and South West Services, Inc. Answer to Motion of Texas Utilities Electric Company for Leave to File and Reply to Applicants' Answer to Texas Utilities Electric Company's Reply to Applicants' Response to Motion to Intervene (3/21/94)	P*
D-6	Testimony of George R. Hall to the FERC (contained in exhibit D-3) (2)	---
D-7	Application to the NRC (2)	---
D-8	Notice of Succession of Ownership to the Department of Energy (to be filed by amendment)	---
D-9	Notification and Report Form to U.S. Department of Justice and Federal Trade	---

Commission (to be filed by amendment)

D-10	Exhibit E to the Disclosure Statement (Rate Path) (0)	---
D-11	Order of Bankruptcy Court dated August 27, 1993 (Disclosure Statement Approval Order) (0)	---
D-12	Order of Bankruptcy Court dated September 15, 1993 (0)	---
D-13	Order of Bankruptcy Court dated December 8, 1993 (Confirmation Order) (0)	---
D-14	Findings of Fact (0)	---
D-14.1	Amended Findings of Fact (1)	---

EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
E-1	Map showing service territories of CSW and EPE (to be filed by amendment)	---
E-2	Map showing interconnections of CSW and EPE (to be filed by amendment)	---
F-1	Preliminary Opinion of Counsel (to be filed by amendment)	---
F-2	Final or "past tense" opinion of Counsel (to be filed by amendment)	---
G-1	Proposed Notice of Proceeding (0)	---
H-1	CSW Annual Report on Form 10-K for the year ended December 31, 1992 (previously filed with the Commission and hereby incorporated by reference) (0)	---
H-2	EPE Annual Report on Form 10-K for the year ended December 31, 1992 (previously filed with the Commission and hereby incorporated by reference) (0)	---
H-3	CSW Annual Report to Shareholders for the year ended December 31, 1992 (previously filed with	---

the Commission and hereby incorporated by reference) (0)

H-4 EPE Annual Report to Shareholders for the year ended December 31, 1992 (previously filed with the Commission and hereby incorporated by reference) (0) ---

H-5 CSW Quarterly Report on Form 10-Q for the quarter ended March 31, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

H-6 CSW Quarterly Report on Form 10-Q for the quarter ended June 30, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

H-7 CSW Quarterly Report on Form 10-Q for the quarter ended September 30, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

15 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
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H-8 EPE Quarterly Report on Form 10-Q for the quarter ended March 31, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

H-9 EPE Quarterly Report on Form 10-Q for the quarter ended June 30, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

H-10 EPE Quarterly Report on Form 10-Q for the quarter ended September 30, 1993 (previously filed with the Commission and hereby incorporated by reference) (0) ---

J-1 Morgan Stanley opinion to the CSW Board of Directors dated April 30, 1993 (0) ---

J-2 Barr Devlin opinion to the EPE Board of Directors dated May 3, 1993 (0) ---

II. Financial Statements.

FS-1	Consolidated Balance Sheet of CSW as of December 31, 1992 (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
FS-2	Consolidated Statement of Income of CSW for the year ended December 31, 1992 (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
FS-3	Consolidated Statement of Cash Flows of CSW for the year ended December 31, 1992 (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
FS-4	Consolidated Statement of Retained Earnings of CSW for the year ended December 31, 1992 (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---

16 EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
FS-5	Notes to Consolidated Financial Statements of CSW for the year ended December 31, 1992 (incorporated by reference to CSW's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-1 hereto)) (0)	---
FS-6	Balance Sheet of EPE as of December 31, 1992 (incorporated by reference to EPE's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-2 hereto)) (0)	---
FS-7	Statements of Operations of EPE for the year ended December 31, 1992 (incorporated by reference to EPE's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-2 hereto)) (0)	---
FS-8	Statement of Cash Flows of EPE for the year ended December 31, 1992 (incorporated by	---

reference to EPE's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-2 hereto)) (0)

FS-9	Statement of Retained Earnings (Deficit) of EPE for the year ended December 31, 1992 (incorporated by reference to EPE's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-2 hereto)) (0)	---
FS-10	Notes to Financial Statements of EPE for the year ended December 31, 1992 (incorporated by reference to EPE's Annual Report on Form 10-K for the year ended December 31, 1992 (Exhibit H-2 hereto)) (0)	---
FS-11	Unaudited Actual and Pro Forma Combined Capitalization of CSW and EPE as of June 30, 1993 (0)	---
FS-12	Unaudited Pro Forma Combined Financial Statements as of and for the year ended June 30, 1993 (0)	---
FS-13	CSW Consolidated Balance Sheet as of September 30, 1993 (see page 4 of the Quarterly Report of CSW on Form 10-Q for the quarter ended September 30, 1993, incorporated by reference as Exhibit H-7 hereto) (0)	---

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EXHIBIT NUMBER - - - - -	EXHIBIT -----	TRANSMISSION METHOD -----
FS-14	CSW Consolidated Statement of Income and Surplus for the twelve months ended September 30, 1993 (see page 3 of the Quarterly Report of CSW on Form 10-Q for the quarter ended September 30, 1993, incorporated by reference as Exhibit H-7 hereto) (0)	---
FS-15	CSW Consolidated Statement of Income and Surplus for its last three fiscal years (see page 24 of the Annual Report of CSW to Shareholders for the quarter ended December 31, 1992, incorporated by reference as Exhibit H-3 hereto) (0)	---

FS-16	EPE Balance Sheet as of September 30, 1993 (see page 1 of the Quarterly Report of EPE on Form 10-Q for the Quarter ended September 30, 1993 filed herewith as Exhibit H-10 hereto) (0)	---
FS-17	EPE Statement of Income and Surplus for the twelve months ended September 30, 1993 (see page 3 of Quarterly Report of EPE on Form 10-Q for the quarter ended September 30, 1993, incorporated by reference as Exhibit H-10 hereto) (0)	---
FS-18	EPE Statement of Income and Surplus for its last three fiscal years (see page 58 of the Annual Report of EPE on Form 10-K for the year ended December 31, 1992, incorporated by reference as Exhibit H-2 hereto) (0)	---

There have been no material changes, not in the ordinary course of business, to the financial statements listed above since the date of such financial statements.