

SECURITIES AND EXCHANGE COMMISSION

FORM 35-CERT

Certificate of compliance with terms by public utility company under Rule 24

Filing Date: **1994-01-26**
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FILER

ARKANSAS POWER & LIGHT CO

CIK: **7323** | IRS No.: **710005900** | State of Incorpor.: **AR** | Fiscal Year End: **1231**
Type: **35-CERT** | Act: **35** | File No.: **070-07684** | Film No.: **94502762**
SIC: **4911** Electric services

Mailing Address
*P O BOX 551
LITTLE ROCK AR 72203*

Business Address
*PO BOX 551
40TH FLOOR
LITTLE ROCK AR 72203
5013774000*

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

:
:
In the Matter of :
:
ARKANSAS POWER & LIGHT COMPANY :
ENTERGY CORPORATION :
ENTERGY SERVICES, INC. :
SYSTEM FUELS, INC. : CERTIFICATE PURSUANT
ENTERGY POWER, INC. : TO RULE 24
: (Fifteenth Certificate)
:
:
File No. 70-7684 :
:
(Public Utility Holding Company :
Act of 1935) :
:

Pursuant to Rule 24 promulgated by the Securities and Exchange Commission ("Commission") under the Public Utility Holding Company Act of 1935 (but subject to the authorization in this proceeding permitting the filing of certificates of notification with respect to the transactions contemplated herein on a quarterly basis), this is to certify that the transactions referred to below, which were proposed in the joint Application-Declaration on Form U-1, as amended, in File No. 70-7684 ("Application-Declaration"), have been carried out for the quarter ended December 31, 1993 in accordance with the terms and conditions of, and for the purposes represented by, the Application-Declaration and pursuant to the orders of the Commission, dated August 27, 1990 and July 16, 1992, respectively.

During the quarter ended December 31, 1993, Entergy Power, Inc. effected various borrowings and repayments with Entergy Corporation in accordance with the Loan Agreement, dated August 28, 1990, as amended, as set forth in Exhibit A hereto and incorporated herein by reference.

IN WITNESS WHEREOF, the undersigned companies have duly caused this Certificate to be executed as of the 26th day of January, 1994.

Arkansas Power & Light Company
Entergy Services, Inc.

By: /s/ Glenn E. Harder
Glenn E. Harder
Vice President-Financial
Strategies and Treasurer

Entergy Corporation

By: /s/ Glenn E. Harder
Glenn E. Harder
Treasurer

System Fuels, Inc.

By: /s/ Glenn E. Harder
Glenn E. Harder
Treasurer and Assistant
Secretary

Entergy Power, Inc.

By: /s/ Michael G. Thompson
Michael G. Thompson
Senior Vice President, Chief
Legal Officer and Secretary

<TABLE>
<CAPTION>

Exhibit A

Entergy
Debt Transaction Summary

01-Oct-93 - 31-Dec-93

Settle Date	Txn	Txn #	Security Type	Rate	Transaction Price	Par	Principal	Interest
Portfolio: Entergy Power Inc.								
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
01-Oct-93	ISSU	7,780	RCL4	6.00	100.00	3,320,000.00	3,320,000.00	0.00
15-Oct-93	ISSU	7,781	RCL4	6.00	100.00	360,000.00	360,000.00	0.00
20-Oct-93	ISSU	7,824	RCL4	5.50	100.00	160,000.00	160,000.00	0.00
20-Oct-93	CALL	7,825	RCL4	5.50	0.00	-120,000.00	-120,000.00	0.00
25-Oct-93	CALL	7,826	RCL4	5.50	100.00	-830,000.00	-830,000.00	0.00
27-Oct-93	ISSU	7,827	RCL4	5.50	100.00	1,260,000.00	1,260,000.00	0.00
01-Nov-93	ISSU	7,920	RCL4	5.50	100.00	3,910,000.00	3,910,000.00	0.00
15-Nov-93	ISSU	7,921	RCL4	5.50	100.00	115,000.00	115,000.00	0.00
19-Nov-93	CALL	7,924	RCL4	5.50	100.00	-140,000.00	-140,000.00	0.00
22-Nov-93	ISSU	7,922	RCL4	5.50	100.00	160,000.00	160,000.00	0.00
22-Nov-93	CALL	7,926	RCL4	5.50	100.00	-100,000.00	-100,000.00	0.00
24-Nov-93	CALL	7,925	RCL4	5.50	100.00	-500,000.00	-500,000.00	0.00
29-Nov-93	ISSU	7,923	RCL4	5.50	100.00	5,480,000.00	5,480,000.00	0.00
01-Dec-93	ISSU	19,935	RCL4	5.50	100.00	2,050,000.00	2,050,000.00	0.00
09-Dec-93	ISSU	19,936	RCL4	5.50	100.00	140,000.00	140,000.00	0.00
15-Dec-93	ISSU	19,937	RCL4	5.50	100.00	350,000.00	350,000.00	0.00
16-Dec-93	ISSU	19,938	RCL4	5.50	100.00	230,000.00	230,000.00	0.00
21-Dec-93	CALL	19,939	RCL4	5.50	100.00	-1,900,000.00	-1,900,000.00	0.00
28-Dec-93	ISSU	19,941	RCL4	5.50	100.00	625,000.00	625,000.00	0.00
29-Dec-93	CALL	19,940	RCL4	5.50	100.00	-550,000.00	-550,000.00	0.00
30-Dec-93	ISSU	19,942	RCL4	5.50	100.00	2,370,000.00	2,370,000.00	0.00
31-Dec-93	INT	19,866	RCL4	5.50	0.00	0.00	0.00	-2,852,886.78
Total Portfolio Entergy Power Inc.						16,390,00.00	16,390,000.00	-2,852,886.78

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