

# SECURITIES AND EXCHANGE COMMISSION

## FORM U-1/A

Application or declaration under the act 1935 [amend]

Filing Date: **1994-03-16**  
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### FILER

#### SYSTEM FUELS INC

CIK: **96035** | State of Incorporation: **LA** | Fiscal Year End: **1231**  
Type: **U-1/A** | Act: **35** | File No.: **070-08331** | Film No.: **94516267**

Mailing Address  
*PO BOX 61000  
NEW ORLEANS LA 70161*

Business Address  
*NORO PLAZA  
666 POYDRAS  
NEW ORLEANS LA 70130  
0000000000*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM U-1

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AMENDMENT NO. 2

TO

APPLICATION-DECLARATION

UNDER THE

PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

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System Fuels, Inc. 639 Loyola Avenue New Orleans, Louisiana 70113	Entergy Corporation 225 Baronne Street New Orleans, Louisiana 70112
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(Names of companies filing this statement and  
addresses of principal executive offices)

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Entergy Corporation

(Name of top registered holding company  
parent of each applicant or declarant)

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Glenn E. Harder Treasurer Entergy Corporation 225 Baronne Street New Orleans, Louisiana 70112	Glenn E. Harder Treasurer System Fuels, Inc. 639 Loyola Avenue New Orleans, Louisiana 70113
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(Names and addresses of agents for service)

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The Commission is also requested to send copies of any communications in connection with this matter to:

Gary S. Hofman  
Entergy Services, Inc.  
639 Loyola Avenue  
New Orleans, Louisiana 70113

Thomas J. Igoe, Jr., Esq.  
Reid & Priest  
40 West 57th Street  
New York, New York 10019

Laurence M. Hamric, Esq.  
General Attorney -  
Corporate and Securities  
Entergy Services, Inc.  
225 Baronne Street  
New Orleans, Louisiana 70112

Item 1. Description of Proposed Transactions.

Section D. Use of Proceeds of Item 1 of the Application-Declaration, as previously amended, is hereby further amended to read as follows:

"SFI intends to use the proceeds of the borrowings proposed herein for the repayment from time to time of borrowings effected by SFI through the Money Pool (which borrowings aggregated \$25,330,000 as of December 31, 1993), for the repayment of other borrowings effected by SFI from time to time pursuant to authorization of the Commission, for financing the acquisition and ownership of fuel and related facilities to serve the needs of SFI's Parents (Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power & Light Company and New Orleans Public Service Inc.), for working capital purposes and for other corporate purposes in connection with

SFI's fuel supply business."

SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned companies have duly caused this amendment to be signed on their behalf by the undersigned thereunto duly authorized.

SYSTEM FUELS, INC.

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

ENTERGY CORPORATION

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

Dated: March 16, 1994