

Plaintiffs' Consolidated Brief in Support of Motion to Compel

Exhibit 7 (a)-(b)

Exhibit 7(a)

[Withheld: ENT00002808; ENT00002812]

**OPERATING AGREEMENT FOR
VERMONT YANKEE NUCLEAR POWER STATION**

This Operating Agreement is made, entered into and dated as of April 18, 2002 between Entergy Nuclear Operations, Inc. (Company) and Entergy Nuclear Vermont Yankee, LLC (Owner).

WHEREAS, both of the parties hereto are wholly owned indirect subsidiaries of Entergy Corporation; and

WHEREAS, Owner has entered into a contract to purchase the nuclear power plant located in the State of Vermont, known as the Vermont Yankee Nuclear Power Station (the Plant) which it will acquire from Vermont Yankee Nuclear Power Corporation (Seller); and

WHEREAS, a condition to the Closing of the acquisition of the Plant by Owner is the approval by the Nuclear Regulatory Commission (NRC) of the Joint Application of Seller, Owner and Company for Transfer of Facility Operating License DPR-28, issued by the NRC; and

WHEREAS, Owner desires to delegate to the Company certain operating responsibility for - but not ownership of the Plant; and

**OPERATING AGREEMENT FOR
PILGRIM NUCLEAR POWER STATION**

This Operating Agreement is made and entered into as of March 28, 2002 between Entergy Nuclear Operations, Inc. (Company) and Entergy Nuclear Generation Company (Owner).

WHEREAS, both of the parties hereto are wholly owned indirect subsidiaries of Entergy Corporation; and

WHEREAS, Owner is the sole owner of a nuclear power plant located in the Commonwealth of Massachusetts, known as the Pilgrim Nuclear Power Station (the Plant) and currently operates the Plant pursuant to Facility Operating License, No. DPR-35 for the Plant, issued by the Nuclear Regulatory Commission (NRC); and

WHEREAS, Owner desires to delegate to the Company certain operating responsibility for - but not ownership of the Plant; and

WHEREAS, Owner desires that such operating responsibility be consistent with Owner's obligations and responsibilities under all pertinent state and federal law; and

WHEREAS, Owner desires to contract with Company so as to enable Company to possess, use and operate the Plant as Owner's agent, and Company desires to undertake such responsibility, all subject to and in accordance with the terms and conditions set forth herein;

NOW THEREFORE, IN CONSIDERATION of the mutual obligations set forth herein, the parties hereto agree to the following:

**OPERATING AGREEMENT FOR
JAMES A. FITZPATRICK NUCLEAR POWER STATION**

This Operating Agreement is made and entered into as of October 16, 2000 between Entergy Nuclear Operations, Inc. (Company) and Entergy Nuclear FitzPatrick, LLC (Owner).

WHEREAS, both of the parties hereto are wholly owned indirect subsidiaries of Entergy Corporation; and

WHEREAS, Owner has entered into a contract to purchase a nuclear power plant located in the State of New York, known as the James A. FitzPatrick Power Station (the Plant) which it will acquire from the Power Authority of the State of New York (NYPA); and

WHEREAS, a condition to the Closing of the acquisition of the Plant by Owner is the approval by the Nuclear Regulatory Commission (NRC) of the Joint Application of NYPA, Owner and Company for Transfer of Facility Operating License, No. DPR-59 NRC Docket No. 50,333, for the Plant, issued by the NRC; and

WHEREAS, Owner desires to delegate to the Company certain operating responsibility for - but not ownership of the Plant; and

WHEREAS, Owner desires that such operating responsibility be consistent with Owner's obligations and responsibilities under all pertinent state and federal law; and

WHEREAS, Owner desires to contract with Company so as to enable Company to possess, use and operate the Plant as Owner's agent,