DOCKET
79-AFC-4
DATE Jul 28 2006
RECD. Jul 28 2006

STOEL RIVES LLP
ATTORNEYS AT LAW

770 L Street, Suite 800
Sacramento, California 95814
main 916.447.0700
fax 916.447.4781
www.stoel.com

July 28, 2006

Via Electronic Mail and Regular Mail

Christopher Meyers
Compliance Project Manager
California Energy Commission
1516 Ninth Street
Sacramento, CA 95814

Re: Petition to Amend Final Decision to Change Type of Owning Entity
Bottle Rock Power Plant 79-AFC-4

Dear Mr. Meyers

Please find attached with this letter, Bottle Rock Power, LLC's Petition to Amend Final Decision to Change Type of Owning Entity ("Petition") for the Bottle Rock Power Plant ("BRPP"). Bottle Rock Power, LLC ("BRP") has merged with Bottle Rock Power Company ("BRPC") and BRP is the surviving entity in name and in form. As noted in the Petition, nearly nothing else has changed. The merger did not change who the ultimate owners of BRPP are nor change any responsibilities.

As also noted in the Petition, BRP is about to file a petition to re-fire BRPP. This Petition is purposely being submitted separately, to allow it to be processed and treated appropriate to its administrative character.

If you have any questions regarding this Petition, please do not hesitate to call me.

Very truly yours,

John McKinsey.

cc: Ronald E. Suess, President, Bottle Rock Power, LLC

Oregon
Washington
California
Utah
Idaho

STATE OF CALIFORNIA
ENERGY RESOURCES CONSERVATION
AND DEVELOPMENT COMMISSION

In the Matter of:	)	**Docket No. 79-AFC-4C**
	)	
	)	
BOTTLE ROCK GEOTHERMAL POWER PLANT	)	**PETITION TO AMEND TO CHANGE TYPE OF OWNING ENTITY**
	)	
BOTTLE ROCK POWER CORPORATION	)	
	)	
	)	

This Petition seeks to Amend the Final Decision issued by the California Energy Commission ("CEC") for the Bottle Rock Power Plant ("BRPP"), 79-AFC-4 to recognize a new merged entity as the Project Owner of BRPP.

I. Summary and Analysis of Proposed Change

Effective April 28, 2006, Bottle Rock Power Corporation ("BRP") merged with Bottle Rock Power, LLC ("BRP") a Delaware LLC, such that BRP was the surviving entity. BRP has the same ownership interest and structure as had BRPC, hence there will be no difference in the actual operations or responsibilities at BRPP. Thus this change, while technically an ownership change, does not seek approval of any new ownership interests in BRPP, rather it requests recognition of a new entity name and type that has replaced the old owning entity. Attached with this Petition is a copy of the Certificates of Merger.

Ronald E. Suess, who was President of BRPC and directed day-to-day operations at BRPP, remains as President of BRP. BRP is preparing another Petition to Amend the Final Decision to allow re-firing of the plant ("Re-firing Petition"). The Re-firing Petition will be submitted at or near the same time as this Petition. Because this Petition should require a distinctly different process and review than the Re-firing Petition, this Petition to change the type of owning entity is being submitted separately from the Re-firing Petition.

II. Information Required Pursuant to Section 1769(A)(1) of Title 20 of the California Code of Regulations

A. Complete description of the proposed modifications (including new language for any conditions that will be affected) - Section 1769(a)(1)(A)

The proposed modification is to change the owning entity from a California Corporation to a Delaware LLC titled "Bottle Rock Power, LLC." No changes to any conditions of certification are required to implement this change. Currently, most conditions use the term "DWR" to designate the project owner. It is already understood that BRPC assumed the role of project owner. While it is possible to change the conditions of certification to read: "project owner" such would be an unnecessary burden on this mostly administrative change.

B. Necessity for the proposed modification - Section 1769(a)(1)(B)

This change is necessary because BRPC has merged with BRP. The change was necessary was to better facilitate investment, a key step toward maintaining and developing electric generating capacity in California.

C. If the modification is based upon information that was known by the petitioner during the certification proceeding, an explanation why the issue was not raised at that time - Section 1769(a)(1)(C)

This change is not sought based on information that was known to the petitioner at the time of the certification proceeding.

D. If the modification is based on new information that changes or undermines the assumptions, rationale, findings, or other bases of the final decision, an explanation of why the change should be permitted - Section 1769(a)(1)(D)

The entity change is in part founded upon the advent of the LLC, a type of entity that did not exist at the time BRPP was permitted. No new information, however, undermines any assumptions, rationales, findings, or other bases of the Final Decision.

E. An analysis of the impacts the modification may have on the environment and proposed measures to mitigate any significant adverse impacts - Section 1769(a)(1)(E)

Changing the type of entity owning BRPP should have no effect on the environment. For that reason, no measures are required to mitigate potential environmental effects.

F. Impacts of the modification on the facility's ability to comply with applicable laws, ordinances, regulations, and standards - Section 1769(a)(1)(F)

There will be no impact of the ability of the facility to comply with any laws, ordinances, regulations or standards. DRP is a properly created and registered entity. The change in entity type did not cause change in owners of or employees at the facility.

G. How the changes will affect the public - Section 1769(a)(1)(G)

There will be no effect on the public resulting from a change in the type of entity from a California Corporation to a Delaware LLC.

H. Property owners potentially affected by the changes - Section 1769(a)(1)(H)

No property owners should be affected by this change of entity type. The name of the project, its address, representatives, and status are not affected by this change.

I. Potential effect on nearby property owners, the public, and the parties in the application proceedings - Section 1769(a)(1)(J)

There should be no potential for an effect on parties to the original application proceeding. The original application proceeding was more than 20 years ago and this type of change is not expected to affect any parties.

III. Conclusion

Because changing the type of owning entity of BRPP is a minor, administrative change, and because all information required by 20 CCR 1769 is provided, BRP respectfully requests the CEC to approve this Petition.

Dated: July 28, 2006

STOEL RIVES, LLP

By: _____
John A. McKinsey
Attorneys for Bottle Rock Power, LLC

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:00 PM 04/28/2006
FILED 08:00 PM 04/28/2006
SRV 060400047 - 4129539 FILE

CERTIFICATE OF MERGER
OF
BOTTLE ROCK POWER CORPORATION, A CALIFORNIA CORPORATION

WITH AND INTO

BOTTLE ROCK POWER, LLC, A DELAWARE LIMITED LIABILITY COMPANY

PURSUANT TO SECTION 18-209 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

The undersigned authorized person does hereby certify for and on behalf of Bottle Rock Power, LLC, a Delaware limited liability company that:

FIRST: The names and jurisdictions of formation or organization of the constituent entities in the merger are as follows (the "Constituent Companies"):

Name	Jurisdiction
Bottle Rock Power, LLC	Delaware
Bottle Rock Power Corporation	California

SECOND: An Agreement and Plan of Merger (the "Agreement of Merger"), dated as of April 27, 2006, by and among Bottle Rock Power, LLC, a Delaware limited liability company, and Bottle Rock Power Corporation, a California corporation, providing for the merger of Bottle Rock Power Corporation with and into Bottle Rock Power, LLC (the "Merger"), has been approved and executed by each of the Constituent Companies in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the surviving entity is "Bottle Rock Power, LLC" (the "Surviving Entity").

FOURTH: The executed Agreement of Merger is on file at the principal place of business of the Surviving Entity. The address of said place of business is 7385 High Valley Road, Cobb, California 95425.

FIFTH: The certificate of formation of Bottle Rock Power, LLC as in effect immediately prior to the Merger shall be the certificate of formation of the Surviving Entity.

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Entity, on request and without cost, to any member or shareholder of the Constituent Companies, or any person holding an interest in either of the Constituent Companies.

Dated: April 28, 2006

By: _____
Louie Hopkins, Authorized Person

LA_10931415_2(3).DOC

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BOTTLE ROCK POWER CORPORATION", A CALIFORNIA CORPORATION,

WITH AND INTO "BOTTLE ROCK POWER, LLC" UNDER THE NAME OF "BOTTLE ROCK POWER, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2006, AT 8 O'CLOCK P.M.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4129539 8100M

060400047

AUTHENTICATION: 4707589

DATE: 05-01-06

D0814996

State of California
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

MAY - 1 2006

CERTIFICATE OF MERGER

(Corporations Code sections 1113(g), 6019.1, 8019.1, 9640, 12540.1, 15878.4, 16915(b) and 17552)

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY	2. TYPE OF ENTITY	3. CA SECRETARY OF STATE FILE NUMBER	4. JURISDICTION
Bottle Rock Power, LLC	limited liability company	200608810241	Delaware
5. NAME OF DISAPPEARING ENTITY	**6. TYPE OF ENTITY**	**7. CA SECRETARY OF STATE FILE NUMBER**	**8. JURISDICTION**
Bottle Rock Power Corporation	corporation	2077253	California

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.

SURVIVING ENTITY			DISAPPEARING ENTITY		
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED
Membership Interest (1 member)		51%	Common Stock (10,000 shares)		51%

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

☑ No vote of the shareholders of the parent party was required. ☐ The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY — CITY AND STATE — ZIP CODE

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

See Exhibit A attached

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

Section 18-209 of the Delaware Limited Liability Company Act

15. FUTURE EFFECTIVE DATE, IF ANY

____ - ____ - ____
(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY — DATE	Thomas King, CFO & Secretary of member & manager TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY — DATE	TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
Ronald E. Suess 28 Apr 2006 SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY — DATE	Ronald E. Suess, President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY — DATE	Thomas King, Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____

Exhibit A to
Certificate of Merger

FIRST: The names and jurisdictions of formation or organization of the constituent entities in the merger are as follows (the "Constituent Companies"):

Name	Jurisdiction
Bottle Rock Power, LLC	Delaware
Bottle Rock Power Corporation	California

SECOND: An Agreement and Plan of Merger (the "Agreement of Merger"), dated as of April 27, 2006, by and among Bottle Rock Power, LLC, a Delaware limited liability company, and Bottle Rock Power Corporation, a California corporation, providing for the merger of Bottle Rock Power Corporation with and into Bottle Rock Power, LLC (the "Merger"), has been approved and executed by each of the Constituent Companies in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the surviving entity is "Bottle Rock Power, LLC" (the "Surviving Entity").

FOURTH: The executed Agreement of Merger is on file at the principal place of business of the Surviving Entity. The address of said place of business is 7385 High Valley Road, Cobb, California 95425.

FIFTH: The certificate of formation of Bottle Rock Power, LLC as in effect immediately prior to the Merger shall be the certificate of formation of the Surviving Entity.

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Entity, on request and without cost, to any member or shareholder of the Constituent Companies, or any person holding an interest in either of the Constituent Companies.

10934580_1.DOC

State of California
Secretary of State

CERTIFICATE OF GOOD STANDING
FOREIGN LIMITED LIABILITY COMPANY

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **27 day of March, 2006, BOTTLE ROCK POWER, LLC,** complied with the requirements of California law in effect on that date for the purpose of registering to transact intrastate business in the State of California; and further purports to be a limited liability company organized and existing under the laws of **Delaware** as **BOTTLE ROCK POWER, LLC,** and;

That the above limited liability company is entitled to transact intrastate business in the State of California as of the date of this certificate subject, however, to any licensing requirements otherwise imposed by the laws of this state; and

That no information is available in this office on the financial condition, business activity or practices of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 15, 2006.

BRUCE McPHERSON
Secretary of State

ms

NP-25 (REV 03/31/05)

OSP 05 92450

STATE OF CALIFORNIA
ENERGY RESOURCES CONSERVATION
AND DEVELOPMENT COMMISSION

In the Matter of:	)	**Docket No. 79-AFC-4C**
	)	
	)	
BOTTLE ROCK GEOTHERMAL POWER PLANT	)	**PROOF OF SERVICE**
	)	
	)	
BOTTLE ROCK POWER CORPORATION	)	
	)	
	)	

DOCKET UNIT - Via Email
California Energy Commission
Docket Unit, MS-4
*Attn: Docket No. 00-AFC-014
1516 Ninth Street
Sacramento, CA 95814-5512

Mr. Chris Meyers - Via First Class Mail
Compliance Project Manager
California Energy Commission
1516 Ninth Street
Sacramento, CA 95814

I declare that I transmitted the foregoing document regarding PETITION TO AMEND TO CHANGE TYPE OF OWNING ENTITY by mail, or as indicated by first class postal mail, to the above named on the date indicated thereby. I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 28, 2006

Elizabeth L York Hecox

Elizabeth York Hecox
Legal Assistant to
John A. McKinsey
Stoel Rives, LLP
770 L Street, Suite 800
Sacramento, CA 95814
www.stoel.com
(916) 319-4662 Direct
eyhecox@stoel.com