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LONDON
A MULTINATIONAL
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February 9, 2006

BY HAND

Hon. Magalie R. Salas, Secretary
Federal Energy Regulatory Commission
888 First Street NE
Washington, D.C. 20426

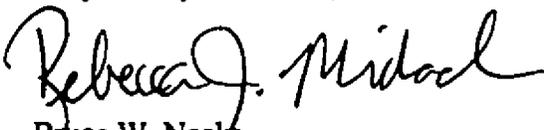
FILED
OFFICE OF THE
SECRETARY
2006 FEB - 9 P 3:18
2006 Feb 9
FEDERAL ENERGY
REGULATORY COMMISSION

Re: Broadwater Energy LLC, Docket No. CP06-54-000; Broadwater Pipeline LLC,
Docket Nos. CP06-55-000 and CP06-56-000

Dear Ms. Salas:

On January 30, 2006, Broadwater Energy LLC submitted for filing an Application for Authority to Site, Construct and Operate LNG Import Terminal Facilities. On that same day, Broadwater Pipeline LLC submitted for filing an Application for Certificates of Public Convenience and Necessity. By this filing, Broadwater Energy and Broadwater Pipeline hereby submit their respective state authorizations from the State of New York Department of State.

Please feel free to contact me if you have any questions regarding this submission.

Respectfully submitted,

Bruce W. Neely
Rebecca J. Michael
Attorney for Broadwater Energy LLC and
Broadwater Pipeline LLC

Enclosure
cc: Mr. James Martin

Broadwater Pipeline LLC
Docket No. _____
Exhibit B

STATE AUTHORIZATION

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **February 02, 2006**



Special Deputy Secretary of State

DO5-1266 (9/05)

F 060202000 827

CT-07

APPLICATION FOR AUTHORITY

OF

BROADWATER PIPELINE LLC

Under Section 802 of the Limited Liability Company Law

FIRST: The name of the limited liability company is: _____

BROADWATER PIPELINE LLC

If the name does not contain a required word or abbreviation pursuant to Section 204 of the Limited Liability Company Law, the following word or abbreviation is added to the name for use in this state:

N/A

If the name of the limited liability company is unavailable, the fictitious name under which it will do business in New York is:

N/A

SECOND: The jurisdiction of organization of the limited liability company is: Delaware

The date of its organization is: January 27, 2006

THIRD: The county within this state in which the office, or if more than one office, the principal office of the limited liability company is to be located is: New York

FOURTH: The secretary of state is designated as agent of the limited liability company upon whom process against it may be served. The post office address within this state to which the secretary of state shall mail a copy of any process against him or her is: c/o CT Corporation System, 111 Eighth Avenue, New York, New York 10011.

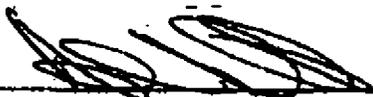
FIFTH: The name and street address within this state of the registered agent of the limited liability company upon whom and at which process against the limited liability company can be served is: CT Corporation System, 111 Eighth Avenue, New York, New York 10011.

SIXTH: The address of the office required to be maintained in the jurisdiction of formation by the laws of that jurisdiction or, if not so required, the address of the principal office of the limited liability company is: The Corporation Trust Company, Corporation Trust Center
1209 Orange Street, Wilmington, Delaware 19801

SEVENTH: The limited liability company is in existence in its jurisdiction of formation at the time of the filing of this application.

/

EIGHTH: The name and Address of the authorized officer in the jurisdiction of its formation where the Certificate of Formation of the Company was filed with is: the Office of the Delaware Secretary of State, the Delaware Division of Corporations, at The John G. Townsend Building, Federal & Duke of York Street, Dover, DE 19901



Hank W. Petranik, Authorized Person

F 060202000 827

CT-07

FILED
2006 FEB -2 PM 1:49

APPLICATION FOR AUTHORITY
OF
BROADWATER PIPELINE LLC

Under Section 802 of the Limited Liability Company Law

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED FEB 02 2006
TAXS
BY: Wht

Filed by:

TransCanada Pipelines Ltd.
P.O. Box 1000
Station M
Calgary AB T2P 4K5
Canada

Cust Ref# 6558744/

2006 FEB -2 PM 12:03

RECEIVED

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State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

February 02, 2006



[Handwritten Signature]
Special Deputy Secretary of State

DOS-1266 (9/05)

2

CT-07

FC60202000804

APPLICATION FOR AUTHORITY

OF

BROADWATER ENERGY LLC

Under Section 802 of the Limited Liability Company Law

FIRST: The name of the limited liability company is: _____

BROADWATER ENERGY LLC

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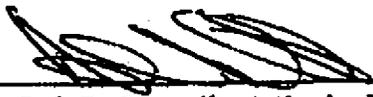
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Hank W. Petruik, Authorized Person

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CT-07

APPLICATION FOR AUTHORITY

OF

BROADWATER ENERGY LLC

Under Section 802 of the Limited Liability Company Law

2006 FEB -2 PM 1:33

FILED

Filed by:

TransCanada Pipelines Ltd.
P.O. Box 1000
Station M
Calgary AB T2P 4K5
Canada

Cust Ref# 6558744

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED FEB 02 2006
BY: SS

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