

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
DIVISION OF PUBLIC UTILITIES AND CARRIERS
89 JEFFERSON BOULEVARD
WARWICK, RHODE ISLAND 02888**

IN RE: Joint Petition for Purchase and Sale of :
Assets By The Narragansett Electric : Docket No. D-06-13
Company and the Southern Union :
Company :

ORDER

Decision In Response To The Attorney General's June 23,
2006 "*Motion To Compel More Responsive Answers To His
Fourth Set Of Data Requests*"; and The Attorney General's
June 23, 2006 "*Second Motion To Compel Document
Production And Request For Preliminary Examination*".

Whereas: The Division takes administrative notice of the following
decisions, which were previously issued in this docket:

1. Order No. 18591 – issued on May 4, 2006
2. Order No. 18620 – issued on May 26, 2006
3. Order No. 18626 – issued on June 1, 2006
4. Order No. 18641 – issued on June 16, 2006

Findings

1. Attorney General's June 23, 2006 "*Motion To Compel More
Responsive Answers To His Fourth Set Of Data Requests*"

After reviewing and considering the arguments from the parties on
this motion, as reflected in the relevant pleadings, the Division makes the
following findings:

a. Data Requests 4-1 and 4-2

The Division finds these data requests to be outside the scope and relevance of the instant proceeding and not reasonably calculated to lead to the discovery of admissible evidence. Accordingly, the requests are quashed and the motion to compel more responsive answers is denied.

b. Data Requests 4-4 and 4-5

The Division finds these data requests to be outside the scope and relevance of the instant proceeding and not reasonably calculated to lead to the discovery of admissible evidence. Accordingly, the requests are quashed and the motion to compel more responsive answers is denied.

2. The Attorney General's June 23, 2006 "Second Motion To Compel Document Production And Request For Preliminary Examination".

After reviewing and considering the arguments from the parties on this motion, as reflected in the relevant pleadings, the Division makes the following findings:

First, the Division finds that Southern Union did not previously waive its attorney-client privilege with respect to the "power point presentation" and/or "legal memorandum" in issue. The Division finds that Attorney General Data Requests 1-7 and 1-15 are substantively distinguishable.

As it relates to the Attorney General's demand for a "preliminary examination" or "in camera review", the Division finds no need to go through such an exercise. The Division is satisfied that the communications in issue, which took place between Southern Union's

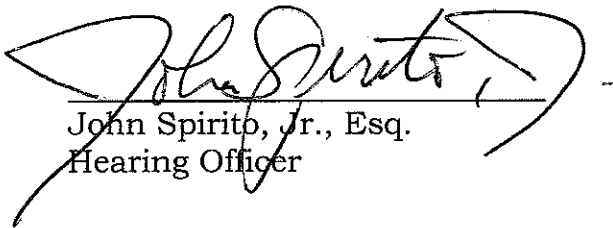
regulatory counsel and its in-house counsel, are entitled to full protection under the attorney-client privilege.

Now, therefore, it is


(18657) ORDERED:

1. That the Attorney General's June 23, 2006 "*Motion To Compel More Responsive Answers To His Fourth Set Of Data Requests*" is hereby denied.
2. That the Attorney General's June 23, 2006 "*Second Motion To Compel Document Production And Request For Preliminary Examination*" is hereby denied.

Dated and Effective at Warwick, Rhode Island on June 27, 2006.


John Spirito, Jr., Esq.
Hearing Officer

APPROVED:


Thomas F. Ahern
Administrator