

Form of Adherence Letter



BNP PARIBAS

BNP Paribas Energy Trading GP
1100 Louisiana, Suite 4900
Houston, TX 77002

November 22, 2010

Send to ERCOTprotocol@isda.org

Dear Sirs,

2010 ISDA ERCOT Protocol - Adherence

The purpose of this letter is to confirm our adherence to the ISDA ERCOT Protocol as published by the International Swaps and Derivatives Association, Inc. on November 19, 2010 (the “**Protocol**”). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which will supplement and form part of any Covered Transaction, Covered ISDA Master Agreement or Covered EEI Master Agreement, as applicable, entered into prior to, on or after the relevant Implementation Date between us and each other Adhering Party.

1. Specified Terms

Each of the following Annexes will be applicable if specified below as applicable¹:

		Applicable	Not Applicable
Annex 1	No Market Disruption Event; Modification to Commodity Reference Price/Floating Price; Corrections to Published Prices	X	
Annex 2	Additional Provisions regarding ERCOT Charges to be Incorporated into Covered ISDA Master Agreements	X	
Annex 3	Additional Provisions regarding ERCOT Charges to be Incorporated into Covered EEI Master Agreements	X	

¹ Please specify which of the Annexes 1 to 3 are applicable by checking the relevant box. If an Adhering Party fails to check a box relating to an Annex, it will be deemed to have elected that such Annex (or the relevant part thereof, as the case may be) is *not* applicable.

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

3. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Legal Department

Address: 1100 Louisiana, Suite 4900; Houston, TX 77002

Telephone: 713-393-6800

Fax: 713-393-6992

E-mail: CMTLegal@us.fortis.com or FMTMidConfirmation@us.fortis.com

We consent to the publication of a conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

BNP Paribas Energy Trading GP

By:

Name: Lloyd Jackson

Title: Managing Director

Signature: Lloyd Jackson

By:

Name: Nicolas Blanchy

Title: Chief Executive Officer

Signature: Nicolas Blanchy