Notification to Construct

December 9, 2010

Mr. Paul Hassink
American Electric Power
212 E. 6th St.
Tulsa, OK 74119


Dear Mr. Hassink,

Pursuant to Section 3.3 of the Southwest Power Pool, Inc. (“SPP”) Membership Agreement and Attachment O, Section VI, of the SPP Open Access Transmission Tariff (“OATT”), SPP provides this Notification to Construct (“NTC”) directing American Electric Power, as the Designated Transmission Owner, to construct the Network Upgrades.

On December 9, 2010, the Southwest Power Pool (“SPP”) concluded that the project(s) is required on the American Electric Power system to fulfill Transmission Service Requests as detailed in Aggregate Facility Study SPP-2009-AGP1-AFS-5.

**New Network Upgrades**

**Project ID:** 1023  
**Project Name:** SOUTHWEST SHREVEPORT - SPRINGRIDGE PAN-HARR REC 138KV CKT 1  
**RTO Determined Need Date for Project:** 6/1/2012  
**Estimated In Service Date:** 6/1/2013  
**Estimated Cost for Project:** $7,200,000

<table>
<thead>
<tr>
<th>Network Upgrade ID</th>
<th>11347</th>
</tr>
</thead>
<tbody>
<tr>
<td>Network Upgrade Description</td>
<td>Rebuild 7.11 miles of 397.5 ACSR with 1272 ACSR</td>
</tr>
<tr>
<td>Categorization</td>
<td>Service Upgrade</td>
</tr>
<tr>
<td>Network Upgrade Specifications</td>
<td>All elements and conductor must have at least an emergency rating of 287 MVA, but are not limited to that amount.</td>
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<tr>
<td>Network Upgrade Justifications</td>
<td>SPP-2009-AGP1-AFS-5</td>
</tr>
<tr>
<td>Source of Funding for Network Upgrade</td>
<td>100% Base Plan</td>
</tr>
<tr>
<td>Estimated Cost Source</td>
<td>AEPW</td>
</tr>
<tr>
<td>Date of Estimated Cost</td>
<td>7/30/2008</td>
</tr>
</tbody>
</table>
Project ID: 1024
Project Name: TEXAS EASTMAN - WHITNEY 138KV CKT 1 Accelerated
RTO Determined Need Date for Project: 6/1/2012
Estimated In Service Date: 6/1/2013
Estimated Cost for Project: $2,800,000

Network Upgrade ID: 11348
Network Upgrade Description: Rebuild 2.49 miles with 1590 ACSR. Replace wavetrap and jumpers at Whitney. Replace metering CT at Texas Eastman
Categorization: Service Upgrade
Network Upgrade Specifications: All elements and conductor must have at least an emergency rating of 380 MVA, but are not limited to that amount.
Network Upgrade Justifications: SPP-2009-AGP1-AFS-5
Source of Funding for Network Upgrade: 100% Base Plan
Estimated Cost Source: AEPW
Date of Estimated Cost: 7/30/2008

Commitment to Construct
Please provide to SPP a written commitment to construct the Network Upgrade(s) within 90 days of the date of this NTC, pursuant to Attachment O, Section VI.6 of the SPP Open Access Transmission Tariff, in addition to providing a construction schedule for the Network Upgrade(s). Failure to provide a written commitment to construct as required by Attachment O could result in the Network Upgrade(s) being assigned to another entity.

Mitigation Plan
The Estimated In-Service Date represents the timing required for the Network Upgrade(s) to address the identified need. Your prompt attention is required to formulation and approval of any necessary mitigation plans for the Network Upgrade(s) if the Estimated In-Service Date is not feasible. Additionally, if it is anticipated that the completion of any Network Upgrade will be delayed past the Estimated In-Service Date, SPP requires a mitigation plan be filed within 60 days of determination of expected delays.

Notification of Commercial Operation
Please submit a notification of commercial operation for each listed Network Upgrade to SPP as soon as the Network Upgrade is complete and in-service. Please provide SPP with the actual costs of these Network Upgrades as soon as possible after completion of construction. This will facilitate the timely billing by SPP based on actual costs.

Notification of Progress
On an ongoing basis, please keep SPP advised of any ability on American Electric Power’s part to complete the approved Network Upgrade(s). For project tracking, SPP requires American Electric Power to submit updates on the status of the Network Upgrade(s) on a quarterly basis in conjunction with the SPP Board of Directors meetings. However consistent with Section 20.1 and 32.10 of the SPP OATT, American Electric Power shall also advise SPP of any inability to
comply with the project(s) Schedule as the inability becomes apparent. All terms and conditions of the SPP OATT and the membership Agreement shall apply to this project(s) and nothing in this letter shall carry such terms and conditions.

Don't hesitate to contact me if you have questions or comments about these requests. Thank you for the important role that you play in maintaining the reliability of our electric grid.

Sincerely,

Bruce Rew
Vice President, Engineering
Phone (501) 614-3214 • Fax: (501) 821-3198 • BRew@spp.org

cc: Carl Monroe, Les Dillahunty, Katherine Prewitt, Bob Bradish, Paul Johnson, Raja Sundararajan, Matt Vermillion, Richard Ross, Matt McGee