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January 20, 2010

VIA ELECTRONIC FILING

The Honorable Mark J. Langer
Clerk of the Court
United States Court of Appeals
for the District of Columbia Circuit
E. Barrett Prettyman U.S. Courthouse
Room 5423
333 Constitution Ave., NW
Washington, D.C. 20001

Re: *Brookfield Energy Marketing Inc. v. Federal Energy
Regulatory Commission, Case No. 09-1320, Motion of ISO New
England Inc. for Leave to Intervene*

Dear Mr. Langer:

In accordance with Rules 15 and 27 of the Federal Rules of Appellate Procedure and the Rules of this Court, ISO New England Inc. submits for filing the enclosed Motion of ISO New England Inc. for Leave to Intervene. If there are any questions concerning this filing, please call me at (202) 661-2212.

Respectfully submitted,

/s/ Daniel R. Simon
Daniel R. Simon, Esq.
Counsel for ISO New England Inc.

**IN THE
UNITED STATES COURT OF APPEALS
FOR THE DISTRICT OF COLUMBIA CIRCUIT**

Brookfield Energy Marketing Inc.,)	
Petitioner,)	
)	
v.)	Case No. 09-1320
)	
Federal Energy Regulatory Commission,)	
Respondent.)	

MOTION OF ISO NEW ENGLAND INC. FOR LEAVE TO INTERVENE

Pursuant to Rule 15(d) of the Federal Rules of Appellate Procedure and D.C. Circuit Court Rule 15(b), ISO New England Inc. (“ISO-NE”) hereby moves for leave to intervene in the above-captioned matter. ISO-NE would likely support the position of the respondent Federal Energy Regulatory Commission (“FERC”).

ISO-NE is the private, non-profit entity that serves as the regional transmission organization (“RTO”) for New England. ISO-NE operates the New England bulk power system and administers New England’s organized wholesale electricity markets pursuant to the ISO-NE New England Inc. Transmission, Markets and Services Tariff, and the Transmission Operating Agreement with the New England Participating Transmission Owners. In its capacity as an RTO, ISO-NE has the responsibility to protect the short-term reliability of the New England Control Area and to operate the system according to reliability standards

established by the Northeast Power Coordinating Council (“NPCC”) and the North American Electric Reliability Corporation (“NERC”).

ISO-NE has a direct and substantial interest in this proceeding. The petition for review challenges the following two orders by respondent FERC: (1) *Blumenthal v. ISO New England Inc., et al.*, Order Establishing Hearing Procedures and Consolidating Proceedings, Docket No. EL09-47-000 and *Connecticut Dep’t of Pub. Util. Control, et al. v. ISO New England Inc., et al.*, Docket No. EL09-48-000, 128 FERC ¶ 61,182 (August 24, 2009); and (2) *Blumenthal v. ISO New England Inc., et al.*, Order Granting in Part and Denying in Part Requests for Rehearing and Clarification, Docket No. EL09-47-001 and *Connecticut Dep’t of Pub. Util. Control, et al. v. ISO New England Inc., et al.*, Docket No. EL09-48-001, 129 FERC ¶ 61,057 (October 23, 2009). Through these orders, FERC set for a trial-type hearing issues regarding the practice of certain participants in the markets administered by ISO-NE of submitting high-priced offers of energy associated with resources located in Northern New York that also participated in ISO-NE’s Installed Capacity market. ISO-NE is a named respondent in the complaints that are subject to these orders, and ISO-NE is a party in the underlying proceedings at FERC.

Any decision concerning this matter could have a substantial impact on ISO-NE’s responsibilities as administrator of the markets and bulk power system for

New England as well as its responsibility to protect the short-term reliability of the New England Control Area. Therefore, the interests of ISO-NE in this proceeding cannot be adequately represented by any other party. Furthermore, intervention by ISO-NE will not prejudice any party, nor will it delay this proceeding.

For the foregoing reasons, ISO-NE respectfully requests that the Court grant its motion for leave to intervene in this proceeding.

Respectfully submitted,

/s/ by consent

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/s/ by consent

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COUNSEL FOR ISO NEW ENGLAND
INC.

Dated: January 20, 2010

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FOR THE DISTRICT OF COLUMBIA CIRCUIT**

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ORDER

Based on the Motion to Intervene filed in this proceeding by ISO New England Inc., any opposition thereto, and the record herein, it is this ____ day of _____, 2010.

ORDERED,

that the Motion to Intervene of ISO New England Inc. is granted.

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)	
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Respondent.)	
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DISCLOSURE STATEMENT OF ISO NEW ENGLAND INC.

Pursuant to Circuit Rule 26.1, counsel for ISO New England Inc. hereby certifies that: ISO New England Inc. is a private, not-for-profit corporation organized under the laws of the State of Delaware that is responsible for operation of New England's bulk power system. The New England region controlled by ISO New England Inc. encompasses Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont. ISO New England Inc. has no corporate parents and no publicly held company owns a 10% or more interest in ISO New England Inc.

Respectfully submitted,

/s/ by consent

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COUNSEL FOR ISO NEW ENGLAND
INC.

Dated: January 20, 2010

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Motion for Leave to Intervene and Corporate Disclosure Statement of ISO New England Inc. are being served electronically to all current parties to this proceeding, either through the CM/ECF system maintained by the U.S. Court of Appeals for the District of Columbia Circuit, or by U.S. Mail, as designated on the CM/ECF Service Preference Report for this proceeding.

Dated in Washington, D.C. this 20th day of January, 2010.

/s/ Daniel R. Simon
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