

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

ALLIANT ENERGY CORP  
Form 35-CERT  
May 27, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

\*\*\*\*\*

In the Matter of  
Alliant Energy Corporation, et al.

CERTIFICATE  
PURSUANT TO  
RULE 24

File No. 70-10249

(Public Utility Holding Company Act of 1935)

\*\*\*\*\*

This Certificate of Notification (the "Certificate") is filed by Alliant Energy Corporation ("Alliant Energy"), a registered holding company under the Public Utility Holding Company Act of 1935, as amended (the "Act"), and its wholly-owned subsidiary, Alliant Energy Resources, Inc. ("Resources"), in connection with the transactions proposed in the Form U-1 Application-Declaration (the "Application-Declaration"), as amended, of Alliant Energy and Resources (collectively, the "Applicants") in File No. 70-10249. These transactions were authorized by order of the Securities and Exchange Commission (the "Commission") dated December 28, 2004 (the "Order").

This Certificate is for the period covering January 1, 2005 - March 31, 2005 (hereinafter referred to as the "period").

The Applicants hereby certify the matters set forth below pursuant to Rule 24 of the rules under the Act:

1. The sales of any common stock or preferred securities by Alliant Energy and the purchase price per share and the market price per share at the date of the agreement of sale.

ANSWER:

See attached Exhibit A

2. The total number of shares of Alliant Energy common stock issued or issuable under options granted during the quarter under employment benefit plans and dividend reinvestment plans including any employee benefit plans or dividend reinvestment plans later adopted.

ANSWER:

See attached Exhibit B

3. If Common Stock has been transferred to a seller of securities of a company being acquired, the number of shares so issued, the value per share and whether the shares are restricted to the acquirer.

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ANSWER:

None

4. The amount and terms of any Preferred Stock, Preferred Securities, and Long-term Debt issued by Alliant Energy or IP&L, directly or indirectly through a Financing Subsidiary, during the quarter, and the amount and terms of any Long-term Debt issued by WRP during the quarter.

ANSWER:

None

5. The maximum amount of Short-term Debt of Alliant Energy, IP&L and WRP outstanding during the quarter and the effective cost or range of effective costs for such Short-term Debt during the quarter.

ANSWER:

The maximum amount of Short-term Debt of Alliant Energy outstanding during the quarter was \$0.

The maximum amount of Short-term Debt of IP&L outstanding during the quarter was \$39 million. The range of effective costs during the quarter was 2.27 to 2.92%.

The maximum amount of Short-term Debt of WRP outstanding during the quarter was \$300,000. The effective cost during the quarter was 3.09%.

6. The amount of any Alliant Energy Guarantee or Non-Utility Subsidiary Guarantee issued during the quarter, and the company on whose behalf such guarantee was issued.

ANSWER:

See attached Exhibit C

7. The notional amount and principal terms of any Interest Rate Hedges or Anticipatory Hedges entered into during the quarter and the identity of the parties to such instruments.

ANSWER:

None

8. The amount and terms of any intercompany loan made to a less than wholly-owned Non-Utility Subsidiary at interest rates and maturities designed to provide a return to the lending company of not less than its effective cost of capital.

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ANSWER:

None

9. The name, parent company and amount invested in any Intermediate Subsidiary during the quarter.

ANSWER:

See attached Exhibit D

10. With respect to each Financing Subsidiary that has been formed during the quarter, a representation that the financial statements of the parent of such Financing Subsidiary shall account for the Financing Subsidiary in accordance with generally accepted accounting principles and further, with respect to each such entity, (i) the name of the Financing Subsidiary, (ii) the amount invested by the parent in such Financing Subsidiary, and (iii) the amount and terms of any securities issued by any Financing Subsidiary during the reporting period which shall also separately show the outstanding balance of all securities issued by such Financing Subsidiaries during the Authorization Period.

ANSWER:

Alliant Energy Corporation did not form any financing subsidiaries during the period from January 1, 2005 through March 31, 2005.

11. If any Financing Subsidiaries are "Variable Interest Entities" ("VIEs"), as that term is used in FASB Interpretation 46R, "Consolidation of Variable Interest Entities", a description of any financing transactions conducted during the reporting period that were used to fund such VIEs, and, if any financing proceeds are used for VIEs, a description of the accounting for such transaction under the FASB Interpretation 46R.

ANSWER:

None

12. The amount and a description of any Energy Assets acquired during the quarter.

ANSWER:

Alliant Energy did not acquire any "energy assets" during the period from January 1, 2005 through March 31, 2005.

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13. A list of U-6B-2 forms filed with the Commission during the quarter, including the name of filing entity and the date of the filing.

ANSWER:

Alliant Energy Corporate Services, Inc. filed a U-6B-2 on February 15, 2005.  
Wisconsin Power and Light Company, Inc. filed a U-6B-2 on February 8, 2005.

14. Consolidated balance sheets as of the end of the quarter and separate balance sheets as of the end of the quarter for each company, including Alliant Energy, that has engaged in jurisdictional financing transactions authorized in this proceeding during the quarter.

ANSWER:

Incorporated by reference to Alliant Energy's Form 10-Q for the quarter ended March 31, 2005.

15. A computation in accordance with rule 53(a) setting forth Alliant Energy's aggregate investment in all EWGs and FUCOs, its "consolidated retained earnings" and a calculation of the amount remaining under the Requested EWG/FUCO Investment Authority.

ANSWER:

See attached Exhibit E

16. A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the EWG/FUCO Investment Authority. The chart should also identify any new EWG or FUCO, compared to the Requested EWG/FUCO Investment Authority, in which Alliant Energy has invested or committed to invest during the preceding quarter.

ANSWER:

See attached Exhibit E

17. The consolidated capitalization ratio of Alliant Energy, with consolidated debt to include all short-term debt and all other system debt, both recourse and nonrecourse, including debt of EWGs and FUCOs.

ANSWER:

See attached Exhibit F

18. The market-to-book ratio of Alliant Energy's common stock.

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ANSWER:

See attached Exhibit G

19. Analysis of the growth in consolidated retained earnings that segregates total earnings growth of EWGs and FUCOs from that attributable to other subsidiaries of Alliant Energy.

ANSWER:

See attached Exhibit H

20. A statement of revenues and net income for each EWG and FUCO for the twelve months ending as of the end of that quarter.

ANSWER:

See attached Exhibit I

S I G N A T U R E

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the undersigned companies have duly caused this Certificate to be signed on their behalf by the undersigned thereunto duly authorized.

ALLIANT ENERGY CORPORATION

By: /s/Thomas L. Hanson

-----  
Name: Thomas L. Hanson

Title: Vice President and Treasurer

May 27, 2005

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Alliant Energy Corporation  
Certificate Pursuant to Rule 24  
Exhibit A  
Report Period: January 1, 2005 - March 31, 2005

Item 1:

The sales of any common stock or preferred securities by Alliant Energy and the purchase price per share and the market price per share at the date of the agreement of sale.

----- Long-term Equity Incentive Plan -----		
Date	Exercised Options	Price
1/31/2005	49,895	\$16.820
2/1/2005	4,906	\$16.820
2/2/2005	3,016	\$16.820
2/3/2005	8,728	\$16.820
2/4/2005	7,958	\$16.820
2/4/2005	1,790	\$16.820
2/7/2005	3,117	\$16.820
2/9/2005	1,900	\$16.820
2/10/2005	3,975	\$16.820
2/11/2005	5,389	\$16.820
2/15/2005	4,855	\$16.820
2/16/2005	10,367	\$24.900
2/16/2005	17,850	\$16.820
-----		
Total	123,746	

Alliant Energy Corporation  
Certificate Pursuant to Rule 24  
Exhibit B  
Report Period: January 1, 2005 - March 31, 2005

Item 2:

The total number of shares of Alliant Energy common stock issued or issuable under options granted during the quarter under employment benefit plans and dividend reinvestment plans including any employee benefit plans or dividend reinvestment plans later adopted.

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Date	Original Issue			Total
	Shareowner Direct Plan	401(k)	Long-term Equity Incentive Plan	
1/3/2005			74,723	74,723
1/18/2005	28,016			28,016
1/31/2005			48,850	48,850
2/15/2005		51,585		51,585
2/15/2005	118,524			118,524
2/24/2005			(4,234)	(4,234)
3/15/2005	13,792			13,792
TOTAL	160,332	51,585	119,339	331,256

Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit C  
 Report Period: January 1, 2005 - March 31, 2005

Item 6:  
 The amount of any Alliant Energy Guarantee or Non-Utility Subsidiary Guarantee issued during the quarter, and the company on whose behalf such guarantee was issued.

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party	Date of Issue/A
Alliant Energy Resources	Williams Bulk Transfer, Inc.	Coal purchases	COALSALES, Inc.	2/8

Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit C - (continued)  
 Report Period: Jaanuary 1, 2005 - March 31, 2005

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Item 6:

The amount of any Alliant Energy Guarantee or Non-Utility Subsidiary Guarantee issued during the quarter, and the company on whose behalf such guarantee was issued.

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party	
-----				
Bonds:				
Alliant Energy	IPL/AECS	Worker's Compensation Bond	State of Minnesota	1
Alliant Energy	RMT	Right of Way Bond	City of Waco, TX	2
Alliant Energy	Cogenex	Performance/Payment Bond	New York State DOC Ossining	2
Alliant Energy	Alliant Energy EPC LLC	Tax Bond	State of Nebraska	3
Alliant Energy	RMT	Contractors Bond	State of Oregon	3

Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit D  
 Report Period: Jaanuary 1, 2005 - March 31, 2005

Item 9:

The name, parent company and amount invested in any intermediate subsidiary or financing subsidiary during the quarter and the amount and terms of any securities issued by those subsidiaries during the quarter.

Alliant Energy Corporation formed the following intermediate subsidiaries during the period from January 1, 2005 through March 31, 2005. The intermediate subsidiary is designated with an asterisk while its parent company is designated as such. The amounts in parenthesis represent the amount (in millions of dollars) of investment in that intermediate subsidiary.

Alliant Energy Corporation  
 Alliant Energy Resources, Inc.  
 Alliant Energy International, Inc.  
 LDM Utility Co., S.A. de C.V. (Parent)  
 Laguna del Mar RSC, S.A. de C.V.\* - (\$-)  
 Administradora Laguna del Mar, S.A.de C.V.\* - (\$-)  
 Laguna del Mar LLC\* - (\$-)  
 LDM Electric Supply Co., S.A. de C.V.\* - (\$-)



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Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit E  
 Report Period: January 1, 2005 - March 31, 2005

Item 15:

A computation in accordance with rule 53(a) setting forth Alliant Energy's "aggregate investment" in all EWGs and FUCOs, its "consolidated retained earnings" and a calculation of the amount remaining under the EWG/FUCO Investment Authority.

Item 16:

A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the EWG/FUCO Investment Authority. The chart should also identify any new EWG or FUCO, compared to the Requested EWG/FUCO Investment Authority, in which Alliant Energy has invested or committed to invest during the preceding quarter.

March 31, 2005

	Investments	Commitments
	-----	
	(dollars in millions)	
Alliant Energy Operaciones de Mexico, S. de R.L. de C.V.	\$ -	\$ -
Alliant Energy Servicios de Mexico, S. de R.L. de C.V.	-	-
Anhui New Energy Heat & Power Co. Ltd.	12.3	-
Catleo Energia S.A.	-	-
Companhia de Electricidade de Nova Friburgo S.A.	-	-
Companhia Energetica da Borborema S.A.	-	-
Companhia Forca e Luz Cataguazes-Leopoldina S.A.	1.0	-
Empresa Energetica de Sergipe S.A.	0.2	-
Hebei Wuan Peak Heat and Power Co. Ltd.	7.7	-
Henan Anfeng Electric Power Co. Ltd.	9.0	-
Henan Yongfeng Electric Power Co. Ltd.	11.0	-
Infratil Ltd.	15.0	-
Jiaxing JIES Power & Heat Co. Ltd.	13.4	-
LDM Utility Co., S.A. de C.V.	40.5	-
Shijiazhuang Chengfeng Cogeneration Co. Ltd.	15.3	-
Sociedade Anonima de Eletrificacao da Paraiba S.A.	90.2	-
Tai An Hua Feng Peak Heat and Power Co. Ltd.	6.3	-
Tai An Xin Wen Peak Heat and Power Co. Ltd.	-	-
Tangshan Peak Heat & Power Co. Ltd.	48.5	-
Tongxiang TIES Heat & Power Co. Ltd.	10.4	-
TrustPower Ltd.	44.1	-
Usina Termelétrica de Juiz De Fora S.A.	13.9	-

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Zouping Peak CHP Co. Ltd.	15.9	-
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Aggregate Investments in Foreign Utility Companies (FUCOs)	354.7	-
<hr style="border-top: 1px dashed black;"/>		
Alliant Energy Neenah, LLC	56.0	-
Sheboygan Power, LLC	125.2	10.9
Guarantee of the debt security of a 6 Mw low Btu gas electric generating facility in Cedar Rapids, Iowa	-	4.1
<hr style="border-top: 1px dashed black;"/>		
Aggregate Investments in Electric Wholesale Generators (EWGs)	181.2	15.0
<hr style="border-top: 1px dashed black;"/>		
Total Aggregate Investments in EWGs and FUCOs	535.9	15.0
<hr style="border-top: 1px dashed black;"/>		

	Balance at end of quarter
<hr style="border-top: 1px dashed black;"/>	
Alliant Energy's consolidated retained earnings at June 30, 2004	805.9
Alliant Energy's consolidated retained earnings at September 30, 2004	859.5
Alliant Energy's consolidated retained earnings at December 31, 2004	871.9
Alliant Energy's consolidated retained earnings at March 31, 2005	843.9
<hr style="border-top: 1px dashed black;"/>	
Alliant Energy's "consolidated retained earnings" at March 31, 2005 (average of ending balance of four previous quarters)	

Amount remaining under the Requested EWG/FUCO Investment Authority.

Alliant Energy Corporation  
Certificate Pursuant to Rule 24  
Exhibit F  
Report Period: January 1, 2005 - March 31, 2005

**Item 17:**

The consolidated capitalization ratio of Alliant Energy, with consolidated debt to include all short-term debt and all other system debt, both recourse and nonrecourse, including debt of EWGs and FUCOs.

Alliant Energy Corporation Consolidated Statement of Capitalization  
March 31, 2005  
(amounts in millions of dollars)

	Amounts	Percentage
<hr style="border-top: 1px dashed black;"/>		
Common equity	\$ 2,539.9	48.79%
Cumulative preferred stock	243.8	4.68%
Consolidated debt (1)	2,422.2	46.53%
<hr style="border-top: 1px dashed black;"/>		
	\$ 5,205.9	100.00%
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(1)  
Long-term debt, net (excluding current portion)      \$ 2,204.5

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Current maturities	102.8
Variable rate demand bonds	39.1
Commercial paper	36.0
Other short-term borrowings	39.8
	-----
	\$ 2,422.2
	=====

Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit G  
 Report Period: Jaunuary 1, 2005 - March 31, 2005

Item 18:  
 The market-to-book ratio of Alliant Energy's common stock.

Market value per share at March 31, 2005	\$ 26.78
Common equity at March 31, 2005 (in millions)	\$ 2,539.9
Total shares outstanding at March 31, 2005	116,196,818
Book value per share at March 31, 2005	\$ 21.86
Market-to-book ratio of Alliant Energy's common stock	122.51%
	=====

Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit H  
 Report Period: Jaunuary 1, 2005 - March 31, 2005

Item 19:  
 Analysis of the growth in consolidated retained earnings that segregates total earnings growth of EWGs and FUCOs from that attributable to other subsidiaries of Alliant Energy.

Alliant Energy Corporation  
 Statement of Retained Earnings  
 For the Three Months Ended March 31, 2005  
 (amounts in millions of dollars)

Beginning balance (December 31, 2004)	\$ 871.9
Net income/(loss):	
From EWGs and FUCOs (*)	(9.6)
Other	12.0
	-----
Total net income/(loss)	2.4
Common stock dividends	(30.4)
	-----
Ending balance (March 31, 2005)	\$ 843.9
	=====

(\*)Amount does not include the allocation of interest,tax or corporate expenses.

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Alliant Energy Corporation  
 Certificate Pursuant to Rule 24  
 Exhibit I  
 Report Period: January 1, 2005 - March 31, 2005

Item 20:

A statement of revenues and net income for each EWG and FUCO for the twelve months ending as of the end of that quarter.

	For the twelve months ended M	
	Revenues	N
	(dollars in millions)	
Alliant Energy Neenah, LLC	\$ 14.6	\$
Alliant Energy Operaciones de Mexico, S. de R.L. de C.V.	0.6	
Alliant Energy Servicios de Mexico, S. de R.L. de C.V.	0.5	
Anhui New Energy Heat & Power Co. Ltd.	26.2	
Catleo Energia S.A.	15.6	
Companhia de Electricidade de Nova Friburgo S.A.	24.0	
Companhia Energetica da Borborema S.A.	29.7	
Companhia Forca e Luz Cataguazes-Leopoldina S.A.	88.2	
Empresa Energetica de Sergipe S.A.	121.6	
Hebei Wuan Peak Heat and Power Co. Ltd.	5.8	
Henan Anfeng Electric Power Co. Ltd.	11.1	
Henan Yongfeng Electric Power Co. Ltd.	11.0	
Infratil Ltd. (*)	111.1	
Jiaxing JIES Power & Heat Co. Ltd.	27.8	
LDM Utility Co., S.A. de C.V.	0.2	
Sheboygan Power, LLC.	-	
Shijiazhuang Chengfeng Cogeneration Co. Ltd.	12.7	
Sociedade Anonima de Eletrificacao da Paraiba S.A.	151.9	
Tai An Hua Feng Peak Heat and Power Co. Ltd.	9.4	
Tai An Xin Wen Peak Heat and Power Co. Ltd.	7.1	
Tangshan Peak Heat and Power Co. Ltd.	29.2	
Tongxiang TIES Heat & Power Co. Ltd.	13.2	
TrustPower Ltd. (*)	388.7	
Usina Termelétrica de Juiz De Fora S.A.	33.6	
Zouping Peak CHP Co. Ltd.	21.2	

(\*)The most recently available information for Alliant Energy's FUCOs in New Zealand is the twelve months ended December 31, 2004.

