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XCEL ENERGY INC
Form 35-CERT
March 29, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

In the Matter of

Xcel Energy Inc.

File No. 70-9635

(Public Utility Holding Company
Act of 1935)

CERTIFICATE

OF

NOTIFICATION

This Certificate of Notification is filed by Xcel Energy Inc. ("Xcel Energy"), a Minnesota corporation, pursuant to Rule 24. Such filing is made pursuant to Xcel Energy's Form U-1 Application-Declaration, as amended (the "Application-Declaration"), and the order of the Securities and Exchange Commission (the "Commission") dated August 22, 2000 (HCAR No. 27218) as amended by order dated March 7, 2002 (HCAR No. 27494) (the "Order") in the above-referenced file. The Order directed that Xcel Energy file with the Commission certificates pursuant to Rule 24 on a quarterly basis within 60 days from the end of the first three quarters and within 90 days from the end of the last calendar quarter. This certificate reports transactions from October 1, 2001 through December 31, 2001 (the "Fourth Quarter").

- a.) FOLLOWING IS A COMPUTATION UNDER RULE 53(A) SETTING FORTH XCEL ENERGY'S CONSOLIDATED RETAINED EARNINGS AND AGGREGATE INVESTMENT IN ALL EWGS AND FUCOS:

Average consolidated retained earnings:	\$ 2,467.1 million
Aggregate investment in all EWGs and FUCOs*:	\$ 928.9 million

* The balance includes \$781.9 million of Xcel Energy's entire investment in NRG Energy, Inc., not just EWGs and FUCOs.

- b.) FOLLOWING IS A LISTING OF XCEL ENERGY'S AGGREGATE INVESTMENT IN EACH EWG:
(in millions)

Investment in EWGs:	
NRG Energy, Inc.*	\$ 781.9
Independent Power International	5.0
Xcel Energy Argentina Inc.	97.6
Denver City Energy Associates, L.P.	7.5

	892.0
Investment in FUCOs	36.9

	\$ 928.9

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* The aggregate investment represents Xcel Energy's entire investment in NRG Energy, Inc., not just EWGs and FUCOs.

c.) XCEL ENERGY'S CONSOLIDATED CAPITALIZATION RATIO AS OF DECEMBER 31, 2001:

Debt as a percentage of capitalization (including approximately \$2,225 million of short-term debt)	66.9%
Common stock equity as a percentage of capitalization*	30.4%
Preferred equity as a percentage of capitalization (including mandatorily redeemable preferred securities)	2.7%

* Common stock equity includes par value, premium, retained earnings, shares held by ESOP, accumulated other comprehensive income and \$655 million of minority interest.

d.) MARKET-TO-BOOK RATIO OF XCEL ENERGY'S COMMON STOCK AS OF DECEMBER 31, 2001:

Market-to-book ratio at December 31, 2001	1.55
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e.) NEW EWG PROJECTS IN WHICH XCEL ENERGY INVESTED OR COMMITTED TO INVEST DURING THE FOURTH QUARTER:

During the fourth quarter of 2001, Xcel Energy, through Xcel Energy Argentina Inc., contributed an additional \$20.9 million to Corporacion Independiente de Energia S. A., a wholly-owned subsidiary of Xcel Energy Argentina, to provide financing to pay off outstanding debt and for general corporate purposes.

f.) GROWTH IN CONSOLIDATED EARNINGS (SEGREGATING TOTAL EARNINGS GROWTH ATTRIBUTABLE TO EWG PROJECTS FROM THE REVENUE ATTRIBUTABLE TO ALL OTHER SUBSIDIARIES OF XCEL ENERGY):

(in millions)

Retained earnings growth from EWG projects	\$ 424.3
Retained earnings growth from all other Xcel Energy subsidiaries (reflects dividend payments)	(150.1)

Total increase in consolidated retained earnings for the year ended December 31, 2001	\$ 274.2
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g.) YEAR-TO-DATE REVENUES AND NET INCOME OF EACH EWG THROUGH DECEMBER 31, 2001:

(in millions)	Revenue -----	Net income -----
NRG Energy, Inc.	\$ 1,724.8	\$ 426.9
Independent Power International	22.8	(2.0)
Xcel Energy Argentina Inc.	35.9	(3.2)
Denver City Energy Associates, L.P.	31.8	2.7

h.) PURCHASE PRICE PER SHARE OF REPORTED SALES OF XCEL ENERGY COMMON STOCK AND THE MARKET PRICE PER SHARE AT THE DATE OF THE AGREEMENT OF SALE. None sold (other than through dividend reinvestment or benefit plans as described below).

i.) THE TOTAL NUMBER OF SHARES OF COMMON STOCK ISSUED DURING THE FOURTH QUARTER UNDER XCEL ENERGY'S DIVIDEND REINVESTMENT PLAN AND XCEL ENERGY SYSTEM EMPLOYEE BENEFIT AND EXECUTIVE COMPENSATION PLANS. Xcel Energy issued 668,746 shares under its dividend reinvestment plan and 217,194 shares under its system employee benefit and executive compensation plans.

j.) THE NAMES OF THE GUARANTORS AND OF THE BENEFICIARIES OF ANY XCEL ENERGY OR SUBSIDIARY GUARANTEE OR OTHER FORM OF CREDIT SUPPORT ISSUED DURING THE FOURTH QUARTER, AND THE AMOUNT, TERM AND PURPOSE OF THE GUARANTEE.

1. The following guarantees were issued during the Fourth Quarter:

Guarantor	Beneficiary	Amount	Matures	Purpose

Xcel Energy	e prime, inc.	\$ 420,000	04/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 4,000,000	06/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,000,000	10/31/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 700,000	10/31/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,000,000	10/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 100,000	09/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,400,000	09/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,500,000	11/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 5,000,000	12/31/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,250,000	12/31/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 5,000,000	Continuing	Gas Trading
Xcel Energy	e prime, inc.	\$ 5,000,000	11/30/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 1,500,000	12/31/02	Gas Trading
Xcel Energy	e prime, inc.	\$ 300,000	11/30/03	Gas Trading
Xcel Energy	XERS Inc.	\$ 17,000,000	Continuing	Agreement Oblig
Xcel Energy	XERS Inc.	\$ 8,100	12/31/02	Payment Obligat

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Guarantor	Beneficiary	Amount	Matures	Purpose
Xcel Energy	e prime Energy Marketing, Inc.	\$ 1,500,000	10/31/02	Electric/Gas Tr
Xcel Energy	Viking Gas Transmission Company	\$ 60,000,000	03/2003	Payment on note
Xcel Energy	Energy Masters International, Inc.	\$ 2,583,652	11/01/18	Energy Conserva
Xcel Energy	Southwestern Public Service Company	\$ 75,000	01/01/03	Projects Letter of Credi Obligations
NRG Northeast Generating LLC ("NRG NE")	NRG Power Marketing, Inc.	\$ 5,000,000	10/31/02	Electric Power
NRG NE	NRG Power Marketing, Inc.	\$ 1,000,000	10/31/02	Electric, gas,
NRG NE	NRG Power Marketing, Inc.	\$ 4,000,000	11/30/02	Electric, gas,
NRG NE	NRG Power Marketing, Inc.	\$ 10,000,000	11/30/02	Electric, gas,
NRG NE	NRG Power Marketing, Inc.	\$ 9,000,000	12/31/02	Electric power/
NRG NE	NRG Power Marketing, Inc.	\$ 1,500,000	11/30/02	Derivative tran
NRG NE	NRG Power Marketing, Inc.	\$ 15,000,000	12/31/02	Derivative tran
NRG South Central Generating LLC ("NRG SC")	NRG Power Marketing, Inc.	\$ 10,000,000	10/31/02	Electric and Ga Agreements
NRG SC	NRG Power Marketing, Inc.	\$ 1,000,000	12/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 1,000,000	10/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 15,000,000	Continuing	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 1,200,000	10/31/02	Transportation
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 20,000,000	10/12/02	Electric/Gas Ag
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 10,000,000	12/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 12,000,000	12/31/02	Derivative tran
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 5,000,000	10/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 15,000,000	12/01/02	Gas Agreements
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 1,500,000	11/01/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 4,000,000	11/30/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 4,000,000	11/30/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 500,000	11/30/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 8,000,000	12/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 2,000,000	12/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 250,000	12/19/02	Scheduling Agre
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 3,000,000	12/31/02	Electric Agreem
NRG Energy, Inc.	NRG Power Marketing, Inc.	\$ 2,000,000	12/31/02	Gas/Derivatives
NRG Energy, Inc.	Bourbonnais LLC	\$ 15,000,000	12/31/03	Turbine Purchas
NRG Energy, Inc.	Brazos Valley Energy LP	\$ 7,300,000	Continuing	Interconnection
NRG Energy, Inc.	Brazos Valley Energy LP	\$ 300,000	Continuing	Interconnection
NRG Energy, Inc.	NRG Iilon LP	\$ 12,847,853	03/25/04	Lease Amounts

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Guarantor	Beneficiary	Amount	Matures	Purpose
NRG Energy, Inc.	NRG McClain LLC	\$ 6,600,000	12/31/05	Debt Service
NRG Energy, Inc.	NRG Mid-Atlantic Generating LLC	\$ 5,000,000	01/01/06	Debt Service
NRG Energy, Inc.	Meriden Gas Turbine LLC	\$ 9,157,500	03/30/02	Plant Construct

2. The following letters of credit were issued/renewed during the Fourth Quarter:

Issuing Entity	Beneficiary	Issued/ Renewed	Amount	Expir Date
Xcel Energy	Bank of N.T. Butterfield and Son, Limited	Issued	\$13,315,500	10/29
Seren Innovations, Inc.	City of Walnut Creek	Renewed	\$ 50,000	10/22
NRG Energy, Inc.	Dakota County - Rosemount	Issued	\$ 15,000	12/31
NRG Energy, Inc.	Dakota County - Eagan	Issued	\$ 15,000	12/31
NRG Energy, Inc.	MN Pollution Control Agency	Issued	\$ 2,640,000	07/01
NRG Energy, Inc.	Pacific Gas & Transmission	Renewed	\$ 3,992,087	11/01
NRG Energy, Inc.	Hudson United	Renewed	\$ 1,891,395	12/31
NRG Energy, Inc.	Hudson United	Renewed	\$15,159,561	12/31
NRG Energy, Inc.	Dakota County	Renewed	\$ 30,000	12/31
NRG Energy, Inc.	City of Lakeville	Renewed	\$ 25,000	12/31
NRG Power Marketing, Inc.	Southern Company Services	Renewed	\$ 100,000	10/31
NRG Energy, Inc.	Credit Suisse	Renewed	\$ 9,140,725	11/30

3. Xcel Energy guaranteed an additional \$25,008,454 of surety bonds in the Fourth Quarter. Such guarantees are exempt under Rule 45 (b) (6).

k.) THE AMOUNT AND TERMS OF ANY SHORT-TERM DEBT ISSUED BY XCEL ENERGY DURING THE FOURTH QUARTER.

On November 9, 2001, Xcel Energy renewed its \$400 million 364-day credit agreement with several banks until November 8, 2002. The interest rate for direct borrowings under the 364-day facility is the Eurodollar Rate plus a spread of .32% if the aggregate amount of borrowings and letters of credit under the 364-day facility and Xcel Energy's \$400 million five-year facility, entered into on November 10, 2000, is less than 33 1/3% of the total amount of the two facilities and .42% if aggregate borrowings under the facilities is greater than \$267 million. Proceeds from the facility are used for general corporate purposes, primarily for supporting commercial paper borrowings.

Xcel Energy borrows and repays short-term debt on an on-going basis. As

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of December 31, 2001, Xcel Energy had \$446,550,000 in short-term debt outstanding at an average cost of 2.72%.

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1.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY UTILITY SUBSIDIARY THAT ARE NOT EXEMPT UNDER RULE 52. On an on-going basis Cheyenne Light, Fuel and Power Company (Cheyenne) borrows and repays short-term debt to Xcel Energy. As of December 31, 2001, Cheyenne had \$26,210,000 in short-term debt outstanding at an average cost of 2.84%.

On an on-going basis Black Mountain Gas Company borrows and repays short-term debt to Xcel Energy. As of December 31, 2001, Black Mountain Gas Company had \$3,307,967 in short-term debt outstanding at an average cost of 2.84%.

m.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY NON-UTILITY SUBSIDIARY DURING THE FOURTH QUARTER THAT ARE NOT EXEMPT UNDER RULE 52.

1. Certain short-term inter-company notes are issued and repaid on an on-going basis. The proceeds are used for general corporate purposes. As of December 31, 2001, the following such inter-company notes were outstanding with an average interest rate of 2.84%:

Lender	Borrower	Amount Outstanding
Xcel Energy	Xcel Energy WYCO Inc.	\$ 1,975,000
Xcel Energy	Xcel Energy Services Inc.	\$ 10,265,000
Xcel Energy	Xcel Energy International Inc.	\$ 26,213,691
Xcel Energy International Inc.	Xcel Energy Argentina Inc.	\$ 20,853,000
NCE Communications, Inc.	Xcel Energy Communications Group, Inc.	\$ 2,519,000
Xcel Energy	Xcel Energy Retail Holdings, Inc. ("Xcel Retail")	\$ 22,002,000
Xcel Retail	e prime Energy Marketing, Inc.	\$ 3,825,000
Xcel Retail	Xcel Energy Cadence	\$ 825,500
Xcel Retail	The Planergy Group	\$ 21,031,350
Xcel Retail	XERS Inc.	\$ 2,215,000
Xcel Energy Centrus	Xcel Retail	\$ 47,000
Utility Engineering	Xcel Energy Wholesale Group, Inc.	\$ 69,000,000
Quixx Corporation	Utility Engineering	\$ 45,300,000
Xcel Energy	Xcel Energy Wholesale Group, Inc.	\$ 78,940,000
Utility Engineering	Applied Power Associates, Inc.	\$ 800,000
Utility Engineering	Proto-Power Corporation	\$ 1,150,000
Utility Engineering	Universal Utility Services	\$ 1,750,000
Utility Engineering	Precision Resource Company	\$ 775,000
Xcel Energy	Xcel Energy Markets Holdings, Inc.	\$ 17,395,000
Xcel Energy Markets Holdings, Inc.	e prime, inc.	\$ 22,900,000
Viking Gas Transmission Company	Xcel Energy Markets Holdings, Inc.	\$ 5,475,000
Texas-Ohio Pipeline, Inc.	Xcel Energy Ventures Inc.	\$ 154,000

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n.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY UTILITY SUBSIDIARY DURING THE FOURTH QUARTER UNDER THE EXEMPTION PROVIDED UNDER RULE 52.

Utility Subsidiaries Short-term Debt

On an on-going basis the Utility Subsidiaries borrow and repay short-term debt. As of December 31, 2001, the Utility Subsidiaries listed below had outstanding short-term debt as follows:

Utility Subsidiary	Amount	Avg. Rate
Public Service Company of Colorado (PSCo)	\$562,812,000	2.66%
Southwestern Public Service Company (SPS)	\$ 0	--
Northern States Power-Minnesota (NSP-MN)	\$381,184,000	2.50%
Northern States Power-Wisconsin	\$ 34,300,000	2.50%

Utility Subsidiaries Letters of Credit Issued/Renewed

Issuing Entity	Beneficiary	Issued/ Renewed	Amount	Exp Dat
NSP-MN	Riverside	Renewed	\$ 375,000	04/
NSP-MN	Nuclear Regulatory Commission	Renewed	\$ 750,000	02/
NSP-MN	Black Dog Ash Storage	Renewed	\$ 324,000	02/
NSP-MN	Old Republic Insurance	Renewed	\$ 200,000	01/
NSP-MN	Sherburne County Public Works	Renewed	\$ 5,000	12/
PSCo	PJM Interconnection, L.L.C.	Renewed	\$ 3,000,000	10/
PSCo	The New York Independent System Operator, Inc.	Issued	\$ 2,000,000	06/
SPS	Southwest Power Pool	Renewed	\$ 1,968,520	01/
SPS	Southwest Power Pool	Issued	\$ 75,000	01/

PSCo

As of December 31, 2001, PSCo had short-term borrowings outstanding from its subsidiary P.S.R. Investments, Inc. of \$6,283,000 at an average rate of 2.76%.

SPS

In October 2001, SPS sold \$500,000,000 principal amount of its 5.125% Series B Senior Notes due November 1, 2006. The Series B Senior Notes were sold under the following terms and conditions:

Per Senior Note

Price to Public

99.728%

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Underwriting Discount	00.600%
Proceeds to SPS	99.128%

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The net proceeds to SPS were used to repay short-term debt that was issued (1) to redeem and defease prior to maturity \$405 million of SPS's first mortgage bonds in anticipation of restructuring related to deregulation in New Mexico and Texas, and (2) to fund capital expenditures for acquisition of utility property and for construction, extension and improvement of its utility facilities and service.

- o.) THE AMOUNT AND TERMS OF ANY FINANCINGS CONSUMMATED BY ANY NON-UTILITY SUBSIDIARY DURING THE FOURTH QUARTER UNDER THE EXEMPTION PROVIDED UNDER RULE 52.
- 1.) As of December 31, 2001, 1480 Welton, Inc. had short-term borrowings from Xcel Energy of \$28,542,000 at an average rate of 2.62%. The proceeds from this intercompany borrowing were used to redeem prior to maturity 1480 Welton, Inc.'s 13.25% notes due 2016.
 - 2.) In November 2001, NRG McClain LLC entered into a \$181,000,000 term loan facility and an \$8,000,000 working capital facility. The termination date for both facilities is November 30, 2006. As of December 31, 2001, \$151,885,000 was drawn on the term loan facility and the working capital facility was fully drawn. The rate for both at December 31, 2001 was 3.43%. Proceeds were used to repay a credit facility that had provided funds for the acquisition of the McClain generating facility.
- p.) THE NOTIONAL AMOUNT AND PRINCIPAL TERMS OF ANY INTEREST RATE HEDGE OR ANTICIPATORY HEDGE ENTERED INTO DURING THE FOURTH QUARTER AND THE IDENTITY OF THE PARTIES TO SUCH INSTRUMENTS.
NRG Energy, Inc. entered into the following interest rate hedges:

Notional Amount	Swap Rate	Effective Date	Expiration Date	Counterparty
\$250,000,000	4.140%	10/01/02	12/31/02	ABN Amro
\$125,000,000	6 mo LIBOR + 2.495%	11/20/01	02/01/06	Salomon Smith Barney
\$100,000,000	6 mo LIBOR +1.725%	12/14/01	06/01/09	Bank of America
\$200,000,000	6 mo LIBOR + 2.530%	11/07/01	06/01/09	Salomon Smith Barney
\$100,000,000	6 mo LIBOR + 1.14%	01/02/02	07/15/06	Bank of America
\$100,000,000	6 mo LIBOR + 1.14%	01/15/02	07/15/06	Salomon Smith Barney
\$100,000,000	6 mo LIBOR + 1.3575%	01/15/02	07/15/06	Bank of America
\$ 80,000,000	2.450%	01/04/02	12/31/02	West LB

Additionally, NRG Energy, Inc. reports changes to the following interest

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rate hedges:

Notional Amount	Swap Rate	Effective Date	Expiration Date	Counterparty
\$19,569,834	7.520%	08/05/97	09/30/02	Heleba
\$49,989,000	6.710%	02/23/93	05/02/05	Credit Lyonnais

q.) THE NAME, PARENT COMPANY AND AMOUNT INVESTED IN ANY NEW INTERMEDIATE SUBSIDIARY OR FINANCING SUBSIDIARY DURING THE FOURTH QUARTER.
None.

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r.) CONSOLIDATED BALANCE SHEETS AS OF THE END OF THE FOURTH QUARTER AND SEPARATE BALANCE SHEETS AS OF THE END OF THE FOURTH QUARTER FOR EACH COMPANY, INCLUDING XCEL ENERGY, THAT HAS ENGAGED IN FINANCING TRANSACTIONS DURING THE FOURTH QUARTER.
The consolidated balance sheets of Xcel Energy, Public Service Company of Colorado, Southwestern Public Service Company, Northern States Power Company (Minnesota), Northern States Power Company (Wisconsin), NRG Energy, Inc., NRG Northeast Generating LLC and NRG South Central Generating LLC as of December 31, 2001 are incorporated by reference. Such balance sheets were filed with the respective company's Form 10-K for December 31, 2001. The file numbers are as follows:

Xcel Energy	1-3034
Public Service Company of Colorado	1-3280
Southwestern Public Service Company	1-3789
Northern States Power Company (Minnesota)	000-31709
Northern States Power Company (Wisconsin)	10-3140
NRG Energy, Inc.	001-15981
NRG Northeast Generating LLC	333-42638
NRG South Central Generating LLC	333-48900

The following balance sheets as of December 31, 2001 were filed under confidential treatment pursuant to Rule 104(b):

Exhibit 1	Xcel Energy Wyco Inc.
Exhibit 2	Xcel Energy Services Inc.
Exhibit 3	Xcel Energy International Inc.
Exhibit 4	Xcel Energy Communications Group, Inc.
Exhibit 5	NCE Communications, Inc.
Exhibit 6	Xcel Energy Retail Holdings, Inc.
Exhibit 7	Xcel Energy Cadence

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Exhibit 8 The Planergy Group
Exhibit 9 Viking Gas Transmission Company
Exhibit 10 Xcel Energy Wholesale Group, Inc.
Exhibit 11 Applied Power Associates, Inc.
Exhibit 12 Proto-Power Corporation
Exhibit 13 Universal Utility Services
Exhibit 14 Precision Resource Company
Exhibit 15 Xcel Energy Markets Holdings, Inc.
Exhibit 16 e prime, inc.
Exhibit 17 Texas-Ohio Pipeline, Inc.
Exhibit 18 Quixx Corporation
Exhibit 19 Xcel Energy Centrus
Exhibit 20 Utility Engineering
Exhibit 21 Cheyenne Light, Fuel and Power Company
Exhibit 22 Black Mountain Gas Company

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Exhibit 23 Xcel Energy Ventures Inc.
Exhibit 24 Energy Masters International, Inc.
Exhibit 25 1480 Welton, Inc.
Exhibit 26 P.S.R. Investments, Inc.
Exhibit 27 Seren Innovations, Inc.
Exhibit 28 e prime Energy Marketing, Inc.
Exhibit 29 XERS Inc.
Exhibit 30 Xcel Energy Argentina Inc.
Exhibit 31 NRG Power Marketing, Inc.
Exhibit 32 NRG Midatlantic Generating LLC
Exhibit 33 Meriden Gas Turbine LLC
Exhibit 34 Bourbonnais LLC
Exhibit 35 NRG Ilion LP
Exhibit 36 NRG McClain LLC
Exhibit 37 Brazos Valley Energy LP

s.) REGISTRATION STATEMENTS FILED DURING THE FOURTH QUARTER
The following registration statements were filed:
Form S-3 file number 333-74996 filed December 12, 2001 by Xcel Energy

I, Paul E. Pender, Treasurer of Xcel Energy Inc., certify that transactions included in this Certificate of Notification have been carried out in accordance with the terms and conditions of and for the purposes represented in the Application-Declaration.

XCEL ENERGY INC.

By: /s/ Paul E. Pender

Paul E. Pender
Treasurer

Dated: March 29, 2002

