

RIDER PPO - PAGE 1 OF 9
POWER PURCHASE OPTION SERVICE

*1. Nature of Service

Utility will provide electric energy under this Rider to any eligible Customer taking, or that has satisfied all prerequisites to take, Delivery Services under Utility's Service Classification 110, up to the amount of electric energy delivered by Utility to Customer pursuant to Service Classification 110, at a price or prices equal to the market values for an Annual Period shown in Appendix 52 to Rider TC, and used to calculate Customer's Transition Charge in accordance with Rider TC.

2. Availability

Service under this Rider is available to any Customer taking Delivery Services from Utility under Service Classification 110 subject to the following conditions:

- a. That Customer shall have given Utility at least 30 days' written notice of Customer's request for service under this Rider.
- * b. That prior to receiving service under this Rider Customer shall have entered into a written contract with Utility of one year's duration for service under this Rider for the remainder of the Annual Period in which the contract first becomes effective. If Customer's one-year contract extends into a second Annual Period, the prices at which Utility supplies electric energy to Customer shall automatically change, effective 12:00 A.M. ~~January 1~~ of such subsequent Annual Period, to the prices applicable to such subsequent Annual Period as set forth on Appendix 52 to Rider TC.
- c. That electric energy purchased by Customer under this Rider must be delivered by Utility to Customer pursuant to Service Classification 110.
- d. That Customer's written contract with Utility shall specify a PPO Capacity such that the total of Customer's PPO Capacity under such contract and Customer's PPO Capacities under any contracts entered into by Customer and still in effect shall not exceed Customer's Maximum Demand for purposes of Service Classification 110 for the most recent billing period prior to the date service to Customer under this Rider pursuant to such contract commences.

* Asterisk indicates change

Issued March 15, 2000 Issued by David W. Butts Effective March 20, 2000
Filed Pursuant to Executive Vice President
Illinois Commerce Commission and Chief Operating Officer
Order in Docket Nos. 99-0120/99-0134
Dated March 9, 2000

Illinois Power Company
Schedule of Rates for Electric Service

Ill. C. C. No. 31
Second Revised Sheet No. 88.2
(Canceling First Revised Sheet No. 88.2)

RIDER PPO - PAGE 2 OF 9

2. Availability (Continued)

- e. That the amount of electric energy supplied by Utility to Customer under this Rider in any hour shall not exceed the amount of energy delivered by Utility to Customer during such hour under Service Classification 110.
- f. That Customer shall continue to comply with all terms and conditions of service under Service Classification 110, including designation of a Transmission Service Agent to arrange for and schedule Transmission Service under Utility's Open Access Transmission Tariff for Customer's purchases of electric energy from Utility pursuant to this Rider. At Customer's written request, Utility shall act as Customer's Transmission Service Agent. Prior to commencement of service under this Rider, Customer's Transmission Service Agent shall have made sufficient arrangements for Transmission Service under Utility's Open Access Transmission Tariff to accommodate deliveries to Customer of electric energy purchased from Utility pursuant to this Rider.
- g. That Customer's Transition Charge determined pursuant to Rider TC during the one-year period covered by Customer's contract pursuant to this Rider is greater than zero. If Customer's Transition Charge determined pursuant to Rider TC becomes zero, Customer's contract and Customer's right to service under this Rider shall immediately terminate.

3. Definitions

As used in this Rider, the following terms shall have the meanings set forth below. All other capitalized terms used in this Rider shall have the meanings set forth in Utility's Service Classifications 110 and 150, in Utility's Standard Terms and Conditions and in Utility's Rules, Regulations and Conditions Applying to Electric Service.

***Annual Period** means the ~~calendar~~ calendar one-year period for which a Transition Charge is applicable, ~~provided, that the period October 1, 1999 through December 31, 2000 shall be an Annual Period.~~

* Asterisk indicates change

Issued March 15, 2000
Filed Pursuant to
Illinois Commerce Commission
Order in Docket Nos. 99-0120/99-0134
Dated March 9, 2000

Issued by David W. Butts
Executive Vice President
and Chief Operating Officer

Effective March 20, 2000

RIDER PPO - PAGE 3 OF 9

3. Definitions (Continued)

Assignee means (a) a Customer taking service under Utility's Service Classification 110; or (b) an Alternative Retail Electric Supplier that (i) has obtained a Certificate of Service Authority from the Illinois Commerce Commission, (ii) is serving the Primary Customer, and (iii) contracts with the Primary Customer for the purchase or assignment of electric energy which the Primary Customer has contracted to purchase under this Rider; or (c) an electric utility – that (i) is serving the Primary Customer, and (ii) contracts with the Primary Customer for the purchase or assignment of electric energy which the Primary Customer has contracted to purchase under this Rider.

Central Prevailing Time means Central Standard Time or Central Daylight Time as in effect in Utility's service area on any day.

Contract Rate means the price or prices for electric service specified in a special or negotiated rate contract or in a contract service contract between Utility and Customer.

Firm means electric energy priced on a cents per kWh basis which is not subject to curtailment by Utility except to the extent Customers served on Utility's Bundled Service Classifications (excluding Service Classifications 30 and 35, Rider S and the interruptible portion of any Contract Rate) are similarly curtailed.

NERC Holidays means New Year's Day, Memorial Day (observed), Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

Neutral Fact Finder means the person appointed by the Commission pursuant to Section 16-112(b) of the Public Utilities Act, 220 ILCS 5/16-112(b).

NonFirm means electric energy priced on a cents per kWh basis with no component in such price for the value of electric power.

On Peak means the hours beginning at 6:00 A.M. Central Prevailing Time and ending at 10:00 P.M. Central Prevailing Time for the days Monday through Friday, excluding NERC Holidays.

Off Peak means all hours that are not On Peak.

Issued March 15, 2000
Filed Pursuant to
Illinois Commerce Commission
Order in Docket Nos. 99-0120/99-0134
Dated March 9, 2000

Issued by David W. Butts
Executive Vice President
and Chief Operating Officer

Effective March 20, 2000

RIDER PPO - PAGE 4 OF 9

3. Definitions (Continued)

PPO Capacity means the maximum amount of energy which Utility is obligated to deliver to Customer in any hour. Customer's total PPO Capacity for all contracts in effect under this Rider shall not exceed Customer's Maximum Demand under Service Classification 110.

Primary Customer means the Customer initially contracting for service from Utility under this Rider, and shall not be an Assignee.

4. Conditions of Service

- a. Upon completion of all other prerequisites for service under this Rider, including provision by Customer of the requisite notice to Utility and execution of Customer's written contract, as required by Section 2, Utility shall submit an Enrollment DASR in accordance with the provisions of Service Classification 110 in order to initiate Customer's service under this Rider. Service under this Rider shall commence on Customer's Activation Date in accordance with Section 5 of Service Classification 110.
- b. Customer or Customer's authorized agent shall be required to nominate to Utility, for each hour, the amount of Firm Energy and/or NonFirm Energy to be supplied by Utility under this Rider for such hour. Customer's nomination shall not exceed Customer's PPO Capacity, and Utility shall reject any nominations exceeding Customer's PPO Capacity. Customer's nominations for an hour shall be submitted to Utility at least 60 minutes in advance.
- c. Customer, or Customer's Transmission Service Agent, shall be required to schedule, for each hour, Customer's deliveries of electric energy to be purchased from Utility pursuant to this Rider, in accordance with the terms of Utility's Open Access Transmission Tariff.

RIDER PPO - PAGE 5 OF 9

4. Conditions of Service (Continued)

- d. Delivery to Customer of electric energy supplied by Utility pursuant to this Rider shall be subject to the rates, terms and conditions of Utility's Service Classification 110.
- e. As a result of the additional amounts to be billed by Utility to Customer taking service under this Rider, as compared to customers taking only Delivery Services from Utility, Customer may be subject to additional credit or deposit requirements imposed by Utility in accordance with the provisions of 83 Illinois Administrative Code Part 280.

5. Rates

a. Electric Power and Energy

- * Customer shall be billed, for each billing period, for all kWh supplied by Utility under this Rider in each temporal period during the Annual Period in which the contract first becomes effective, at the prices specified for the effective Annual Period in Appendix ~~5~~2 to Rider TC. If Customer's one-year contract extends into a second Annual Period, Customer's written contract with Utility shall automatically be amended, effective 12:00 A.M. ~~of January 1~~ of such subsequent Annual Period, to change the prices at which Utility supplies electric energy to Customer to the prices applicable to such subsequent Annual Period as set forth on Appendix ~~5~~2 to Rider TC.

Customer's hourly energy usage for purposes of billing under this Rider shall be determined in accordance with Section 12 of Service Classification 110.

*Asterisk indicates change

Issued March 15, 2000
Filed Pursuant to
Illinois Commerce Commission
Order in Docket Nos. 99-0120/99-0134
Dated March 9, 2000

Issued by David W. Butts
Executive Vice President
and Chief Operating Officer

Effective March 20, 2000

RIDER PPO - PAGE 6 OF 9

5. Rates (Continued)

b. Transition Charge

Customer taking service from Utility under this Rider shall be billed the Transition Charge applicable to Customer in accordance with Rider TC.

c. Administration Fee

Customer shall be billed, each month, an Administration Fee as follows based on Customer's PPO Capacity:

(i) For Customer with PPO Capacity less than 1,000 kW

\$22.50 per billing period

(ii) For Customer with PPO Capacity greater than 1,000 kW

\$37.00 per billing period

(iii) For Customer serving less than its entire electric power and energy requirement under this Rider

\$52.00 per billing period

d. Other Charges

Customer will be subject to all other charges provided for in Service Classification 110 that are applicable to Customer as a Delivery Services customer, including, without limiting the foregoing, IFC Charges, as well as charges for Transmission Services, including but not limited to Ancillary Services, pursuant to Utility's Open Access Transmission Tariff that are billed to or incurred by Customer's Transmission Service Agent. Provided, however, that if Customer has designated Utility as Customer's Transmission Service Agent, Utility will not bill Customer for charges under the Energy Imbalance Service provisions of Utility's Open Access Transmission Tariff that result from scheduling errors by Utility.

Issued September 24, 1999

Filed Pursuant to

Illinois Commerce Commission

Order in Docket Nos. 99-0120/99-0134

Dated August 25, 1999

Issued by Paul L. Lang
Senior Vice President

Effective September 24, 1999

RIDER PPO - PAGE 7 OF 9

6. Provisions Applicable to Customer Placing a Portion of Customer's Electric Power and Energy Requirement on this Rider

Customer eligible for service under this Rider may place only a portion of its electric power and energy requirement on this Rider and may serve the remainder of Customer's electric power and energy requirement through one or both of the following: (i) service from Utility under a Bundled Service Classification, or (ii) purchases of electric power and energy from a Retail Electric Supplier which purchases are delivered to Customer pursuant to Service Classification 110. Before commencing service under this Rider, Customer shall have signed a contract with Utility in accordance with Section 13 of Service Classification 110. In the event of an assignment of Customer's rights to service under Section 7 of this Rider, the provisions of Customer's contract under Section 13 of Service Classification 110 shall continue to apply to deliveries under this Rider.

7. Sale or Assignment of Primary Customer's Contract Rights to Service

- a. A Primary Customer taking service under this Rider shall be entitled to sell or assign its interest in the electric energy which Primary Customer has contracted to purchase from Utility pursuant to this Rider, to an Assignee. No more than one sale or assignment of electric energy purchased by Primary Customer from Utility under a contract pursuant to this Rider shall be allowed. The amount of electric energy which Primary Customer may sell or assign an Assignee shall not exceed, on an hourly basis, the PPO Capacity specified in Customer's written contract with Utility.

RIDER PPO - PAGE 8 OF 9

7. Sale or Assignment of Primary Customer's Contract Rights to Service (Continued)

- b. Primary Customer seeking to make a sale or assignment hereunder shall give at least five days written notice to Utility specifying (i) the name and address of the Assignee, (ii) the Assignee's Point of Delivery, (iii) the Assignee's Transmission Service Agent, and (iv) the duration of the sale or assignment. If Utility determines that Assignee has adequate credit standing to support payment of all charges under this Rider and Service Classification 110, including the Transition Charge and IFC Charges, with respect to the sold or assigned electric energy, and Assignee signs a written contract with Utility to pay all such charges, then Assignee shall become the customer of record with respect to the sold or assigned electric energy. In all other cases, Primary Customer shall continue to be billed by Utility, and responsible to Utility, for payment of all charges of Utility under this Rider and Service Classification 110, including the Transition Charge and IFC Charges applicable to Primary Customer as though Primary Customer had not made the sale or assignment, with respect to the sold or assigned electric energy.
- c. If Assignee is a Customer taking service under Service Classification 110 and becomes the customer of record pursuant to Section 7(b), then the Transition Charge billed to Assignee shall be the Transition Charge that is or has previously been calculated for Assignee. In the case of all other sales or assignments, the Transition Charge shall continue to be the Transition Charge applicable to Primary Customer. In all sales or assignments, electric energy shall continue to be billed at the market prices that would have been applicable to Primary Customer had there been no assignment; provided, that if assignment is made to an Assignee which is an Alternative Retail Electric Supplier or an electric utility, such market price shall be reduced by 0.0315 cents per kWh for retail marketing costs.
- d. Primary Customer shall pay a one-time charge to Utility for processing the assignment. The one-time charge per assignment, based on the amount of Primary Customer's PPO Capacity, is as follows:

For Primary Customer with PPO Capacity of 1,000 kW or less	\$270.00
---	----------

RIDER PPO - PAGE 9 OF 9

7. Sale or Assignment of Primary Customer's Contract Rights to Service (Continued)

d. (continued)

For Primary Customer with PPO Capacity above
1,000 kW

\$445.00

e. Assignee shall be responsible for making hourly nominations in accordance with
Section 4(b) of this Rider.

Issued September 3, 1999

Filed Pursuant to

Illinois Commerce Commission

Order in Docket Nos. 99-0120/99-0134

Dated August 25, 1999

Issued by Paul L. Lang

Senior Vice President

Effective September 24, 1999