

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

ALLIANT ENERGY CORP
Form 35-CERT
March 22, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of
Alliant Energy Corporation, et al.
File No. 70-9891
(Public Utility Holding Company Act of 1935)

CERTIFICATE
PURSUANT TO
RULE 24

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. 70-9891. These transactions were authorized by order of the Securities and Exchange Commission (the "Commission") dated October 3, 2001 (the "Order"), as amended.

This Certificate is for the period covering October 1, 2004 - December 31, 2004 (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. 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 A

2. A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the Requested 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 A

-1-

3. The consolidated capitalization ratio of Alliant Energy, with consolidated debt to include all short-term debt and all other system debt, both

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

recourse and nonrecourse, including debt of EWGs and FUCOs.

ANSWER:

See attached Exhibit B

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

ANSWER:

See attached Exhibit C

5. 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 D

6. 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 E

7. 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:

There were no shares issued under a continuous equity offering program and no shares issued as restricted stock in this period.

-2-

8. 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 F

9. If a guaranty is issued during the quarter, the name of the guarantor, the name of the beneficiary of the guaranty and the amount, terms and purpose of the guaranty.

ANSWER:

See attached Exhibits G

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

10. The amount and terms of any Alliant Energy indebtedness issued during the quarter.

ANSWER:

None

11. The amount and terms of any financings consummated by any Nonutility Subsidiary that is not exempt under rule 52.

ANSWER:

None

12. The notional amount and principal terms of any Interest Rate Hedges or Anticipatory Hedges entered into during the quarter and the identity of the other parties to the transaction.

ANSWER:

None

13. 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.

-3-

ANSWER:

See attached Exhibit H

14. 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 November 9, 2004. Wisconsin Power and Light Company, Inc. filed a U-6B-2 on November 10, 2004.

15. 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 during the quarter.

ANSWER:

Incorporated by reference to Alliant Energy's Form 10-K for the year ended December 31, 2004.

16. A table showing, as of the end of the quarter, the dollar and percentage components of the capital structure of Alliant Energy on a consolidated basis and of each Utility Subsidiary.

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

ANSWER:

See attached Exhibit I

17. A retained earnings analysis of Alliant Energy on a consolidated basis and of each Utility Subsidiary detailing gross earnings, goodwill amortization, dividends paid out of each capital account and the resulting capital account balances at the end of the quarter.

ANSWER:

See attached Exhibit J

18. Registration statements filed under the Securities Act of 1933 with respect to securities that are subject of this Application will be filed or incorporated by reference as exhibits to the next certificate filed under rule 24.

-4-

ANSWER:

None

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

March 22, 2005

-5-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit A
Report Period: October 1, 2004 - December 31, 2004

Item 1: 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.

Item 2: A chart showing Alliant Energy's aggregate investment in each EWG or FUCO compared to the Requested EWG/FUCO Investment Authority. The chart

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

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.

December 31, 2004

	Investments	Comm
	(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 Heat & Power 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	
Zouping Peak CHP Co. Ltd.	15.9	
Aggregate Investments in Foreign Utility Companies (FUCOs)	354.7	
Alliant Energy Neenah, LLC	56.0	
Sheboygan Power, LLC	113.2	
Guarantee of the debt security of a 6 Mw low Btu gas electric generating facility in Cedar Rapids, Iowa	-	
Aggregate Investments in Electric Wholesale Generators (EWGs)	169.2	
Total Aggregate Investments in EWGs and FUCOs	\$ 523.9	\$
Alliant Energy's consolidated retained earnings at March 31, 2004		\$
Alliant Energy's consolidated retained earnings at June 30, 2004		
Alliant Energy's consolidated retained earnings at September 30, 2004		
Alliant Energy's consolidated retained earnings at December 31, 2004		

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Alliant Energy's "consolidated retained earnings" at December 31, 2004
(average of ending balance of four previous quarters)

Amount remaining under the Requested EWG/FUCO Investment Authority.

-6-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit B
Report Period: October 1, 2004 - December 31, 2004

Item 3: 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
December 31, 2004
(amounts in millions of dollars)

	Amounts	Percentage
Common equity	\$ 2,561.4	47.89%
Cumulative preferred stock	243.8	4.56%
Consolidated debt (1)	2,542.8	47.55%
	\$ 5,348.0	100.00%

(1)

Long-term debt, net (excluding current portion)	\$ 2,299.5
Current maturities	102.3
Variable rate demand bonds	39.1
Commercial paper	83.0
Other short-term borrowings	18.9
	\$ 2,542.8

-7-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit C

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Report Period: October 1, 2004 - December 31, 2004

Item 4: The market-to-book ratio of Alliant Energy's common stock.

Market value per share at December 31, 2004	\$	28.60
Common equity at December 31, 2004 (in millions)	\$	2,561.4
Total shares outstanding at December 31, 2004		115,741,816
Book value per share at December 31, 2004	\$	22.13
Market-to-book ratio of Alliant Energy's common stock		129.23%
		=====

-8-

Certificate Pursuant to Rule 24

Exhibit D

Report Period: October 1, 2004 - December 31, 2004

Item 5: 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 December 31, 2004
(amounts in millions of dollars)

Beginning balance (September 30, 2004)		\$ 859.5
Net income/(loss):		
From EWGs and FUCOs (*)	10.0	
Other	32.7	

Total net income/(loss)		42.7
Common stock dividends		(30.3)

Ending balance (December 31, 2004)		\$ 871.9
		=====

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

-9-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit E
Report Period: October 1, 2004 - December 31, 2004

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Item 6: 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 December 31, 20	
	Revenues	Net Income/(Loss)
	dollars in millions	
Alliant Energy Neenah, LLC	14.6	3.8
Alliant Energy Operaciones de Mexico, S. de R.L. de C.V.	0.8	(0.2)
Alliant Energy Servicios de Mexico, S. de R.L. de C.V.	-	-
Anhui New Energy Heat & Power Co. Ltd.	26.1	2.5
Catleo Energia S.A.	13.7	8.6
Companhia de Electricidade de Nova Friburgo S.A.	22.5	2.1
Companhia Energetica da Borborema S.A.	28.8	3.7
Companhia Forca e Luz Cataguazes-Leopoldina S.A.	82.3	7.3
Empresa Energetica de Sergipe S.A.	118.0	8.8
Hebei Wuan Peak Heat and Power Co. Ltd.	6.1	(1.1)
Henan Anfeng Electric Power Co. Ltd.	11.0	0.8
Henan Yongfeng Electric Power Co. Ltd.	11.0	0.6
Infratil Ltd.	111.1	32.9
Jiaxing JIES Heat & Power Co. Ltd.	25.8	1.0
LDM Utility Co., S.A. de C.V.	0.2	(0.4)
Sheboygan Power, LLC	-	(0.2)
Shijiazhuang Chengfeng Cogeneration Co. Ltd.	10.7	0.6
Sociedade Anonima de Eletrificacao da Paraiba S.A.	147.7	12.0
Tai An Hua Feng Peak Heat and Power Co. Ltd.	9.3	3.0
Tai An Xin Wen Peak Heat and Power Co. Ltd.	10.6	2.8
Tangshan Peak Heat and Power Co. Ltd.	30.2	6.2
Tongxiang TIES Heat & Power Co. Ltd.	12.2	0.5
TrustPower Ltd.	388.7	47.2
Usina Termelétrica de Juiz De Fora S.A.	32.1	7.2
Zouping Peak CHP Co. Ltd.	20.0	0.9

-10-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit F
Report Period: October 1, 2004 - December 31, 2004

Item 8: 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.

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Original Issue

Date	Shareowner Direct Plan	401K	Long-term Equity Incentive Plan
10/15/2004	17,458	-	-
11/15/2004	117,836	-	-
11/16/2004	-	32,980	-
12/07/2004	-	-	6,782
12/15/2004	16,009	-	-
12/17/2004	-	-	34,768
=====			
TOTALS	151,303	32,980	41,550

Grand Total: 225,833

-11-

Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit G
 Report Period: October 1, 2004 - December 31, 2004

Item 9: If a guaranty is issued during the quarter, the name of the guarantor, the name of the beneficiary of the guaranty and the amount, terms and purpose of the guaranty.

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party	Date Of Issue/ Amend- ment	D Ex
-----------	--------------	---------	--------------------------	-------------------------------------	---------

There were no guarantees issued during the quarter.

Guarantor	On Behalf Of	Purpose	Name of Guaranteed Party
-----------	--------------	---------	-----------------------------

Bonds:

Alliant Energy	RMT	Contractors Bond	Construction Industry	10
----------------	-----	------------------	-----------------------	----

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

			Recovery Fund	
Alliant Energy	Alliant Energy EPC LLC	Contractor's Bond	State of Washington	10
Alliant Energy	RMT	Right of Way Bond	Road Commission for Oakland County	11
Alliant Energy	RMT	Right of Way Bond	Road Commission for Oakland County	11
Alliant Energy	IPL/AECS	State of Illinois	State of Illinois	12
Alliant Energy	Bastian Bay Pipeline	Right of Way Grant Bond	US Minerals Mgmt Service	12
Alliant Energy	Cogenex	Energy Savings	Central Maine Power	12

-12-

Certificate Pursuant to Rule 24
 Exhibit H
 Report Period: October 1, 2004 - December 31, 2004

Item 13: 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 did not form any intermediate subsidiaries during the period from October 1, 2004 through December 31, 2004.

Alliant Energy Corporation did not form any financing subsidiaries during the period from October 1, 2004 through December 31, 2004.

Alliant Energy and its subsidiaries were authorized by the Securities and Exchange Commission to invest up to \$800 million in additional "energy assets" through December 31, 2004. Alliant Energy completed the sale of its remaining ownership interest in Whiting Petroleum Corporation in the fourth quarter of 2004, and at December 31, 2004 had approximately \$4 million of other investments in "energy assets" by various other Alliant Energy subsidiaries.

-13-

Alliant Energy Corporation
 Certificate Pursuant to Rule 24
 Exhibit I
 Report Period: October 1, 2004 - December 31, 2004

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Item 16: A table showing, as of the end of the quarter, the dollar and percentage components of the capital structure of Alliant Energy on a consolidated basis and of each Utility Subsidiary.

December 31, 2004 (amounts in millions of dollars)	Alliant Energy Corporation		Interstate Power Light Company	
	Amounts	Percentage	Amounts	Percentage
Common equity	\$ 2,561.4	47.89%	\$ 1,142.3	49.1%
Cumulative preferred stock	243.8	4.56%	183.8	7.9%
Consolidated debt (1)	2,542.8	47.55%	999.1	42.9%
	\$ 5,348.0	100.00%	\$ 2,325.2	100.0%
(1)				
Long-term debt, net (excluding current portion)	\$ 2,299.5		\$ 960.4	
Current maturities	102.3		2.7	
Variable rate demand bonds	39.1		-	
Commercial paper	83.0		36.0	
Other short-term borrowings	18.9		-	
	\$ 2,542.8		\$ 999.1	

-14-

Alliant Energy Corporation
Certificate Pursuant to Rule 24
Exhibit J
Report Period: October 1, 2004 - December 31, 2004

Item 17: A retained earnings analysis of Alliant Energy on a consolidated basis and of each Utility Subsidiary detailing gross earnings, goodwill amortization, dividends paid out of each capital account and the resulting capital account balances at the end of the quarter.

Statement of Retained Earnings
For the Three Months Ended December 31, 2004
(amounts in millions of dollars)

	Interstate Power and Light Company	Wisconsin Power and Light Company	Alliant Corporation Consolidated
Beginning balance (September 30, 2004)	\$ 375.8	\$ 458.1	\$ 859.1
Gross earnings (1)	31.4	25.8	42.1
Goodwill amortization (2)	-	-	-

Edgar Filing: ALLIANT ENERGY CORP - Form 35-CERT

Common stock dividends	(26.5)	(22.2)	(30)

Ending balance (December 31, 2004)	\$ 380.7	\$ 461.7	\$ 871
=====			

- (1) Gross earnings is defined as net income excluding goodwill amortization.
- (2) Pursuant to the adoption of FAS142 on January 1, 2002, Alliant Energy Corporation and its consolidated subsidiaries ceased the amortization of goodwill.