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NORTHEAST UTILITIES SYSTEM
Form U-1/A
June 30, 2004

FILE NO. 70-9755

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 7
(AMENDMENT NO. 11)

TO FORM U-1

APPLICATION/DECLARATION

UNDER

THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

Northeast Utilities
Western Massachusetts Electric Company
174 Brush Hill Avenue
West Springfield, MA 01090-0010

Holyoke Water Power Company
107 Selden Street
Berlin, CT 06037

The Connecticut Light and Power Company
NU Enterprises, Inc.
Northeast Generation Services Company
E. S. Boulos Company
Woods Network Services, Inc.
Woods Electrical Co., Inc.
Northeast Generation Company
Select Energy, Inc.
Select Energy New York, Inc.
Mode 1 Communications, Inc.
Northeast Utilities Service Company
107 Selden Street
Berlin, CT 06037

Public Service Company
of New Hampshire
North Atlantic
Energy Corporation
Energy Park
780 North Commercial Street
Manchester, NH 03101

Select Energy Services, Inc.
24 Prime Parkway
Natick, MA 01760

Yankee Energy System, Inc.
Yankee Gas Services Company
Yankee Energy Financial Services
Company
NorConn Properties, Inc.
Yankee Energy Services Company
107 Selden Street
Berlin, CT 06037

The Rocky River Realty Company
The Quinnehtuk Company
Northeast Nuclear Energy
Company
Properties, Inc.
107 Selden Street
Berlin, CT 06037

(Name of companies filing this statement and addresses of principal
executive offices)

NORTHEAST UTILITIES
(Name of top registered holding company)

Gregory B. Butler, Esq.
Senior Vice President, Secretary and General Counsel
Northeast Utilities Service Company

P.O. Box 270
Hartford, CT 06141-0270
(Name and address of agent for service)

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The Commission is requested to mail signed copies of all orders, notices and communications to

Jeffrey C. Miller
Assistant General Counsel
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Service Company
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Hartford, CT 06141-0270

David R. McHale
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Northeast Utilities
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P.O. Box 270
Hartford, CT 06141-0270

The Application/Declaration in this file, as heretofore amended, is further amended and restated as follow:

ITEM 1 DESCRIPTION OF PROPOSED TRANSACTION

BACKGROUND

1. Northeast Utilities ("NU"), a public utility holding company registered under the Public Utility Holding Company Act of 1935, as amended (the "Act"), located at 174 Brush Hill Ave., West Springfield, MA; Yankee Energy System, Inc. ("YES"), a public utility holding company subsidiary of NU, exempt from registration under the Act, and Northeast Utilities Service Company, NU's service company subsidiary ("NUSCO"), both located at 107 Selden Street, Berlin, CT 06037; NU's direct and indirect public utility subsidiaries, The Connecticut Light and Power Company ("CL&P") and Yankee Gas Services Company (Yankee Gas"), located at 107 Selden Street, Berlin, CT 06037, Western Massachusetts Electric Company ("WMECO"), located at 174 Brush Hill Avenue, West Springfield, MA 01090-0010, Public Service Company of New Hampshire ("PSNH") located at Energy Park, 780 North Commercial Street, Manchester, NH 03101 and Holyoke Water Power Company ("HWP"), located at 107 Selden Street, Berlin, CT 06037; and NU's direct and indirect nonutility subsidiaries, Northeast Nuclear Energy Company ("NNECO"), The Rocky River Realty Company ("RR"), The Quinnehtuk Company ("Quinnehtuk"), Properties, Inc. ("Properties"), Yankee Energy Financial Services Company ("Yankee Financial"), Yankee Energy Services Company ("YESCO"), NorConn Properties, Inc. ("NorConn"), NU Enterprises, Inc. ("NUEI"), Northeast Generation Company ("NGC"), Northeast Generation Services Company ("NGS"), E. S. Boulos Company ("Boulos"), Woods Electrical Company, Inc. ("Woods"), Woods Network Services, Inc. ("Woods Network"), Select Energy, Inc. ("Select Energy") and Mode 1 Communications, Inc. ("Mode 1"), all located at 107 Selden Street, Berlin, CT 06037, North Atlantic Energy Corporation ("NAEC"), located at 780 North Commercial Street, Manchester, NH 03101, Select Energy New York, Inc. ("SENY"), located at 507 Plum Street, Syracuse, NY 13204 and Select Energy Services, Inc. ("SESI"), located at 24 Prime Parkway, Natick, MA 01760 (collectively the "Applicants") submit this amendment to the application/declaration in this File (the "Amendment") pursuant to Sections 6(a), 7, 9(a), 10 and 12 of the Act and Rules 43, 45 and 52 thereunder with respect to the extension of certain financing authorizations granted by the Commission in the prior Commission order and the release of jurisdiction reserved in such order.

2. By order dated December 28, 2000 (Holding Co. Act Release No. 27328) issued by the Commission in this File No. 70-9755 (the "2000 Order"), the Applicants were authorized to continue participation in the NU system money pool ("NU Money Pool"), and,

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to the extent not exempt under Rules 45(b) and 52, for the Applicants to enter into short-term debt transactions with NU and to borrow from and extend credit to (and acquire promissory notes from) each other through their participation in the NU Money Pool, through June 30, 2003 subject to certain terms and conditions set forth therein. In addition, authorization was granted in the 2000 Order for NU and its utility subsidiaries and YES to issue notes or commercial paper to unaffiliated third parties to evidence short-term debt up to specified limits and within specified parameters, through June 30, 2003. By Commission order dated June 30, 2003, (Holding Co. Act Release No. 35-27693, the "2003 Order") issued in this File, the Commission extended the authorization period for the issuance of short-term debt by CL&P, WMECO and Yankee Gas (the "Utility Borrowers"), PSNH, YES and NU through June 30, 2006,