

KEEGAN WERLIN LLP

ATTORNEYS AT LAW
265 FRANKLIN STREET
BOSTON, MASSACHUSETTS 02110-3113

(617) 951-1400

TELECOPIERS:
(617) 951-1354
(617) 951-0586

May 23, 2006

VIA FACSIMILE AND U.S. MAIL

Luly Massaro, Commission Clerk
Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

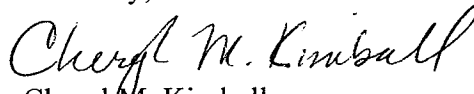
RE: Docket No. D-06-13 Joint Petition of Southern Union Company and The
Narragansett Electric Company

Dear Ms. Massaro:

Attached are the responses of Southern Union Company to the Attorney General's First Set of Discovery in the above-referenced docket.

Thank you for your attention to this matter.

Sincerely,



Cheryl M. Kimball
R.I. Bar # 6458

Cc: Service List

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-1

Request:

Identify the name, title and address of each individual of or representing Southern Union on the “integration team” identified in Response to DPUC Data Request 2-1, and with respect to each individual identified, give a description of his or her role on the “integration” team.

Response:

Please see Attachment AG-1-1 for a listing of the individuals serving on the Integration Team on behalf of Southern Union.

Prepared by or under the supervision of: Respondent: Karen M. Czaplewski

Attorney General Data Request 1-2

Request:

Provide all documents that discuss, reflect or relate to the purchase by National Grid of Southern Union's Rhode Island assets.

Response:

Southern Union objects to the Attorney General Data Request 1-2 on the basis that it is overly broad and vague, is unduly burdensome, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged information. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-2:

Please see Attachments AG- 1-2 (a) through (f).

Also, documents reviewed as part of the Joint Petitioners' due diligence activities may be responsive to this request. These documents are being made available to the Attorney General for viewing through arrangement with National Grid.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-3

Request:

Provide all documents that discuss, reflect or relate to the integration of Southern Union's Rhode Island assets by National Grid.

Response:

Southern Union objects to the Attorney General Data Request 1-3 on the basis that it is overly broad and vague, is unduly burdensome, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged information. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-3:

Please see Attachments AG-1-3 (a) through (k).

Prepared by or under the supervision of: Karen M. Czaplewski

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-4

Request:

Identify the name, title, and address of each executive of Southern Union who participated in the negotiations involving the purchase of Southern Union's Rhode Island assets by National Grid, and with respect to each executive identified, give a description of his or her role in the negotiations.

Response:

Name	Title	Address	Role
Eric D. Herschmann	Senior Executive Vice President and Interim General Counsel, Southern Union Company	1633 Broadway New York, New York 10019	Leader of Negotiating Team
Monica M. Gaudiosi	Senior Vice President and Associate General Counsel, Southern Union Company	5444 Westheimer Road Houston, TX 77056	Negotiating Team
Andre C. Bouchard	Vice President and Senior Assistant General Counsel, Southern Union Company	5444 Westheimer Road Houston, TX 77056	Negotiating Team

Prepared by or under the supervision of: Richard N. Marshall

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-5

Request:

Provide all documents presented to any and all committee(s) that discuss, reflect or relate to the purchase of Southern Union's Rhode Island assets by National Grid.

Response:

No committees of Southern Union Company or committees of its Board of Directors considered the transaction.

Prepared by or under the supervision of: Richard N. Marshall

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-6

Request:

Provide all minutes of any and all committees of Southern Union that discuss, reflect or relate to the purchase of Southern Union's Rhode Island assets by National Grid.

Response:

Please see the response to Attorney General Data Request 1-5.

Prepared by or under the supervision of: Richard N. Marshall

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-7

Request:

Provide all documents presented to the Board of Directors of Southern Union that discuss, reflect or relate to the purchase of Southern Union Rhode Island assets by National Grid.

Response:

Please see Attachment AG-1-7.

Prepared by or under the supervision of: Richard N. Marshall

The Narragansett Electric Company d/b/a National Grid
Southern Union Company
Docket D-06-13
Responses to Attorney General Data Requests – Set 1
Issued on May 12, 2006

Attorney General Data Request 1-8

Request:

Provide all minutes of the Board of Directors of Southern Union that discuss, reflect or relate to the purchase of Southern Union's Rhode Island assets by National Grid.

Response:

Please see Attachment AG-1-8.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-9

Request:

Provide all documents presented to the Board of Directors of Southern Union that discuss, reflect or relate to Southern Union's proposal to transfer New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary of Southern Union.

Response:

Southern Union objects to the Attorney General Data Request 1-9 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-9:

Please see Attachment AG-1-7.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-10

Request:

Provide all minutes of the Southern Union Board of Directors that discuss, reflect or relate to Southern Union's proposal to transfer New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary of Southern Union.

Response:

Southern Union objects to the Attorney General Data Request 1-10 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-10:

Southern Union has no responsive documents.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-11

Request:

Provide all documents presented to any and all committees of Southern Union that discuss, reflect or relate to Southern Union's proposal to transfer New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary of Southern Union.

Response:

Southern Union objects to the Attorney General Data Request 1-11 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-11:

No committees of Southern Union Company or committees of its Board of Directors considered the proposal.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-12

Request:

Provide all minutes presented to any and all committees of Southern Union that discuss, reflect or relate to Southern Union's proposal to transfer New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary.

Response:

Southern Union objects to the Attorney General Data Request 1-12 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-12:

Please see the response to Attorney General Data Request 1-11.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-13

Request:

Provide all minutes of any and all shareholders meetings that discuss, reflect or relate to Southern Union's proposal to transfer New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary of Southern Union.

Response:

Southern Union objects to the Attorney General Data Request 1-13 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-13:

Please see the transcript of Annual Meeting with Southern Union shareholders, held May 2, 2006, which was provided in response to Attorney General Data Request 1-2 as Attachment AG-1-2(f).

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-14

Request:

Describe in detail all steps that Southern Union has taken and will take to transfer New England Gas' Massachusetts operations (including but not limited to the transfer of all assets and liabilities) to a direct or indirect, wholly owned subsidiary of Southern Union and provide a timetable for each step identified.

Response:

Southern Union objects to the Attorney General Data Request 1-14 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-14:

Southern Union has received approval for the transfer from its Board of Directors and its shareholders. The transfer also requires the approval of the Massachusetts Department of Telecommunications and Energy ("MDTE"). At such time that Southern Union obtains the approval of the MDTE, Southern Union will determine the steps necessary to effect the transfer.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-15

Request:

Provide all documents that discuss, reflect or relate to the transfer of New England Gas' Massachusetts operations to a direct or indirect, wholly owned subsidiary of Southern Union.

Response:

Southern Union objects to the Attorney General Data Request 1-15 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-15:

Please see Attachment AG-1-7.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-16

Request:

Provide the articles of incorporation, by-laws, minutes, consents and all other documents that discuss, reflect or relate to the formation of the entity to which Southern Union will transfer its New England Gas' Massachusetts operations.

Response:

Southern Union objects to the Attorney General Data Request 1-16 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-16:

Please see the response to Attorney General 1-14 and Attachment AG-1-7.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-17

Request:

Provide the articles of incorporation, by-laws, minutes, consents and all other documents that discuss, reflect or relate to the formation all intermediary entities between Southern Union and the entity to which Southern Union will transfer its New England Gas' Massachusetts operations.

Response:

Southern Union objects to the Attorney General Data Request 1-17 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-17:

Please see the response to Attorney General Data Request 1-14.

Prepared by or under the supervision of: Richard N. Marshall

Attorney General Data Request 1-18

Request:

Provide all documents requested by the DPUC in DPUC Data Request 3-5.

Response:

Southern Union objects to the Attorney General Data Request 1-18 on the basis that it requests information that is not relevant to the issues properly under consideration by the Division, is not reasonably calculated to lead to discovery of evidence relevant to the issues in this proceeding and seeks the discovery of privileged documents. Subject to and without waiving these objections, Southern Union is providing the following information in response to Attorney General Data Request 1-18:

Southern Union has no responsive, non-privileged documents.

Prepared by or under the supervision of: Richard N. Marshall