

Duke Power CO LLC  
 Form 4  
 April 05, 2006

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HENDRIX DENNIS R**

(Last) (First) (Middle)

**C/O DUKE ENERGY CORPORATION, 5400 WESTHEIMER COURT**

(Street)

**HOUSTON, TX 770565310**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Duke Power CO LLC [DUK]**

3. Date of Earliest Transaction (Month/Day/Year)  
**04/03/2006**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	04/03/2006 <sup>(1)</sup>		D	V	199,814 \$ 0 0	D	
Common Stock	04/03/2006 <sup>(1)</sup>		D	V	32,951 \$ 0 0	I	By Spouse
Common Stock	04/03/2006 <sup>(1)</sup>		D	V	32,951 \$ 0 0	I	By Trust
Common Stock	04/03/2006 <sup>(1)</sup>		D	V	3,050 \$ 0 0	I	By Trustee, Dividend Reinvestment Plan

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
LTIP Phantom Stock Grant Feb 2005	<u>(2)</u>	04/03/2006 <sup>(1)</sup>		D	1,456	<u>(3)</u>	<u>(4)</u>	Common Stock	1,456
LTIP Phantom Stock Grant May, 2005	<u>(2)</u>	04/03/2006 <sup>(1)</sup>		D	540	<u>(5)</u>	<u>(4)</u>	Common Stock	540
Stock Option (Right to Buy)	\$ 24.88	04/03/2006 <sup>(1)</sup>		D	1,600	12/20/2001	10/30/2005	Common Stock	1,600
Stock Option (Right to Buy)	\$ 26.91	04/03/2006 <sup>(1)</sup>		D	2,160	04/15/2002	10/30/2005	Common Stock	2,160
Stock Option (Right to Buy)	\$ 42.81	04/03/2006 <sup>(1)</sup>		D	4,000	10/30/2002	12/20/2010	Common Stock	4,000
Stock Option (Right to Buy)	\$ 37.68	04/03/2006 <sup>(1)</sup>		D	4,000	10/30/2002	12/19/2011	Common Stock	4,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRIX DENNIS R C/O DUKE ENERGY CORPORATION 5400 WESTHEIMER COURT HOUSTON, TX 770565310	X			

## Signatures

By: Judy Z. Mayo, as  
Attorney-in-Fact for

04/05/2006

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On April 3, 2006, Duke Energy Corporation, now known as Duke Power Company, LLC (Issuer), merged into a wholly-owned
- (1) subsidiary of Duke Energy Holding Corp., now known as Duke Energy Corporation (Successor). In connection with the merger, each share of Issuer's common stock was converted into the right to receive one share of Successor's common stock.
  - (2) Converts to Common Stock on a 1-for-1 basis.
  - (3) The phantom stock vests in 5 equal annual installments beginning on February 28, 2006.
  - (4) Expiration date not applicable.
  - (5) The phantom stock vests in 5 equal annual installments beginning on May 12, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.