Duke Power CO LLC Form 4 April 05, 2006

## FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

# 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

1(b).

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * ESREY WILLIAM T			2. Issuer Name and Ticker or Trading Symbol Duke Power CO LLC [DUK]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
1314 SPRAI	DDLE CREI	EK ROAD	(Month/Day/Year) 04/03/2006	_X_ Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
VAIL, CO 8	1657		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
VAIL, CO 8	1037			Person		

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (D) (Instr. 3, 4	sposed	of	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 Beneficial Ownership (Instr. 4)
Common Stock	04/03/2006(1)		D	32,970	D	\$0	0	D	
Common Stock	04/03/2006(1)		D	1,333	D	\$ 0	0	I	By Partnership
Common Stock	04/03/2006(1)		D	5,222	D	\$ 0	0	I	By Trust-reporting person trustee/benef
Common Stock	04/03/2006(1)		D	24,155	D	\$0	0	I	By Trustee under Directors' Savings Plan

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

#### Edgar Filing: Duke Power CO LLC - Form 4

Common Stock	04/03/2006 <u>(1)</u>	D	556	D	\$0	0	I	By Trustee, Directors' Savings Plan II
Common Stock	04/03/2006(1)	D	904	D	\$0	0	I	By Trustee, Dividend Reinvestment Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> De Se (In

# 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. Transactic Code (Instr. 8)	5. Number coof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
LTIP Phantom Stock 2004 Grant	(3)	04/03/2006(1)		D	900	<u>(4)</u>	<u>(5)</u>	Common Stock	900
LTIP Phantom Stock Grant Feb 2005	(3)	04/03/2006(1)		D	1,456	<u>(6)</u>	<u>(5)</u>	Common Stock	1,456
LTIP Phantom Stock Grant May, 2004	(3)	04/03/2006(1)		D	720	<u>(7)</u>	<u>(5)</u>	Common Stock	720
LTIP Phantom Stock	(3)	04/03/2006(1)		D	540	(8)	(5)	Common Stock	540

#### Edgar Filing: Duke Power CO LLC - Form 4

Grant May, 2005								
Stock Option (Right to Buy)	\$ 26.91	04/03/2006 <u>(1)</u>	D	3,600	<u>(9)</u>	04/15/2009	Common Stock	3,600
Stock Option (Right to Buy)	\$ 24.88	04/03/2006 <u>(1)</u>	D	4,000	(10)	12/20/2009	Common Stock	4,000
Stock Option (Right to Buy)	\$ 42.81	04/03/2006(1)	D	4,000	(11)	12/20/2010	Common Stock	4,000
Stock Option (Right to Buy)	\$ 37.68	04/03/2006 <u>(1)</u>	D	4,000	(12)	12/19/2011	Common Stock	4,000
Stock Option (Right to Buy)	\$ 13.77	04/03/2006 <u>(1)</u>	D	4,000	(13)	02/25/2013	Common Stock	4,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
•	Director	10% Owner	Officer	Other				
ESREY WILLIAM T 1314 SPRADDLE CREEK ROAD VAIL, CO 81657	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 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) By partnership of which the reporting person is sole owner.
- (3) Converts to Common Stock on a 1-for-1 basis.

Reporting Owners 3

#### Edgar Filing: Duke Power CO LLC - Form 4

- (4) The phantom stock vests in 5 equal annual installments beginning on February 24, 2005.
- (5) Expiration date not applicable.
- (6) The phantom stock vests in 5 equal annual installments beginning on February 28, 2006.
- (7) The phantom stock vests in 5 equal annual installments beginning on May 13, 2005.
- (8) The phantom stock vests in 5 equal annual installments beginning on May 12, 2006.
- (9) The option vests in 4 equal annual installments beginning on April 15, 2000.
- (10) The option vests in 4 equal annual installments beginning on December 20, 2000.
- (11) The option vests in 4 equal annual installments beginning on December 20, 2001.
- (12) The option vests in five equal annual installments beginning on December 19, 2002.
- (13) The option vests in 4 equal annual installments beginning on February 25, 2004.

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.