

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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**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 \*  
**ESREY WILLIAM T**

(Last) (First) (Middle)  
 1314 SPRADDLE CREEK ROAD  
 (Street)

VAIL, CO 81657

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Common Stock	04/03/2006 <sup>(1)</sup>		D		32,970	D	
Common Stock	04/03/2006 <sup>(1)</sup>		D		1,333	I	By Partnership <sup>(2)</sup>
Common Stock	04/03/2006 <sup>(1)</sup>		D		5,222	I	By Trust-reporting person trustee/benef
Common Stock	04/03/2006 <sup>(1)</sup>		D		24,155	I	By Trustee under Directors' Savings Plan

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

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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 2004 Grant	<u>(3)</u>	04/03/2006 <sup>(1)</sup>		D	900	<u>(4)</u> <u>(5)</u>	Common Stock	900
LTIP Phantom Stock Grant Feb 2005	<u>(3)</u>	04/03/2006 <sup>(1)</sup>		D	1,456	<u>(6)</u> <u>(5)</u>	Common Stock	1,456
LTIP Phantom Stock Grant May, 2004	<u>(3)</u>	04/03/2006 <sup>(1)</sup>		D	720	<u>(7)</u> <u>(5)</u>	Common Stock	720
LTIP Phantom Stock	<u>(3)</u>	04/03/2006 <sup>(1)</sup>		D	540	<u>(8)</u> <u>(5)</u>	Common Stock	540



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- (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.

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