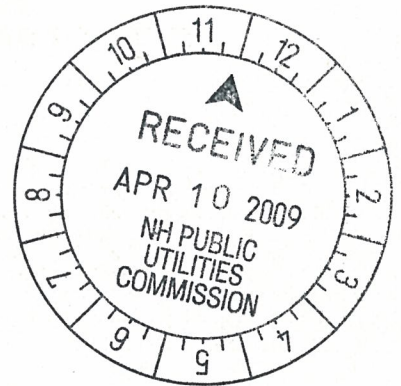




CONSERVATION LAW FOUNDATION

April 10, 2009



Ms. Debra A. Howland, Executive Director & Secretary
N.H. Public Utilities Commission
21 South Fruit Street, Suite 10
Concord, NH 03301-2429

RE: Docket No. DE 09-033
Petition for Approval of the Issuance of Long Term Debt Securities

Dear Ms. Howland:

Please find enclosed for filing with the Commission an original and seven (7) copies of the Conservation Law Foundation's Memorandum of Law on the PUC's Duty to Make a Public Good Determination on PSNH's Proposed Financing in the above-referenced docket. A copy of this filing has this day been sent electronically, and by First Class Mail, to all parties on the PUC's service list.

Thank you for your attention to this matter. Please feel free to contact me at 225-3060 should you have any questions.

Sincerely,

Melissa A. Hoffer
Vice President and Director
New Hampshire Advocacy Center

MAH/dlh

Encls.

cc: Service List DE 09-033

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