Duke Power CO LLC Form 4 April 05, 2006

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

Form 5

subject to

FORM 4

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

Washington, D.C. 20549

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

See Instruction 30(h) of the Invest

1(b).

(Print or Type Responses)

C/O DUKE ENERGY

CORPORATION, 5400

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

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

(Last) (First) (Middle) 3. Date of Earliest Transaction

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

WESTHEIMER COURT
(Street) 4. If Amendment, Date Or

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

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

_X__ Director

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Officer (give title

HOUSTON, TX 770565310

	(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative	Securi	ities Ac	quired, Dispose	d of, or Benef	icially Owned
5	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. Securitie on(A) or Disp (Instr. 3, 4	osed c	of (D)	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	199,814	D	\$0	0	D	
	Common Stock	04/03/2006(1)		D	32,951	D	\$ 0	0	I	By Spouse
	Common Stock	04/03/2006(1)		D	32,951	D	\$0	0	I	By Trust
	Common Stock	04/03/2006(1)		D	3,050	D	\$ 0	0	I	By Trustee, Dividend Reinvestment Plan

OMB Number: 3235-0287

Expires: January 31, 2005

10% Owner

Other (specify

Estimated average burden hours per response... 0.5

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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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercise Expiration Date (Month/Day/Y	e	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 Grant Feb 2005	(2)	04/03/2006(1)		D	1,456	<u>(3)</u>	<u>(4)</u>	Common Stock	1,456
LTIP Phantom Stock Grant May, 2005	(2)	04/03/2006(1)		D	540	<u>(5)</u>	<u>(4)</u>	Common Stock	540
Stock Option (Right to Buy)	\$ 24.88	04/03/2006(1)		D	1,600	12/20/2001	10/30/2005	Common Stock	1,600
Stock Option (Right to Buy)	\$ 26.91	04/03/2006(1)		D	2,160	04/15/2002	10/30/2005	Common Stock	2,160
Stock Option (Right to Buy)	\$ 42.81	04/03/2006(1)		D	4,000	10/30/2002	12/20/2010	Common Stock	4,000
Stock Option (Right to Buy)	\$ 37.68	04/03/2006(1)		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
- (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.

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