

**LIGHTLY REGULATED
Gas, Electric and Steam Companies**

ANNUAL REPORT

OF

Lakeside New York LLC

1200 Harger Road, Suite 718

Oak Brook, IL 60523

(Address of principal business office at end of year)

FOR THE

YEAR ENDED 12/31/2013

TO THE

STATE OF NEW YORK

PUBLIC SERVICE COMMISSION

Name, title, address and telephone number (including area code), of
the person to contact concerning this report:

Martin J. Collins - Executive Vice President

1200 Harger Road, Suite 718, Oak Brook, IL 60523 - 312.676.0713

Annual Report of

YEAR ENDED

GENERAL INSTRUCTIONS

- 1 This form of annual report is for those electric companies, gas companies and steam companies that have obtained an order providing for lightened regulation from the Public Service Commission of the State of New York, as provided by statutes of the said State.
- 2 The word *respondent*, wherever used in this report, means the person, firm, association, company, partnership, or corporation in whose behalf the report is made.
- 3 The Annual Report should be filed electronically. If the Annual Report is filed confidentially, a redacted and unredacted report should be filed. Both should be filed electronically to the respective e-mail addresses provided at dps.ny.gov. The verification page should be printed, signed by the authorized company representative, notarized and mailed to the Hon. Jaclyn A. Brillling, Secretary, Public Service Commission, 3 Empire State Plaza, Albany, New York 12223. Do not file the entire report in paper, only the verification page.
- 4 If it is necessary or desirable to insert additional statements for the purpose of further explanation of schedules, they should be properly identified electronically. Inserts for each schedule should be numbered and line Numbers, where needed, shown on the margin of each sheet. This also applies to all special or unusual entries not provided for in this form. Where information called for herein is not given, state fully the reason for its omission.
- 5 Every annual report should in all particulars be complete in itself, and reference to reports of former years or to other reports should not be made to take the place of required entries except as otherwise specifically authorized.
- 6 This report form is designed to cover the calendar year. If the respondent makes a report for any other period, the beginning and the end of the period must be clearly stated on the front cover, and throughout the report the appropriate cancellations of printed dates must be made. When operations cease during the year because of the disposition of property, the balance sheet and supporting schedules should consist of balances and items immediately prior to transfer (for accounting purposes), and the income statement and supporting schedules should be to the date of such transfer (for accounting purposes). If the books are not closed as of that date, the data in this report should be supported by information set forth in, or as a part of, the respondent's books of account.
- 7 Cents are to be omitted on all schedules except where they apply to averages and figures per unit where cents are important. The amounts shown on all supporting schedules shall agree with the item in the statement they support.

Name of Respondent: Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
OFFICERS AND MANAGEMENT			
Title (a)	Name (b)	Address (U.S mail & E-mail) (c)	Telephone Number (d)
Executive Vice President	Martin J. Collins	1200 Harger Road, Suite 718	312.676.0713
Executive Vice President	Mark C. Hall	mcollins@lakesideenergy.com	312.676.0723
VP and CFO	Todd G. Smith	mhall@lakesideenergy.com	312.676.0725
		tsmith@lakesideenergy.com	
Emergency Contact	Todd G. Smith	tsmith@lakesideenergy.com	312.676.0725

Name of Respondent: Lakeside New York LLC	This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
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CONTROL OF STOCK CORPORATIONS
(if so organized)

1. Show the requested information concerning shareholders of the respondent who at the date of the latest closing of the stock-book prior to the actual filing of this report held ten per centum or more of the voting capital stock or the respondent. If the stock-book was not closed within one year, show such shareholders as of the end of the year.

2. If voting power was not in proportion of the number of shares held, give full particulars.

Name of Shareholder (a)	Number of voting shares held (date) _____			
	Common (b)	Preferred		Other securities with voting power (e)
		First (c)	Second (d)	
Not Applicable. Lakeside New York LLC is a single member limited liability company whose sole member and manager is Lakeside Energy LLC.				

If not incorporated, identify below each partner/member/other owner holding more than a 10% interest in the lightly regulated company making this Report, and the size of that interest as of the end of the reporting year.

Lakeside New York LLC is a single member limited liability company whose sole member is Lakeside Energy LLC

Name of Respondent Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)			
Line No.	Title of Account (a)	Balance at Beg. of Period 3.14.13 (b)	Balance at End of Year (c)
1	PLANT		
2	Plant		
3	Construction Work in Progress		
4	TOTAL Plant (Enter Total of lines 2 and 3)		
5	(Less) Accum. Prov. for Depr. Amort. Depl.		
6	Net Plant (Enter Total of line 4 less 5)		
7	OTHER PROPERTY AND INVESTMENTS		
8	Other Property		
9	(Less) Accum. Prov. for Depr. and Amort.		
10	Investments in Associated Companies		
11	Investment in Subsidiary Companies		
12	Other Investments		
13	Special Funds		
14	TOTAL Other Property and Investments (Total of lines 8-9, 10-13)		
15	CURRENT AND ACCRUED ASSETS		
16	Cash and Cash Equivalents		
17	Notes Receivable		
18	Accounts Receivable		
19	(Less) Accum. Prov. for Uncollectible Acct.-Credit		
20	Notes Receivable from Associated Companies		
21	Receivables from Assoc. Companies		
22	Fuel Stock		
23	Plant Materials and Operating Supplies		
24	Merchandise		
25	Other Materials and Supplies		
26	Inventories		
27	Prepayments		
28	Interest and Dividends Receivable		
29	Rents Receivable		
30	Accrued Revenues		
31	Miscellaneous Current and Accrued Assets		
32	TOTAL Current and Accrued Assets (Enter Total of lines 16 thru 31)		
33	DEFERRED DEBITS		
34	Unamortized Debt Expense		
35	Extraordinary Property Losses		
36	Clearing Account		
37	Miscellaneous Deferred Debits		
38	Accumulated Deferred Income Taxes		
39	TOTAL Deferred Debits (Enter Total of lines 34 thru 38)		
40	TOTAL Assets and Other Debits (Enter Total of lines 6, 14, 32, 39)		

- * If a holding company, identify New York subsidiaries and their relationship to respondent below:
 Lakeside New York LLC owns a 100% interest in both Lakeside Beaver Falls LLC and Lakeside Syracuse LLC. Lakeside Beaver Falls LLC owns the power plant located in Beaver Falls, NY and Lakeside Syracuse owns the power plant located in Solvay, NY. These facilities were acquired by Lakeside New York LLC on March 14, 2013. The facilities were formerly owned by WPS Empire State

Name of Respondent Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Year of Report 12/31/2013
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)			
Line No.	Title of Account (a)	Balance at Beg. of Period 3.14.13 (b)	Balance at End of Year (c)
1	PROPRIETARY CAPITAL		
2	Common Stock Issued		
3	Preferred Stock Issued		
4	Premium on Capital Stock		
5	Other Paid-in Capital		
6	Retained Earnings		
7	Unappropriated Undistributed Subsidiary Earnings		
8	TOTAL Proprietary Capital (Enter Total of lines 2 thru 7)		
9	LONG-TERM DEBT		
10	Bonds		
11	Advances from Associated Companies		
12	Other Long-Term Debt		
13	TOTAL Long-Term Debt (Enter Total of Lines 10 thru 12)		
14	OTHER NONCURRENT LIABILITIES		
15	Obligations Under Capital Leases - Noncurrent		
16	Accumulated Miscellaneous Operating Provisions		
17	TOTAL Other Noncurrent Liabilities (Enter Total of lines 15 thru 16)		
18	CURRENT AND ACCRUED LIABILITIES		
19	Notes Payable		
20	Accounts Payable		
21	Payables to Associated Companies		
22	Taxes Accrued		
23	Interest Accrued		
24	Dividends Declared		
25	Matured Long-Term Debt		
26	Miscellaneous Current and Accrued Liabilities		
27	Obligations Under Capital Leases - Current		
28	TOTAL Current and Accrued Liabilities (Enter Total of lines 19 - 27)		
29	DEFERRED CREDITS		
30	Accumulated Deferred Investment Tax Credits		
31	Other Deferred Credits		
32	Other Liabilities		
33	Accumulated Deferred Income Taxes		
34	TOTAL Deferred Credits (Enter Total of lines 30 thru 33)		
35	TOTAL Liabilities and Other Credits (Enter Total of lines 8, 13, 17, 28 and		

* If a holding company, identify New York subsidiaries and their relationship to respondent below

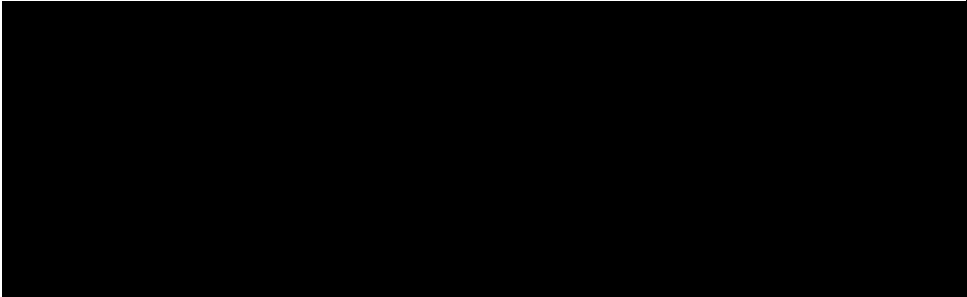
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Name of Respondent: Lakeside New York LLC *		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
STATEMENT OF INCOME FOR THE YEAR			
Line No.	Account (a)	TOTAL	
		Current Year (b)	Previous Year** (c)
1	REVENUES		
2	Operating Revenues		
3	Other Revenues		
4	TOTAL Revenue (Enter Total of lines 2-3)		
5	EXPENSES		
6	Operation and Maintenance Expenses		
7	Depreciation Expense		
8	Amortizations		
9	Interest Expense		
10	Amortization of Debt Discount/Expense		
11	Taxes Other Than Income Taxes		
12	TOTAL Expenses (Enter Total of lines 6-11)		
13	Net Operating Income (Enter Total of line 4 less 12)		
14	OTHER INCOME AND DEDUCTIONS/EXTRAORDINARY ITEMS		
15	Gains/Losses - Net		
16	Extraordinary Income		
17	Extraordinary Deductions		
18	Net Other Income and Deductions (Enter Total of lines 15 and 16 less line 17)		
19	Net Income before Income Taxes (Enter Total of lines 13 and 18)		
20	INCOME TAXES		
21	Income Taxes -- Federal		
22	-- Other		
23	Provision for Deferred Income Taxes - Net		
24	Investment Tax Credit Adj.		
25	TOTAL Income Taxes (Enter Total of lines 21 thru 24)		
26	Net Income (Enter Total of line 19 less 25)		

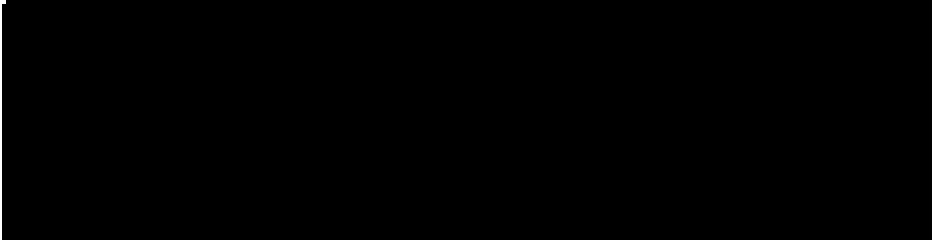
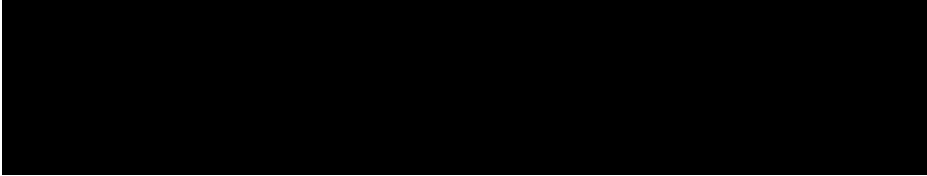
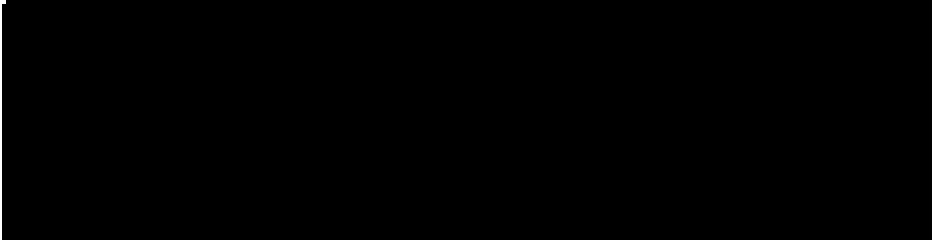
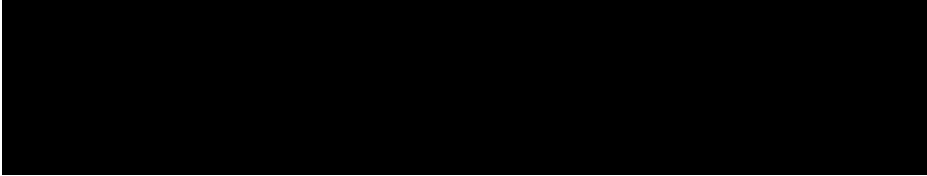
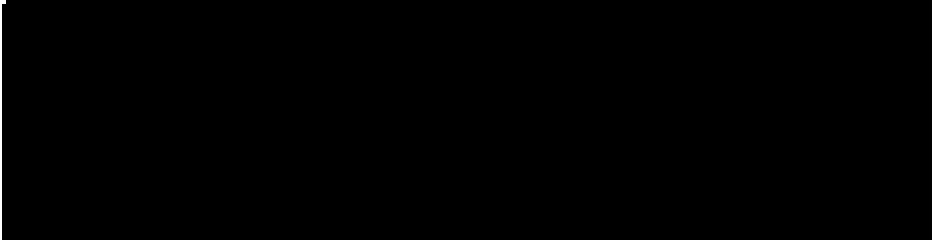
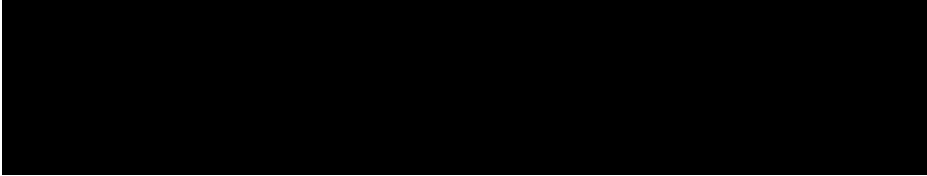
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** The prior year figures need not be provided in the first year of reporting.

Name of Respondent: Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
Lightly Regulated Generation Facilities Generation Unit Annual Operational Data Name of Generation Unit: Lakeside Beaver Falls LLC Location of Generation Unit: 9644 Main Street, Beaver Falls, NY 13305			
Item (a)	Amount (Annually by Reporting Year) (b)		
Summer Capability (MW)	80.7		
Winter Capability (MW)	89.3		
DMNC Test (MW)	80.7 / 89.3 - most recent summer / winter tests		
Minimum Generation Level (MW)			
Total Available Hours			
Total Synchronous Hours			
Hours of Planned Maintenance Outage			
Hours on Forced Outage			
Hours on Partial Forced Outage			
Average Full Load Heat Rate (btu/kWh)			
Lakeside New York acquired Beaver Falls on 3/14/13. This table reflects data beginning this date			
Supply a separate sheet for each generation unit that is classified by the New York Independent System Operator as a separate unit.			

Name of Respondent: Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
Lightly Regulated Generation Facilities Generation Unit Annual Operational Data Name of Generation Unit: Lakeside Syracuse LLC Location of Generation Unit: 300 Belle Island Road, Solvay, NY 13209			
Item (a)	Amount (Annually by Reporting Year) (b)		
Summer Capability (MW)	85.9		
Winter Capability (MW)	97.8		
DMNC Test (MW)	85.9 / 97.8 - most recent summer / winter tests		
Minimum Generation Level (MW)			
Total Available Hours			
Total Synchronous Hours			
Hours of Planned Maintenance Outage			
Hours on Forced Outage			
Hours on Partial Forced Outage			
Average Full Load Heat Rate (btu/kWh)			
Lakeside New York acquired Syracuse on 3/14/13. This table reflects data beginning this date			
Supply a separate sheet for each generation unit that is classified by the New York Independent System Operator as a separate unit.			

Name of Respondent: Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13																
Lightly Regulated Generation Facilities Site Specific Revenues and Expenses Name of Holding Company: Lakeside New York LLC Name of Generation Subsidiary: Lakeside Beaver Falls LLC Location of Generation Site: 9644 Main Street, Beaver Falls, NY 13305 <table border="1"><thead><tr><th>Item (a)</th><th>Amount (Annually/End of Reporting Period) (b)</th></tr></thead><tbody><tr><td>Capacity Revenues</td><td rowspan="6"></td></tr><tr><td>Energy and Ancillary Services Revenues</td></tr><tr><td>Other Revenues (Steam)</td></tr><tr><td>Net Plant in Service</td></tr><tr><td>Accumulated Depreciation</td></tr><tr><td>Depreciation Charged to Reporting Period</td></tr><tr><td>Property Taxes</td><td>\$310,809</td></tr><tr><td>On Site O&M</td><td rowspan="4"></td></tr><tr><td>Fuel Expense</td></tr><tr><td>Fuel Inventory</td></tr><tr><td>Other Expenses</td></tr></tbody></table>				Item (a)	Amount (Annually/End of Reporting Period) (b)	Capacity Revenues		Energy and Ancillary Services Revenues	Other Revenues (Steam)	Net Plant in Service	Accumulated Depreciation	Depreciation Charged to Reporting Period	Property Taxes	\$310,809	On Site O&M		Fuel Expense	Fuel Inventory	Other Expenses
Item (a)	Amount (Annually/End of Reporting Period) (b)																		
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Property Taxes	\$310,809																		
On Site O&M																			
Fuel Expense																			
Fuel Inventory																			
Other Expenses																			
Supply a separate sheet for each generation subsidiary that is classified by the holding company as a separate subsidiary.																			

1

2

Name of Respondent: Lakeside New York LLC		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13																		
Lightly Regulated Generation Facilities Site Specific Revenues and Expenses Name of Holding Company: Lakeside New York LLC Name of Generation Subsidiary: Lakeside Syracuse LLC Location of Generation Site: 300 Belle Island Road, Solvay, NY 13209																					
<table border="1"><thead><tr><th>Item (a)</th><th>Amount (Annually/End of Reporting Period) (b)</th></tr></thead><tbody><tr><td>Capacity Revenues</td><td rowspan="6"> </td></tr><tr><td>Energy and Ancillary Services Revenues</td></tr><tr><td>Other Revenues</td></tr><tr><td>Net Plant in Service</td></tr><tr><td>Accumulated Depreciation</td></tr><tr><td>Depreciation Charged to Reporting Period</td></tr><tr><td>Property Taxes</td><td>\$457,207</td></tr><tr><td>On Site O&M</td><td rowspan="4"> </td></tr><tr><td>Fuel Expense</td></tr><tr><td>Fuel Inventory</td></tr><tr><td>Other Expenses</td></tr><tr><td colspan="2"></td></tr></tbody></table>		Item (a)	Amount (Annually/End of Reporting Period) (b)	Capacity Revenues		Energy and Ancillary Services Revenues	Other Revenues	Net Plant in Service	Accumulated Depreciation	Depreciation Charged to Reporting Period	Property Taxes	\$457,207	On Site O&M		Fuel Expense	Fuel Inventory	Other Expenses				
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Name of Respondent Lakeside New York LLC Lakeside Beaver Falls		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
ELECTRIC PLANT (Lightly Regulated Companies)			
Item (a)	Description (b)		
Real Property	Leased land		
Structures	Turbine building, tanks and water building		
Generation Units	1		
Reservoirs, Dams and Waterways	Beaver River used for once-through cooling		
Electric Delivery Lines	1 transmission line to Adirondack Substation		
No. of Retail Service Connections	1		
Provide a separate sheet for each separate site listed at Page 7.			

Name of Respondent Lakeside New York LLC Lakeside Syracuse		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
ELECTRIC PLANT (Lightly Regulated Companies)			
Item (a)	Description (b)		
Real Property	leased land		
Structures	turbine building, cooling tower, tanks		
Generation Units	1		
Reservoirs, Dams and Waterways	none		
Electric Delivery Lines	transmission connection to National Grid		
No. of Retail Service Connections	2		
Provide a separate sheet for each separate site listed at Page 7.			

Name of Respondent	This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13												
GAS PLANT (Lightly Regulated Companies) <table border="1"> <thead> <tr> <th>Item (a)</th> <th>Description (b)</th> </tr> </thead> <tbody> <tr> <td>Real Property</td> <td>Not Applicable</td> </tr> <tr> <td>Structures</td> <td></td> </tr> <tr> <td>Production Equipment and Wells</td> <td></td> </tr> <tr> <td>Gas Delivery Lines</td> <td></td> </tr> <tr> <td>No. of Retail Service Connections</td> <td></td> </tr> </tbody> </table>			Item (a)	Description (b)	Real Property	Not Applicable	Structures		Production Equipment and Wells		Gas Delivery Lines		No. of Retail Service Connections	
Item (a)	Description (b)													
Real Property	Not Applicable													
Structures														
Production Equipment and Wells														
Gas Delivery Lines														
No. of Retail Service Connections														

Name of Respondent Lakeside New York LLC Lakeside Beaver Falls		This Report is: (1) ☒ An Original (2) ☐ A Resubmission	Period of Report 3.14.13 - 12.31.13
STEAM PLANT (Lightly Regulated Companies)			
Item (a)	Description (b)		
Real Property	Leased land		
Structures	Turbine building, tanks and water building		
Steam Production Equipment	95 MMBtu/Hr Boiler		
Steam Delivery Lines	2 lines to adjacent paper mills		
No. of Retail Service Connections	None		

DIRECTIONS CONCERNING VERIFICATION OF THIS REPORT

Section 66, subdivision 5, and Section 80, subdivision 5, of the Public Service Law, contain the following: "it shall be the duty of every ... [lightly regulated gas, electric and steam] corporation to file with the Commission an annual report, verified by the oath of the president, vice president, treasurer, secretary, manager, or receiver, if any, or by the person required to file the same."

The deponent shall specify those portions of the foregoing report concerning which the deponent does not possess actual knowledge, identifying them by page numbers and schedules where indicated below. If the portion excepted is only a part of a schedule, the numbers of the lines excepted must also be shown.

VERIFICATION.

State of _____

County of _____

} ss.:

Martin J. Collins being duly sworn deposes and says:

I am the Executive Vice President of Lakeside New York LLC

(Here insert the official title of the deponent.)

Here insert the exact name of the respondent.)

I have examined the foregoing annual report of the said company which consists of 12 printed pages, being pages 1 to 12, both inclusive and insert pages, and to the best of my knowledge, information and belief all statements of fact contained in this annual report are correct statements in all material respects regarding the business affairs of the respondent, and the financial statements and other financial information contained in this annual report conform in all material respects to the respondent's books and records kept in accordance with its accounting practices.

As to the foregoing matters stated upon my information and belief instead of my knowledge, I believe the annual report to be true in all material respects. The sources of my information and belief as to the matters not stated upon my knowledge are as follows:

(signature)

Subscribe and sworn to before me,

a _____

in and for the state and county above named, this

_____ day of _____, 20____

My commission expires _____, 20____

(signature of officer authorized to administer oaths.)

(Affix seal or stamp)

The foregoing oath must be executed and this report filed with the State of New York, Department of Public Service, Public Service Commission, Albany, N.Y. 12223, on or before July 1, next following the end of year of reporting.