



GenOn Potrero, LLC
Potrero Generating Station
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BAY AREA AIR QUALITY
MANAGEMENT DISTRICT

March 31, 2011

Jack Broadbent
Executive Officer/APCO
Bay Area Air Quality Management District
939 Ellis Street
San Francisco, CA 94109

Subject: Retirement of Units 3, 4, 5 & 6 (Sources S1, S10, S11, S12, S13, S14 & S15) at GenOn Potrero, LLC, Potrero Generating Station (Facility #A0026).

Dear Mr. Broadbent:

This purpose of this letter is to inform you of the permanent retirement of the following sources at the GenOn Potrero LLC Potrero Generating Station (Facility No. A0026), located at 1201-A Illinois Street, San Francisco, CA:

- Source S1, Boiler No. 3-1 (Unit 3)
- Source S10, Gas Turbine Unit No. 4, Engine A
- Source S11, Gas Turbine Unit No. 4, Engine B
- Source S12, Gas Turbine Unit No. 5, Engine A
- Source S13, Gas Turbine Unit No. 5, Engine B
- Source S14, Gas Turbine Unit No. 6, Engine A
- Source S15, Gas Turbine Unit No. 6, Engine B

The effective date of the permanent retirement of the sources listed above was March 1, 2011. The date of the most recent operation for any of the above sources was November 23, 2010.

Attached to this letter is a Retired Unit Exemption Notice for Boiler 3-1 (Unit 3) which has been signed by the Designated Representative for the Potrero Generating Station facility. With the submittal of this notice, Boiler 3-1 (Unit 3) is exempt from the Acid Rain Program under 40 CFR 72.8 and this unit will comply with the Special Provision requirements of 40 CFR 72.8 (d). A copy of the Retired Unit Exemption Notice has been submitted to the U. S. EPA.

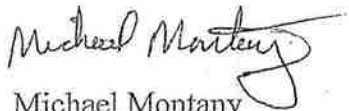
With the retirement of Boiler 3-1 (Source S1), notice is hereby provided that this Boiler is no longer part of GenOn's electric power generating system which complies with the systemwide NOx emission rate limit specified in Regulation 9-11-309.1. Notice is also provided that the

Continuous Emission Monitoring Procedures specified in in Regulation 1-522, including the monthly monitoring data reports specified in Section 1-522.8 are no longer applicable for Boiler 3-1.

The GenOn Generating Station will continue to comply with all of the recordkeeping requirements for the retired sources that are specified in District and Federal regulations and the Major Facility Review Permit.

If you have any questions regarding the content of this report, please contact Mr. Tom Bertolini at (925) 427-3503 or Mr. Michael Montany at (415) 695-2601.

Sincerely,

A handwritten signature in black ink that reads "Michael Montany". The signature is written in a cursive style with a large, sweeping flourish at the end.

Michael Montany
General Manager.
GenOn Potrero, LLC

Attachments

cc: Brian Bateman (BAAQMD)
Ken Kunaniec (BAAQMD)
Ken Lim (BAAQMD)
Kelly Wee (BAAQMD)
Brian Lusher (BAAQMD)



Retired Unit Exemption

For more information, see instructions and refer to 40 CFR 72.8, 96.105, 96.205, and 96.305, or a comparable state regulation, as applicable.

This submission is: New Revised

STEP 1

Identify the unit by facility (source) name, State, ORIS/plant code and unit ID#.

Potrero Generating Station	CA	273	3-1
Facility (Source) Name	State	ORIS/Plant Code	Unit ID#

STEP 2

Indicate the program(s) that the unit is subject to:

- Acid Rain
- ~ CAIR NO_x Annual
- ~ CAIR SO₂
- ~ CAIR NO_x Ozone Season

STEP 3

Identify the date on which the unit was (or will be) permanently retired.

March 1, 2011

STEP 4

If the unit is subject to the Acid Rain Program, identify the first full calendar year in which the unit meets (or will meet) the requirements of 40 CFR 72.8(d).

January 1, 2012

STEP 5

Read the appropriate special provisions.

Acid Rain Program Special Provisions

- (1) A unit exempt under 40 CFR 72.8 shall not emit any sulfur dioxide and nitrogen oxides starting on the date that the exemption takes effect. The owners and operators of the unit will be allocated allowances in accordance with 40 CFR part 73 subpart B.
- (2) A unit exempt under 40 CFR 72.8 shall not resume operation unless the designated representative of the source that includes the unit submits a complete Acid Rain permit application under 40 CFR 72.31 for the unit not less than 24 months prior to the date on which the unit is first to resume operation.
- (3) The owners and operators and, to the extent applicable, the designated representative of a unit exempt under 40 CFR 72.8 shall comply with the requirements of the Acid Rain Program concerning all periods for which the exemption is not in effect, even if such requirements arise, or must be complied with, after the exemption takes effect.
- (4) For any period for which a unit is exempt under 40 CFR 72.8, the unit is not an affected unit under the Acid Rain Program and 40 CFR part 70 and 71 and is not eligible to be an opt-in source under 40 CFR part 74. As an unaffected unit, the unit shall continue to be subject to any other applicable requirements under 40 CFR parts 70 and 71.
- (5) For a period of 5 years from the date the records are created, the owners and operators of a unit exempt under 40 CFR 72.8 shall retain, at the source that includes the unit, records demonstrating that the unit is permanently retired. The 5-year period for keeping records may be extended for cause, at any time prior to the end of the period, in writing by the Administrator or the permitting authority. The owners and operators bear the burden of proof that the unit is permanently retired.
- (6) On the earlier of the following dates, a unit exempt under 40 CFR 72.8(b) or (c) shall lose its exemption and become an affected unit under the Acid Rain Program and 40 CFR part 70 and 71: (i) the date on which the designated representative submits an Acid Rain permit application under paragraph (2); or (ii) the date on which the designated representative is required under paragraph (2) to submit an Acid Rain permit application. For the purpose of applying monitoring requirements under 40 CFR part 75, a unit that loses its exemption under 40 CFR 72.8 shall be treated as a new unit that commenced commercial operation on the first date on which the unit resumes operation.

CAIR NO_x Annual Trading Program Special Provisions

- (1) A unit exempt under 40 CFR 96.105(a) shall not emit any nitrogen oxides, starting on the date that the exemption takes effect.
- (2) The permitting authority will allocate CAIR NO_x allowances under 40 CFR 96 subpart EE to a unit exempt under 40 CFR 96.105(a).
- (3) For a period of 5 years from the date the records are created, the owners and operators of a unit exempt under 40 CFR 96.105(a) shall retain, at the source that includes the unit, records demonstrating that the unit is permanently retired. The 5-year period for keeping records may be extended for cause, at any time before the end of the period, in writing by the permitting authority or the Administrator. The owners and operators bear the burden of proof that the unit is permanently retired.
- (4) The owners and operators and, to the extent applicable, the CAIR designated representative of a unit exempt under 40 CFR 96.105(a) shall comply with the requirements of the CAIR NO_x Annual Trading Program concerning all periods for which the exemption is not in effect, even if such requirements arise, or must be complied with, after the exemption takes effect.
- (5) A unit exempt under 40 CFR 96.105(a) and located at a source that is required, or but for this exemption would be required, to have a title V operating permit shall not resume operation unless the CAIR designated representative of the source submits a complete CAIR permit application under 40 CFR 96.122 for the unit not less than 18 months (or such lesser time provided by the permitting authority) before the later of January 1, 2009 or the date on which the unit resumes operation.
- (6) On the earlier of the following dates, a unit exempt under 40 CFR 96.105(a) shall lose its exemption:
 - (i) The date on which the CAIR designated representative submits a CAIR permit application for the unit under 40 CFR 96.105(b)(5);
 - (ii) The date on which the CAIR designated representative is required under 40 CFR 96.105(b)(5) to submit a CAIR permit application for the unit; or
 - (iii) The date on which the unit resumes operation, if the CAIR designated representative is not required to submit a CAIR permit application for the unit.
- (7) For the purpose of applying monitoring, reporting, and recordkeeping requirements under 40 CFR 96 subpart HH, a unit that loses its exemption under 40 CFR 96.105(a) shall be treated as a unit that commences commercial operation on the first date on which the unit resumes operation.

CAIR SO₂ Trading Program Special Provisions

- (1) A unit exempt under 40 CFR 96.205(a) shall not emit any sulfur dioxide, starting on the date that the exemption takes effect.
- (2) For a period of 5 years from the date the records are created, the owners and operators of a unit exempt under 40 CFR 96.205(a) shall retain, at the source that includes the unit, records demonstrating that the unit is permanently retired. The 5-year period for keeping records may be extended for cause, at any time before the end of the period, in writing by the permitting authority or the Administrator. The owners and operators bear the burden of proof that the unit is permanently retired.
- (3) The owners and operators and, to the extent applicable, the CAIR designated representative of a unit exempt under 40 CFR 96.205(a) shall comply with the requirements of the CAIR SO₂ Trading Program concerning all periods for which the exemption is not in effect, even if such requirements arise, or must be complied with, after the exemption takes effect.
- (4) A unit exempt under 40 CFR 96.205(a) and located at a source that is required, or but for this exemption would be required, to have a title V operating permit shall not resume operation unless the CAIR designated representative of the source submits a complete CAIR permit application under 40 CFR 96.222 for the unit not less than 18 months (or such lesser time provided by the permitting authority) before the later of January 1, 2010 or the date on which the unit resumes operation.
- (5) On the earlier of the following dates, a unit exempt under 40 CFR 96.205(a) shall lose its exemption:
 - (i) The date on which the CAIR designated representative submits a CAIR permit application for the unit under 40 CFR 96.205(b)(4);
 - (ii) The date on which the CAIR designated representative is required under 40 CFR 96.205(b)(4) to submit a CAIR permit application for the unit; or
 - (iii) The date on which the unit resumes operation, if the CAIR designated representative is not required to submit a CAIR permit application for the unit.
- (6) For the purpose of applying monitoring, reporting, and recordkeeping requirements under 40 CFR 96 subpart HHH, a unit that loses its exemption under 40 CFR 96.205(a) shall be treated as a unit that commences commercial operation on the first date on which the unit resumes operation.

CAIR NO_x Ozone Season Trading Program Special Provisions

- (1) A unit exempt under 40 CFR 96.305(a) shall not emit any nitrogen oxides, starting on the date that the exemption takes effect.
- (2) The permitting authority will allocate CAIR NO_x Ozone Season allowances under 40 CFR 96 subpart EEEE to a unit exempt under 40 CFR 96.305(a).
- (3) For a period of 5 years from the date the records are created, the owners and operators of a unit exempt under 40 CFR 96.305(a) shall retain, at the source that includes the unit, records demonstrating that the unit is permanently retired. The 5-year period for keeping records may be extended for cause, at any time before the end of the period, in writing by the permitting authority or the Administrator. The owners and operators bear the burden of proof that the unit is permanently retired.
- (4) The owners and operators and, to the extent applicable, the CAIR designated representative of a unit exempt under 40 CFR 96.305(a) shall comply with the requirements of the CAIR NO_x Ozone Season Trading Program concerning all periods for which the exemption is not in effect, even if such requirements arise, or must be complied with, after the exemption takes effect.
- (5) A unit exempt under 40 CFR 96.305(a) and located at a source that is required, or but for this exemption would be required, to have a title V operating permit shall not resume operation unless the CAIR designated representative of the source submits a complete CAIR permit application under 40 CFR 96.322 for the unit not less than 18 months (or such lesser time provided by the permitting authority) before the later of January 1, 2009 or the date on which the unit resumes operation.
- (6) On the earlier of the following dates, a unit exempt under 40 CFR 96.305(a) shall lose its exemption:
 - (i) The date on which the CAIR designated representative submits a CAIR permit application for the unit under 40 CFR 96.305(b)(5);
 - (ii) The date on which the CAIR designated representative is required under 40 CFR 96.305(b)(5) to submit a CAIR permit application for the unit; or
 - (iii) The date on which the unit resumes operation, if the CAIR designated representative is not required to submit a CAIR permit application for the unit.
- (7) For the purpose of applying monitoring, reporting, and recordkeeping requirements under 40 CFR 96 subpart HHHH, a unit that loses its exemption under 40 CFR 96.305(a) shall be treated as a unit that commences commercial operation on the first date on which the unit resumes operation.

Potrero Generating Station

Plant Name (from STEP 1)

STEP 6


Read the statement of compliance and the appropriate certification statements and sign and date.

Statement of Compliance

I certify that the unit identified above at STEP 1 was (or will be) permanently retired on the date identified at STEP 3 and will comply with the appropriate Special Provisions listed at STEP 5.

Certification (for Acid Rain or CAIR designated representatives or alternate Acid Rain or CAIR designated representatives only)

I am authorized to make this submission on behalf of the owners and operators of the source and unit for which the submission is made. I certify under penalty of law that I have personally examined, and am familiar with, the statements and information submitted in this document and all its attachments. Based on my inquiry of those individuals with primary responsibility for obtaining the information, I certify that the statements and information are to the best of my knowledge and belief true, accurate, and complete. I am aware that there are significant penalties for submitting false statements and information or omitting required statements and information, including the possibility of fine or imprisonment.

Name Monte Ash	Title Vice President, GenOn Energy, Inc. West and South Gas Plant Operations
Owner Company Name Genon Potrero, LLC	
Phone (925) 427- 3575	Email Monte.Ash@genon.com
Signature 	Date 3/29/2011

Certification (for certifying officials of units subject to the Acid Rain Program only)

I certify under penalty of law that I have personally examined, and am familiar with, the statements and information submitted in this document and all its attachments. Based on my inquiry of those individuals with primary responsibility for obtaining the information, I certify that the statements and information are to the best of my knowledge and belief true, accurate, and complete. I am aware that there are significant penalties for submitting false statements and information or omitting required statements and information, including the possibility of fine or imprisonment.

Name	Title
Owner Company Name	
Phone	Email
Signature	Date