EXHIBIT D

SECOND ALTERNATIVE STATEMENT OF COMMITMENT

The Bidder hereby represents that if it submits any bid price proposal(s) in response to the Maine Public Utilities Commission (MPUC) current RFB, such bid price proposal(s), subject to its (their) terms and conditions, will be a firm offer to provide Standard Offer Service: (1) in accordance with Maine law and regulations and, except as set forth herein, the provisions of the RFB; (2) at the prices and for the amounts and term lengths specified on the Bidder's Bid Price Proposal Sheets submitted; and (3) subject only to contingencies and conditions specified by Bidder in its proposal(s). Bidder further represents that its proposal will remain open for the day on which it is submitted.

The Bidder hereby represents that, if designated a standard offer provider by the MPUC, Bidder will, subject to the terms and conditions of its proposal(s) accept, abide by and fulfill all applicable obligations and terms and conditions of Maine law and regulations, and all applicable obligations, requirements, terms, and, except as set forth herein, conditions stated in the RFB and the Standard Offer Provider Standard Service Agreements entered into with the applicable T&D utilities (the "SOP Agreements"), and that Bidder will submit to the jurisdiction of the courts of the State of Maine and the MPUC in matters related to the provision of Standard Offer Service, and that Bidder agrees that all legal proceedings relating to Bidder's provision of Standard Offer Service will be conducted before Maine courts or the MPUC. Bidder further represents that, if designated a Standard Offer provider by the MPUC, Bidder will provide standard offer service in the amounts, for the term lengths, and at the prices specified in its proposal throughout the term of service except that Bidder's obligation to provide standard offer service may terminate upon the happening of any contingency (for which termination is a consequence) set forth in the Bidder's proposal or at the Bidder's option if the necessary SOP Agreements become ineffective or if the MPUC promulgates, enacts or amends any rules or regulations or otherwise causes any changes to occur which materially affect the Bidder's ability to provide Standard Offer Service including but not limited to material impact on the cost to the Bidder of providing such service, provided that the Bidder, after being notified by the Commission in a timely fashion by a Notice of Rulemaking or Notice of Proceeding sent directly to Bidder, informs the MPUC within the comment period provided for in said Notice of Rulemaking or Notice of Proceeding pursuant to MPUC procedures that a matter under consideration would have a material affect on the Bidder's ability to provide Standard Offer Service.

The Bidder hereby certifies that all of the statements and representations made in its proposal are true to the best of Bidder's knowledge and belief.

This Statement of Commitment shall supercede and replace the previous Statement of Commitment signed by Bidder and submitted to the MPUC.

Company submitting proposal: Select Energy Inc.
(exact legal name of company)

Bidder Name: _____
(if different than above)

Signature of Officer of Bidder: _____
William W. Schivley

Officer Title: President-Select Energy

Date Signed: 6-10-04