

Duke Energy Carolinas, LLC

Form 8-K

January 10, 2008

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

**FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report: January 10, 2008**  
**(Date of earliest event reported): January 7, 2008**  
**DUKE ENERGY CAROLINAS, LLC**  
(Exact Name of Registrant as Specified in its Charter)

**North Carolina**  
(State or Other Jurisdiction  
of Incorporation)

**1-4928**  
(Commission  
File Number)

**56-0205520**  
(IRS Employer  
Identification No.)

**526 South Church Street, Charlotte, North Carolina 28202-1803**

(Address of Principal Executive Offices, including Zip code)

**(704) 594-6200**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On January 7, 2008, Duke Energy Carolinas, LLC (the Company) entered into an underwriting agreement, dated as of January 7, 2008, with J.P. Morgan Securities Inc. and Wachovia Capital Markets, LLC, as representatives of the several underwriters named therein (the Underwriters), pursuant to which the Company agreed to issue and sell to the Underwriters \$400,000,000 aggregate principal amount of the Company's First and Refunding Mortgage Bonds, 5.25% Series due 2018 (the 2018 Mortgage Bonds) and \$500,000,000 aggregate principal amount of the Company's First and Refunding Mortgage Bonds, 6.00% Series due 2038 (the 2038 Mortgage Bonds, and together with the 2018 Mortgage Bonds, the Mortgage Bonds). The Mortgage Bonds will be issued under the First and Refunding Mortgage, dated as of December 1, 1927, as amended from time to time, including by the Eighty-Fifth Supplemental Indenture, dated as of January 10, 2008, between the Company and The Bank of New York Trust Company, N.A., as Trustee (the Trustee). In connection with the issuance and sale of the Mortgage Bonds, the Company is filing a legal opinion regarding the validity of the Mortgage Bonds as Exhibit 5.1 to this Form 8-K for the purpose of incorporating the opinion into the Company's Registration Statement No. 333-146483-03.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 5.1 Opinion regarding validity of the Mortgage Bonds.

Exhibit 23.1 Consents (included as part of Exhibit 5.1).

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**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**DUKE ENERGY CAROLINAS, LLC**

Date: January 10, 2008

By: /s/ Robert T. Lucas III, Esq.

Name: Robert T. Lucas III, Esq.

Title: Associate General Counsel and  
Assistant Secretary

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**EXHIBIT INDEX**

<b>Exhibit</b>	<b>Description</b>
5.1	Opinion regarding validity of the Mortgage Bonds.
23.1	Consents (included as part of Exhibit 5.1).