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ENTERGY CORP /DE/  
Form 35-CERT  
April 22, 2002

UNITED STATES OF AMERICA

BEFORE THE SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C.

In the Matter of

ENTERGY CORPORATION

File No. 70-9749

CERTIFICATE  
PURSUANT TO  
RULE 24

(Public Utility Holding Company  
Act of 1935)

This is to certify, pursuant to Rule 24 under the Public Utility Holding Company Act of 1935, as amended, that for the quarterly period ended December 31, 2001, the transactions described below, which were proposed by Entergy Corporation (the "Company" or "Entergy") in the Application-Declaration on Form U-1, as amended, in the above referenced File ("Application-Declaration"), have been carried out in accordance with the terms and conditions of and for the purposes represented by the Application-Declaration and pursuant to the Order of the Securities and Exchange Commission dated April 3, 2001.

- (1) The per share purchase and market prices for each sale of common stock, preferred stock or other forms of preferred or equity linked securities on the date of each sale. None.
- (2) The total number of shares of common stock issued or available for issuance under options granted during the reporting period. 2,500 shares of common stock are available for issuance pursuant to the terms of options granted during this period.
- (3) The number and price of, and restrictions on, common shares issued in connection with the acquisition of another business. None.
- (4) The principal amount of, and the terms and conditions associated with the issuance of Long-Term Debt. None.
- (5) The principal amount of, and the terms and conditions In connection with obtaining a \$50,000,000 unsecured

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associated with, the issuance revolving credit facility, on  
of Short-Term Debt.

December 11, 2001, Entergy  
issued a \$50,000,000  
promissory note that matures  
on May 16, 2002, but may be  
converted into a term loan  
maturing no later than May  
16, 2003. The loan is  
subject to the same terms and  
conditions as the Third  
Amended and Restated Credit  
Agreement, dated as of May  
17, 2001, among Entergy, the  
Banks named therein and  
Citibank, N.A. as Agent,  
which is incorporated by  
reference as Exhibit 4(a) to  
Entergy's Quarterly Report on  
Form 10-Q for the quarterly  
period ended June 30, 2001.

(6) The notional amount and principal terms of, and the counter parties to, any Interest Rate Hedge or Anticipatory Hedge entered into during the reporting period. None.

(7) The name of, and amount invested in, any new Financing Subsidiary. None.

(8) A list of all Form U-6B-2 filings made during the reporting period, including the date of the filing. None.

(9) Entergy's consolidated balance sheet and the balance sheet for any company that engaged in a financing transaction during the reporting period, each showing the type and outstanding amount of debt or equity, as the case may be. Entergy's consolidated Balance Sheet is incorporated by reference on Entergy's Annual Report on Form 10-K for the year ended December 31, 2001.

(10) A calculation of Entergy's debt to equity ratio for the quarter ending December 31, 2001. Filed herein as Exhibit 10(c).

IN WITNESS WHEREOF, the Company has caused this certificate to be executed this 19th day of April, 2002.

ENTERGY CORPORATION

By: /s/ Steven C. McNeal  
Steven C. McNeal

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Vice President and Treasurer