Received: 09/29/2005 Status: EFFECTIVE Effective Date: 10/29/2005

PSC NO: 12 GAS COMPANY: THE BROOKLYN UNION GAS COMPANY

INITIAL EFFECTIVE DATE: 10/29/05

SUPPLEMENT TYPE: CANC SUPPLEMENT NO: 39

Eleventh Revised Leaf No. 411.1

to Schedule for Gas Service, P.S.C. No. 12 - GAS is hereby canceled.

Issued by John J. Bishar, Jr., Senior Vice President, General Counsel and Secretary, Brooklyn, NY