

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

FORM U-1/A

AMENDMENT NO. 1

to

APPLICATION OR DECLARATION
UNDER THE
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

CLECO CORPORATION
2030 Donahue Ferry Road
Pineville, Louisiana 71360
(318) 484-7400

CLECO MIDSTREAM RESOURCES LLC
2030 Donahue Ferry Road
Pineville, Louisiana 71360
(318) 484-7400

(Names of companies filing this statement and address of principal executive offices)

R. O'Neal Chadwick, Jr., Esq.
Cleco Corporation
2030 Donahue Ferry Road
Pineville, Louisiana 71360

(Name and address of agent for service)

The Commission is requested to send copies of all notices, orders and other communications in connection with this Application/Declaration to:

R. O'Neal Chadwick, Jr., Esq.
Cleco Corporation
2030 Donahue Ferry Road
Pineville, Louisiana 71360

Robert F. Shapiro, Esq.
Adam Wenner, Esq
Chadbourn & Parke LLP
1200 New Hampshire Avenue, NW
Washington, D.C. 20036

The Application-Declaration of Cleco Corporation and Cleco Midstream Resources LLC (File No. 70-10318) was filed on June 29, 2005. As a result, the Application-Declaration of Cleco Corporation and Cleco Midstream Resources LLC (File No. 70-10319) filed on July 7, 2005 is hereby withdrawn due to its duplication with the previous filing listed above.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the undersigned companies have duly caused this Application/Declaration to be signed on their behalf by the undersigned thereunto duly authorized.

CLECO CORPORATION

By: /s/ R. O'Neal Chadwick, Jr.
Title: Senior Vice President and
General Counsel

CLECO MIDSTREAM RESOURCES LLC

By: /s/ Samuel H. Charlton III
Title: Senior Vice President and Chief
Operating Officer