

February 27, 2013

VIA ELECTRONIC FILING

Rosemary Chiavetta, Esquire
Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building, 2 North
P.O. Box 3265
Harrisburg, PA 17105-3265

Re: FR First Avenue Property Holding, LP
Docket No. A-2012-2341123
FR E2 Property Holding, LP ✓
Docket No. A-2013-2341263

Dear Secretary Chiavetta:

Enclosed for filing in the above-referenced proceedings please find the Petitions to Intervene of FR First Avenue Property Holding, LP and FR E2 Property Holding, LP.

Copies will be provided to the persons as indicated on the enclosed Certificate of Service.

Respectfully submitted,



Elizabeth U. Witmer

EUW/llg
Enclosure
cc(w/encls): Honorable David A. Salapa
PPL Electric Utilities Corporation
Certificate of Service

Trustee of the Residuary Trust of James C. Arthur	:	
	:	
Anthony J. Lupas, Jr. and Lillian Lupas	:	A-2012-2341118
John Lupas and Judy Lupas,	:	
Grace Lupas, Eugene A. Bartoli and	:	
Robert J. Fankelli	:	
	:	
Ronald G. Sidovar and Gloria J. Sidovar	:	A-2012-2341120
	:	
FR First Avenue Property Holding, LP	:	A-2012-2341123
	:	
Transcontinental Gas Pipe Line Corporation	:	A-2013-2341208
	:	
William Petrouleas and Joanna Petrouleas	:	A-2013-2341209
	:	
Peter Palermo and Francine Palermo	:	A-2013-2341211
	:	
Christopher Maros and Melinda Maros	:	A-2013-2341213
	:	
Dianna L. Doss	:	A-2013-2341214
	:	
Donald Januszewski	:	A-2013-2341215
	:	
International Consolidated Investment Company	:	A-2013-2341216
	:	
Bradley D. Hummel	:	A-2013-2341220
	:	
Michael Palermo and Joanne Palermo	:	A-2013-2341221
	:	
Roberta Searfoss a/k/a Judy Searfoss Executrix of the Estate of Euylla Hughes a/k/a Eylla Hughes	:	A-2013-2341232
	:	
John F. and Veronica Iskra	:	A-2013-2341233
	:	
Michael A. Mitch and Sue K. Mitch	:	A-2013-2341234
	:	
Clifton Acres, Inc.	:	A-2013-2341236
	:	
Dietrich Hunting Club	:	A-2013-2341237
	:	
Art Borrower Propco 2010-5 LLC	:	A-2013-2341238
	:	

NLMS, Inc.	: A-2013-2341239
US Industrial Reit II	: A-2013-2341241
Ronald Solt	: A-2013-2341249
Merel J. and Arlene J. Swingle	: A-2013-2341250
Edward R. Schultz	: A-2013-2341253
Donald W. Henderson and Louis Bellucci	: A-2013-2341262
Fr E2 Property Holding LP	: A-2013-2341263
Sylvester J. Coccia	: A-2013-2341267
Lawrence Duda	: A-2013-2341271
Mark M. Mack, J. Dean Mack and Heather K. Mack	: A-2013-2341272
Blue Ridge Real Estate	: A-2013-2341277
James L. and Michaelene J. Butler	: A-2013-2344353
Susan Butler Reigeluth Living Trust	: A-2013-2344604
Blueberry Mountain Realty, LLC	: A-2013-2344605
Grumble Knot, LLC	: A-2013-2344612
Pennsylvania Glacial Till, LLC	: A-2013-2344616
Chris and Melinda Maros	: C-2012-2305047
v.	
PPL Electric Utilities Corporation	
Joe and Vanessa Caparo	
v.	
PPL Electric Utilities Corporation	: C-2012-2276713

**PETITION TO INTERVENE
FR E2 PROPERTY HOLDING, LP**

FR E2 Property Holding, LP (“FR E2”), by and through its undersigned attorneys, SAUL EWING LLP, hereby files this Petition to Intervene in the above-captioned proceedings pursuant to the Rules of Practice and Procedure promulgated by the Pennsylvania Public Utility Commission, 52 Pa. Code §§5.71-76, and in accordance with the Notice published in the *Pennsylvania Bulletin* at 43 Pa. B. 397 (January 19, 2013) and Prehearing Order #1 issued by Administrative Law Judge David A. Salapa on January 8, 2013 and Prehearing Order #2 issued on January 29, 2013.

I. INTRODUCTION

On December 28, 2012, PPL Electric Utilities Corporation (“PPL” or “applicant”) filed an Application at Docket No. A-2012-2340872 (the “Siting Application”) with the Pennsylvania Public Utility Commission (the “Commission”) requesting authority to locate and construct the Pennsylvania portion of transmission lines associated with the proposed Northeast-Pocono Reliability Project (“Northeast Pocono Line”). PPL asserts that the Northeast Pocono Line is needed to resolve reliability and planning violations and to reinforce the 69 kV systems serving the Northeast Pocono region by bringing a new 230 kV supply source closer to the growing load centers. As part of the Application, PPL proposed three new transmission lines: (1) Jenkins-West Pocono Line; (2) West Pocono-North Pocono Line; and (3) North Pocono-Paupack Line.

Separately, also on December 28, 2012, PPL filed two Petitions (the “Substation Petitions”) at Docket Nos. P-2012-2340871 and P-2012-2341105 requesting that the Commission approve the construction of buildings to shelter control equipment associated with the West Pocono and North Pocono substations, respectively.

Also, PPL filed 37 separate Applications (the “Eminent Domain Applications”) relating to the proposed exercise of the power of eminent domain arising from the project. Specifically, the Application at Docket No. A-2013-2341263 seeks authorization to utilize eminent domain to take property rights regarding properties owned by FR E2.

II. FR E2’S INTEREST AND STANDING

In support of this Petition to Intervene, FR E2 provides the following additional information:

1. The instant intervenor is FR E2 Property Holding, LP, with a business address at 311 S. Wacker Drive, Suite 3900, Chicago, IL 60606.
2. The intervenor’s attorneys for the purpose of receiving service of all documents in this proceeding are:

Elizabeth U. Witmer, Esquire
SAUL EWING LLP
1200 Liberty Ridge Drive, Suite 200
Wayne, PA 19087-5569
(610) 251-5062
(610) 408-4400 (fax)
ewitmer@saul.com

3. Counsel for intervenor is authorized to accept service on behalf of FR E2 in this proceeding. FR E2 requests that the Commission and all parties of record serve copies of all documents (including, but not limited to, correspondence, discovery requests and answers, commission orders, pleadings and testimony) electronically on its counsel of record as well as by hard copy.

4. FR E2 is the owner of real property in Covington Township, Lackawanna County, being PIN No. 2270301000809, described as Lot E2 on the Preliminary/Final Subdivision Plan for IM SPEC BUILDING COVINGTON INDUSTRIAL PARK, also as described in the Corrective Deed filed at Instrument No. 200830859 in the Office of Recorder of Deeds of Lackawanna County (the "FR E2 Property").

5. A portion of the FR E2 Property is proposed to be condemned as described in the Eminent Domain Application by PPL.

6. As a result of PPL's decision to locate an electric line across FR E2's property, FR E2's property rights are adversely affected in that it may be unable to use and/or develop its property appropriately. FR E2 believes other feasible routes may be available for the proposed project.

7. FR E2 is an affected property owner whose rights will be adversely affected if the Commission grants PPL authority to locate, construct and operate the electric lines proposed in this action. FR E2 may be directly affected by the outcome of this proceeding and its interests are not adequately represented by existing participants. FR E2 therefore satisfies the standards for intervention established by the Commission. 52 Pa. Code §5.72(a).

8. In addition, pursuant to 52 Pa. Code §57.75(i)(3), as the owner of property which is the subject of the Eminent Domain Application at Docket No. A-2013-2341263, FR E2 has automatic standing to participate as a party with regard to the Application.

9. FR E2's position in this proceeding is to ensure that PPL's proposed construction has no adverse impact on FR E2's property rights, and on FR E2's use, operation, maintenance or future development of the FR E2 Property. Due to the early state of the proceeding, FR E2 reserves the right to finalize its position after it has had an opportunity to further evaluate PPL's filings, conduct discovery and review additional information that be provided, and to raise and/or address additional issues that may be identified by other parties.

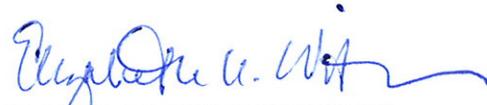
III. CONCLUSION

WHEREFORE, FR E2 respectfully requests that the Commission and the presiding Administrative Law Judge grant its Petition to Intervene with full party status in this proceeding.

Respectfully submitted,

SAUL EWING LLP

Dated: February 27, 2013



Elizabeth U. Witmer, Esquire
PA Attorney ID No. 55808
Saul Ewing LLP
1200 Liberty Ridge Drive, Suite 200
Wayne, PA 19087-5569
(610) 251-5062
(610) 408-4400 (fax)
ewitmer@saul.com

VERIFICATION

I, Peter Schultz, state that the facts set forth in the foregoing Petition to Intervene are true and correct to the best of my knowledge, information, and belief. I understand that this Verification is made subject to the penalties of 18 Pa.C.S.A. § 4904 relating to unsworn falsification to authorities.

DATE: February 27, 2013

FR E2 Property Holding, L.P., a Delaware limited partnership

By: FR E2 General Partner, L.P., a Delaware limited partnership, its sole general partner

By: FR E2 Second, LLC, a Delaware limited liability company, its sole general partner

By: FR E2, LLC, a Delaware limited liability company, its sole member

By: First Industrial Investment II, LLC, a Delaware limited liability company, its sole member

By: First Industrial, L.P., a Delaware limited partnership, its sole member

By: First Industrial Realty Trust, Inc., a Maryland corporation, its sole general partner

By: 

Name: Peter Schultz

Its: Executive Vice President - East

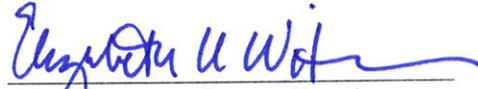
Margaret G. Arthur and Barbara A. Saurman Trustee of the Residuary Trust of James C. Arthur	: A-2012-2341115 : : : :
Anthony J. Lupas, Jr. and Lillian Lupas John Lupas and Judy Lupas, Grace Lupas, Eugene A. Bartoli and Robert J. Fankelli	: A-2012-2341118 : : : : : :
Ronald G. Sidovar and Gloria J. Sidovar	: A-2012-2341120 : :
FR First Avenue Property Holding, LP	: A-2012-2341123 : :
Transcontinental Gas Pipe Line Corporation	: A-2013-2341208 : :
William Petrouleas and Joanna Petrouleas	: A-2013-2341209 : :
Peter Palermo and Francine Palermo	: A-2013-2341211 : :
Christopher Maros and Melinda Maros	: A-2013-2341213 : :
Dianna L. Doss	: A-2013-2341214 : :
Donald Januszewski	: A-2013-2341215 : :
International Consolidated Investment Company	: A-2013-2341216 : : :
Bradley D. Hummel	: A-2013-2341220 : :
Michael Palermo and Joanne Palermo	: A-2013-2341221 : :
Roberta Searfoss a/k/a Judy Searfoss Executrix of the Estate of Euylla Hughes a/k/a Eylla Hughes	: A-2013-2341232 : : : : :
John F. and Veronica Iskra	: A-2013-2341233 : :
Michael A. Mitch and Sue K. Mitch	: A-2013-2341234 : :
Clifton Acres, Inc.	: A-2013-2341236 : :
Dietrich Hunting Club	: A-2013-2341237 : :
Art Borrower Propco 2010-5 LLC	: A-2013-2341238

NLMS, Inc.	: A-2013-2341239
US Industrial Reit II	: A-2013-2341241
Ronald Solt	: A-2013-2341249
Merel J. and Arlene J. Swingle	: A-2013-2341250
Edward R. Schultz	: A-2013-2341253
Donald W. Henderson and Louis Bellucci	: A-2013-2341262
Fr E2 Property Holding LP	: A-2013-2341263
Sylvester J. Coccia	: A-2013-2341267
Lawrence Duda	: A-2013-2341271
Mark M. Mack, J. Dean Mack and Heather K. Mack	: A-2013-2341272
Blue Ridge Real Estate	: A-2013-2341277
James L. and Michaelene J. Butler	: A-2013-2344353
Susan Butler Reigeluth Living Trust	: A-2013-2344604
Blueberry Mountain Realty, LLC	: A-2013-2344605
Grumble Knot, LLC	: A-2013-2344612
Pennsylvania Glacial Till, LLC	: A-2013-2344616
Chris and Melinda Maros	: C-2012-2305047
v.	
PPL Electric Utilities Corporation	
Joe and Vanessa Caparo	
v.	
PPL Electric Utilities Corporation	: C-2012-2276713

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the Petition to Intervene of FR E2 Property Holding, LP has been served upon the following persons on the attached service list by First-Class Mail, postage prepaid, in accordance with the requirements of §1.54 (relating to service by a participant).

Dated: February 27, 2013



Elizabeth U. Witmer, Esquire
PA Attorney ID No. 55808
Saul Ewing LLP
1200 Liberty Ridge Drive, Suite 200
Wayne, PA 19087-5569
(610) 251-5062
(610) 408-4400 (fax)
ewitmer@saul.com

Pennsylvania Department of
Environmental Protection
P.O. Box 2063
Market Street State Office Building
Harrisburg, PA 17105-2063
Attn. Office of Field Operations

Honorable Barry J. Schoch, PE, Secretary
Pennsylvania Department of Transportation
Commonwealth Keystone Building
400 North Street, 9th Floor
Harrisburg, PA 17120
Attn. William J. Cressler, Chief Counsel

Pennsylvania Historical and
Museum Commission
Bureau for Historic Preservation
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120-0053
Attn. Mr. Douglas C. McLearn, Chief

Bureau of Investigation and Enforcement
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17105-3265

Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101-1925

Wayne County Planning Department
925 Court Street
Honesdale, PA 18431

Bear Creek Township Board of Supervisors
3333 Bear Creek Boulevard
Bear Creek Township, PA 19702

Office of Small Business Advocate
Commerce Building
300 North Street, Suite 1102
Harrisburg, PA 17101

Lackawanna County Commissioners
Lackawanna County Administration Bldg.
200 Adams Avenue, 6th Floor
Scranton, PA 18503

Lackawanna County Planning Commission
135 Jefferson Avenue, 2nd Floor
Scranton, PA 18503

Luzerne County Council
Luzerne County Courthouse
200 N. River Street
Wilkes-Barre, PA 18911

Luzerne County Planning Commission
20 N. Pennsylvania Avenue
Wilkes-Barre, PA 18711

Monroe County Commissioners
1 Quaker Plaza, Room 201
Stroudsburg, PA 18360-2169

Monroe County Planning Commission
1 Quaker Plaza, Room 106
Stroudsburg, PA 18360-2169

Wayne County Commissioners
Wayne County Courthouse
925 Court Street
Honesdale, PA 18431

Madison Township Planning Commission
3200 Madisonville Road
Madison Township, PA 18444

Bear Creek Township Planning Commission
3333 Bear Creek Boulevard
Bear Creek Township, PA 19702

Buck Township Board of
Supervisors/Planning Commission
114 Buck Boulevard
Bear Creek, PA 18602

Clifton Township Board of Supervisors
361 State Route 435
Clifton Township, PA 18424

Clifton Township Planning Commission
361 State Route 435
Clifton Township, PA 18424

Covington Township Board of Supervisors
20 Moffat Drive
Covington Township, PA 18444

Covington Township Planning Commission
20 Moffat Drive
Covington Township, PA 18444

Lehigh Township Board of Supervisors
32 Second Street
PO Box 615
Gouldsboro, PA 18424

Lehigh Township Planning Commission
32 Second Street
PO Box 615
Gouldsboro, PA 18424

Madison Township Board of Supervisors
3200 Madisonville Road
Madison Township, PA 18444

Tobyhanna Township Board of Supervisors
105 Government Center Way
Pocono Pines, PA 18350

Paupack Township Board of Supervisors
25 Daniels Road
Lakeville, PA 18438

Paupack Township Planning Commission
25 Daniels Road
Lakeville, PA 18438

Plains Township Board of Supervisors
126 North Main Street
Plains, PA 18705

Plains Township Planning Commission
126 North Main Street
Plains, PA 18705

Salem Township Board of Supervisors
PO Box 278
Hamlin, PA 18427

Salem Township Planning Commission
PO Box 278
Hamlin, PA 18427

Sterling Township Board of Supervisors
PO Box 100
Sterling, PA 18463

Sterling Township Planning Commission
PO Box 100
Sterling, PA 18463

Thornhurst Township Board of Supervisors
HC I Box 238-B, River Road
Thornburst, PA 18424-9313

Thornhurst Township Planning Commission
HC I Box 238-B, River Road
Thornhurst, PA 18424-9313

Tobyhanna Township Planning Commission
105 Government Center Way
Pocono Pines, PA 18350

Ronald Solt
1200 Thornhurst Rd.
Bear Creek Twp, PA 18702-8212

Attn: Thomas E., Mark M., and
J. Dean Mack
c/o Heather K
281 Pierce Street
Kingston, PA 18704

Attn: Anthony Jr. and Lillian Lupas et al
65 W. Jackson St.
Wilkes Barre, PA 18661

Jon F. and Veronica Iskra
11 Green Arrow Trail
White Haven, PA 18661

Eylla Hughes Est
c/o Judy Scarfoss
38 Buck Blvd.
White Haven, PA 18661-2130

Transcontinental Gas Pipeline Co
PO Box 2400 Md 46-4
Tulsa, OK 74102-2400

David B. MacGregor
Four Penn Center
1600 John F. Kennedy Blvd.
Philadelphia, PA 19103

Dictrick Hunting Club
PO Box 39 Hooper John
Clifford, PA 18413

International Consolidated Investment
Company
c/o Arthur Kania
560 E. Lancaster Ave, Ste 108
St. Davids, PA 19087

Sylvester J. Coccia
310 W. Mary St.
Old Forge, PA 18518

William Petroulcas & Joana Petrouleas
5 Helena Road
Staten Island, NY 10304

NLMS Inc
1170 Winola Rd
Clarks Summit, PA 18411

Clifton Acres Inc
C/O Wayne Moore
159 East Walton Place, Apt. 23
Chicago, IL 60611

Art Mrtg Borrower Prope 2010-5
10 Glenlake Pkwy S. Twr, Ste 800
Atlanta, GA 30328

Fr First Ave Prop Holding LP
c/o Jeffery R. Thomas
2601 Market Place
Harrisburg, PA 17110

US Industrial Reit II
9830 Colonnade Blvd, Ste 600
San Antonio, TX 78230

Fr E2 Property Holding LP
311 S. Wacker Dr Ste 4000
Chicago, IL 60606

Edward R. Schultz
RR 1 Box 1360
Gouldsboro, PA 18424

Christopher & Melinda Maros
586 Twin Rocks Rd
Newfoundland, PA 18445-2156

Margaret G. Arthur (Deceased)
And Barbara A. Saurman, Trustees of the
Residuary Trust of James C. Arthur
11 Brownstone Dr.
Horsham, PA 19044

Merel J. & Arlene J. Swingle
51 Swingle Ln
Lake Ariel, PA 18436

Bradley D. Hummel
PO Box 733
Hamlin, PA 18427-0733

Donald Januszewski
517 Ledge Dale Rd.
Lake Ariel, PA 18436-5571

Michael & Joanne Palermo
52 Rowan Ave
Staten Island, NY 10306-5273

Peter & Francine Palermo
36 Rowan Ave
Staten Island, NY 10306-5273

Ronald G. & Gloria Sidovar
PO Box 190
Hamlin, PA 18427-0190

John C. & Linda S. Justice
23 Sledzinski Rd.
Lake Ariel, PA 18436-6135

Three Griffins Enterprises Inc
PO Box 136
Hamlin, PA 18427-0136

Lawrence Dude
30 Wilan Ln
Albany, NY 12203-4431

Michael A. & Sue K. Mitch
PO Box 428
Treichlers, PA 18086-0428

Donald W. Henderson & Louis V. Bellucci
7044 So Harbor Circle
Stuart, FL 34996

Dianne L. Doss
390 Nelson Rd
Monroe, NY 0950-4248

James L. & Michaelene J. Butler
9414 South Gary Avenue
Tulsa, OK 74137

Susan Butler Living Trust
Reigeluth
HC 1 Box 1134
Blakeslee, PA 18610

Grumble Knot LLC
2642 Route 940
Pocono Summit, PA 18346

Pennsylvania Glacial Till LLC
PO Box 900
Blakeslee, PA 18610

Blueberry Mountain Realty LLC
57 Seaview Blvd
Port Washington, NY 11050

Paul E. Russell, Esquire
Associate General Counsel
PPL Electric Utilities Corporation
Two North Ninth Street
Allentown, PA 18101

Honorable David Salapa
PA Public Utility Commission
Commonwealth Keystone Bldg.
P.O. Box 3265
Harrisburg, PA 17120