



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

REFER TO OUR FILE

NOVEMBER 19, 1998

R-00974104

LARRY CARYNE ESQUIRE
DUQUESNE LIGHT COMPANY
411 SEVENTH AVENUE
PO BOX 1930
PITTSBURGH PA 15230-1930

Application of Duquesne Light Company for approval of Restructuring Plan under Section 2806 of the Public Utility Code; Motion to suspend proceeding and provide for additional comment period filed by System Council U-10, International Brotherhood of Electric Workers.

DOCKETED

NOV 24 1998

To Whom It May Concern:

This is to advise you that an Opinion and Order has been adopted by the Commission in Public Meeting on November 19, 1998, in the above entitled proceeding.

An Opinion and Order has been enclosed for your records.

Very truly yours,

James J. McNulty,
Secretary

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Cert.Mail

DOCUMENT
FOLDER

SRB

**PENNSYLVANIA PUBLIC UTILITY COMMISSION
HARRISBURG, PA 17105-3265**

Public Meeting held November 19, 1998

Commissioners Present:

John M. Quain, Chairman
Robert K. Bloom, Vice-Chairman
David W. Rolka
Nora Mead Brownell
Aaron Wilson, Jr.

Application of Duquesne Light Company
for Approval of Restructuring Plan Under
Section 2806 of the Public Utility Code;
Motion to Suspend Proceeding and Provide
for Additional Comment Period filed by
System Council U-10, International Brotherhood
of Electrical Workers

Docket No. R-00974104

DOCKETED

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OPINION AND ORDER

On May 29, 1998, the Commission entered an Order in this matter directing Duquesne Light Company ("Duquesne") to file a plan to divest its generating assets within 90 days of the date of entry of the Order. The divestiture plan was to include " a discussion of the treatment of shares of nuclear and fossil units for whom Duquesne is a minority owner. Specifically, the plan shall delineate Duquesne's proposed treatment of nuclear ownership shares should no bids materialize for those shares, as well as

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FOLDER**

Duquesne's ability to sell its stake in Beaver Valley 2 and Perry 1 to the other owners of those units or to swap Duquesne's stake in these units with the owners for the output of other fossil units." Commission Order of May 29, 1998, page 80-81.

On August 27, 1998, Duquesne filed its Generation Auction Plan. Subsequently, via letter of October 14, 1998, Duquesne informed the Commission and all parties that it has entered into an agreement in principle with FirstEnergy Corporation ("FirstEnergy") to exchange its ownership interest in all of its jointly owned plants for three FirstEnergy plants¹.

On October 21, 1998, System Council U-10, International Brotherhood of Electrical Workers ("IBEW") filed a Motion to Suspend Proceeding and Provide for Additional Comment Period. On October 28, 1998, the Environmentalists filed a similar motion. The motions contend that Duquesne's Generation Auction Plan and the agreement in principle between Duquesne and FirstEnergy are inconsistent in some respects. Additionally, the movants argue that, since Duquesne and FirstEnergy have not yet filed a definitive agreement regarding their exchange of assets, the parties are unaware of the effect the agreement may have on Duquesne's employees and on local communities, including changes in the tax base, revenue impact, and the relevant taxing authority. The

¹ Duquesne and FirstEnergy have agreed that Duquesne will transfer its partial ownership interest in Beaver Valley Power Station Units Nos. 1 & 2, Perry Unit No. 1, W.H. Sammis Unit No. 7, Bruce Mansfield Units Nos. 1, 2 & 3, and Eastlake Unit No. 5, in exchange for FirstEnergy's transfer to Duquesne of its rights and interest in the Avon Lake, New Castle, and Niles generation stations. Duquesne Letter to Secretary James J. McNulty, October 14, 1998, page 1-2.

movants contend that it is not possible to assess these effects until a definitive agreement setting forth all terms and conditions is filed, and therefore they request that the Commission suspend the Commission's review of Duquesne's Generation Auction Plan and allow for additional comments to be filed by all parties after Duquesne and FirstEnergy have filed their definitive agreement.

On November 2, 1998, Duquesne filed a combined answer to both motions. Duquesne states in its answer that the motions should be rejected because the movants have not alleged that any harm would result if the Commission expeditiously considers Duquesne's Auction Plan. Duquesne also cites to its Generation Auction Plan to support its contention that if significant changes to the Plan become necessary, Duquesne would be required to submit the proposed modifications to the Commission for review and approval, and that all parties would have an opportunity to comment at that time.

I. The Effects of the Agreement and the Parties' Opportunity To Comment

The movants express concern in their respective motions that the effects of the impending agreement upon the local communities and upon the Generation Auction Plan is unknown, and therefore the parties cannot adequately comment on this impact and on these effects until a definitive agreement has been filed. However, Duquesne's Generation Auction Plan states, in relevant part:

In the event that significant modifications to the Auction Plan are necessary or appropriate, Duquesne would submit any such proposed modifications to the Commission as an amendment to the Auction Plan for its review and approval. Any such amendments would be subject to comment by the parties to this case.

Duquesne Generation Auction Plan, page 6.

In light of the language contained in the plan, the movants' concerns regarding the potential effect that the agreement between Duquesne and FirstEnergy would have on the local communities, and the parties' opportunity to comment on those effects, are premature. Commission consideration of the plan will not alter the parties' opportunities to comment on any modifications to the plan which may result by virtue of the agreement.

The movants have not pointed out any adverse effects which would result from approval of the Plan itself, only the potential effects of the agreement when it becomes finalized. The Plan includes language which gives the parties an opportunity to file comments to that part of the plan at that time, and any modifications to the Plan would require Commission approval following review of the comments and replies.

II. The Effect of Duquesne and FirstEnergy's Agreement on Duquesne Employees

IBEW asserts in its motion that "there is no way to understand or assess the effect that the proposed exchange would have on Duquesne's employees." IBEW Motion, p. 4. However, in its letter to the Commission of October 14, 1998, Duquesne confirmed that it is negotiating with its union to reach a resolution of issues affecting the union, and that, pursuant to the Generation Auction Plan, "Duquesne will make a subsequent filing with the commission presenting the details of such agreement, or, if such an agreement is not reached, Duquesne will submit its own plan, which will be subject to comment by the parties." Duquesne letter to Commission, October 14, 1998, p. 4.

We will require Duquesne to present the details of any agreement with its employees' union to the Commission for review and approval. If no agreement is reached, Duquesne must file a plan with the Commission, and serve it upon the parties for

comment. In this way, all parties will have an opportunity to comment and this part of Duquesne's plan will be subject to Commission review and approval at the appropriate time. In the meantime, however, it is not necessary to suspend review of the plan in its entirety; THEREFORE,

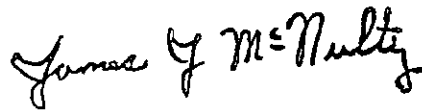
IT IS ORDERED:

1. That the Motions of System Council U-10, International Brotherhood of Electrical Workers, ("IBEW") and The Environmentalists, are denied insofar as they request a stay of the Commission's review of Duquesne Light Company's ("Duquesne") Generation Auction Plan.
2. That Duquesne shall file with the Commission and serve on all parties any definitive agreement for the exchange of assets between Duquesne and FirstEnergy Corporation ("FirstEnergy"), as well as any proposed modifications to the Generation Auction Plan which occur as a result of the agreement.
3. That all parties shall have a period of 30 days from the date of filing of the proposed modifications to file comments, followed by a period of 15 days for Duquesne to file reply comments.
4. That the Commission will review all comments and reply comments and consider the proposed modifications to Duquesne's Generation Auction Plan which occur as a result of a definitive agreement between Duquesne and FirstEnergy.
5. That Duquesne shall file any agreement reached with its union, and if no agreement is reached, that Duquesne shall file a plan regarding the issues which remain outstanding between Duquesne and its union.

6. That all parties shall have a period of 30 days from the date of Duquesne's filing to file comments relative to the agreement or Duquesne's plan regarding outstanding issues between Duquesne and its union, and that Duquesne shall have a period of 15 days following the comment period to file reply comments.

7. That the Commission will review all comments and reply comments and consider said agreement between Duquesne and the union or plan filed by Duquesne.

BY THE COMMISSION:



James J. McNulty
Secretary

(SEAL)

ORDER ADOPTED: November 19, 1998

ORDER ENTERED: **NOV 19 1998**

LARRY R CRAYNE
RICHARD S HERSKOVITZ
DUQUESNE LIGHT COMPANY
411 SEVENTH AVENUE 16-006
PITTSBURGH PA 15230-1930

DAVID HUGHES
4037 LUDWICK STREET
PITTSBURGH PA 15217

MARISA SIFONTES
EDMUND J BERGER
OFFICE OF CONSUMER ADVOCATE
555 WALNUT STREET
FORUM PLACE 5TH FLOOR
HARRISBURG PA 17121-1921
MESSENGER

JIM FERLO COUNCILMAN
510 CITY-COUNTY BLDG
PITTSBURGH PA 15219

TIMOTHY MORAN
986 GREENTREE ROAD
PITTSBURGH PA 15220

STEPHEN L FELD ESQUIRE
FIRSTENERGY CORP
76 SOUTH MAIN STREET
AKRON OH 44308

DOUGLAS F JOHN ESQUIRE
GORDON J SMITH ESQUIRE
JOHN & HENGERER
1200 17TH ST NW STE 600
WASHINGTON DC 20036

MICHAEL L KURTZ ESQUIRE
BOEHM KURTZ & LOWRY
2110 CBLD CENTER
36 EAST SEVENTH STREET
CINCINNATI OH 45202

PATRICIA ARMSTRONG ESQUIRE
THOMAS THOMAS ARMSTRONG &
NIESEN
PO BOX 9500
HARRISBURG PA 17108-9500

JACQUELINE R MORROW ESQUIRE
RODNEY R AKERS ESQUIRE
CITY OF PITTSBURGH
313 CITY-COUNTY BLDG
414 GRANT STREET
PITTSBURGH PA 15219

ALLEGHENY ELECTRIC
COOPERATIVE INC
212 LOCUST STREET
PO BOX 1266
HARRISBURG PA 17108-1266

STEVEN BAICKER-MCKEE
WANDA SCHILLER
BABST CALLAND CLEMENTS &
ZOMNIR PC
TWO GATEWAY CENTER 8TH FL
PITTSBURGH PA 15222

ROBERT WEISENMILLER
MRW & ASSOCIATES INC
1999 HARRISON STREET
SUITE 1440
OAKLAND CA 94612-3517

JOHN R ORR ESQUIRE
ONE WESTCHASE CENTER
10777 WESTHEIMER STE 650
HOUSTON TX 77042

BRIAN A RIDER
PENNSYLVANIA RETAILERS'
224 PINE STREET
HARRISBURG PA 17101-1325

KANDACE F MELILLO ESQUIRE
WAYNE T SCOTT ESQUIRE
PA PUC OFFICE OF TRIAL STAFF
PO BOX 3265
HARRISBURG PA 17105-3265
MESSENGER

MICHAEL REID DIR MATERIALS
MGMT SVCS
ADMINISTRATIVE RESOURCES INC
500 COMMONWEALTH DRIVE
WARRENDALE PA 15086-7513

KENNETH MAIMAN ESQUIRE
KENNETH L WISEMAN ESQUIRE
ROBERT M LAMKIN ESQUIRE
ANDREWS & KURTH LLP
425 LEXINGTON AVENUE
NEW YORK NY 10017-3903

JAMES P DOUGHERTY ESQUIRE
PAMELA POLACEK ESQUIRE
MCNEES WALLACE & NURICK
PO BOX 1166
HARRISBURG PA 17108-1166

THOMAS J AUGSPURGER ESQUIRE
JOHN HORTON
EMMITT HOUSE
MIDCON CORPORATION
701 EAST 22ND STREET
LOMBARD IL 60148

MARK MCGUIRE ESQUIRE
RONALD CARROLL ESQUIRE
JENNER & BLOCK
601 THIRTEENTH STREET N W
12TH FLOOR
WASHINGTON DC 20005

DAVID L CRUTHIRDS
ELECTRIC CLEARINGHOUSE INC
1000 LOUISIANA STE 5800
HOUSTON TX 77002-5050

RENEE DONALDSON SALES
COORDINATOR
MIDCON CORPORATION
3200 SOUTHWEST FREEWAY
HOUSTON TX 77027

JOHN E STEMBER ESQUIRE
1705 ALLEGHENY BLDG
429 FORBES AVENUE
PITTSBURGH PA 15219

GPU ENERGY
2800 POTTSVILLE PIKE
READING PA 196740-0001

PETER J THOMPSON ESQUIRE
KENNETH L WISEMAN ESQUIRE
1701 PENNSYLVANIA AVE NW
STE 200
WASHINGTON DC 20006-4805

MARGARET PETERS ESQUIRE
PEOPLES NATURAL GAS COMPANY
625 LIBERTY AVENUE
PITTSBURGH PA 15222-3197

STEPHEN BARON
J KENNENY & ASSOCIATES INC
35 GLENLAKE PARKWAY
SUITE 475
ATLANTA GA 30325

ALAN J BARAK ESQUIRE
3700 VARTAN WAY
HARRISBURG PA 17110

MARY MCFALL HOPPER ESQUIRE
PECO ENERGY COMPANY
2301 MARKET STREET
PO BOX 8699
PHILADELPHIA PA 19101-8699

SCOTT J RUBIN ESQUIRE
INT'L BROTHERHD ELEC WORKERS
3 LOST CREEK DRIVE
SELINGSGROVE PA 17870-9357

PAUL E RUSSELL ESQUIRE
PENNSYLVANIA POWER & LIGHT
TWO NORTH NINTH STREET
ALLENTOWN PA 18101-1179

DONALD KAPLAN ESQUIRE
PRESTON GATES ELLIS &
ROUVELAS MEEDS
1735 NEW YORK AVE NW
STE 500
WASHINGTON DC 20006-4759

MATTHEW KAHAL
EXETER ASSOCIATES INC
12510 PROSPERITY DRIVE
SUITE 350
SILVER SPRING MD 20904

GERALD GORNISH ALAN KOHLER
& DANIEL CLEARFIELD ESQS
WOLF BLOCK SHORR & SOLIS-
COHEN
STE 300 212 LOCUST STREET
HARRISBURG PA 17101

ANGELA JONES ESQUIRE
SMALL BUSINESS ADVOCATE
COMMERCE BLDG STE 1102
300 N SECOND STREET
HARRISBURG PA 17101
MESSENGER

KEVIN MCKEON & JANET MILLER
WILLIAM T HAWKE ESQUIRES
TODD STEWART ESQUIRE
MALATESTA HAWKE & MCKEON
PO BOX 1778
HARRISBURG PA 17105-1778

GARY JEFFRIES ESQUIRE
CNG ENERGY SERVICES
ONE PARK RIDGE CENTER
PO BOX 15746
PITTSBURGH PA 15244-0746

TIM MERRILL ESQUIRE
4 PENN CENTER WEST
SUITE 200
PITTSBURGH PA 15276

VICKIREN AESCHLEMAN DIR
QST ENERGY INC
300 HAMILTON BLVD STE 300
PEORIA IL 61602

SHEILA HOLLIS ESQUIRE
MARY ANN RALLS ESQUIRE
1667 K STREET NW STE 700
WASHINGTON DC 20006-1608

JOSEPH DWORETZKY ESQUIRE
JOHN LAVELLE JR ESQUIRE
ONE LOGAN SQUARE 12TH FLOOR
PHILADELPHIA PA 19103

JOHN WILSON DIRECTOR
COMMUNITY ACTION ASSOC
222 PINE STREET
HARRISBURG PA 17101

JOHN MOOT ESQUIRE
KURT BILAS ESQUIRE
VICTOR A CONTRACE
1440 NEW YORK AVENUE NW
WASHINGTON DC 20005

HOWARD LOUIK ESQUIRE
300 FORT PITT COMMONS
445 FORT PITT BLVD
PITTSBURGH PA 15219

DENEICE COVERT ZEVE ESQUIRE
TERRY LUPIA ESQUIRE
14TH FLOOR STRAWBERRY SQUARE
HARRISBURG PA 17120
MESSENGER

ROBERT STEFANKO ESQUIRE
341 SOUTH BELLEFIELD AVENUE
PITTSBURGH PA 15213

CINDY DATIG ESQUIRE
DOLLAR ENERGY FUND
P O BOX 42329
PITTSBURGH PA 15203

ROGER CLARK ESQUIRE
THE ENVIRONMENTALISTS
905 DENSTON DRIVE
ANDLER PA 19002-3901

ALBERT BENINCASA ESQUIRE
46 9TH AVENUE
SEA CLIFF NY 11579

DAVID M DESALLE ESQUIRE
TERRANCE FITZPATRICK ESQ
RYAN RUSSELL OGDEN &
SELTZER
800 N THIRD STREET STE 101
HARRISBURG PA 17102-2025

THOMAS GADSDEN ESQUIRE
MORGAN LEWIS & BOCKUIS
2000 ONR LOGAN SQUARE
PHILADELPHIA PA 19103

DONALD AYERSMAN JR ESQUIRE
1125 DENVER AVENUE
MORGANTOWN WV 26505

DAVID MAGNUS BOONIN
NEW ENERGY VENTURE EAST LLC
1845 WALNUT STREET
SUITE 2525
PHILADELPHIA PA 19103

BRIAN KALCIC
225 SOUTH MERAMEC AVENUE
SUITE 720-5
ST LOUIS MO 63105

JOHN O'BRIEN ESQUIRE
50 CHARLES LINDBURGH BLVD
SUITE 207
UNIONDALE NY 11553

JAMES STEFFERS
ENRON POWER MARKETING INC
1400 SMITH STREET
P O BOX 4428
HOUSTON TX 77002

KENNETH ZIELONIS ESQUIRE
208 NORTH 3RD STREET
SUITE 310
P O BOX 12090
HARRISBURG PA 17108-2090

LAWRENCE E MONCRIEF ESQUIRE
1364 SILVERTON AVENUE
PITTSBURGH PA 15206

BRUCE A AMERICUS
SAMUEL W BRAVER
ONE OXFORD CENTER
20TH FLOOR
BUCHANAN INGERSOL
PITTSBURGH PA 15219

LOU SAUERS
BCS 7TH FLOOR
BARTO BUILDING
P O BOX 3265
HARRISBURG PA 17105-3265
MESSENGER

DARLENE WESTFALL AGENT
OFFICE OF ATTORNEY GENERAL
564 FORBES AVENUE
PITTSBURGH PA 15219

HARVEY MARCUS
OFFICE OF ATTORNEY GENERAL
5644 HEMPSTEAD ROAD
PITTSBURGH PA 15217

KEITH M SAPPENFIELD II
DIRECTOR OF MARKETING
SUPPORT
NORAM ENERGY MANAGEMENT INC
P O BOX 2628
HOUSTON TX 654-5864

HONORABLE LAWRENCE ROBERTS
REP -51ST DISTRICT
HOUSE PO MAIN CAHITOL
HARRISBURG PA 17120
MESSENGER

HON RICHARD A KASUNIC
DEMOCRATIC POLICY CHAIRMAN
SENTATE PO MAIN CAPITOL
HARRISBURG PA 17120
MESSENGER

ROBERT L SIMPSON EXEC DIR
CRISPUS ATTUCKS ASSN INC
605 SOUTH DUKE STREET
YORK PA 17403

MICHAREL W KRAJOVIC EX VP
FAY PENN ECONOMIC DEV CNSL
TWO WEST MAIN ST STE 407
PO BOX 2101
UNIONTOWN PA 15401-1701

HONORABLE RICHARD F VIDMER
CHAIRMAN
WESTMORELAND COUNTY COMMRS
101 COURTHOUSE SQUARE
GREENSBURG PA 15601

HONORABLE PATRICK E FLEAGLE
HOUSE POST OFFICE BOX 202020
MAIN CAPITOL BUILDING
HARRISBURG PA 17120-2020
MESSENGER

JEFFREY M BLADEN MGR
CORP DEVELOPMENT
NEW ENERGY VENTURES EAST
1845 WALNUT STREET
SUITE 2525
PHILADELPHIA PA 19103

JOHN E MOLINDA PE
STRATEGIC ENERGY LTD
2 GATEWAY CENTER
PITTSBURGH PA 15222-1458

JAMES CAWLEY ESQUIRE
PHOADS & SINON
DAUPHIN BANK BLDG 12TH FL
ONE SOUTH MARKET SQ
P O BOX 1146
HARRISBURG PA 17108-1146

DAVID E POMPER ESQUIRE
SPEIGEL & MCDIARMID
1350 NEW YORK AVENUE NW
WASHINGTON DC 20005-4798

HONORABLE MICHAEL R VEON
HOUSE BOX 202020
MAIN CAPITOL
HARRISBURG PA 17120-2020
MESSENGER

HONORABLE FRANCIS J DERMODY
600 WOODLAND AVENUE
OAKMONT PA 15139

HONORABLE DAVID LEVDANSKY
ALLEGHENY CO DEMOCRATIC
DELEGATION
112 SECOND AVENUE
ELIZABETH PA 15037-1539

HONORABLE IVAN ITKIN
ALLEGHENY CO DEMOCRATIC
DELEGATION
1148 GREENFIELD AVENUE
PITTSBURGH PA 15217-2053

HONORABLE FRANK GIGLIOTTI
ALLEGHENY CO DEMOCRATIC
DELEGATION
2023 EAST CARSON STREET
PITTSBURGH PA 15203-1929

HONORABLE RICHARD D OLASZ
ALLEGHENY CO DEMOCRATIC
DELEGATION
3702 GREENSPRINGS AVENUE
WEST MIEFLIN PA 15122-1753

DR ROGER ODISIO
170 DRAKE ROAD
BETHEL PARK PA 15102

HONORABLE JACK WAGNER
SENATE BOX 203042
HARRISBURG PA 17120-3042
MESSENGER

HONORABLE TIM MURPHY
SENATE POST OFFICE
MAIN CAPITOL
HARRISBURG PA 17120
MESSENGER

HONORABLE ANTHONY DELUCA
ALLEGHENY CO DEMOCRATIC
DELEGATION
11609 PENN HILLS DRIVE
PITTSBURGH PA 15235-3329

HONORABLE SUSAM LAUGHLIN
ALLEGHENY CO DEMOCRATIC
DELEGATION
555 MERCHANT STREET
AMBRIDGE PA 15003-2464

HONORABLE TERRY E VAN HORNE
ALLEGHENY CO DEMOCRATIC
DELEGATION
1625 FIFTH AVENUE
ARNOLD PA 15068-4415

HONORABLE HARRY READSHAW
ALLEGHENY CO DEMOCRATIC
DELEGATION
5101 OLD CLAIRTON ROAD
PITTSBURGH PA 15236

HONORABLE DON WALKO
ALLEGHENY CO DEMOCRATIC
DELEGATION
3722 BRIGHTON ROAD
PITTSBURGH PA 15212

MARY RUGH SR ELECTRICAL ENG
UNIVERSITY OF PITTSBURGH
FACILITIES MANAGEMENT DIV
EUREKA BLDG 3400 FORBES AVE
PITTSBURGH PA 15260

HONORABLE MELISSA HART
SENATE POST OFFICE
MAIN CAPITOL
HARRISBURG PA 17120
MESSENGER

R DAVID MYERS
HONORABLE SUSAN LAUGHLIN
16 EAST WING
HARRISBURG PA 17120
MESSENGER

HONORABLE FRANK DERMODY
ALLEGHENY CO DEMOCRATIC
DELEGATION
801 FREEPORT ROAD
CHESWICK PA 15024-1209

HONORABLE TOM MICHLOVIC
ALLEGHENY CO DEMOCRATIC
DELEGATION
519 PENN AVENUE
TURTLE CREEK PA 15145

HONORABLE FRANK J PISTELLA
ALLEGHENY CO DEMOCRATIC
DELEGATION
506 S MILLVALE AVENUE
PITTSBURGH PA 15224-2118

HONORABLE TOM PETRONE
ALLEGHENY CO DEMOCRATIC
DELEGATION
179 STEUBEN STREET
PO BOX 8557
PITTSBURGH PA 15220

HONORABLE JOSEPH PRESTON JR
ALLEGHENY CO DEMOCRATIC
DELEGATION
6203 PENN AVENUE
PITTSBURGH PA 15206-4005

HONORABLE JOSEPH MARKOSEK
ALLEGHENY CO DEMOCRATIC
DELEGATION
4232 NORTHERN PIKE
MONROEVILLE PA 15146-2732

HONORABLE DAVE MAYERNIK
ALLEGHENY CO DEMOCRATIC
DELEGATION
440 PERRY HIGHWAY
PITTSBURGH PA 15229

HONORABLE JEFFREY HABAY
HOUSE BOX 202020
ROOM 163B EAST WING
HARRISBURG PA 17120
MESSENGER

BEA SCHULTE COMMISSIONER
DAN DONATELLA COMMISSIONER
BEAVER COUNTY COURTHOUSE
BEAVER PA 15009

DENNIS BLOOM
617 MIDLAND AVENUE
MIDLAND PA 15059